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37th Annual Report for 2017-18

of

SUJALA TRADING & HOLDINGS LIMITED

CIN-L51109WB1981PLC034381

Regd. Off. 1A, GRANT LANE, 2ND FLOOR, ROOMNO-202, KOLKATA-700 012

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

Website-www.sujalagroup.com

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OVERVIEW

The Company was incorporated as Sujala Trading & Holdings Limited on 18th December, 1981 under the Companies Act, 1956 in the State of West Bengal. Sujala Trading & Holdings Limited 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 Limited in its 37th 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 2017-18, therefore, was dedicated to celebrate 37th years of Sujala Trading & Holdings Limited. 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 with valuable suggestions that will be incorporated into our planning for 2018-19. 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 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	<ul style="list-style-type: none">Ø Mr. Subhadeep MukherjeeØ Ms. Anjana GuptaØ Mr. Gourav GoelØ Mr. Dhiraj Ram
Key Managerial Personnel	<ul style="list-style-type: none">Ø Mr.Subhadeep Mukherjee (Managing Director)Ø Mr.Prithwish Chatterjee (Company Secretary)Ø Mr.Ashok Kumar Agarwal (Chief Financial Officer)
Statutory Auditor	G. C. Bafna & Co, Chartered Accountants
Secretarial Auditor	Saurav Jalan & Associates, Company Secretary in practice
Internal Auditor	Santinath & Associates, Chartered Accountants
Banker	IDBI Bank Limited
Registrar & Share Transfer Agent	ABS Consultant Private Limited
Registered Office	1A, Grant Lane, 2 nd Floor, Room No: 202, Kolkata- 700 012, West Bengal
Listed in	<ul style="list-style-type: none">Ø Bombay Stock Exchange (BSE)Ø The Calcutta stock Exchange (CSE)
Contact to	033 2236 4330
E-mail at	Sujala_trading@yahoo.com/ enquiry@sujalagroup.com
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 37th Annual General Meeting of the Members of M/s. SUJALA TRADING & HOLDINGS LIMITED is scheduled to be held on Friday, the 28th day of September, 2018 at 1A, Grant Lane, 2nd Floor, Room No: 202, Kolkata-700 012 at 10.00 A.M to conduct the following business:

ORDINARY BUSINESS:

Item No-1-To Adopt the Financial Statements for the financial year ended on the 31st March, 2018:

To consider and adopt the Audited Financial Statements of the Company (both Standalone and Consolidated) for the Financial Year ended on 31st March 2018, which include Statement of Profit & Loss, Cash Flow Statement for the financial year ended on 31st March, 2018 and the Balance Sheet at that date, Directors' Report and the Reports of Auditors' thereon.

Item No-2-To Declare Dividend:

To declare dividend of ₹0.10/- per equity share on the Equity Share Capital for the financial year ended on 31st March, 2018, subject to the approval of Shareholder at the Annual General Meeting.

Item No-3-Re-appointment of Director:

To appoint a Director in place of Mr. Dhiraj Ram (DIN- 06752534) as Director, who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

Item No-4-Appointment of Mrs. Tapashi Naha Roy as an Independent Director

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

“RESOLVED THAT pursuant to the provisions of Sections 149 and other applicable provisions, if any, of the Companies Act, 2013 (Act) read with the Companies (Appointment and Qualification of Directors) Rules, 2014, Schedule IV and Regulation 17 and 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), as amended from time to time, Mrs. Tapashi Naha Roy (DIN: 08195094) be and is hereby appointed as an Independent Director of the Company for a period of consecutive five (5) years with effect from September 28, 2018 and the said appointment shall not be subject to retire by rotation.”

By order of the Board
For Sujala Trading & Holdings Ltd

Prithwish Chatterjee
Company Secretary

Kolkata, August 20, 2018



NOTES:

1. This intimation is exclusively for those Members whose securities are held at physical mode as of now:

BSE has issued a Circular to Listed Companies on July 05, 2018 informing about amendment to Regulation 40 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 vide Gazette notification dated June 8, 2018 has mandated that transfer of securities would be carried out in dematerialized form only. Based on that with effect from December 5, 2018, shares which are lodged for transfer shall be in dematerialized form only. In other words, no transfer of securities which are held in physical mode won't be allowed from December 5, 2018 onwards.

For your reference the web link of the said notification is given here at:

<https://www.bseindia.com/corporates/Displaydata.aspx?Id=cd22b184-1153-4b05-8ad9-d04699161f89&Page=cir>

Hence, you are requested to dematerialise the securities which are held at physical mode as soon as possible and ensure that the signature cards of yours with respect to physically held securities are to be handed over to our RTA i.e. ABS Consultant Private Limited, 4, B.B.D Bag (East), Stephen House, Room No: 99, 6th Floor, Kolkata- 700 001, West Bengal at the earliest once the dematerialization is done.

Necessary information on how to dematerialize your securities is already placed at the Company's website and also hereat for your requisite guidance.

Steps to be undertaken to dematerialize your securities:

The Client (Registered Owner) will submit a request to the Depository Participant (DP) in the Dematerialization Request Form (DRF) for dematerialization, along with the certificates of securities to be dematerialized. Before submission, the client has to deface the certificates by writing "SURRENDERED FOR DEMATERIALISATION".

The Depository Participant will verify that the Dematerialization Request Form is duly filled in and the number of certificates, number of securities and the security type (equity, debenture etc.) are as given in the Dematerialization Request Form. If the Dematerialization Request Form and security count are in order, the Depository Participant will issue an acknowledgement slip duly signed and stamped, to the client.

The Depository Participant will scrutinize the Dematerialization Request Form and the certificates. The scrutiny involves the following:

- Verification of the Client's signature on the Dematerialization Request Form with the specimen signature (the signature on the account opening form). If the signature differs, the Depository Participant should ensure the identity of the client.
- Compare the names on Dematerialization Request Form and Certificates with the Client Account.
- Paid-Up Status.
- ISIN (International Securities Identification Number).
- Locked-in status.
- Distinctive numbers.

In case the securities are not in order, they are returned to the client and acknowledgement is obtained. The Depository Participant will reject the request and return the Dematerialization Request Form and certificates in case:

- The Certificates is mutilated or they are defaced in such a way that the material information is not readable. It may advise the Client to send the Certificate to the Issuer/ R&T Agent and get new Certificate issued in lieu thereof.
- A single Dematerialization Request Form is used to dematerialize securities of more than one Company.
- Part of the Certificates pertaining to a single Dematerialization Request Form is partly paid-up, the Depository Participant will reject the request and return the Dematerialization Request Form along with the Certificates. The Depository Participant may advise the Client to send separate request for fully paid-up and partly paid-up securities.
- Part of the Certificates pertaining to a single Dematerialization Request Form is locked-in, the Depository Participant will reject the request and return the Dematerialization Request Form along with the Certificates to the Client.

The Depository Participant may advise the Client to send a separate request for the locked-in certificates. Also, certificates locked-in for different reasons should not be submitted together with a single Dematerialization Request Form.

In case the securities are in order, the details of the request as mentioned in the Dematerialization Request Form are to be entered in the DPM (software provided by NSDL to the Depository Participant) and a Dematerialization Request Number (DRN) will be generated by the system.

The DRN so generated is to be entered in the space provided for the purpose in the Dematerialization Request Form.

A person other than the person who entered the data is expected to verify the details recorded for the DRN. The request will be then released by the Depository Participant which will be forwarded electronically to DM (DM- Depository Module, NSDL's software system) by DPM.

The DM will forward the request to the Issuer / R&T Agent electronically.

The Depository Participant will fill up the relevant portion viz., authorization portion of the Dematerialization Request Form.

The Depository Participant will punch the certificate on the Company Name so that no material information on the Certificate will be destroyed.

The Depository Participant will then dispatch the Certificates along with the Dematerialization Request Form and a covering letter to the Issuer / R&T Agent.

The Issuer / R&T Agent will confirm acceptance of the request for dematerialization in his system DPM (SHR) and the same will be forwarded to the DM, if the request will be found in order.

The DM will electronically authorize the creation of appropriate credit balance in the client's account.

The DPM will credit the client's account automatically.

The Depository Participant must inform the client about the changes in the client's account following the confirmation of the request.

The Issuer / R&T Agent may reject the dematerialization request in some cases. The Issuer / R&T Agent will send an objection memo to the Depository Participant with or without DRF and security certificates depending upon the reason of rejection. The Depository Participant/ Investor has to remove reasons for objection within 15 days, the Issuer / R&T Agent may reject the request and return the Dematerialization Request Form and accompanying Certificates to the Depository Participant. The Depository Participant, if the Client so requires, may generate a new dematerialization request and send the securities again to the Issuer / R&T Agent. No fresh request can be generated for the same securities until the Issuer / R&T Agent rejects the earlier request and informed NSDL and the Depository Participant about it.

We also like to inform that we have already taken requisite efforts through our RTA i.e. ABS Consultant Private Limited, 4, B.B.D Bag (East), Stephen House, Room No: 99, 6th Floor, Kolkata- 700 001, West Bengal by means of sending letter under Registered/Speed post to the holders of physical certificates at their address as presently registered, appraising them about the amendment and sensitise them about the impact of the regulation on the transfer of shares held by them in physical form with effect from December 5, 2018. In this respect you are requested to kindly update your latest address with us in case there is change of your address for communication which is not yet notified to us from your part and who hasn't received the reminder in respect to the above as well.

2. 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

member(s) 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 Equity Share 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 Private Limited, Stephen House, 6th Floor, Room No. 99, 4, B.B.D. Bag (East), Kolkata – 700 001, West Bengal regarding any change in their address.

3. Members can avail the nomination facility, under Section 72 of the Companies Act, 2013 by submitting Form No. SH.13 as per Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014 with the Company. Blank forms will be made available on request.

4. Electronic copy of the Annual Report for Financial Year 2017-18 is being sent to all Members whose email IDs are registered with the Company's Registrar and Share Transfer Agent/Depository Participants for communication purposes unless any Member has requested for a hard copy of the same. For Members who have not registered their email address, physical copies of the Annual Report for Financial Year 2017-18 is being sent in the permitted mode.

5. The Register of Members and Equity Share Transfer Books will remain closed from **22 September, 2018 to 28 September, 2018 (both days inclusive)**.

6. Voting through electronic means:

I. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standard on General Meetings (SS2) issued by the Institute of Company Secretaries of India (ICSI), Members are provided with the E-Voting facilities i.e. The facility of casting the votes by the Members using an electronic voting system from a place other than venue of the AGM ("Remote e-Voting") provided by Central Depository Services (India) Ltd. (CDSL).

The notice of the 37th 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 are being dispatched to all the Members. The E-Voting particulars are provided at the bottom of the Attendance Slip for the 37th Annual General Meeting (AGM):

A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.

The Remote E-Voting period will begin on **25th September, 2018 from 9.00 A.M. and ends on 27th September, 2018 till 5.00 P.M.** During this period, equity shareholders of the Company, holding equity shares either in physical form or in dematerialized form, as on the **cut-off/entitlement date of 21.09.2018** may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter.

Members of the company, instead of casting their votes by the aforesaid "Remote E-voting" may cast their votes at the venue of the Annual General Meeting through physical ballot papers, which shall be made available at the venue of the AGM and only such Members attending the meeting, who have not cast their vote by remote e-voting, shall be able to exercise their right to vote at the Meeting through ballot papers.

The Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM, but shall not be entitled to cast their votes again.

Members, Proxies and Authorised Representatives are requested to bring their attendance slips enclosed herewith, duly completed and signed, mentioning therein the details of their DP ID and Client ID / Folio No. to the venue of the AGM. Duplicate attendance slips or copies of the Report and Accounts will not be made available at the venue of the AGM.



The process and manner for remote e-voting are as under:

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 along with “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 D-mat 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 D-mat 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 D-mat 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 D-mat 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 favour 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, and 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 i.e. 21.09.2018.

VI. Pursuant to the provisions of Section 108 of the Companies Act 2013, read with the rules thereof, Mrs. Ayushi Khaitam, Practicing Company Secretary, (Certificate of Practice No.19325; Membership No. ACS 52589) has been appointed as the Scrutinizer to scrutinize the voting at the Annual General meeting and the remote e-voting process in a fair and transparent manner.

VII. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Papers" for all those members who are present at the AGM but have not cast their votes by availing the mode of remote e-voting facility.

VIII. The Results of voting will be declared within 48 hours from the conclusion of Annual General Meeting. The declared results along with the Scrutinizer's Report will be available forthwith on the website of the Company www.sujalagroup.com and on the website of CDSL. Such results shall be forwarded to the BSE Limited and Calcutta Stock Exchange Limited.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013**Item No:4**

The Company has received a notice in writing under the provisions of Section 160 of the Companies Act, 2013 from M/s. Shree Sudharshan Castings Private Limited, being the Member of the Company, proposing candidature of Mrs. Tapashi Naha Roy for the office of Independent Director of the Company in compliance of section 160 of the Companies Act, 2013 along with the requisite deposit as prescribed under this section.

Copy of the Notice under section 160 of the Companies Act, 2013 proposing the candidature of Mrs. Tapashi Naha Roy for the office of Independent Director of the Company is attached herewith at the end of this Annual Report and also has been placed at the website of the Company i.e. www.sujalagroup.com.

The Company has received requisite consent and declarations from Mrs. Tapashi Naha Roy as required under various provisions including section 149(6) of the Companies Act, 2013 and Rules made thereunder. The resolution seeks the approval of the members for the appointment of Mrs. Tapashi Naha Roy as an Independent Director of the Company for a period of five (5) consecutive years with effect from September 28, 2018. Further the appointment, if made, shall not be subject to retire by rotation.

Mrs. Tapashi Naha Roy has an extensive work experience in the finance portfolio in a financial company over a period of time. In the opinion of the Board of Directors, Mrs. Tapashi Naha Roy is a person of integrity and possesses requisite expertise and experience, by also considering the portfolio of our Company and the nature of its business, as specified in the Companies Act, 2013 and the Rules made thereunder and also fulfil all the criteria of her independence as specified under section 149(6) of the Companies Act, 2013.

Except Mrs. Tapashi Naha Roy, no other Director, Key Managerial Personnel or their relatives is in any way, financially or otherwise, either directly or indirectly interested or concerned in the resolution.

The Board considers that her association would be of immense benefit to the Company and it is desirable to continue to avail services of Mrs. Tapashi Naha Roy as an Independent Director.

She doesn't hold any Directorship in any other Company as on this date.

Accordingly, the Board recommends the resolution in relation to appointment of Mrs. Tapashi Naha Roy as an Independent Director set forth in Item no. 4 of the Notice, for the approval by the shareholders of the Company.

Details of Director Seeking Re-Appointment at the Forthcoming Annual General Meeting:
(under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015)

Mr. Dhiraj Ram:

Mr. Dhiraj Ram DIN- 06752534 is a Non-Executive of the Company. He is having experience in the field of Accounts and Finance over the period of years. He has been serving to the Company for a period of 4 (four) years above.

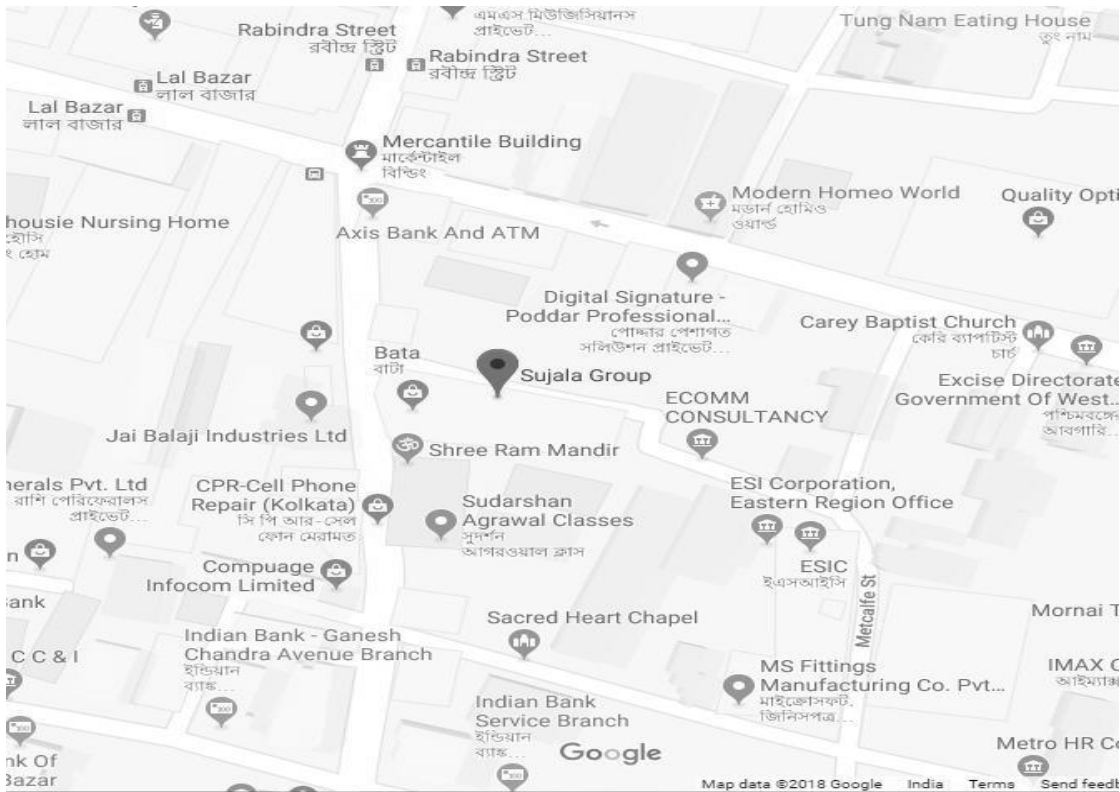
He does not hold by himself or for any person on a beneficial basis, any shares in the Company.

The Directorship and Membership of Board Committees of Mr. Dhiraj Ram as on Dates is as under:

- Ø Directorship in listed Company(ies): Sujala Trading and Holdings Limited as a Non-Executive Director.
- Ø Committee Membership in Listed Company(ies): In Sujala Trading and Holdings Limited:
 - ü Nomination & Remuneration Committee
 - ü Stakeholders Relationship Committee

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

Route map of the venue of 37th Annual General Meeting of the Company



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

**Prithwish chatterjee
Company Secretary**

Kolkata, August 20, 2018



SUJALA TRADING & HOLDINGS LTD.

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CIN-L51109WB1981PLC034381 Website-www.sujalagroup.com

DIRECTORS' REPORT TO THE MEMBERS

Your Directors have pleasure in presenting their 37th Annual Report together with the Audited Accounts of the Company for the Year ended March 31, 2018.

FINANCIAL RESULTS: ₹ in Lac

Particulars	Standalone Results		Consolidated Results	
	March 31, 2018	March 31, 2017	March 31, 2018	March 31, 2017
Total Income	796.06	704.24	796.14	704.24
Total Expenses	777.67	688.41	778.73	688.95
Profit before Depreciation, Finance Cost & Taxation	18.39	15.83	17.41	15.29
Less: Depreciation	0.54	0.22	0.54	0.22
Profit before Tax	17.85	15.61	16.87	15.07
Less: Current Tax	4.63	4.67	4.63	4.67
Less: Deferred Tax	(0.03)	-	(0.03)	-
Profit / Loss for the year	13.25	10.94	12.27	10.40
Other Comprehensive Income (OCI) (Net of Tax)	-	-	-	-
Total Comprehensive Income	13.25	10.94	12.27	10.40
Add: Balance of Retained Earnings brought forward from previous year	3.85	(4.88)	(2.07)	(10.26)
Less: Transfer to Reserve	2.65	2.19	2.65	2.19
Less: Dividend pay-out including Tax on Dividend	6.88	-	6.88	-
Income Tax for earlier year	-	0.02	-	0.02
Balance of Retained Earnings carried to Balance sheet	7.57	3.85	0.67	(2.07)

Note: The above figures are extracted from the Standalone and Consolidated Financial Statements as per the Indian Accounting Standards (Ind AS).

DIVIDEND:

The Board of Directors are pleased to recommend the Final Dividend @ ₹ 00.10/- on per Equity Shares which shall be subject to approval and declaration at the 37th Annual general Meeting of the Company to be held on the 28th September, 2018.

TRANSFER TO RESERVE:

The Company proposes to transfer an amount of ₹ 2.65 Lac to the Reserve. An amount of ₹ 3.72 Lac is proposed to be retained in the Statement of Profit and Loss.

OPERATIONAL REVIEW:

Your Company experienced a continued growth resulting an uplift to the Revenue from Operation (Gross) that stood at ₹795.80 Lac (approx.) for the financial year 2017-18 as compared to ₹ 701.96 Lac (approx.) for the financial year 2016-17.

On account of such, your Company was able to generate higher Profit (net of Tax) of ₹ 13.25 Lac (approx.) for this financial year, indicating a substantial uplift by 21.12% (approx.) of the Profit margin as compared to previous financial year.

The Consolidated Profit (net of Tax) for the period under review experienced a growth as well by 17.98 % (approx.) leading the Net Profit to stand at ₹ 12.27 Lac as compared to ₹ 10.40 Lac generated at the previous financial year.

There have been no material changes and commitments, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of this report and there has been no change in the nature of business.

MANAGEMENT DISCUSSION & ANALYSIS REPORTS:

The Management Discussion and Analysis Report forms an integral part of this Report and gives details of the overall Industry Trends and Developments, Opportunities and Threats, Risk and Concern, Company's Outlook and Company's Internal Control and System during the Financial Year 2017-18 is annexed as "Annexure-1" forming part of this Report.

FUTURE PROSPECT:

The Company is engaged in the business of providing Non-Banking Financial Services for which a continuous demand in the domestic market exists. Considering the present market scenario and overall economy of the domestic market, your Company is expecting a substantial higher demand in the domestic market during the next couple of years that will eventually pave the scope of business for your Company in the existing market and provide the opportunity in terms of an expanded and higher standard for the business operation of the Company in the near future.

SHARE CAPITAL:

The Issued, Subscribed and Paid-up Equity Share Capital of the Company as on March 31, 2018 stood at ₹.572.175 Lakhs comprising of 57,21,750 Equity Shares of ₹ 10/- each. During the financial year under review, there was no alteration to the Issued and Paid-Up Equity Share Capital neither in form of addition, reduction nor by any other means. Hence, the Paid-up Equity Share Capital remained same compared to March 31, 2017.

FINANCE:

Your 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.

Apart from that, during the financial year under review, your Company has not issued any security and/or debt instrument in any manner to raise any fund.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS:

During the year under review, there were no significant or material order passed by the any Regulators or Courts or Tribunals impacting the going concern status and the Company's operations in future.

INTERNAL FINANCIAL CONTROL:

Your Company has a proper and adequate system of Internal Financial Control in order to be commensurate with the size, scale and nature of the operations of the Company. The system is designed to adequately ensure that financial and other records are reliable for preparing financial information and other data and for maintaining accountability of assets.

The Internal Auditor of the Company monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with accounting procedures and policies of the Company. The main thrust of internal audit is to test and review



controls, appraisal of risks and business processes, besides benchmarking controls with best practices in the industry. The Report is presented before the Audit Committee for review at regular intervals.

DETAILS OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES:

The Company has 14 Wholly Owned Subsidiaries as on 31st March, 2018. Apart from, the 14 (fourteen) Wholly Owned Subsidiaries, your Company neither has any Associate Company nor entered into any Joint Venture, as on 31st March, 2018.

The Company has formulated a policy on determining material subsidiaries of the Company, which has been uploaded on the Company's website at the web link:

<http://www.sujalagroup.com/attachmnt/disclosure/policy%20for%20determining%20material%20%20subsidiaries.pdf>

The Consolidated Financial Statements of the company and its Wholly Owned 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 Indian Accounting Standards (IND AS) and where applicable, Listing Obligations and Disclosure Requirements (LODR) as prescribed by the Securities and Exchange Board of India.

The Financial Statements as stated above are also available on the website of the Company and can be accessed at the web-link: <http://www.sujalagroup.com/index.html>.

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-2".

REPORT ON THE CORPORATE GOVERNANCE:

The Company is committed in maintaining the highest standards of Corporate Governance and adheres to the stipulations prescribed set out under SEBI (Listing Obligations and Disclosures Requirements) Regulation, 2015.

The Company has obtained a Certificate from M/s G C Bafna & Co, Chartered Accountants, the Statutory Auditor of the Company, regarding compliance of Corporate Governance under Regulation 27 of (Listing Obligations & Disclosure Requirements) Regulations, 2015.

A Report on Corporate Governance in compliance with the Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year under review together with the Auditors' Certificate thereon is annexed as "Annexure-3" forming part of this Report.

MEETINGS OF THE BOARD OF DIRECTORS:

The Notices and Agenda of the Meetings of Board of Directors held during the financial year under review, were prepared and circulated to all the Directors. The details of which are given in the Corporate Governance Report in "Annexure-3". The intervening gap between the Meetings was within the limit as prescribed under the Companies Act, 2013.

MEETING OF INDEPENDENT DIRECTORS:

The Independent Directors of your Company met once during the year without the presence of any Executive Directors and Management Executives.

The Independent Directors met on that Meeting to take note of the following activities:

- Ø the performance of non-Independent Directors and the Board as a whole;
- Ø the performance of the Chairperson of the Company, taking into account the views of Executive Directors and Non- Executive Directors;
- Ø the parameters for evaluation of Independent Directors; and
- Ø 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.

DIRECTORS & KEY MANAGERIAL PERSONNEL:

The Board comprises of 4 (four) Directors as on 31st March, 2018 namely:

- Ø Mr. Subhadeep Mukherjee designated as the Managing Director (Executive Director)
- Ø Ms. Anjana Gupta (Non-Executive Independent Director)
- Ø Mr. Gourav Goel (Non-Executive Independent Director)
- Ø Mr. Dhiraj Ram (Non-Executive Director)

In accordance with the provisions of section 152 of the Companies Act, 2013, Mr. Dhiraj Ram, will retire by rotation at the forthcoming 37th Annual General Meeting to be held on 28th September, 2018 and being eligible for reappointment.

Your Company has two Key Managerial Personnel (KMP) as defined under section 203 of the companies Act, 2013, along with Mr. Subhadeep Mukherjee, designated as the Managing Director mentioned above, namely Mr. Ashok Kumar Agrawal, the Chief Financial Officer and Mr. Prithwish Chatterjee, the Company Secretary as on 31st March, 2018.

There is a change took place during the financial year under review. Ms. Punam Singh, the Company Secretary of the Company resigned from the office w.e.f. 24-09-2017 and in her place Mr. Prithwish Chatterjee joined the position of Company Secretary of the Company w.e.f. 20-11-2017.

DIRECTOR'S RESPONSIBILITY STATEMENT:

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

In the preparation of the annual accounts, the applicable accounting standards have been followed.

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.

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.

The Directors have prepared the annual accounts on a going concern basis.

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.

The Directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

INDEPENDENT DIRECTOR:**DECLARATION BY INDEPENDENT DIRECTORS:**

Your Company has 2 (two) Independent Directors as on 31st March, 2018 namely Mr. Gourav Goel and Ms. Anjana Gupta who have duly submitted the declaration of independence, as required pursuant to section 149(7) of the Companies Act, 2013 stating that they meet the criteria of independence as provided in sub-section (6) of the Companies Act, 2013 and Rules made there under.

DETAILS OF BOARD COMMITTEE:

There are 3 Board Committees as on 31ST March 2018 viz. Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee. The details of composition, terms of reference and meetings held and attended by the Committee members of Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee are provided in the Corporate Governance Report annexed as "Annexure-3".

VIGIL MECHANISM:

The Company has established a Vigil Mechanism in compliance with the requirement of provisions of Section 177(9) of the Companies Act, 2013 and Regulation 22 of the Regulation, for the Directors and employees to report genuine concerns and grievances. This mechanism provides adequate safeguards against victimisation of employees and directors and also provide for direct access to the Chairperson of the Audit Committee in appropriate or exceptional cases. The said Policy is available at the Company's website and can be accessed through a web-link i.e.

<http://www.sujalagroup.com/attachmnt/disclosure/Vigil%20Mechanism.pdf>

FORMAL ANNUAL EVALUATION AND ITS CRITERIA:

The Nomination and Remuneration Committee of the Board has formulated and laid down criteria for annual evaluation of Directors pursuant to provisions of Section 178 of the Companies Act, 2013 and Listing Regulations and as per requirements of Section 134 of the Act, the manner of evaluation is disclosed below –

A. The Board shall evaluate the roles, functions, duties of the Independent Directors (IDs) of the Company. Each ID shall be evaluated by all other Directors except by the Director being evaluated. The Board shall also review the manner in which IDs follow guidelines of professional conduct as specified in Schedule IV to the Act. The adherence of Section 149 and aforesaid Schedule IV by the IDs shall also be reviewed by the Board.

B. Performance review of all the Non-Independent Directors of the Company on the basis of the activities undertaken by them, expectations of Board and level of participation.

C. Performance review of Chairman of the Company in terms of the level of competence of Chairman in steering the Company.

D. The review and assessment of the flow of information by the Company to the Board and the manner in which deliberations take place, the manner of placing Agenda and contents therein.

E. The review of the performance of Directors individually, its own performance as well as evaluation of working of its Committees shall be carried out by the Board.

F. On the basis of performance evaluation, it shall be determined by the Nomination & Remuneration Committee and Board whether to extend or continue the term of appointment of ID subject to all other applicable compliances. Further, in terms of the requirements of the Act and the Listing Regulations, the Board had carried out an annual evaluation of its own performance, the performance of Directors individually as well as evaluation of the performance and working of its Committees at its meeting based on the criteria formulated by the Nomination & Remuneration Committee.

Meeting of Independent Directors: The Independent Directors of the Company held a separate meeting without the attendance of Non-Independent Directors and members of the management for evaluation of the performance of Non-Independent Directors, the Board as a whole and Chairman of the Company and for consideration of such other matters as required under the provisions of the Act.

CORPORATE SOCIAL RESPONSIBILITY:

Due to the non-applicability of the conditions for constituting the Corporate Social Responsibility Committee, such committee has not been formed by the company. The company is under obligation to spend any amount on the matter.

MANEGERIAL REMUNERATION:

The statement pertaining to particulars of employees including their remuneration as required to be reported under the provisions of Section 197(12) of the Act, read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) (the Rules) are provided in “Annexure-4” to this Report.

However, as per the provisions of Section 136 of the Act, the Reports and Accounts for the Financial Year 2017-18 are being sent to the Members and other entitled thereto, excluding this statement. This statement is available for inspection by the Members at the Registered Office of the Company during business hours on working days of the Company.

If any Member is interested in obtaining a copy thereof, such Member may write to the Company Secretary in this regard. The disclosures pertaining to the remuneration of Directors, KMPs and employees as required under Section 197(12) of the Act, read with Rule 5(1) of the Rules are provided in “Annexure-4” to this Report.

AUDITOR:**STATUTORY AUDITOR:**

Pursuant to the provisions of Sec 139 of the Companies Act, 2013 and the rules made there under, M/s G. C. Bafna & Co, Chartered Accountants (Firm Registration No. 319104E) has been appointed as the Statutory Auditor of the Company to hold office from the conclusion of the 36th Annual General Meeting till the conclusion of the 41st Annual General Meeting of the Company.

During the year under review, the Auditor has not reported any matter under Section 143(12) of the Act, therefore, no detail is required to be disclosed under Section 134(3)(ca) of the Act.

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 Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors had appointed M/s. Saurav Jalan & Associates (Membership No: 49733), a practicing Company Secretary, as the Secretarial Auditor of the company for conducting secretarial audit work for the financial year 2017-18.

Secretarial Audit Report for the year 2017-18 as issued in the prescribed form MR-3 is annexed herewith as “Annexure-5”.

The said Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

INTERNAL AUDITOR:

In terms of the provisions of Section 138 of the Companies Act, 2013, M/s. Santinath & Associates (FRN: 322317E), an Independent Firm of Chartered Accountants, were appointed as the Internal Auditor of the Company for the Financial Year 2017-18. The Audit Committee in consultation with the Internal Auditor formulated the scope, functioning, periodicity and methodology for conducting the Internal Audit. The Audit Committee, inter-alia, reviews Internal Audit Report.

The Board has re-appointed M/s. Santinath & Associates, as Internal Auditor for the Financial Year 2018-19 under the provisions of Section 138 of the Companies Act, 2013.

PUBLIC DEPOSITS:

During the Financial Year 2017-18, your Company has not accepted any deposit within the meaning of Sections 73 and 76 of the Act, read together with the Companies (Acceptance of Deposits) Rules, 2014.

PARTICULARS OF LOANS, INVESTMENTS GUARANTEES & SECURITIES:

Your Company is Non-Banking Financial company registered with RBI in this behalf engaged in the business of financing of Companies.

The company, during the financial year under review, has not given any loans / given guarantees / provided Securities or made Investments which attracts the requirements of section 186 of the Companies Act, 2013.

DEPOSITORY SYSTEM:

Your Company's Equity Shares are available for dematerialization through National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). As on March 31, 2018, 98.119 % of Equity Shares of your Company were held in dematerialized form.

EXTRACT OF ANNUAL RETURN:

Pursuant to Section 92(3) of the Act and Rule 12(1) of the Companies (Management and Administration) Rules, 2014 an extract of annual return as on the Financial Year ended 31 March 2018 in Form MGT 9 is annexed to this Report as “Annexure-6”

DISCLOSURE UNDER SEXUAL HARRASMENT OF WOMAN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Company does not have any female employee; therefore, this issue doesn't arise.



CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES:

Your Company has not entered into such transactions as defined under section 188 of the Companies Act, 2013 with any of the Related Parties during the financial year under review. Eventually There are no materially significant related party transactions entered into by the Company during that period.

RISK MANAGEMENT POLICY:

As of now, your company has not identified any element of risk which may threaten the existence of the company. Therefore, having regard to the requirement of section 134(3)(n) of the Companies Act, 2013 and & non-applicability of Regulation 21 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, your Company has neither formulated any risk management policy nor has constituted a Risk Management Committee.

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

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 also.

1. Conservation of Energy: Nil
2. Technology Absorption & Adoption: Nil
3. Foreign Exchange Earning & Outflow: Nil

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: 28.05.2018

Subhadeep Mukherjee
Chairman

Annexure-1

MANAGEMENT DISCUSSIONS AND ANALYSIS REPORT

Industry Structure and Developments:

The Company is primarily engaged in the business of investing in shares and securities and lending. The financial market during the year witnesses a modest global recovery with strong growth in the developing countries. The growth stimulus and measures undertaken by the Indian Government at the Centre has led to the growth in our economy. With significant growth in the manufacturing sector, the trend is on upward side. With the revival in the Indian economy, the financial markets seem to be poised up in the near future.

Opportunities and Threats:

The Company's business being in the small sized NBFC Sector, the business opportunities are very limited and the threats are also moderate.

Segment-wise performance:

During the financial year under review, your Company is engaged in the business of investing in shares & securities and lending only as compared to previous financial year.

The quantum of Revenue of the Company during this financial year only comprised of sale of Shares and interest received on Loans so advanced.

Outlook:

Your Company is able to sustain the growth to its business operation. In the present scenario, the Management considers it prudent to concentrate on its current business and shuffle its Investment Portfolio as and when necessary to derive maximum benefit and look for new opportunities in financial sector.

Risk and Concerns:

In view of the inherent risk involved in the Investment business, it is the Management's intention to minimize the risk factor by constantly reviewing market trend and economic conditions.

Internal Control Systems and Their Adequacy:

The Company maintains an efficient internal control system and the management is constantly reviewing for achieving improved operational efficiency.

Highlights of financial performance with respect to operational performance:

During the Financial year under review, your company achieved total income of ₹ 796.06 Lacs as compared to ₹ 704.24 Lacs in the previous year.

Net profit (after tax) for the year is ₹ 13.25 Lacs as compared to net profit of ₹ 10.94 Lacs in the previous year. Your directors are optimistic and committed to improve the financial performance of the Company in the coming years.

Human Resources and Industrial Relations:

The Company believes that to achieve sustainable growth and continual success, a dedicated and devoted workforce is indispensable. The Management is fully committed to enhance the capabilities of employees as a whole.

Cautionary Statement:

Statements in the Management Discussion and Analysis Report describing the Company's predictions and assumptions may be 'forward-looking' within the meaning of applicable laws and regulations. The actual performance may differ from that Expressed or implied. The Company assumes no responsibility to publicly amend or revise any forward-looking statements based on some subsequent information or events.

**REPORT ON THE FINANCIAL POSITION OF THE
SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES
AS ON MARCH 31, 2018**

(Form AOC - 1)

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)
Statement containing salient features of the financial statement of Subsidiaries/Associate Companies/Joint Ventures

Part "A": Subsidiaries

Reporting Currency: ₹

Sl. No.	Particulars	Details			
		Foremost Dealcomm Ltd	Jagmata Vintrade Ltd	Kotiratan Commercial Ltd	Kotiratan Marketing Ltd
1	Name of the Subsidiary	Foremost Dealcomm Ltd	Jagmata Vintrade Ltd	Kotiratan Commercial Ltd	Kotiratan Marketing Ltd
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Same reporting period as the Sujala Trading and Holdings Limited	Same reporting period as the Sujala Trading and Holdings Limited	Same reporting period as the Sujala Trading and Holdings Limited	Same reporting period as the Sujala Trading and Holdings Limited
3	Exchange Rate	N.A.	N.A.	N.A.	N.A.
4	Share capital	5,00,000.00	5,00,000.00	5,00,000.00	5,00,000.00
5	Reserves & Surplus	(50,491.69)	(50,729.69)	(50,048.36)	(49,993.36)
6	Total Assets	37,52,508.31	37,39,270.31	25,96,951.64	72,80,066.64
7	Total Liabilities	37,52,508.31	37,39,270.31	25,96,951.64	72,80,066.64
8	Investments	-	-	-	-
9	Turnover	-	-	-	-
10	Profit before taxation	(9,015.00)	(9,007.00)	(8,535.00)	(8,505.00)
11	Provision for taxation	-	-	-	-
12	Profit after taxation	(9,015.00)	(9,007.00)	(8,535.00)	(8,505.00)
13	Proposed Dividend	-	-	-	-
14	% of shareholding	100%	100%	100%	100%

Sl. No.	Particulars	Details				
		Mangaldham Agents Ltd	Mangalsudha Barter Ltd	Mangalsudha Commercial Ltd	Nityadhara Barter Ltd	SpeedfastVincom Ltd
1.	Name of the subsidiary	Mangaldham Agents Ltd	Mangalsudha Barter Ltd	Mangalsudha Commercial Ltd	Nityadhara Barter Ltd	SpeedfastVincom Ltd
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Same reporting period as the Sujala Trading and Holdings Limited	Same reporting period as the Sujala Trading and Holdings Limited	Same reporting period as the Sujala Trading and Holdings Limited	Same reporting period as the Sujala Trading and Holdings Limited	Same reporting period as the Sujala Trading and Holdings Limited
3	Exchange Rate	N.A.	N.A.	N.A.	N.A.	N.A.
4	Share capital	5,00,000.00	5,00,000.00	5,00,000.00	5,00,000.00	5,00,000.00
5	Reserves & surplus	(45196.16)	(49,508.45)	(49,135.36)	(48,646.36)	(47,850.45)
6	Total assets	2174803.84	2833491.55	25,08,864.64	453353.64	4,54,149.55
7	Total Liabilities	2174803.84	2833491.55	25,08,864.64	453353.64	4,54,149.55
8	Investments	-	-	-	-	-
9	Turnover	6580.00	-	-	2000.00	-
10	Profit before taxation	(2369.00)	(8915.00)	(8,516.00)	(3,192.00)	(4,982.00)
11	Provision for taxation	-	-	-	-	-
12	Profit after taxation	(2369.00)	(8915.00)	(8,516.00)	(3,192.00)	(4,982.00)
13	Proposed Dividend	-	-	-	-	-
14	% of shareholding	100%	100%	100%	100%	100%

Sl. No.	Particulars	Details				
		Nirmalkunj Agency Ltd	NirmalkunjTrade.com Ltd	Sarvlok Commercial Ltd	SarvlokDeal.com Ltd	VishawdhamTradeLink Ltd
1.	Name of the subsidiary					
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Same reporting period as the Sujala Trading and Holdings Limited	Same reporting period as the Sujala Trading and Holdings Limited	Same reporting period as the Sujala Trading and Holdings Limited	Same reporting period as the Sujala Trading and Holdings Limited	Same reporting period as the Sujala Trading and Holdings Limited
3	Exchange Rate	N.A.	N.A.	N.A.	N.A.	N.A.
4	Share capital	5,00,000.00	5,00,000.00	5,00,000.00	5,00,000.00	5,00,000.00
5	Reserves & surplus	(46,878.36)	(49,428.08)	(49,558.36)	(49,570.36)	(53,624.45)
6	Total assets	28,57,121.64	21,72,571.92	25,87,441.64	25,03,429.64	4,49,375.55
7	Total Liabilities	28,57,121.64	21,72,571.92	25,87,441.64	25,03,429.64	4,49,375.55
8	Investments	-	-	-	-	-
9	Turnover	-	-	-	-	-
10	Profit before taxation	(4,927.00)	(5,087.00)	(8,303.00)	(8,306.00)	(8,415.00)
11	Provision for taxation	-	-	-	-	-
12	Profit after taxation	(4,927.00)	(5,087.00)	8,303.00)	(8,306.00)	(8,415.00)
13	Proposed Dividend	-	-	-	-	-
14	% of shareholding	100%	100%	100%	100%	100%

Notes: The following information shall be furnished at the end of the statement:

1. Names of subsidiaries which are yet to commence operations - None
2. Names of subsidiaries which have been liquidated or sold during the year –None

Part “B”: Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Name of associates/Joint Ventures	N.A.	N.A.	N.A.
Latest audited Balance Sheet Date	N.A.	N.A.	N.A.
Shares of Associate/Joint Ventures held by the company on the year end	N.A.	N.A.	N.A.
No.	N.A.	N.A.	N.A.
Amount of Investment in Associates/Joint Venture	N.A.	N.A.	N.A.
Extend of Holding%	N.A.	N.A.	N.A.
Description of how there is significant influence	N.A.	N.A.	N.A.
Reason why the associate/joint venture is not consolidated	N.A.	N.A.	N.A.
Net worth attributable to shareholding as per latest audited Balance Sheet	N.A.	N.A.	N.A.
Profit/Loss for the year	N.A.	N.A.	N.A.
Considered in Consolidation	N.A.	N.A.	N.A.
Not Considered in Consolidation	N.A.	N.A.	N.A.

1. Names of associates or joint ventures which are yet to commence operations. - None
2. Names of associates or joint ventures which have been liquidated or sold during the year - None

REPORT ON CORPORATE GOVERNANCE FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2018

[As required under Regulation 34(3) read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Company’s philosophy on Corporate Governance in brief:

Your Company has always been practicing the Corporate Governance of highest standards and follows a culture that is built on the core values and professionalism which over the past 37 years of Company’s existence become a part of its culture. The Company has committed to carry out its operations in a transparent and ethical manner.

The Company is fully in compliance with the requirements specified in Regulation 17 to 27 and other applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (referred to as the “Listing Regulations”) along with the Compliance of Companies Act, 2013.

Board of Directors:

Composition and Category of Directors and number of outside Directorship and Committee Positions held as on 31 March 2018:

The Board of Directors of the Company consists of 4 (four) members which comprise of:

- i One Executive Director designated as Managing Director i.e. Mr. Subhadeep Mukherjee
- i Two Non-Executive Independent Directors i.e. Gourav Goel and Ms. Anjana Gupta (also a Woman Director).
- i One Non-Executive Director i.e. Mr. Dhiraj Ram.
- i The Chairman of the Company is an Executive Director i.e. Mr. Subhadeep Mukherjee.

The composition of the Board as on 31 March 2018 was pursuant to the provisions of section 149 of the Companies Act, 2013 (the Act) and the Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Name of the Director	Category	Outside Directorship(s) held			Outside Committee Position(s) held	
		Public Companies	Private Companies	Foreign Companies	As Member	As Chairman
Mr. Subhadeep Mukherjee	Chairman, Non- Promoter, Executive Director	-	-	-	-	-
Mr. Gourav Goel	Independent, Non-Executive Director	-	-	-	-	-
Ms. Anjana Gupta	Independent, Non-Executive Director	-	-	-	-	-
Mr. Dhiraj Ram	Non- Independent, Non-Executive Director	-	-	-	-	-

Attendance of Directors at the Board Meetings convened during the Financial Year 2017- 2018 and at the last Annual General Meeting:

During the financial year 2017-18, 8 (eight) Board Meetings were held and the gap between any two consecutive meetings held during the year did not exceed the maximum permissible limit under Companies Act, 2013 i.e. 120 days. The attendance details of each Director at the Board Meetings and at the last Annual General Meeting (AGM) is given below:

SL No	Name of Director	No. of Board Meetings held during the year	No of Board Meetings Attended	Last AGM attended
1.	Mr Subhadeep Mukherjee	8	8	Yes
2.	Mr Gourav Goel	8	8	Yes
3.	Ms Anjana Gupta	8	8	Yes
4.	Mr Dhiraj Ram	8	8	Yes

Details of Meeting-wise attendance of Board Members:

Date of the Board Meeting	Board Strength as on the date of the Meeting	No. of Directors Present at the Meeting
28-04-2017	4	4
30-05-2017	4	4
12-08-2018	4	4
15-09-2017	4	4
23-09-2017	4	4
14-11-2017	4	4
17-11-2017	4	4
09-02-2018	4	4

Number of shares and convertible instruments held by Non- Executive Directors:

Your Company only has issued and subscribed Equity Shares, apart from that there is no other convertible instrument issued by the Company as on March 31, 2018.

The Non-Executive Directors of the Company do not hold any shares or convertible instruments as on March 31, 2018.

Details of familiarization programs imparted to the independent Directors:

The details about the familiarization programs imparted to the Independent Directors are hosted at the website of the Company followed by the web link: <http://www.sujalagroup.com/attachmnt/disclosure/Familiarisation%20Programme%20of%20ID.pdf>

Information placed before the Board:

The notice and detailed agenda along with the relevant notes and other material information are sent in advance separately to each Director and in exceptional cases tabled at the Meeting with the approval of the Board. This ensures timely and informed decisions by the Board. During the financial year 2017-18, information as mentioned in Schedule II Part A of the Listing Regulations, has been placed before the Board for its consideration, to the extent it is applicable and relevant. The Board periodically reviews the compliance reports of all laws applicable to the Company, prepared by the Company.

Committees:

i) Qualified and Independent Audit Committee:

The Company has a well established Qualified and Independent Audit Committee comprises of Two Independent Non-Executive Directors and one Managing Director namely Mr. Gourav Goel, Ms. Anjana Gupta being the Independent Directors and Mr. Subhadeep Mukherjee is the Managing Director of the Committee. Mr. Gourav Goel is the Chairman of the Committee. The terms of reference of the Audit Committee are in line with the requirement of Regulation 18 of (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Section 177 of the Companies Act, 2013.

The Company Secretary acts as the Secretary to the Audit committee.

The terms of reference of the Audit Committee includes:

1. 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;
2. Recommendation for appointment, remuneration and terms of appointment of Auditors of the Company;
3. Approval of payment to Statutory Auditors for any other services rendered by the Statutory Auditors;
4. Reviewing, with the management, the annual financial statements and Auditor's Report thereon before submission to the Board for approval;
5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
6. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
7. Evaluation of internal financial controls and risk management systems;
8. Reviewing with the management, performance of Statutory and Internal Auditors, adequacy of the internal control systems;
9. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
10. Discussion with internal auditors of any significant findings and follow up there on;
11. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
12. Reviewing the functioning of Vigil Mechanism and compliance with statutory requirements etc.
13. Review the following information:
 - a) Management Discussion and Analysis of financial condition and results of operations;
 - b) Statement of significant Related Party Transactions (as defined by the Audit Committee), submitted by the management;
 - c) Management letters / letters of internal control weaknesses issued by the Statutory Auditors;
 - d) Internal Audit Reports relating to internal control weaknesses;
 - e) The appointment, removal and terms of remuneration of the Chief Internal Auditor shall be subject to review by the Audit Committee.
 - f) The statement of deviations:
 - i. quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of the Listing Regulations.
 - ii. annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/ notice in terms of Regulation 32(7) of the Listing Regulations.

The roles of the Audit Committee and the information to be reviewed by the Audit Committee are in conformity with the Part C of the Schedule II of the Regulations.

The Committee has met 4 times during the year i.e. on 30-05-2017, 12-08-2017, 14-11-2017 and 09-02-2018 respectively and the time gap between two meetings are not more than 120 days. Details of Committee Meetings held during the year 2017-18 are as under:

Name of the Committee Member	Number of Meeting held	Number of Meeting attended
Mr. Gourav Goel	4	4
Ms. Anjana Gupta	4	4
Mr. Subhadeep Mukherjee	4	4

ii) Nomination & Remuneration Committee:

In Compliance of Section 178 of Companies Act, 2013, and Regulation 19 of (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Board has constituted the Nomination and Remuneration Committee which comprises of Mr. Gourav Goel, Independent Director, Ms. Anjana Gupta, Independent Director and Mr. Dhiraj Ram, Non-Executive Director as Members. Mr. Gourav Goel, Independent Director, holds the position of Chairman of the Committee. The roles of the Nomination and Remuneration Committee are in conformity with the Schedule II of the Regulations.

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

The Nomination and Remuneration Committee recommends to the Board the compensation terms of the executive directors framing and implementing on behalf of the Board and on behalf of the shareholders, a credible and transparent policy on remuneration of executive directors including ESOP, Pension Rights and any compensation payment considering approving and recommending to the Board the changes in designation and increase in salary of the executive director ensuring the remuneration policy is good enough to attract, retain and motivate directors bringing about objectivity in deeming the remuneration package while striking a balance between the interest of the Company and the shareholders.

The Committee has met once during the year i.e. on 02-01-2018. Details of Committee Meetings held during the year 2017-18 are as under:

Name of the Committee Members	No of meetings held	No. of meeting attended
Mr. Gourav Goel	1	1
Ms. Anjana Gupta	1	1
Mr. Dhiraj Ram	1	1

iii) Stakeholders Relationship Committee:

The Company has well established Stakeholders Relationship committee as required under Regulation 20 of (Listing Obligations & Disclosure Requirements) Regulations, 2015, which exclusively aims at bringing Company closer to its shareholders and to better know their expectations, their needs, and opinions and redress their grievances, thus enriching the group's communication with its individual shareholders. The Stakeholders Relationship committee comprises of Ms. Anjana Gupta, an Independent Director as Chairman, Mr. Gourav Goel, an Independent Director, Mr. Dhiraj Ram, a Non-Executive Director and Mr. Subhadeep Mukherjee, the Executive Managing Director. The roles of the Stakeholders Relationship committee are in conformity with the Schedule II of the Regulations.

During the year under review, the Company has not received any complaints from any shareholder. There are no pending transfers/complaints as on 31st March, 2018. The Committee has a routine meeting of 1 time during the year i.e. on 06-03-2018. Details of Committee Meeting held during the year 2017-18 are as under:

Name of the Committee Members	No of meetings held	No. of meeting attended
Ms. Anjana Gupta	1	1
Mr. Gourav Goel	1	1
Mr. Dhiraj ram	1	1
Mr. Subhadeep Mukherjee	1	1

Name and Address of the Compliance officer:

Mr. Prithwish Chatterjee- Company Secretary & Compliance Officer
Phone- 033 2236 4330, E-mail: Sujala_trading@yahoo.com/enquiry@sujalagroup.com

Number of shareholders' complaints received so far: NIL

Number not solved to the satisfaction of shareholders: N.A.

Number of pending complaints: N.A.

Remuneration of Directors:

The Non-Executive Directors do not have any pecuniary relationship or transaction with the Company including any sitting fees and/or Commission during the financial year under review.

The Company has one Executive Director at a fixed remuneration of ₹0.84 Lac. There are no perquisites / profit in lieu of Salary / Stock option / Commission was given to him.

General Body Meetings

The last three Annual General Meetings of the Company were held as under:

Year	Location	Date	Time
2014-2015	1A, Grant Lane, 1 st Floor, Kolkata- 700 012	29-09-2015	11.00 A.M.
2015-2016	1A, Grant Lane, 2 nd Floor, Room No: 202, Kolkata- 700 012	30-09-2016	11.30 A.M.
2016-2017	1A, Grant Lane, 2 nd Floor, Room No: 202, Kolkata- 700 012	21-09-2017	11.30 A.M.

Special Resolution:

There was no special resolution required to be passed at any of the above Annual General Meetings.

Postal Ballot

There was no special resolution required to be passed through postal ballot last year. Hence, nothing to report thereon.

Means of Communication

The Company communicates with the Shareholders at large regarding all its vital information through its Annual Report, publication of Audited / Un-audited Financial Results in the newspapers and by posting the same on the website of the Company. The Company's Notices, Financial Results etc. are generally published in The Political & Business daily (English edition) and Sukhabar (Bengali edition- the Vernacular language).

Websites: The Company website is <http://www.sujalagroup.com> Quarterly and Annual Results as well as Quarter end Shareholding Pattern, Corporate Governances and other necessary statutory disclosures are posted on the websites.

General Shareholders Information

Annual General Meeting:	
Date	28 th September, 2018
Time	10.00 A.M.
Venue	1A, Grant Lane, 2 nd Floor, Kolkata-700 012, West Bengal
Financial Year	1 April, 2017 to 31 March 2018
Book Closure date for Dividend	22 September 2018 to 28 September 2018 (both days inclusive)
Dividend Payment date	On or before 27 October, 2018
Listing at Stock Exchange(s)	Bombay stock Exchange Limited (BSE) P. J. Tower, Dalal Street, Fort Mumbai-400 001, Script Code: 539117 The Calcutta Stock Exchange Limited (CSE) 7 Lyons Range, Kolkata – 700001 Script Code: 29412
D-mat ISIN No	INE029H01016
Listing Fee to Stock Exchanges	Annual Listing Fees for the financial year 2018-19 has been paid to the Stock Exchanges within the due dates.
Address for Correspondence.	Mr. Prithwish Chatterjee Company Secretary Sujala Trading and Holdings Limited 1A, Grant Lane, 2 nd Floor, Room No: 202 Kolkata- 700 012 Contact: 033 2236 4330 E-mail: Sujala_trading@yahoo.com / enquiry@sujalagroup.com
Commodity Price Risk or Foreign Exchange Risk and Hedging Activities	Not applicable to the Company, during the financial year under review, based on the business activity of the Company.

Market Price Data During the Financial Year Under Review:

Monthly High & Low closing quotation of shares traded at Bombay Stock Exchange Limited are as follows along with the comparison with BSE Sensex:

₹

Month	BSE Limited		BSE Sensex	
	High	Low	High	Low
April, 2017	65.25	62.20	30133.35	29319.10
May, 2017	65.25	62.20	31145.80	29858.80
June, 2017	65.25	62.20	31311.57	30834.32
July, 2017	65.25	62.20	32514.94	31221.62
August, 2017	65.25	62.20	32575.17	31213.59
September, 2017	65.25	62.20	32423.76	31159.81
October, 2017	65.25	62.20	33266.16	31497.38
November, 2017	69.30	66.00	33731.19	32760.44
December, 2017	69.30	66.00	34056.83	32597.18
January, 2018	69.30	66.00	36283.25	33793.38
February, 2018	69.30	66.00	35906.66	33703.59
March, 2018	69.30	66.00	34046.94	32596.54

- The Company's shares are not frequently traded in the Calcutta Stock Exchange Ltd.

Registrar to an issue and Share Transfer Agents:

ABS Consultant Pvt Ltd

Address: 4, B.B.D.Bag (East), Kolkata-700 001, Phone No. 22430153.

Fax no. 22430153, email: absconsultant@vsna.net

Share Transfer System:

The Company's Shares are in compulsory Dematerialized trading mode in the stock Exchange. Shares in physical mode, if lodged, for transfer are processed and get returned to the shareholders within the stipulated time.

a) Distribution of Shareholding as on 31st March, 2018:

Sl.No	Category	Total No of Equity Shares	Total Shareholding % of Total Capital
1.	Promoters/Promoters Group	8,91,000	15.57%
2.	Mutual Funds and UTI	-	-
3.	Banks/ Financial Institutions	-	-
4.	Insurance Companies	-	-
5.	Body Corporate	42,19,696	73.75%
6.	Indian Public	6,11,054	10.68%
7.	NRIs / OCBs	-	-
	Total	57,21,750	100.00%

) Distribution Schedule as on 31st March, 2018:

Share Holding	Shareholder Number	% of Total Holders	No. of Shares	% of Total Holdings
1 to 500	518	94.53	26,313	0.46
501 to 1000	-	-	-	-
1001 to 2000	-	-	-	-
2001 to 3000	-	-	-	-
3001 to 4000	1	0.18	3,500	0.06
4001 to 5000	1	0.18	4200	0.07
5001 to 10000	1	0.18	5,988	0.10
10001 to 50000	5	0.91	1,63,369	2.86
50001 to 100000	7	1.28	5,02,746	8.79
100001 & above	15	2.74	50,15,634	87.66
Total	548	100.00	57,21,750	100.00

Dematerialization of Shares

As per the directives of the SEBI, the Company's shares are traded compulsorily in dematerialised form on the stock Exchange. As on 31st March, 2018, 98.119% of the Paid-Up Share Capital of the Company was in dematerialised form. The break up is listed below:

Category	Number of Equity shares held	Shareholding (in %)
Physical	1,07,651	1.881
Dematerialized	56,14,099	98.119
Total	57,21,750	100.000

Outstanding GDRs/ADRs/Warrants/Convertible Instruments and their impact on Equity:

The Company does not have any outstanding GDRs/ADRs/Warrants/Convertible Instruments as on the 31st March, 2018.

Other Disclosures:

a. There were no materially significant related party transactions that may have potential conflict with the interests of the company at large.

b. There has been neither any non-compliance by your Company nor any penalty, strictures imposed on your Company by stock exchange(s) or the Board or any Statutory Authority, on any matter related to capital markets, during the last three years;

c. The Company has adopted a Vigil Mechanism which enables Directors and Employees to report of their genuine concerns. The mechanism provided for adequate safeguards against the victimization of persons who use this mechanism and make provision for direct access to the Chairman of the Audit Committee.

There is no Personnel who has been denied access to the Audit Committee.

d. The Company has complied with the all mandatory of the prescribed Regulation of (Listing Obligations & Disclosure Requirements) Regulations, 2015.

e. Web link where policy for determining 'material subsidiaries' is disclosed:

The Company has formulated a policy on determining material subsidiaries of the Company, which has been uploaded on its website at the web-link:

<http://www.sujalagroup.com/attachmnt/disclosure/policy%20for%20determining%20material%20%20subsidiaries.pdf>

f. Web link where policy on dealing with Related Party Transactions is disclosed:

The Board has approved a policy for Related Party Transactions which has been hosted on the website of the Company at the web link: <http://www.sujalagroup.com/attachmnt/disclosure/Related%20Party%20Transaction.pdf>

g. Based on the existing business operations and nature of operations of the Company, the issues relating to commodity price risk and commodity hedging activities does not apply to the Company.

Having connection with the non-mandatory / discretionary requirement, your Company follows the practice where the Internal Auditor directly reports to the Audit Committee.

Disclosure with respect to D-mat suspense account/unclaimed suspense account:

As on the 31st March 2018, there are no shares lying in the D-mat suspense account/unclaimed suspense account.

DECLARATION FOR COMPLIANCE OF THE CODE OF CONDUCT

To
The Members of
SUJALA TRADING & HOLDINGS LIMITED

I, Subhadeep Mukherjee, Managing Director of the Sujala Trading & Holdings Limited, pursuant to Regulation 34(3) of the Securities and Exchange Board of India (Listing obligations and Disclosure Requirements) Regulations, 2015 read with the Schedule V(D), hereby confirm that:

The Company has obtained affirmation from all the members of Board of Directors and Senior Management Personnel of the Company that they have complied with the 'Code of Conduct of the Company for Board of Directors and Senior Management Personnel' in respect of Financial Year 2017-18.

Kolkata, 28th May, 2018

Subhadeep Mukherjee
Managing Director DIN: 03060827



INDEPENDENT AUDITORS' CERTIFICATE ON THE CORPORATE GOVERNANCE

To
The Members
SUJALA TRADING AND HOLDINGS LIMITED

We have examined the compliance of conditions of Corporate Governance by Sujala Trading & Holdings Limited ('the Company'), for the financial year ended on March 31, 2018, as stipulated in Regulation 17 to 27 and clauses (b) to (i) of Regulation 46(2) and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 ('Listing Regulations').

Management's Responsibility:

The compliance of conditions of Corporate Governance is the responsibility of the Company's Management, including the preparation and maintenance of all relevant supporting records and documents.

Auditor's Responsibility:

Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

We have examined the books of account and other relevant records and documents maintained by the Company for the purpose of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.

We have carried out our examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) issued by the Institute of Chartered Accountants of India ('ICAI'). The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.

We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

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 certify that the Company has complied with the conditions of Corporate Governance as stipulated in above-mentioned Listing Regulations as applicable during the year ended March 31, 2018.

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.

G.C. Bafna & Co
Chartered Accountants
(Firm Reg. No: 319104E)

Place: Kolkata
Date: 28th Day of May, 2018

Gulab Chand Bafna
Partner
M. No. 054241

**DISCLOSURE PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH
RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL
PERSONNEL) RULES, 2014**

(i) the ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year	84:181
(ii) the percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year;	No increment took place during the financial year under review.
(iii) the percentage increase in the median remuneration of employees in the financial year;	N.A.
(iv) the number of permanent employees on the rolls of company;	7 (Seven)
(viii) average percentile of 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	N.A.

- It is to affirm that the payment of remuneration is as per the remuneration policy of the Company.

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2018
(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 LIMITED
1A, Grant Lane, 2nd Floor,
Room No: 202, Kolkata- 700 012, West Bengal.

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 Limited** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our 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, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2018, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in 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 made available to us and maintained by the Company for the financial year ended on 31st March, 2018 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA) and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - I. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - II. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - III. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - IV. The Securities and Exchange Board of India (Share based Employee Benefits) Regulations, 2014;
 - V. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - VI. 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;
 - VII. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - VIII. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998.

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

- (a) Secretarial Standards issued by The Institute of Company Secretaries of India with respect to Board and General Meetings are yet to be specified under the Act by the Institute.
- (b) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except to the extent as mentioned above.

We further report that:

- (a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non- Executive Directors and Independent Directors. There was no change that took place during the year under review.
- (b) 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.
- (c) As per the Minutes of the Meetings duly recorded and signed by the Chairman, the decisions of the Board carried through unanimously and no dissenting views have been recorded.

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

Saurav Jalan
Proprietor
Saurav Jalan & Associates
Practicing Company Secretary
COP No.: 18268
Membership No: 49733

Place: Muzaffarpur

Date: 24th day of May, 2018

To,
The Members,
SUJALA TRADING AND HOLDINGS LIMITED
1A, Grant Lane, 2nd Floor,
Room No: 202, Kolkata- 700 012, West Bengal.

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

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

Saurav Jalan
Proprietor
Saurav Jalan & Associates
Practicing Company Secretary
COP No.: 18268
Membership No: 49733

Place: Muzaffarpur
Date: 24th day of May, 2018

**EXTRACT OF ANNUAL RETURN
FORM NO MGT-9**

As on the financial year ended on 31st March, 2018

[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 LIMITED

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, West Bengal.

vi) Whether listed company: YES

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

ABS Consultant Private Limited.

99, Stephen House, 6th Floor, 4, B.B.D. Bagh (E), Kolkata – 700 001, West Bengal.

Phone: 033-243 0153/ 2201043

E-mail: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 stated: -

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 Limited	U51909WB2012PLC184825	Subsidiary	100%	2(87)(ii)
2	Jagmata Vintrade Limited	U51909WB2012PLC184827	Subsidiary	100%	2(87)(ii)
3	Kotiratan Commercial Limited	U51909WB2012PLC184847	Subsidiary	100%	2(87)(ii)
4	Kotiratan Marketing Limited	U51909WB2012PLC184850	Subsidiary	100%	2(87)(ii)
5	Mangaldham Agents Limited	U51909WB2012PLC184891	Subsidiary	100%	2(87)(ii)
6	Mangalsudha Barter Limited	U51909WB2012PLC184918	Subsidiary	100%	2(87)(ii)
7	Mangalsudha Commercial Limited	U51909WB2012PLC184919	Subsidiary	100%	2(87)(ii)
8	Nirmalkunj Agency Limited	U51909WB2012PLC184985	Subsidiary	100%	2(87)(ii)
9	Nirmalkunj Tradecom Limited	U51909WB2012PLC184928	Subsidiary	100%	2(87)(ii)
10	Nityadhara Barter Limited	U51909WB2012PLC184986	Subsidiary	100%	2(87)(ii)
11	Sarvlok Commercial Limited	U51909WB2012PLC184854	Subsidiary	100%	2(87)(ii)
12	Sarvlok Dealcom Limited	U51909WB2012PLC184856	Subsidiary	100%	2(87)(ii)
13	Speedfast Vincom Limited	U51909WB2012PLC184895	Subsidiary	100%	2(87)(ii)
14	Vishawdham Tradelink Limited	U51909WB2012PLC184901	Subsidiary	100%	2(87)(ii)

IV. SHARE HOLDING PATTERN:

(Equity Share Capital Breakup as percentage of Total Equity)

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	8,91,000	-	8,91,000	15.57	

Financial Institutions/ Banks	-	-	-	-	-	-	-	-	-
Any Other	-	-	-	-	-	-	-	-	-
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	42,19,703	-	42,19,703	73.75	42,19,696	-	42,19,696	73.75	-
Individuals - I. Individual Shareholders holding Nominal Share Capital up to ₹ 2 Lakh.	24,073	33,151	57,224	1.00	24,080	33,151	57,231	1.00	-
II. Individual Shareholders Holding Nominal Share Capital in excess of ₹ 2 Lakh.	4,79,323	74,500	5,53,823	9.98	4,79,323	74,500	5,53,823	9.98	-
Any Other (Specify)	-	-	-	-	-	-	-	-	-
NRI'S	-	-	-	-	-	-	-	-	-
Sub-Total (B)(2)	47,23,099	1,07,651	48,30,750	84.43	47,23,099	1,07,651	48,30,750	84.43	-
Total Public Shareholding (B)= (B)(1)+(B)(2)	47,23,099	1,07,651	48,30,750	84.43	47,23,099	1,07,651	48,30,750	84.43	-
Total (A)+(B)	56,14,099	1,07,651	57,21,750	100	56,14,099	1,07,651	57,21,750	100.00	-
C. Shares held by Custodians and against which Depository Receipts have been issued	-	-	-	-	-	-	-	-	-
Grand Total (A)+(B)+(C)	56,14,099	1,07,651	57,21,750	100	56,14,099	1,07,651	57,21,750	100.00	

(ii) SHAREHOLDING OF PROMOTERS

Sl. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding 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 Private Limited.	8,91,000	15.57	-	8,91,000	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	8,91,000	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):	No change		No change	
3	At the End of the year	8,91,000	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		Shareholding at the end of the year	
		No. of shares	% of total no. of shares	No. of shares	% of total no. of shares
1.	Picadally Trade and Holdings Private Limited	4,34,470	7.59	4,34,470	7.59
2.	Shah Telecom Limited	4,26,885	7.46	4,26,885	7.46
3.	Madsan Agencies Private Limited	3,84,994	6.73	3,84,994	6.73
4.	Midnight Agencies Private Limited	3,50,474	6.13	3,50,474	6.13
5.	Kalimata Investment Consultancy Private Limited	2,49,999	4.37	3,40,067	5.94
6.	Shree Sudharshan Castings Private Limited	3,01,993	5.28	3,01,993	5.28
7.	Glasseye Traders Private Limited	2,92,492	5.11	2,92,492	5.11
8.	Fantastic Hirise Private Limited	2,69,988	4.97	2,69,988	4.72
9.	Jalnayan Agency Private Limited	2,54,393	4.45	2,54,393	4.45
10.	Manimaya Sales Private Limited	2,49,977	4.37	2,49,977	4.37

Note: There was no change took place in the shareholding of the above shareholders. Further the Company has not issued any securities during the year under review.

(v) SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

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
	At the beginning of the year	-	-	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment /transfer / bonus/ sweat equity etc)	-	-	-	-
	At the End of the year	-	-	-	-

V. INDEBTEDNESS (₹ In Lakhs)

As on 31st March 2018, indebtedness of the Company including interest outstanding/accrued but not due for payment is Nil

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager: ₹ In Lakhs

Sl. No.	Particulars of Remuneration	Subhadeep Mukherjee Managing Director	Total Amount
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	0.84	0.84
	(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 (A)	0.84	0.84
	Ceiling as per the Act	The remuneration is well within the limits prescribed under section 197 of the Companies Act, 2013.	

B. REMUNERATION TO OTHER DIRECTORS: (in ₹)– NIL

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD (□ In Lakhs)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			Total Amount
		Ashok Kumar Agrawal	Punam Singh	Prithwish Chatterjee	
		Chief Financial Officer	Company Secretary ceased on 24.09.2017	Company Secretary	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	0.84	0.595	0.255	1.69
	(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	0.595	0.255	1.69

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

During the year 2017-18, there were no penalties/punishment/compounding of offences under the Companies Act, 2013.

INDEPENDENT AUDITORS' REPORT

To the Members of
SUJALA TRADING & HOLDINGS LIMITED

Report on the Standalone Ind AS Financial Statements

We have audited the accompanying Ind AS financial statements of **SUJALA TRADING & HOLDINGS LIMITED** ("the company"), which comprise the Balance Sheet as at **March 31, 2018**, the Statement of Profit and Loss (including 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.

Management's Responsibility for the Standalone Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with Rule 7 of the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these Ind AS financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

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

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

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

Opinion

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

Report on other Legal and Regulatory Requirements

1. As required by section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit
 - b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss (including other Comprehensive Income), the Cash Flow Statement and the Statement of changes in Equity dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.
 - e) On the basis of written representations received from the directors as on 31 March, 2018, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2018, from being appointed as a director in terms of Section 164(2) of the Act.
 - f) With respect to the adequacy of the internal financial controls with reference to financial statements 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 the Company’s internal financial controls over financial reporting.
 - g) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations, therefore question of impact on its financial position in its Ind AS financial statements does not arise;
 - ii. The Company didnot have any long-term contracts including derivative contracts for which there were any material foreseeable losses. Hence, no provision is required to be created;
 - iii. There were no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Company;
2. As required by the Companies (Auditor’s Report) Order, 2016 (“the Order”) issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act,2013, we give in “**Annexure B**” a statement on the matters specified in paragraphs 3 and 4 of the Order.

For, G.C.BAFNA & CO.
Chartered Accountants
(Firm Reg No.319104E)

Place: Kolkata
Date: 28.05.2018

(GULAB CHAND BAFNA)
Partner
Membership No-054241

“Annexure A” to the Independent Auditors’ Report

(Referred to in paragraph 1(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report even date)

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

We have audited the internal financial controls over financial reporting of Sujala Trading and Holdings Limited (‘the Company’) as of March 31, 2018 in conjunction with our audit of the standalone Ind AS financial statements for the year ended on that date.

Managements Responsibility for Internal Financial Control

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

Auditors’ Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For, G.C.BAFNA & CO.
Chartered Accountants
(Firm Reg No.319104E)**

**Place: Kolkata
Date: 28.05.2018**

**GULAB CHAND BAFNA
Partner
Membership No-054241**

“Annexure B” to the Independent Auditors’ Report

(Referred to in paragraph 2 under ‘Report on Other Legal and Regulatory Requirements’ section of our report even date)

1. a)The company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
b)The Company has a regular programme of physical verification of its fixed assets by which fixed assets are verified in a phased manner. In accordance with this programme, fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, the periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
c)According to the Information and Explanation given to us and on the basis of our examination of the records of the company, no immovable properties are in the name of the Company. Accordingly, this clause is not applicable.
2. As explained to us, inventory has been physically verified by the management at regular intervals during the year. In our opinion and according to explanation given to us, the procedures of physical verification of the inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business. The company has maintained proper records of inventories. As explained to us, there was no material discrepancies noticed on physical verification of the inventory as compared to the book records.
3. The Company has not granted any loans, secured or unsecured to Companies, Firms or other parties covered in the register maintained under Clause (76) of Section 2 of the Companies Act, 2013. Accordingly, the clauses iii(a), iii(b) and iii(c) of the order are not applicable.
4. In our opinion and according to information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.
5. In our opinion and according to the information and explanations given to us, the company has not accepted any deposit from the public and does not have any unclaimed deposits as at March 31, 2018 and therefore, the provisions of the clause 3(v) of the Order are not applicable to the Company.
6. As per information and explanations given by the management, maintenance of cost records as prescribed by the Central Government under sub-section (1) of section 148 of the Act is not applicable to the company.
7. a)According to the records examined by us, the company is regular in depositing undisputed statutory dues with appropriate authorities including Income Tax, Service Tax, Goods and Service Tax and any other statutory dues applicable to it.

b)As informed to us provisions relating to Provident Fund, Employees State Insurance, Sales Tax, Custom Duty, Value added Tax, Goods and Service Tax and Excise Duty are not applicable to it. Further there were no outstanding dues at the yearend for a period of more than Six Months from the date they became payable.

c)According to the information and explanations given to us, no disputed amount is pending before any forum of the abovementioned statutory dues.
8. Based on our audit procedures and as per the information and explanations given by the management, the company has not taken any loans or borrowings from financial institutions, banks and government or has not issued any debentures. Hence reporting under clause 3 (viii) of the Order is not applicable to the Company.
9. The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (ix) of the Order is not applicable.

10. According to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the course of our audit.
11. According to the information and explanations give to us, the Company has paid/provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
12. In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
13. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements (Notes of Accounts) as required by the applicable accounting standards.
14. According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
15. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with its directors or persons connected with him and hence provisions of section 192 of the Companies Act,2013 are not applicable to the Company.
16. The Company is registered under section 45-IA of the Reserve Bank of India Act 1934 as NBFC Company.

**For, G.C.BAFNA & CO.
Chartered Accountants
(Firm Reg No.319104E)**

**Place: Kolkata
Date: 28.05.2018**

**GULAB CHAND BAFNA
Partner
Membership No-054241**



SUJALA TRADING & HOLDINGS LIMITED
STANDALONE BALANCE SHEET AS AT MARCH 31, 2018

Reporting Currency-₹

	Note No	As at 31 st March, 2018	As at 31 st March, 2017	As at 1 st April, 2016
Assets				
Non-Current Assets				
(a) Property, Plant and Equipment	5	58,666	34,650	48,530
(b) Financial Assets				
(i) Investments	6	7,000,200	7,000,200	7,000,400
(ii) Loans	7	134,757,102	114,510,873	113,012,933
c) Deferred Tax Assets (Net)	8	4,937	1,918	2,164
		141,820,905	121,547,641	120,064,027
Current Assts				
(a) Inventories	9	12,380,400	66,970,552	32,628,728
(b) Financial Assets				
(i) Cash and cash equivalents	10	4,150,231	2,288,691	2,682,735
c) Other Current Assts	11	1,072,461	1,876,168	2,743,052
		17,603,092	71,135,411	38,054,515
Total Assets		159,423,997	192,683,052	158,118,542
Equity and Liabilities				
Equity				
(a) Equity Share Capital	12	57,217,500	57,217,500	57,217,500
(b) Other Equity	13	100,743,657	100,107,012	99,015,050
		157,961,157	157,324,512	156,232,550
Liabilities				
Non-Current Liabilities				
(a) Provisions	14	700,000	700,000	700,000
		700,000	700,000	700,000
Current Liabilities				
(b) Other Current Liabilities	15	299,662	33,745,797	92,032
(c) Provisions	16	463,178	912,743	1,093,960
		762,840	34,658,540	1,185,992
Total Equity and Liabilities		159,423,997	192,683,052	158,118,542

Significant accounting policies and other accompanying notes form an integral part of the financial statements

As per our report of even date

For G C Bafna & Co

Chartered Accountants

FRN:319104E

Gulab Chand Bafna

Partner

Membership No-054241

Kolkata

May 28, 2018

For and in behalf of the Board of Directors

Subhadeep Mukherjee

Managing Director

DIN: 03060827

Gourav Goel

Director

DIN: 06850998

Ashok Kumar Agarwal

Chief Financial Officer

Prithwish Chatterjee

Company Secretary



SUJALA TRADING & HOLDINGS LIMITED

STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2018

Reporting Currency-₹

Particulars	Note No	For the year ended March 31, 2018	For the year ended March 31, 2017
I. Revenue from Operations	17	79,579,627	70,196,415
II. Other Income	18	26,090	228,271
III. Total Income		79,605,717	70,424,686
IV. Expenses			
Purchase of stock-in-trade	19	20,668,000	100,273,820
Change in inventories of finished goods, stock-in-trade and work-in-progress	20	54,590,152	(34,341,824)
Employee benefit expenses	21	1,389,111	1,574,992
Depreciation and amortisation expenses	22	53,984	22,030
Other expenses	23	1,119,736	1,334,169
Total Expenses		77,820,983	68,863,186
V. Profit before exceptional items and tax (III-IV)		1,784,733	1,561,499
VI. Exceptional Items		-	-
VII. Profit before Tax (V-VI)		1,784,733	1,561,499
VIII. Tax expenses	24		
Current tax		462,804	466,800
Deferred tax		(3,019)	246
IX. Profit for the year (VII-VIII)		1,324,948	1,094,453
X. Other Comprehensive Income			
A. (i) Item that will not be classified to profit or loss		-	-
(ii) Income Tax relating to items that will not be classified to profit or loss		-	-
B. (i) Item that will be classified to profit or loss		-	-
(ii) Income Tax relating to items that will be classified to profit or loss		-	-
Other Comprehensive Income (net of Tax)		-	-
XI. Total Comprehensive Income for the year (IX-X)		1,324,948	1,094,453
XII. Earnings per Equity Share	25		
(1) Basic		0.23	0.19
(2) Diluted		0.23	0.19

Significant accounting policies and other accompanying notes form an integral part of the financial statements.

As per our report of even date

For G C Bafna & Co

Chartered Accountants

FRN: 319104E

Gulab Chand Bafna

Partner

Membership No-054241

Kolkata

May 28, 2018

For and in behalf of the Board of Directors

Subhadeep Mukherjee

Managing Director

DIN: 03060827

Gourav Goel

Director

DIN: 06850998

Ashok Kumar Agarwal

Chief Financial Officer

Prithwish Chatterjee

Company Secretary



SUJALA TRADING & HOLDINGS LIMITED

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2018

A. Equity Share Capital:

Particulars	Amount in ₹
Balance as at April 1, 2016	57,217,500
Changes during the year	-
Balance as at March 31, 2017	57,217,500
Changes during the year	-
Balance as at March 31, 2018	57,217,500

B. Other Equity:

As at March 31, 2018 Amount in ₹

Particulars	Reserve and Surplus					Items of Other Comprehensive Income	Total
	Capital Reserve	Securities Premium Account	General Reserve	Debenture Redemption Reserve	Retained earnings		
Balance as at April 01, 2017	-	-	99,721,560	-	385,452	-	100,107,012
Changes in Accounting Policy or Prior Period Errors	-	-	-	-	-	-	-
Other comprehensive income for the year, net of income tax	-	-	-	-	-	-	-
Total Comprehensive Income for the year	-	-	-	-	1,324,948	-	1,324,948
Re-measurement of defined benefit plans	-	-	-	-	-	-	-
Dividends including dividend distribution tax	-	-	-	-	(688,303)	-	(688,303)
Transfer to Debenture Redemption Reserve from Retained Earnings	-	-	-	-	-	-	-
Transfer from Debenture Redemption Reserve to Retained Earnings	-	-	-	-	-	-	-
Transfer from Retained Earning to General Reserve	-	-	265,000	-	(265,000)	-	-
Any other changes to be specified	-	-	-	-	-	-	-
Balance at March 31, 2018	-	-	99,986,560	-	757,097	-	100,743,657

As at March 31, 2017

Particulars	Reserve and Surplus					Items of Other Comprehensive Income	Total
	Capital Reserve	Securities Premium Account	General Reserve	Debenture Redemption Reserve	Retained earnings		
Balance as at April 01, 2016	-	-	99,502,669	-	(487,619)	-	99,015,050
Changes in Accounting Policy or Prior Period Errors	-	-	-	-	-	-	-
Other comprehensive income for the year, net of income tax	-	-	-	-	-	-	-
Total Comprehensive Income for the year	-	-	-	-	1,094,453	-	1,094,453
Re-measurement of defined benefit plans	-	-	-	-	-	-	-
Dividends including dividend distribution tax	-	-	-	-	-	-	-
Transfer to Debenture Redemption Reserve from Retained Earnings	-	-	-	-	-	-	-
Transfer from Debenture Redemption Reserve to Retained Earnings	-	-	-	-	-	-	-
Transfer from Retained Earning to General Reserve	-	-	218,891	-	(218,891)	-	-
Any other changes to be specified	-	-	-	-	(2,492)	-	(2,492)
Balance at March 31, 2017	-	-	99,721,560	-	385,451	-	100,107,011



SUJALA TRADING & HOLDINGS LIMITED

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

Reporting Currency-₹

Particulars	For the year ended March 31, 2018		For the year ended March 31, 2017	
1 Cash Flow from Operating Activities				
Net Profit / (Loss) before Tax		1,784,733		1,561,499
Add:				
Depreciation	53,984		22,030	
Less:				
Interest on Income Tax Refund	-	53,984	(228,271)	(206,241)
Operating Profit before Working Capital Changes		1,838,717		1,355,258
Adjustments:				
(Decrease) / Increase in Current Liabilities	(33,897,260)		33,653,765	
Decrease / (Increase) in Inventories	54,590,152		(34,341,824)	
Decrease / (Increase) in Current Assets	(803,707)		-	
Decrease / (Increase) in Loans & Advances	(20,246,229)	(357,044)	(1,497,940)	(2,185,999)
Cash Generated from Operating Activities		1,481,673		(830,741)
Less:				
Income Tax paid / adjusted		457,867		444,647
Net Cash from Operating Activities		1,939,540		(386,094)
2 Cash Flow from Investing Activities				
(Increase) / Decrease in Investments	-		200	
Fixed Assets Purchased	(78,000)	(78,000)	(8,150)	(7,950)
Net Cash from Investing Activities		(78,000)		(7,950)
3 Cash Flow from Financing Activities				
Net Cash from Financing Activities		-		-
Net Increase in Cash & Cash Equivalent		1,861,540		(394,044)
Opening Cash & Cash Equivalent		2,288,691		2,682,735
Closing Cash & Cash Equivalent		4,150,231		2,288,691

Notes:

- The Statement Cash Flow Statement has been prepared under the "Indirect Method" as set out in IND AS 7- 'Statement of Cash Flows' as notified under Companies Act, 2013 Significant accounting policies and other accompanying notes form an integral part of the financial statements.

	For the year ended March 31, 2018	For the year ended March 31, 2017
Cash & Cash Equivalents Comprises of:		
Cash on Hand	65,805	1,084,813
Balance with Scheduled Banks in Current Account	4,084,426	1,203,878
	4,150,231	2,288,691

Significant accounting policies and other accompanying notes form an integral part of the financial statements.

As per our report of even date

For G C Bafna & Co

Chartered Accountants

FRN: 319104E

Gulab Chand Bafna

Partner

Membership No-054241

Kolkata

May 28, 2018

55 SUJALA TRADING & HOLDINGS LIMITED

For and in behalf of the Board of Directors

Subhadeep Mukherjee

Managing Director

DIN: 03060827

Ashok Kumar Agarwal

Chief Financial Officer

Gourav Goel

Director

DIN: 06850998

Prithwish Chatterjee

Company Secretary



NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2018

Note-1

Corporate Information:

Sujala Trading and Holdings Limited is a Company limited by shares, incorporated and domiciled in India. The Company is primarily engaged in the business of investment in Share & Securities and registered with the RBI as Non-banking Financial Company and offers loans and other credit facilities and private funding etc. Equity shares of the Company are listed on BSE Limited and The Calcutta Stock Exchange Limited. The registered office of the Company is located at 1A, Grant Lane, 2nd Floor, Room No: 202, Kolkata 700 012, West Bengal, India.

Note-2

Statement of Compliance and Recent Pronouncements:

Basis of Preparation and Compliance with Ind AS

The Company has adopted Indian Accounting Standards (referred to as "Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) read with Section 133 of the Companies Act, 2013 ("the Act") with effect from April 1, 2017 and therefore Ind ASs issued, notified and made effective till the financial statements are authorized have been considered for the purpose of preparation of these financial statements.

These are the Company's first Ind AS Standalone Financial Statements and the date of transition to Ind AS as required has been considered to be April 1, 2016.

The financial statement up to the year ended March 31, 2017, were prepared under the historical cost convention on accrual basis in accordance with the Generally Accepted Accounting Principles and Accounting Standards as prescribed under the provisions of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 then applicable (Previous GAAP) to the Company. Previous period figures in the Financial Statements have been recasted/restated to make it comparable with current year's figure.

The Company has followed the provisions of **Ind AS 101 "First Time adoption of Indian Accounting Standards"** (Ind AS 101) in preparing its opening Ind AS Balance Sheet as of the date of transition, i.e. April 1, 2016. In accordance with Ind AS 101-"First Time adoption of Indian Accounting Standards" (Ind AS 101), the Company has presented a reconciliation of Shareholders' equity as given earlier under Previous GAAP and those considered in these accounts as per Ind AS as at March 31, 2017, and April 1, 2016 and also the Net Profit as per Previous GAAP and that arrived including Other Comprehensive Income under Ind AS for the year ended March 31, 2017. (REFER NOTE NO.4)

Recent Pronouncements

In March 2017, Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) (Amendments) Rules, 2017, notifying amendments to the Ind AS 7 'Statement of Cash flows' and Ind AS 102, 'Share - Based Payment' which are applicable w.e.f. 1st April, 2017.

The amendment to Ind AS 7 "Statement of Cash Flows" requires the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes. The effect of this amendment on the financial statements of the Company is being evaluated.

Note-3**Singnificant Accounting Policy:****1. Basis of Accounting**

The Financial Statements have been prepared under the historical cost convention excepting certain financial instruments which are measured in terms of relevant Ind AS. The accounts have been prepared on the concept of going concern. All Assets and Liabilities have been classified as current or non-current as per the operating cycle and other criteria set out in **Ind AS 1 'Presentation of Financial Statements'** and Schedule III to the Companies Act, 2013.

Further, the Company follows prudential norms for Income Recognition, assets classification and provisioning for Non-performing assets as well as contingency provision for Standard Assets as prescribed by the Reserve Bank of India (RBI) for Non-Banking Financial Companies.

2. Inventories:

Inventories of shares and other trading goods are valued at cost computed on FIFO Basis or net realisable value, whichever is lower.

3. Recognition of Income and Expenditure:

Income and expenditure are accounted for on accrual basis. Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable. Dividend income is recognized when the shareholder's right to receive payment is established by the balance sheet date.

4. Depreciation on Fixed Assets:

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

5. Fixed Assets:

Fixed Assets are stated at cost less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

6. Impairment of Assets:

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing the value in use, the estimated future cash flows are discounted to their present value at the weighted average cost of capital.

After impairment, depreciation is provided on the revised carrying amount of the assets over its remaining useful life.

7. Financial Assets and Financial Liabilities:

Financial Assets and Financial Liabilities (financial instruments) are recognised when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial Liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the Statement of Profit and Loss.

The financial assets and financial liabilities are classified as current if they are expected to be realised or settled within operating cycle of the company or otherwise these are classified as non-current.

The classification of financial instruments whether to be measured at Amortized Cost, at Fair Value through Profit and Loss (FVTPL) or at Fair Value through Other Comprehensive Income (FVTOCI) depends on the objective and contractual terms to which they relate. Classification of financial instruments are determined on initial recognition.

i. Cash and cash equivalents

All highly liquid financial instruments, which are readily convertible into determinable amounts of cash and which are subject to an insignificant risk of change in value and are having original maturities of three months or less from the date of purchase, are considered as cash equivalents. Cash and cash equivalents includes balances with banks which are unrestricted for withdrawal and usage.

ii. Financial Assets and Financial Liabilities measured at amortised cost

Financial Assets held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding are measured at amortized cost.

iii. Financial Asset at Fair Value through Other Comprehensive Income (FVTOCI)

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Subsequent to initial recognition, they are measured at fair value and changes therein are recognised directly in other comprehensive income.

iv. Investment in Subsidiaries, Joint Ventures and Associates are being carried at deemed cost/at cost.

v. Impairment of financial assets

A financial asset is assessed for impairment at each balance sheet date. A financial asset is considered to be impaired if objective evidence indicates that one or more events have had a negative effect on the estimated future cash flows of that asset.

vi. Provisions, Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognized when there is a legal or constructive obligation as a result of past events and it is probable that there will be an outflow of resources and a reliable estimate can be made of the amount of obligation. Provisions are not recognised for future operating losses. The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

The Reserve Bank of India vide Notification No. DNBR (PD) CC.No.002/03.10.001/2014-15 Dated NOVEMBER 10, 2014 has issued direction to all NBFCs to make provision of 0.30% on STANDARD ASSETS with immediate effect. Accordingly the Company has made provision @ 0.30% on Standard Assets in accordance therewith

Contingent liabilities are not recognized and are disclosed by way of notes to the financial statements when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or when there is a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the same or a reliable estimate of the amount in this respect cannot be made.

Contingent assets are not recognised but disclosed in the Financial Statements by way of notes to accounts when an inflow of economic benefits is probable.

vii. Taxes on Income:

Tax expenses comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act, 1961. This liability is calculated at the applicable tax rate or minimum alternate tax rate u/s 115JB of the Income Tax Act, 1961 as the case may be for current taxes on Income. Deferred income tax reflects the impact of timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years. Deferred tax is measured based on the tax laws enacted or substantively enacted at the balance sheet date.

Deferred Tax resulting from “timing difference” between book and taxable profit is accounted for using the tax rates and laws that have been enacted or substantially enacted as on the Balance Sheet date. Deferred tax assets are recognized only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. Deferred tax assets are recognized on carry forward of unabsorbed depreciation and tax losses only if there is virtual certainty that such deferred tax assets can be realized against future taxable profit.

MAT credit is recognized as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period. In the year in which the Minimum Alternative Tax (MAT) credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in guidance note issued by the Institute of Chartered Accountants of India, the said asset is created by way of a credit to the profit and loss account and shown as MAT Credit Entitlement. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal income tax during the specified period.

viii. Earnings per share:

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

Note-4

First Time Adoption of Ind AS:

These are the Company's First Financial Statements prepares in accordance with Ind AS. The accounting policies set out in note no 2 and note no 3 have been applied in preparing the financial statements for the year ended 31 March, 2018, the comparative information presented in these financial statements as at and for the year ended 31 March 2017 and in the preparation of the opening Ind AS Balance Sheetas at 1 April, 2016 (the Company's date of transition). An explanation of how the transition from previous GAAP to Ind AS has affected the Company's financial position, financial performance and cash flows is set out in the following tables and notes.

a) Reconciliation between previous GAAP and Ind AS

Ind AS 101 requires entity to reconcile equity, total comprehensive income and cash flows for prior periods. The following tables represent the reconciliations from erstwhile Indian GAAP to Ind AS.

I) Reconciliation of equity between previous GAAP and Ind AS

Particulars	March 31,2017	April 1,2016
Shareholder's Equity as per previous GAAP	57,217,500	57,217,500
Add/Less: Effect of transition to Ind AS	-	-
Shareholder's Equity as per Ind AS	57,217,500	57,217,500

II) Reconciliation of Profit/(loss) after tax between previous GAAP and Ind AS

Particulars	March 31,2017
Net Profit/(loss) as per previous GAAP	1,094,453
Add/Less: Effect of transition to Ind AS	-
Net Profit/(loss)as per Ind AS	1,094,453
Other Comprehensive Income/(loss) (Net of Tax)	-
Total Comprehensive Income/(loss) as per Ind AS	1,094,453

II) Reconciliation of Cash flows between previous GAAP and Ind AS

The transition from erstwhile Indian GAAP to Ind AS has not made a material impact on the statement of cash flows.

Note No: 5

Property, Plant and Equipment:

As at March 31, 2018 Amount in ₹

Particulars	Plant and Equipment	Furniture and Fixtures	Office Equipment	Total
Gross Block				
As at April 1, 2017	6,000	1,062	258,353	265,415
Additions	-	-	78,000	78,000
Disposal	-	-	-	-
As at March 31, 2018	6,000	1,062	336,353	343,415
Accumulated Depreciation				
As at April 1, 2017	5,999	1,061	223,705	230,765
Charge for the period	-	-	53,984	53,984
Disposal	-	-	-	-
As at March 31, 2018	5,999	1,061	277,689	284,749
Net Carrying Amount				
As at March 31, 2018	1	1	58,664	58,666

As at March 31, 2017 Amount in ₹

Particulars	Plant and Equipment	Furniture and Fixtures	Office Equipment	Total
Gross Block				
As at April 1, 2016	6,000	1,062	250,203	257,265
Additions	-	-	8,150	8,150
Disposal	-	-	-	-
As at March 31, 2017	6,000	1,062	258,353	265,415
Accumulated Depreciation				
As at April 1, 2016	5,999	1,061	201,675	208,735
Charge for the period	0	0	22,030	22,030
Disposal	-	-	-	-
As at March 31, 2017	5,999	1,061	223,705	230,765
Net Carrying Amount				
As at March 31, 2017	1	1	34,648	34,650

Note No: 6

Non-Current Investments:

[Fully Paid-up unless otherwise stated]

Amount in ₹

Particulars	Face Value	As at Mach 31, 2018		As at Mach 31, 2017		As at April 1, 2016	
		Holding	Value	Holding	Value	Holding	Value
Investments in Equity Instruments							
Investment measured at Cost/Deemed Cost							
Unquoted							
a) Subsidiaries:							
Foremost Dealcomm Limited	10	50,000	500,000	50,000	500,000	50,000	500,000
Jagmata Vintrade Limited	10	50,000	500,000	50,000	500,000	50,000	500,000
Kotiratan Commercial Limited	10	50,000	500,000	50,000	500,000	50,000	500,000
Kotiratan Marketing Limited	10	50,000	500,000	50,000	500,000	50,000	500,000
Mangal dham Agents Limited	10	50,000	500,000	50,000	500,000	50,000	500,000
Mangalsudha Barter Limited	10	50,000	500,000	50,000	500,000	50,000	500,000
Mangal Sudha Commercial Limited	10	50,000	500,000	50,000	500,000	50,000	500,000
Nirmalkunj Agency Limited	10	50,000	500,000	50,000	500,000	50,000	500,000
Nirmalkunj Tradecom Limited	10	50,000	500,000	50,000	500,000	50,000	500,000
Nityadhara Barter Limited	10	50,000	500,000	50,000	500,000	50,000	500,000
Sarvlok Commercial Limited	10	50,000	500,000	50,000	500,000	50,000	500,000
Sarvlok Dealcom Limited	10	50,000	500,000	50,000	500,000	50,000	500,000

Speed Fast Vincom Limited	10	50,000	500,000	50,000	500,000	50,000	500,000
Vishawdham Tradelink Limited	10	50,000	500,000	50,000	500,000	50,000	500,000
			7,000,000		7,000,000		7,000,000
b) Other:							
Foremost Barter Limited	10	5	50	5	50	5	50
Jagmata Mercantile Limited	10	5	50	5	50	5	50
Mangaldham Suppliers Limited	10	5	50	5	50	5	50
Over Grow Tie-up Limited	10	5	50	5	50	5	50
Hulbert Vinimay Limited	10	-	-	-	-	5	50
Nityadhara Traders Limited	10	-	-	-	-	5	50
Over Grow Barter Limited	10	-	-	-	-	5	50
Vishawdham Merchants Limited	10	-	-	-	-	5	50
			200		200		400
Total Non-Current Investments			7,000,200		7,000,200		7,000,400

Note No: 7:

Loans: Amount in ₹

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Unsecured, Considered Good			
Loans and Advances	134,757,102	114,510,873	113,012,933
Loans to Related Parties	-	-	-

Note No: 8:

Timing Difference

Deferred Tax Assets Amount in ₹

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
Opening Balance	1,918	2,164	-
Add: Generated during the Year	3,019	-	10,883
Less: Reversed during the year	-	246	8,719
Closing Balance	4,937	1,918	2,164

Note No: 9

Inventories:

Amount in ₹

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Shares	12,380,400	66,970,552	23,972,595
Yarn	-	-	3,170,183
Blanket	-	-	5,485,950

Note No: 10

Cash and Cash Equivalents:

Amount in ₹

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Balance with Banks			
In Current account	4,084,426	1,203,878	2,613,294
Cash on Hand	65,805	1,084,813	69,441
	4,150,231	2,288,691	2,682,735

Note No: 11

Other Current Assets:

Amount in ₹

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Balance with Government Authorities	972,461	1,776,168	2,643,052
Security Deposit	100,000	100,000	100,000
	1,072,461	1,876,168	2,743,052

Note No: 12

Share Capital:

Amount in ₹

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Authorized Share Capital			
58,00,000 Equity Shares of Rs.10/- each	58,000,000	58,000,000	58,000,000
Issued, Subscribed & Paid up			
57,21,750 Equity Share of Rs.10/- each	57,217,500	57,217,500	57,217,500

12(1). Terms/Right attached to Equity Shares:

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

In the event of liquidation of the Company, the equity shareholders are eligible to receive the remaining assets of the company, after distribution of all preferential amounts, in proportion of their shareholding.

12(2). Reconciliation of number of equity shares outstanding:

Amount in ₹

Particulars	As at March 31, 2018		As at March 31, 2017		As at April 1, 2016	
	Number	Amount	Number	Amount	Number	Amount
Shares outstanding at the beginning of the year	5,721,750	57,217,500	5,721,750	57,217,500	5,721,750	57,217,500
Addition during the year	-	-	-	-	-	-
Shares outstanding at the end of the year	5,721,750	57,217,500	5,721,750	57,217,500	5,721,750	57,217,500

12(3). Details of Shareholders holding more than 5% equity shares of the Company:

Amount in ₹

Particulars	As at March 31, 2018		As at March 31, 2017		As at April 1, 2016	
	Number	% of shareholding	Number	% of shareholding	Number	% of shareholding
1. Square Trades and Holdings Private Limited	891,000	15.57	891,000	15.57	891,000	15.57
2. Picadally Trade and Holdings Private Limited	434,470	7.59	434,470	7.59	434,470	7.59
3. Shah Telcom Limited	426,885	7.46	426,885	7.46	426,885	7.46
4. Madsan Agencies Private Limited	384,994	6.73	384,994	6.73	384,994	6.73
5. Midnight Agencies Private Limited	350,474	6.13	350,474	6.13	350,474	6.13
6. Kalimata Investment Consultancy Private Limited	340,067	5.94	340,067	5.94	0	0
7. Shree Sudharshan Casting Private Limited	301,993	5.28	301,993	5.28	301,993	5.28
8. Glasseye Traders Casting Private Limited	292,492	5.11	292,492	5.11	292,492	5.11

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

Note No: 13

Other Equity:

Amount in ₹

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Capital Reserve	-	-	-
Securities Premium Account	-	-	-
General Reserve	99,986,560	99,721,560	99,502,669
Debenture Redemption Reserve	-	-	-
Retained earnings	757,097	385,452	(487,619)
Other Comprehensive Income			
Equity Instrument through other Comprehensive Income	-	-	-
Foreign currency translation Reserve	-	-	-
	100,743,657	100,107,012	9,9015,050

21.1 Refer Statement of Changes in Equity for movement in balance of Reserves.

Note No: 14

Provisions (Non-Current Liability):

Amount in ₹

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Contingency Provision for Standard Assets	700,000	700,000	700,000
	700,000	700,000	700,000

Note No: 15

Other Current Liabilities:

Amount in ₹

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Liabilities for expenses	297,162	145,797	92,032
TDS Payable	2,500	-	-
Other Advances	-	33,600,000	-
	299,662	33,745,797	92,032

Note No: 16

Provisions (Current Liability):

Amount in ₹

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Provision for Tax	463,178	912,743	1,093,960
	463,178	912,743	1,093,960

Note No: 17

Revenue from Operations:

Amount in ₹

Particulars	As at March 31, 2018	As at March 31, 2017
Sale of shares	73,512,615	29,857,196
Sale of Yarn/Cloth	-	25,490,075
Sale of Blanket	-	7,921,395
Interest received on Loan	6,067,012	6,927,749
	79,579,627	70,196,415

Note No: 18

Other Income:

Amount in ₹

Particulars	As at March 31, 2018	As at March 31, 2017
Other Income	1	-
Interest on I. T. Refund	26,089	228,271
	26,090	228,271

Note No: 19

Purchase of Stock-in-Trade:

Amount in ₹

Particulars	As at March 31, 2018	As at March 31, 2017
Purchase of Shares	20,668,000	73,543,413
Purchase of Yarn/Cloth	-	26,730,407
	20,668,000	100,273,820

Note No: 20

Change in Inventories:

Amount in ₹

Particulars	As at March 31, 2018	As at March 31, 2017
Opening Stock	66,970,552	32,628,728
Less: Closing Stock	(12,380,400)	(66,970,552)
	54,590,152	(34,341,824)

Note No: 21

Employee Benefit expenses:

Amount in ₹

Particulars	As at March 31, 2018	As at March 31, 2017
Directors Remuneration	84,000	84,000
Salary & Allowances	1,265,900	1,419,900
Staff Welfare	39,211	71,092
	1,389,111	1,574,992

Note No: 22

Depreciation & Amortisation:

Amount in ₹

Particulars	As at March 31, 2018	As at March 31, 2017
Depreciation	53,984	22,030
	53,984	22,030



Note No: 23

Other Expenses:

Amount in ₹

Particulars	As at March 31, 2018	As at March 31, 2017
Accounting Charges	19,500	31,500
Annual Custody Fees-NSDL	43,126	42,938
Audit Fees	22,900	22,900
Advertisement	8,225	18,240
Bank Charges	1,200	359
Central GST	2,396	-
Complaints Maintenance Charges	6,900	6,870
CDSL	5,900	-
Computer Expenses	1,450	4,500
Depository Participant Charges	25,876	25,763
Demat Charges	1,077	-
Dividend Register	5,900	-
Donation and Subscription	-	3,000
Electric Charges	10,910	21,100
E-Voting Charges	24,780	29,900
Filing Fees	12,600	3,000
General Expenses	56,678	131,011
Godown Rent	-	10,800
Folio Maintenance Charges	14,160	13,800
Interest on TDS Payable	-	600
Internal Audit fees	6,000	6,000
Loading & Unloading Charges	-	85,165
Listing Fees	307,625	256,038
Miscellaneous Expenses	5,450	5,935
Postage & Stamp	23,304	41,046
Professional and Consultancy Fees	1,400	750
Professional Tax	2,500	2,500
Printing & Stationary	38,235	40,861
Rent	325,000	300,000
Repairs & Maintenance Charges	2,300	8,000
SEBI Charges	77	-
Secretarial Audit Fees	10,000	10,000
Service Tax Paid and Cess	2,249	16,501
Securities Transaction tax	47,421	59,530
Scrutinizer Fees	7,000	7,000
Speculation loss	8,552	-
State GST	2,396	-
Stamp Charges	4,772	5,960
Tax Audit Fees	7,865	7,865
Telephone Charges	5,353	4,527

Trade License	2,150	1,850
Transaction Charges	17,377	49,394
Travelling & Conveyance	23,133	52,967
Website Charge	6,000	6,000
	1,119,736	1,334,169

Note No: 24

Tax Expenses: Amount in ₹

Particulars	As at March 31, 2018	As at March 31, 2017
Current Tax	462,804	466,800
Deferred Tax	(3,019)	246
	459,785	467,046

Note No: 25

Earning per Share:

Amount in ₹

Particulars	As at March 31, 2018	As at March 31, 2017
Net Profit after tax as per Statement of Profit and Loss (A)	1,324,948	1,094,453
Weighted Average number of equity shares outstanding (B)	5,721,750	5,721,750
Face value per equity share	10	10
Basic and Diluted Earnings per share[A/B]	0.232	0.191

Note No: 26

OTHER NOTES ON ACCOUNTS:

- i. Based on the information / documents available with the Company, no creditor is covered under Micro, Small and Medium Enterprise Development Act, 2006. As a result, no interest provision/payments have been made by the Company to such creditors for the year ended March 31, 2018.
- ii. Loans & advances balances are subject to confirmation by the respective parties.
- iii. **Segment Reporting:**
The Company is engaged in one business segment viz Non-Banking Financial Services and hence, there are no separate reportable segments.
- iv. **Related party disclosure as identified by the management in accordance with the Indian Accounting Standard (Ind AS) 24 on "Related Party Disclosures" are as follows:**

Name of Related Parties along with the relationship with the Company:

a. Wholly Owned Subsidiary Company

1. Foremost Dealcomm Limited
2. Jagmata Vintrade Limited
3. Kotiratan Commercial Limited
4. Kotiratan Marketing Limited
5. Mangaldham Agents Limited
6. Mangalsudha Barter Limited
7. Mangalsudha Commercial Limited
8. Nirmalkunj Agency Limited
9. Nirmalkunj Tradecom Limited
10. Nityadhara Barter Limited
11. Sarvlok Commercial Limited
12. Sarvlok Dealcom Limited
13. Speed Fast Vincom Limited
14. Vishawdham Tradelink Limited

b. Associate Company

Nil

c. Joint Venture

Nil

d. Key Managerial personnel (KMP) and their relatives

1. Subhadeep Mukherjee- Managing Director
2. Ashok Kumar Agarwal- Chief Financial Officer
3. Prithwish Chatterjee- Company Secretary

e. Enterprise in which KMP and their relatives has substantial interest

Nil

Related Party Transaction

				Amount in ₹
SI No	Nature of Transaction	Relation with the company	During the Financial Year	Previous Financial Year
Director's Remuneration paid				
1	Subhadeep Mukherjee	Managing Director	84,000	84,000
Salary paid				
2	Ashok Kumar Agarwal	Chief Financial Officer	84,000	84,000
3	Punam Singh	Company secretary	59,500	1,02,000
4	Prithwish Chatterjee	Company secretary	25,500	-

- v. The Company has Complied this information based on the current information in its possession. As at 31.03.2018, no supplier has intimated the Company about its status as a Micro or Small enterprise or its Registration with the appropriate authority under Micro, Small and Medium Enterprise Development Act, 2006. Amount due to Micro Small and Medium Enterprises as on 31.03.2018 is. NIL.
- vi. The Financial Statements and Notes on Accounts has been prepared as per the Companies Act, 2013 with their Schedule as the same is effective from 1st April, 2014.

- vii. Effective from April 1, 2014, the Company has been charging depreciation based on the useful life of the assets as per the requirement of Schedule II of the Companies Act, 2013. It has recomputed the depreciation on various fixed assets in accordance with and in the manner prescribed with Part C of Schedule II of the Companies Act, 2013.
- viii. Provision for taxation on Income for the year has been made under the tax calculated on income under normal computation as per income tax act being higher than the tax computed under section 115JB of the income tax act.
- ix. The management has assessed that there is no impairment of Fixed assets requiring provisions in the accounts. Accordingly, there is no debit to the Profit & Loss Account for the impairment of Assets.
- x. **Deferred Taxation:**
- The company recognises the deferred tax liabilities/assets on the timing differences for the period in which there is virtual certainty of future income by way of prudence in accordance with Ind AS-12 " Income Taxes "
- Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the Financial Statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences.
- xi. No Provision has been made on account of gratuity as none of the employees have put in completed years of Service as required by the payment of Gratuity Act.
- xii. No provision has been made on account of leave salary as there are no leave to the credit of employees as at the end of the year.
- xiii. Previous Year figures have been regrouped, rearranged or recasted wherever considered necessary.
- xiv. Information required to be furnished under paragraph 9BB of Non-Banking Financial Companies Prudential Norms (Reserve Bank) Directions, 1998 is given in separate Annexure.
- xv. Dividend @ 1% on paid-up capital of Rs. 5,72,17,500 will be declared, for the year ended March 31, 2018 subject to the approval of the members at the 37th Annual General Meeting. The dividend if approved will result in payment of ₹ 5,72,175/- and dividend distribution tax thereon ₹1,16,482/-

As per our report of even date

For G C Bafna & Co

Chartered Accountants

FRN: 319104E

Gulab Chand Bafna

Partner

Membership No-054241

Kolkata

May 28, 2018

For and in behalf of the Board of Directors

Subhadeep Mukherjee

Managing Director

DIN: 03060827

Gourav Goel

Director

DIN: 06850998

Ashok Kumar Agarwal

Chief Financial Officer

Prithwish Chatterjee

Company Secretary



Sujala Trading and Holdings Limited

Annexure Referred to In Note No. 23(Xiv) of Notes on Financial Statements

Annexed as Per Reserve Bank of India Prudential Norms

Annexure to the Balance Sheet of a Non-Banking Financial Company as on 31.03.2018

As required in terms of paragraph 13 of the Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007

Particulars:

₹ in Lacs

	Amount (Outstanding)	Amount (Overdue)
<u>Liability side:</u>		
1 Loans and advances availed by the NBFCs inclusive of interest accrued thereon but not paid		
a) Debentures:		
Secured	Nil	Nil
Unsecured (Other than falling within the meaning of Public Deposits)	Nil	Nil
b) Deferred Credit	Nil	Nil
c) Term Loans	Nil	Nil
d) Inter-Corporate Loan and Borrowings	Nil	Nil
e) Commercial Paper	Nil	Nil
f) Public Deposits	Nil	Nil
g) Other Loans	Nil	Nil
<u>Asset Side:</u>		
2 Break-up of Loans and Advances including bills receivables other than those included in (4) below:		Amount (Outstanding)
a) Secured		Nil
b) Unsecured		1347.57
3 <u>Break-up of Leased Assets and stock on hire and hypothecation loans counting towards EL/HP activities</u>		
i. Lease Assets including lease rentals under sundry debtors		
(a) Financial Lease		Nil
(b) Operating Lease		Nil
ii. Stock on hire including hire charges under sundry debtors		
(a) Assets on hire		Nil
(b) Repossessed Assets		Nil
iii. Hypothecation loans counting towards EL/HP activities		
(a) Loans where assets have been repossessed		Nil
(b) Loans other than (a) above		Nil
4 <u>Break-up of Investments:</u>		
Current Investments (Stock-in-trade)		
1. Quoted:		
i. Shares		
a) Equity		Nil
b) Preference		Nil
ii. Debentures and Bonds		Nil
iii. Units of Mutual funds		Nil
iv. Governments Securities		Nil
v. other		Nil

2. Unquoted:		
i. Shares	a) Equity	123.80
	b) Preference	Nil
ii. Debentures and Bonds		Nil
iii. Units of Mutual funds		Nil
iv. Governments Securities		Nil
v. Other		Nil

Long Term Investments

Quoted:

i. Shares	a) Equity	Nil
	b) Preference	Nil
ii. Debentures and Bonds		Nil
iii. Units of Mutual funds		Nil
iv. Governments Securities		Nil
v. Other		Nil

Unquoted:

i. Shares	a) Equity	70.00
	b) Preference	Nil
ii. Debentures and Bonds		Nil
iii. Units of Mutual funds		Nil
iv. Governments Securities		Nil
v. Other		Nil

5 Borrower group-wise classification of all leased assets, stock-on-hire and loans and advances

Category

	Secured	Unsecured	Total
1. Related Parties**			
a) Subsidiaries	Nil	Nil	Nil
b) Companies in the same Group	Nil	Nil	Nil
c) Other related Parties	Nil	Nil	Nil
2. Other than Related Parties	Nil	Nil	Nil
Total	Nil	Nil	Nil

6 Investor group wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted)

Category

	Market Value/ Break-up of Fair Value/ NAV	Book Value (Net of Provisions)
1. Related Parties		
Subsidiaries	70.00	70.000
Companies in the same Group	Nil	Nil
Other related Parties	Nil	Nil
2. Other than Related Parties	123.80	123.80
Total	193.80	193.80

7 Other Information:

Particulars

	Amount
i. Gross Non-Performing Assets	
a) Related Parties	Nil
b) Other than Related Parties	Nil
ii. Net Non-Performing Assets	
a) Related Parties	Nil
b) Other than Related Parties	Nil
iii. Assets acquired in satisfaction of debt	Nil

Notes:

1. As defined in paragraph 2(1)(xii) of the Non-Banking Financial Companies Acceptance of Public Deposit (Reserve Bank) Directions, 1998.
2. Provisioning norms shall be applicable as prescribed in Non - Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007.
3. All Accounting Standards and Guidance Notes issued by ICAI are applicable including for valuation of Investments and other assets as also assets acquired in satisfaction of debt. However, Market value in respect of quoted Investment and break-up/ fair value/ NAV in respect on unquoted investments should be disclosed irrespective of whether they are classified as long term or current in (4) above.

As per our report of even date

For G C Bafna & Co

Chartered Accountants

FRN: 319104E

Gulab Chand Bafna

Partner

Membership No-054241

Kolkata

May 28, 2018

For and in behalf of the Board of Directors

Subhadeep Mukherjee

Managing Director

DIN: 03060827

Gourav Goel

Director

DIN: 06850998

Ashok Kumar Agarwal

Chief Financial Officer

Prithwish Chatterjee

Company Secretary



INDEPENDENT AUDITORS' REPORT

To the Members of
SUJALA TRADING & HOLDINGS LIMITED

Report on the Consolidated Ind AS Financial Statements

We have audited the accompanying Consolidated Ind AS financial statements of **SUJALA TRADING & HOLDINGS LIMITED** ("the company"), which comprise the Balance Sheet as at **March 31, 2018**, the Statement of Profit and Loss (including 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.

Management's Responsibility for the Consolidated Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with Rule 7 of the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these Ind AS financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

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

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

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

Opinion

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

Report on other Legal and Regulatory Requirements

3. As required by section 143(3) of the Act, we report that:
- h) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit
 - i) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - j) The Balance Sheet, the Statement of Profit and Loss (including other Comprehensive Income), the Cash Flow Statement and the Statement of changes in Equity dealt with by this Report are in agreement with the books of account.
 - k) In our opinion, the Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.
 - l) On the basis of written representations received from the directors as on 31 March, 2018, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2018, from being appointed as a director in terms of Section 164(2) of the Act.
 - m) With respect to the adequacy of the internal financial controls with reference to financial statements 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 the Company’s internal financial controls over financial reporting.
 - n) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - iv. The Company does not have any pending litigations, therefore question of impact on its financial position in its Ind AS financial statements does not arise;
 - v. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses. Hence, no provision is required to be created;
 - vi. There were no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Company;
4. As required by the Companies (Auditor’s Report) Order, 2016 (“the Order”) issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in “**Annexure B**” a statement on the matters specified in paragraphs 3 and 4 of the Order.

**For, G.C.BAFNA & CO.
Chartered Accountants
(Firm Reg No.319104E)**

**Place: Kolkata
Date: 28.05.2018**

**(GULAB CHAND BAFNA)
Partner
Membership No-054241**

“Annexure A” to the Independent Auditors’ Report

(Referred to in paragraph 1(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report even date)

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

We have audited the internal financial controls over financial reporting of Sujala Trading and Holdings Limited (‘the Company’) as of March 31, 2018 in conjunction with our audit of the consolidated Ind AS financial statements for the year ended on that date.

Managements Responsibility for Internal Financial Control

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

Auditors’ Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For, G.C.BAFNA & CO.
Chartered Accountants
(Firm Reg No.319104E)**

**Place: Kolkata
Date: 28.05.2018**

**GULAB CHAND BAFNA
Partner
Membership No-054241**

“Annexure B” to the Independent Auditors’ Report

(Referred to in paragraph 2 under ‘Report on Other Legal and Regulatory Requirements’ section of our report even date)

17. a) The company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
b) The Company has a regular programme of physical verification of its fixed assets by which fixed assets are verified in a phased manner. In accordance with this programme, fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, the periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
c) According to the Information and Explanation given to us and on the basis of our examination of the records of the company, no immovable properties are in the name of the Company. Accordingly, this clause is not applicable.
18. As explained to us, inventory has been physically verified by the management at regular intervals during the year. In our opinion and according to explanation given to us, the procedures of physical verification of the inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business. The company has maintained proper records of inventories. As explained to us, there was no material discrepancies noticed on physical verification of the inventory as compared to the book records.
19. The Company has not granted any loans, secured or unsecured to Companies, Firms or other parties covered in the register maintained under Clause (76) of Section 2 of the Companies Act, 2013. Accordingly, the clauses iii(a), iii(b) and iii(c) of the order are not applicable.
20. In our opinion and according to information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.
21. In our opinion and according to the information and explanations given to us, the company has not accepted any deposit from the public and does not have any unclaimed deposits as at March 31, 2018 and therefore, the provisions of the clause 3(v) of the Order are not applicable to the Company.
22. As per information and explanations given by the management, maintenance of cost records as prescribed by the Central Government under sub-section (1) of section 148 of the Act is not applicable to the company.
23. a) According to the records examined by us, the company is regular in depositing undisputed statutory dues with appropriate authorities including Income Tax, Service Tax, Goods and Service Tax and any other statutory dues applicable to it.
b) As informed to us provisions relating to Provident Fund, Employees State Insurance, Sales Tax, Custom Duty, Value added Tax, Goods and Service Tax and Excise Duty are not applicable to it. Further there were no outstanding dues at the yearend for a period of more than Six Months from the date they became payable.
c) According to the information and explanations given to us, no disputed amount is pending before any forum of the abovementioned statutory dues.
24. Based on our audit procedures and as per the information and explanations given by the management, the company has not taken any loans or borrowings from financial institutions, banks and government or has not issued any debentures. Hence reporting under clause 3 (viii) of the Order is not applicable to the Company.
25. The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (ix) of the Order is not applicable.

26. According to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the course of our audit.
27. According to the information and explanations give to us, the Company has paid/provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
28. In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
29. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements (Notes of Accounts) as required by the applicable accounting standards.
30. According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
31. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with its directors or persons connected with him and hence provisions of section 192 of the Companies Act,2013 are not applicable to the Company.
32. The Company is registered under section 45-IA of the Reserve Bank of India Act 1934 as NBFC Company.

**For, G.C.BAFNA & CO.
Chartered Accountants
(Firm Reg No.319104E)**

**Place: Kolkata
Date: 28.05.2018**

**GULAB CHAND BAFNA
Partner
Membership No-054241**



CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2018

Reporting Currency-₹

	Note No	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Assets				
Non-Current Assets				
(a) Property, Plant and Equipment	5	58,666	34,650	48,530
(b) Financial Assets				
(iii) Investments	6	200	200	400
(iv) Loans	7	135,568,102	115,333,873	114,311,933
(c) Deferred Tax Assets (Net)	8	4,937	1,918	2,164
		135,631,905	115,370,641	114,363,027
Current Assts				
(a) Inventories	9	40,883,510	95,472,662	43,376,908
(b) Financial Assets				
(iii) Cash and cash equivalents	10	4,647,461	2,824,995	3,036,897
(c) Other Current Assts	11	1,072,461	1,876,168	2,743,052
		46,603,432	100,173,825	49,156,857
Total Assets		182,235,337	215,544,466	163,519,884
Equity and Liabilities				
Equity				
(a) Equity Share Capital	12	57,217,500	57,217,500	57,217,500
(b) Other Equity	13	100,052,997	99,514,426	98,493,792
		15,727,0497	156,731,926	155,711,292
Liabilities				
Non-Current Liabilities				
(a) Provisions	14	700,000	700,000	700,000
		700,000	700,000	700,000
Current Liabilities				
(a) Other Current Liabilities	15	23,801,662	57,199,797	6,032,032
(b) Provisions	16	463,178	912,743	1,076,560
		24,264,840	58,112,540	7,108,592
Total Equity and Liabilities		182,235,337	215,544,466	163,519,884

Significant accounting policies and other accompanying notes form an integral part of the financial statements
As per our report of even date

For G C Bafna & Co

Chartered Accountants

FRN: 319104E

Gulab Chand Bafna

Partner

Membership No-054241

Kolkata

May 28, 2018

For and in behalf of the Board of Directors

Subhadeep Mukherjee

Managing Director

DIN: 03060827

Gourav Goel

Director

DIN: 06850998

Ashok Kumar Agarwal

Chief Financial Officer

Prithwish Chatterjee

Company Secretary



CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2018

Reporting Currency-₹

Particulars	Note No	For the year ended March 31, 2018	For the year ended March 31, 2017
I.Revenue from Operations	17	79,579,627	70,196,415
II.Other Income	18	34,670	228,271
III.Total Income		79,614,297	70,424,686
IV.Expenses			
Purchase of stock-in-trade	19	20,668,000	118,028,750
Change in inventories of finished goods, stock-in-trade and work-in-progress	20	54,589,152	(52,095,754)
Employee benefit expenses	21	1,389,111	1,574,992
Depreciation and amortisation expenses	22	53,984	22,030
Other expenses	23	1,227,390	1,387,092
Total Expenses		77,927,637	68,917,110
V.Profit before exceptional items and tax (III-IV)		1,686,659	1,507,576
VI.Exceptional Items		-	-
VII.Profit before Tax (V-VI)		1,686,659	1,507,576
VIII.Tax expenses	24		
Current tax		462,804	466,800
Deferred tax		(3,019)	246
IX.Profit for the year (VII-VIII)		1,226,874	1,040,530
X.Other Comprehensive Income			
a.(i) Item that will not be classified to profit or loss		-	-
(ii)Income Tax relating to items that will not be classified to profit or loss		-	-
b.(i) Item that will be classified to profit or loss		-	-
(ii)Income Tax relating to items that will be classified to profit or loss		-	-
Other Comprehensive Income (net of Tax)		-	-
XI.Total Comprehensive Income for the year (IX-X)		1,226,874	1,040,530
XII.Earnings per Equity Share	25		
(1)Basic		0.21	0.18
(2)Diluted		0.21	0.18

Significant accounting policies and other accompanying notes form an integral part of the financial statements.

As per our report of even date

For G C Bafna & Co

Chartered Accountants
FRN: 319104E

Gulab Chand Bafna
Partner
Membership No-054241

Kolkata
May 28, 2018

For and in behalf of the Board of Directors

Subhadeep Mukherjee
Managing Director
DIN: 03060827

Gourav Goel
Director
DIN: 06850998

Ashok Kumar Agarwal
Chief Financial Officer

Prithwish Chatterjee
Company Secretary



Consolidated STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2018

A. Equity Share Capital:

Particulars	Amount in ₹
Balance as at April 1, 2016	57,217,500
Changes during the year	-
Balance as at March 31, 2017	57,217,500
Changes during the year	-
Balance as at March 31, 2018	57,217,500

C. Other Equity:

As at March 31, 2018:

Amount in ₹

Particulars	Reserve and Surplus					Items of Other Comprehensive Income	Total
	Capital Reserve	Securities Premium Account	General Reserve	Debenture Redemption Reserve	Retained earnings		
Balance as at April 01, 2017	-	-	99,721,559	-	(207,133)	-	99,514,426
Changes in Accounting Policy or Prior Period Errors	-	-	-	-	-	-	-
Other comprehensive income for the year, net of income tax	-	-	-	-	-	-	-
Total Comprehensive Income for the year	-	-	-	-	1,226,874	-	1,226,874
Re-measurement of defined benefit plans	-	-	-	-	-	-	-
Dividends including dividend distribution tax	-	-	-	-	(688,303)	-	(688,303)
Transfer to Debenture Redemption Reserve from Retained Earnings	-	-	-	-	-	-	-
Transfer from Debenture Redemption Reserve to Retained Earnings	-	-	-	-	-	-	-
Transfer from Retained Earning to General Reserve	-	-	265,000	-	(265,000)	-	-
Any other changes to be specified	-	-	-	-	-	-	-
Balance at March 31, 2018	-	-	99,986,559	-	66,438	-	100,052,997

As at March 31, 2017: Amount in ₹

Particulars	Reserve and Surplus					Items of Other Comprehensive Income	Total
	Capital Reserve	Securities Premium Account	General Reserve	Debenture Redemption Reserve	Retained earnings		
Balance as at April 01, 2016	-	-	99,502,669	-	(1,008,877)	-	98,493,792
Changes in Accounting Policy or Prior Period Errors	-	-	-	-	-	-	-
Other comprehensive income for the year, net of income tax	-	-	-	-	-	-	-
Total Comprehensive Income for the year	-	-	-	-	1,040,530	-	1,040,530
Re-measurement of defined benefit plans	-	-	-	-	-	-	-
Dividends including dividend distribution tax	-	-	-	-	-	-	-
Transfer to Debenture Redemption Reserve from Retained Earnings	-	-	-	-	-	-	-
Transfer from Debenture Redemption Reserve to Retained Earnings	-	-	-	-	-	-	-
Transfer from Retained Earning to General Reserve	-	-	218,890	-	(218,890)	-	-
Any other changes to be specified	-	-	-	-	(19,896)	-	(2,492)
Balance at March 31, 2017	-	-	99,721,559	-	(207,133)	-	99,514,426



CONSOLIDATED STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2018

Reporting Currency-₹

Particulars	For the year ended March 31, 2018		For the year ended March 31, 2017	
1 Cash Flow from Operating Activities				
Net Profit / (Loss) before Tax		1,686,659		1,507,576
Add:				
Depreciation	53,984		22,030	
Less:				
Interest on Income Tax Refund	-	53,984	(228,271)	(206,241)
Operating Profit before Working Capital Changes		1,740,643		1,301,335
Adjustments:				
(Decrease) / Increase in Current Liabilities	(33,398,135)		51,167,765	
Decrease / (Increase) in Inventories	54,589,152		(52,095,754)	
Decrease / (Increase) in Current Assets	803,707		-	
(Decrease) / Increase in IT & Other Provisions	(449,565)		-	
Decrease / (Increase) in Loans & Advances	(20,922,532)		(1,021,940)	
Decrease / (Increase) in Short Term Loans & Advances	-	622,627	-	(1,949,929)
Cash Generated from Operating Activities		2,363,270		(648,594)
Less:				
Income Tax paid / adjusted		(462,804)		444,642
Net Cash from Operating Activities		1,900,466		(203,952)
2 Cash Flow from Investing Activities				
(Increase) / Decrease in Investments	-		200	
Fixed Assets Purchased	(78,000)	(78,000)	(8,150)	(7,950)
Net Cash from Investing Activities		(78,000)		(7,950)
3 Cash Flow from Financing Activities				
Net Cash from Financing Activities				
Net Increase in Cash & Cash Equivalent		1,822,466		(211,902)
Opening Cash & Cash Equivalent		2,824,995		3,036,897
Closing Cash & Cash Equivalent		4,647,461		2,824,995

Notes:

- The Consolidated Statement Cash Flow Statement has been prepared under the "Indirect Method" as set out in IND AS 7- 'Statement of Cash Flows' as notified under Companies Act, 2013 Significant accounting policies and other accompanying notes form an integral part of the consolidated financial statements.

	For the year ended March 31, 2018	For the year ended March 31, 2017
Cash & Cash Equivalents Comprises of:		
Cash on Hand	371,014	1,407,696
Balance with Scheduled Banks in Current Account	4,276,447	1,417,299
	4,647,461	2,824,995

Significant accounting policies and other accompanying notes form an integral part of the financial statements.

As per our report of even date

For G C Bafna & Co

Chartered Accountants

FRN: 319104E

Gulab Chand Bafna

Partner

Membership No-054241

Kolkata

May 28, 2018

For and in behalf of the Board of Directors

Subhadeep Mukherjee

Managing Director

DIN: 03060827

Gourav Goel

Director

DIN: 06850998

Ashok Kumar Agarwal

Chief Financial Officer

Prithwish Chatterjee

Company Secretary

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2018

Note No.1

Group Information:

Sujala Trading and Holdings Limited is a Company limited by shares, incorporated and domiciled in India. The Company is primarily engaged in the business of investment in Share & Securities and registered with the RBI as Non-banking Financial Company and offers loans and other credit facilities and private funding etc. Equity shares of the Company are listed on BSE Limited and The Calcutta Stock Exchange Limited. The registered office of the Company is located at 1A, Grant Lane, 2nd Floor, Room No: 202, Kolkata 700 012, West Bengal, India.

The Consolidated Financial Statements relates to Sujala Trading and Holdings Limited (hereinafter referred to as 'the Company') and its subsidiaries (collectively hereinafter referred to as 'the Group') as detailed below:

Name of the Company	Relationship with the Company	% of holding as at March 31, 2018	% of holding as at March 31, 2017	% of holding as at March 31, 2016
Foremost Dealcomm Limited	Subsidiary	100%	100%	100%
Jagmata Vintrade Limited	Subsidiary	100%	100%	100%
Kotiratan Commercial Limited	Subsidiary	100%	100%	100%
Kotiratan Marketing Limited	Subsidiary	100%	100%	100%
Mangaldham Agents Limited	Subsidiary	100%	100%	100%
Mangalsudha Barter Limited	Subsidiary	100%	100%	100%
Mangalsudha Commercial Limited	Subsidiary	100%	100%	100%
Nirmalkunj Agency Limited	Subsidiary	100%	100%	100%
Nirmalkunj Tradecom Limited	Subsidiary	100%	100%	100%
Nityadhara Barter Limited	Subsidiary	100%	100%	100%
Sarvlok Commercial Limited	Subsidiary	100%	100%	100%
Sarvlok Dealcom Limited	Subsidiary	100%	100%	100%
Speedfast Vincom Limited	Subsidiary	100%	100%	100%
Vishawdham Tradelink Limited	Subsidiary	100%	100%	100%

Note-2

Statement of Compliance and Recent Pronouncements:

Basis of Preparation and Compliance with Ind AS

The Company has adopted Indian Accounting Standards (referred to as "Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) read with Section 133 of the Companies Act, 2013 ("the Act") with effect from April 1, 2017 and therefore Ind ASs issued, notified and made effective till the financial statements are authorized have been considered for the purpose of preparation of these financial statements.

These are the Company's first Ind AS Consolidated Financial Statements and the date of transition to Ind AS as required has been considered to be April 1, 2016.

The financial statement up to the year ended March 31, 2017, were prepared under the historical cost convention on accrual basis in accordance with the Generally Accepted Accounting Principles and Accounting Standards as prescribed under the provisions of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 then applicable (Previous GAAP) to the Company. Previous period figures in the Financial Statements have been recasted/restated to make it comparable with current year's figure.



The Company has followed the provisions of **Ind AS 101-“First Time adoption of Indian Accounting Standards”** (Ind AS 101) in preparing its opening Ind AS Balance Sheet as of the date of transition, i.e. April 1, 2016. In accordance with Ind AS 101-“First Time adoption of Indian Accounting Standards” (Ind AS 101), the Company has presented a reconciliation of Shareholders’ equity as given earlier under Previous GAAP and those considered in these accounts as per Ind AS as at March 31, 2017, and April 1, 2016 and also the Net Profit as per Previous GAAP and that arrived including Other Comprehensive Income under Ind AS for the year ended March 31, 2017. (REFER NOTE NO.4)

Recent Pronouncements

In March 2017, Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) (Amendments) Rules, 2017, notifying amendments to the Ind AS 7 ‘Statement of Cash flows’ and Ind AS 102, ‘Share - Based Payment’ which are applicable w.e.f. 1st April, 2017.

The amendment to Ind AS 7 “Statement of Cash Flows” requires the entities to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes. The effect of this amendment on the financial statements of the Company is being evaluated.

Note-3

Singnificant Accounting Policy:

1.Basis of Accounting

The Financial Statements have been prepared under the historical cost convention excepting certain financial instruments which are measured in terms of relevant Ind AS. The accounts have been prepared on the concept of going concern. All Assets and Liabilities have been classified as current or non-current as per the operating cycle and other criteria set out in **Ind AS 1 ‘Presentation of Financial Statements’** and Schedule III to the Companies Act, 2013.

Further, the Company follows prudential norms for Income Recognition, assets classification and provisioning for Non-performing assets as well as contingency provision for Standard Assets as prescribed by the Reserve Bank of India (RBI) for Non-Banking Financial Companies.

2.Inventories:

Inventories of shares and other trading goods are valued at cost computed on FIFO Basis or net realisable value, whichever is lower.

3.Recognition of Income and Expenditure:

Income and expenditure are accounted for on accrual basis. Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable. Dividend income is recognized when the shareholder’s right to receive payment is established by the balance sheet date.

4.Depreciation on Fixed Assets:

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

5. Fixed Assets:

Fixed Assets are stated at cost less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

6. Impairment of Assets:

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing the value in use, the estimated future cash flows are discounted to their present value at the weighted average cost of capital.

After impairment, depreciation is provided on the revised carrying amount of the assets over its remaining useful life.

7. Financial Assets and Financial Liabilities:

Financial Assets and Financial Liabilities (financial instruments) are recognised when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial Liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the Statement of Profit and Loss.

The financial assets and financial liabilities are classified as current if they are expected to be realised or settled within operating cycle of the company or otherwise these are classified as non-current.

The classification of financial instruments whether to be measured at Amortized Cost, at Fair Value through Profit and Loss (FVTPL) or at Fair Value through Other Comprehensive Income (FVTOCI) depends on the objective and contractual terms to which they relate. Classification of financial instruments are determined on initial recognition.

ix. Cash and cash equivalents

All highly liquid financial instruments, which are readily convertible into determinable amounts of cash and which are subject to an insignificant risk of change in value and are having original maturities of three months or less from the date of purchase, are considered as cash equivalents. Cash and cash equivalents include balances with banks which are unrestricted for withdrawal and usage.

x. Financial Assets and Financial Liabilities measured at amortised cost

Financial Assets held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding are measured at amortized cost.

xi. Financial Asset at Fair Value through Other Comprehensive Income (FVTOCI)

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Subsequent to initial recognition, they are measured at fair value and changes therein are recognised directly in other comprehensive income.

xii. Investment in Subsidiaries, Joint Ventures and Associates are being carried at deemed cost/at cost.

xiii. Impairment of financial assets

A financial asset is assessed for impairment at each balance sheet date. A financial asset is considered to be impaired if objective evidence indicates that one or more events have had a negative effect on the estimated future cash flows of that asset.

xiv. Provisions, Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognized when there is a legal or constructive obligation as a result of past events and it is probable that there will be an outflow of resources and a reliable estimate can be made of the amount of obligation. Provisions are not recognised for future operating losses. The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

The Reserve Bank of India vide Notification No. DNBR (PD) CC.No.002/03.10.001/2014-15 Dated NOVEMBER 10, 2014 has issued direction to all NBFCs to make provision of 0.30% on STANDARD ASSETS with immediate effect. Accordingly, the Company has made provision @ 0.30% on Standard Assets in accordance therewith

Contingent liabilities are not recognized and are disclosed by way of notes to the financial statements when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or when there is a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the same or a reliable estimate of the amount in this respect cannot be made.

Contingent assets are not recognised but disclosed in the Financial Statements by way of notes to accounts when an inflow of economic benefits is probable.

xv. Taxes on Income:

Tax expenses comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act, 1961. This liability is calculated at the applicable tax rate or minimum alternate tax rate u/s 115JB of the Income Tax Act, 1961 as the case may be for current taxes on Income. Deferred income tax reflect the impact of timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years. Deferred tax is measured based on the tax laws enacted or substantively enacted at the balance sheet date.

Deferred Tax resulting from “timing difference” between book and taxable profit is accounted for using the tax rates and laws that have been enacted or substantially enacted as on the Balance Sheet date. Deferred tax assets are recognized only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. Deferred tax assets are recognized on carry forward of unabsorbed depreciation and tax losses only if there is virtual certainty that such deferred tax assets can be realized against future taxable profit.

MAT credit is recognized as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period. In the year in which the Minimum Alternative Tax (MAT) credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in guidance note issued by the Institute of Chartered Accountants of India, the said asset is created by way of a credit to the profit and loss account and shown as MAT Credit Entitlement. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal income tax during the specified period.

xvi. Earnings per share:

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

Note-4

First Time Adoption of Ind AS:

These are the Company's First Financial Statements prepared in accordance with Ind AS. The accounting policies set out in note no 2 and note no 3 have been applied in preparing the financial statements for the year ended 31 March, 2018, the comparative information presented in these financial statements as at and for the year ended 31 March 2017 and in the preparation of the opening Ind AS Balance Sheet as at 1 April, 2016 (the Company's date of transition). An explanation of how the transition from previous GAAP to Ind AS has affected the Company's financial position, financial performance and cash flows is set out in the following tables and notes.

a) Reconciliation between previous GAAP and Ind AS

Ind AS 101 requires entity to reconcile equity, total comprehensive income and cash flows for prior periods. The following tables represent the reconciliations from erstwhile Indian GAAP to Ind AS.

I) Reconciliation of equity between previous GAAP and Ind AS

Particulars	March 31,2017	April 1,2016
Shareholder's Equity as per previous GAAP	57,217,500	57,217,500
Add/Less: Effect of transition to Ind AS	-	-
Shareholder's Equity as per Ind AS	57,217,500	57,217,500

II) Reconciliation of Profit/(loss) after tax between previous GAAP and Ind AS

Particulars	March 31,2017
Net Profit/(loss) as per previous GAAP	1,040,530
Add/Less: Effect of transition to Ind AS	-
Net Profit/(loss) as per Ind AS	1,040,530
Other Comprehensive Income/(loss) (Net of Tax)	-
Total Comprehensive Income/(loss) as per Ind AS	1,040,530

II) Reconciliation of Cash flows between previous GAAP and Ind AS

The transition from erstwhile Indian GAAP to Ind AS has not made a material impact on the statement of cash flows.

Note No: 5
Property, Plant and Equipment:
As at March 31, 2018
Amount in ₹

Particulars	Plant and Equipment	Furniture and Fixtures	Office Equipment	Total
Gross Block				
As at April 1, 2017	6,000	1,062	258,353	265,415
Additions	-	-	78,000	78,000
Disposal	-	-	-	-
As at March 31, 2018	6,000	1,062	336,353	343,415
Accumulated Depreciation				
As at April 1, 2017	5,999	1,061	223,705	230,765
Charge for the period	-	-	53,984	53,984
Disposal	-	-	-	-
As at March 31, 2018	5,999	1,061	277,689	284,749
Net Carrying Amount				
As at March 31, 2018	1	1	58,664	58,666

As at March 31, 2017
Amount in ₹

Particulars	Plant and Equipment	Furniture and Fixtures	Office Equipment	Total
Gross Block				
As at April 1, 2016	6,000	1,062	250,203	257,265
Additions	-	-	8,150	8,150
Disposal	-	-	-	-
As at March 31, 2017	6,000	1,062	258,353	265,415
Accumulated Depreciation				
As at April 1, 2016	5,999	1,061	201,675	208,735
Charge for the period	0	0	22,030	22,030
Disposal	-	-	-	-
As at March 31, 2017	5,999	1,061	223,705	230,765
Net Carrying Amount				
As at March 31, 2017	1	1	34,648	34,650

Note No: 6
Non-Current Investments:

[Fully Paid-up unless otherwise stated]

Amount in ₹

Particulars	Face Value	As at March 31, 2018		As at March 31, 2017		As at April 1, 2016	
		Holding	Value	Holding	Value	Holding	Value
Investments in Equity Instruments							
Investment measured at Cost/Deemed Cost							
Unquoted							
Other Companies:							
Foremost Barter Limited	10	5	50	5	50	5	50
Jagmata Mercantile Limited	10	5	50	5	50	5	50
Mangaldham Suppliers Limited	10	5	50	5	50	5	50
Over Grow Tie-up Limited	10	5	50	5	50	5	50
Hulbert Vinimay Limited	10	-	-	-	-	5	50
Nityadhara Traders Limited	10	-	-	-	-	5	50
Over Grow Barter Limited	10	-	-	-	-	5	50
Vishawdham Merchants Limited	10	-	-	-	-	5	50
Total Non-Current Investments			200		200		400

Note No: 7:

Loans: Amount in ₹

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Unsecured, Considered Good			
Loans and Advances	135,568,102	115,333,873	114,311,933
Loans to Related Parties	-	-	-
	135,568,102	115,333,873	114,311,933

Note No: 8:

Timing Difference

Deferred Tax Assets

Amount in ₹

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
Opening Balance	1,918	2,164	-
Add: Generated during the Year	3,019	-	10,883
Less: Reversed during the year	-	246	8,719
Closing Balance	4,937	1,918	2,164

Note No: 9

Inventories:

Amount in ₹

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Shares	40,883,510	95,472,662	34,720,775
Yarn	-	-	3,170,183
Blanket	-	-	5,485,950
	40,883,510	95,472,662	43,376,908

Note No: 10

Cash and Cash Equivalents:

Amount in ₹

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Balance with Banks			
In Current account	4,276,447	1,417,299	2,888,729
Cash on Hand	371,014	1,407,696	148,168
	4,647,461	2,824,995	3,036,897

Note No: 11

Other Current Assets:

Amount in ₹

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Balance with Government Authorities	972,461	1,776,168	2,643,052
Security Deposit	100,000	100,000	100,000
	1,072,461	1,876,168	2,743,052

Note No: 12

Share Capital:

Amount in ₹

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Authorized Share Capital			
58,00,000 Equity Shares of Rs.10/- each	58,000,000	58,000,000	58,000,000
Issued, Subscribed & Paid up			
57,21,750 Equity Share of Rs.10/- each	57,217,500	57,217,500	57,217,500



12(1). Terms/Right attached to Equity Shares:

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

In the event of liquidation of the Company, the equity shareholders are eligible to receive the remaining assets of the company, after distribution of all preferential amounts, in proportion of their shareholding.

12(2). Reconciliation of number of equity shares outstanding:

Amount in ₹

Particulars	As at March 31, 2018		As at March 31, 2017		As at April 1, 2016	
	Number	Amount	Number	Amount	Number	Amount
Shares outstanding at the beginning of the year	5,721,750	57,217,500	5,721,750	57,217,500	5,721,750	57,217,500
Addition during the year	-	-	-	-	-	-
Shares outstanding at the end of the year	5,721,750	57,217,500	5,721,750	57,217,500	5,721,750	57,217,500

12(3). Details of Shareholders holding more than 5% equity shares of the Company:

Amount in ₹

Particulars	As at March 31, 2018		As at March 31, 2017		As at April 1, 2016	
	Number	Holding (%)	Number	Holding (%)	Number	Holding (%)
Square Trades and Holdings Private Limited	891,000	15.57	891,000	15.57	891,000	15.57
Picadally Trade and Holdings Private Limited	434,470	7.59	434,470	7.59	434,470	7.59
Shah Telcom Limited	426,885	7.46	426,885	7.46	426,885	7.46
Madsan Agencies Private Limited	384,994	6.73	384,994	6.73	384,994	6.73
Midnight Agencies Private Limited	350,474	6.13	350,474	6.13	350,474	6.13
Kalimata Investment Consultancy Private Limited	340,067	5.94	340,067	5.94	0	0
Shree Sudharshan Casting Private Limited	301,993	5.28	301,993	5.28	301,993	5.28
Glasseye Traders Casting Private Limited	292,492	5.11	292,492	5.11	292,492	5.11

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

Note No: 13

Other Equity:

Amount in ₹

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Capital Reserve	-	-	-
Securities Premium Account	-	-	-
General Reserve	99,986,559	99,721,559	99,502,669
Debenture Redemption Reserve	-	-	-
Retained Earnings	66,438	(207,133)	(1,008,877)
Other Comprehensive Income	-	-	-
Equity Instrument through other Comprehensive Income	-	-	-
Foreign currency translation Reserve	-	-	-
	100,052,997	99,514,426	98,493,792

21.1 Refer Statement of Changes in Equity for movement in balance of Reserves.

Note No: 14

Provisions (Non-Current Liability):

Amount in ₹

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Contingency Provision for Standard Assets	700,000	700,000	700,000
	700,000	700,000	700,000



Note No: 15

Other Current Liabilities:

Amount in ₹

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Liabilities for expenses	337,662	169,797	106,032
Other Advances	23,464,000	57,030,000	5,926,000
	23,801,662	57,199,797	6,032,032

Note No: 16

Provisions (Current Liability):

Amount in ₹

Particulars	As at March 31, 2018	As at March 31, 2017	As at April 1, 2016
Provision for Tax	463,178	912,743	1,076,560
	463,178	912,743	1,076,560

Note No: 17

Revenue from Operations:

Amount in ₹

Particulars	As at March 31, 2018	As at March 31, 2017
Sale of shares	73,512,615	29,857,196
Sale of Yarn/Cloth	-	25,490,075
Sale of Blanket	-	7,921,395
Interest received on Loan	6,067,012	6,927,749
	79,579,627	70,196,415

Note No: 18

Other Income:

Amount in ₹

Particulars	As at March 31, 2018	As at March 31, 2017
Other Income	8,581	-
Interest on I. T. Refund	26,089	228,271
	34,670	228,271

Note No: 19

Purchase of Stock-in-Trade:

Amount in ₹

Particulars	As at March 31, 2018	As at March 31, 2017
Purchase of Shares	20,668,000	91,298,343
Purchase of Yarn/Cloth	-	26,730,407
	20,668,000	118,028,750

Note No: 20

Change in Inventories:

Amount in ₹

Particulars	As at March 31, 2018	As at March 31, 2017
Opening Stock	95,472,662	43,376,908
Less: Closing Stock	(40,883,510)	(95,472,662)
	54,589,152	(52,095,754)

Note No: 21

Employee Benefit Expenses:

Amount in ₹

Particulars	As at March 31, 2018	As at March 31, 2017
Directors Remuneration	84,000	84,000
Salary & Allowances	1,265,900	1,419,900
Staff Welfare	39,211	71,092
	1,389,111	1,574,992

Note No: 22
Depreciation & Amortisation:

Particulars	Amount in ₹	
	As at March 31, 2018	As at March 31, 2017
Depreciation	53,984	22,030
	53,984	22,030

Note No: 23
Other Expenses:

Particulars	Amount in ₹	
	As at March 31, 2018	As at March 31, 2017
Accounting Charges	26,500	38,500
Annual Custody Fees-NSDL	43,126	42,938
Audit Fees	50,900	36,900
Advertisement	8,225	18,240
Bank Charges	1,200	359
Central GST	2,396	-
Complaints Maintenance Charges	6,900	6,870
CDSL	5,900	-
Computer Expenses	1,450	4,500
Depository Participant Charges	25,876	25,763
D-mat Charges	1,077	-
Dividend Register	5,900	-
Donation and Subscription	-	3,000
Electric Charges	10,910	21,100
E-Voting Charges	24,780	29,900
Filing Fees	76,600	22,200
General Expenses	60,082	133,834
Godown Rent	-	10,800
Folio Maintenance Charges	14,160	13,800
Interest on TDS Payable	-	600
Internal Audit Fees	6,000	6,000
Loading & Unloading Charges	-	85,165
Listing Fees	307,625	256,038
Miscellaneous Expenses	5,450	5,935
Postage & Stamp	23,304	41,046
Professional and Consultancy Fees	6,650	10,650
Professional Tax	2,500	2,500
Printing & Stationary	38,235	40,861
Rent	325,000	300,000
Repairs & Maintenance Charges	2,300	8,000
SEBI Charges	77	-
Secretarial Audit Fees	10,000	10,000
Service Tax Paid and Cess	2,249	16,501
Securities Transaction tax	47,421	59,530
Scrutinizer Fees	7,000	7,000
Spe	8,552	-
State GST	2,396	-
Stamp Charges	4,772	5,960
Tax Audit Fees	7,865	7,865
Telephone Charges	5,353	4,527
Trade License	2,150	1,850
Transaction Charges	17,377	49,394
Travelling & Conveyance	23,133	52,967
Website Charge	6,000	6,000
	1,227,390	1,387,092

Note No: 24
Tax Expenses:
Amount in ₹

Particulars	As at March 31, 2018	As at March 31, 2017
Current Tax	462,804	466,800
Deferred Tax	(3,019)	246
	459,785	467,046

Note No: 25
Earning per Share:
Amount in ₹

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Net Profit after tax as per Statement of Profit and Loss (A)	1,226,874	1,040,530
Weighted Average number of equity shares outstanding (B)	5,721,750	5,721,750
Face value per equity share	10	10
Basic and Diluted Earnings per share[A/B]	0.21	0.18

Note No: 26
OTHER NOTES ON ACCOUNTS:

- xvi. Based on the information / documents available with the Company, no creditor is covered under Micro, Small and Medium Enterprise Development Act, 2006. As a result, no interest provision/payments have been made by the Company to such creditors for the year ended March 31, 2018.
- xvii. Loans & advances balances are subject to confirmation by the respective parties.
- xviii. **Segment Reporting:**
The Company is engaged in one business segment viz Non-Banking Financial Services and hence, there are no separate reportable segments.
- xix. **Related party disclosure as identified by the management in accordance with the Indian Accounting Standard (Ind AS) 24 on "Related Party Disclosures" are as follows:**

Name of Related Parties along with the relationship with the Company:
a. Wholly Owned Subsidiary Company

1. Foremost Dealcomm Limited
2. Jagmata Vintrade Limited
3. Kotiratan Commercial Limited
4. Kotiratan Marketing Limited
5. Mangaldham Agents Limited
6. Mangalsudha Barter Limited
7. Mangalsudha Commercial Limited
8. Nirmalkunj Agency Limited
9. Nirmalkunj Tradecom Limited
10. Nityadhara Barter Limited
11. Sarvlok Commercial Limited
12. Sarvlok Dealcom Limited
13. Speed Fast Vincom Limited
14. Vishawdham Tradelink Limited

b. Associate Company

Nil

c. Joint Venture

Nil

d. Key Managerial personnel (KMP) and their relatives

1. Subhadeep Mukherjee- Managing Director
2. Ashok Kumar Agarwal- Chief Financial Officer
3. Prithwish Chatterjee- Company Secretary

e. Enterprise in which KMP and their relatives has substantial interest

Nil

Related Party Transaction

				Amount in ₹
Sl No	Nature of Transaction	Relation with the company	During the Financial Year	Previous Financial Year
Director's Remuneration paid				
1	Subhadeep Mukherjee	Managing Director	84,000	84,000
Salary paid				
2	Ashok Kumar Agarwal	Chief Financial Officer	84,000	84,000
3	Punam Singh	Company secretary	59,500	1,02,000
4	Prithwish Chatterjee	Company secretary	25,500	-

xx. The Company has Complied this information based on the current information in its possession. As at 31.03.2018, no supplier has intimated the Company about its status as a Micro or Small enterprise or its Registration with the appropriate authority under Micro, Small and Medium Enterprise Development Act, 2006.

Amount due to Micro Small and Medium Enterprises as on 31.03.2018 is. NIL.

xxi. The Financial Statements and Notes on Accounts has been prepared as per the Companies Act, 2013 with their Schedule as the same is effective from 1st April, 2014.

xxii. Effective from April 1, 2014, the Company has been charging depreciation based on the useful life of the assets as per the requirement of Schedule II of the Companies Act, 2013. It has recomputed the depreciation on various fixed assets in accordance with and in the manner prescribed with Part C of Schedule II of the Companies Act, 2013.

xxiii. Provision for taxation on Income for the year has been made under the tax calculated on income under normal computation as per income tax act being higher than the tax computed under section 115JB of the Income Tax Act, 1961.

xxiv. The management has assessed that there is no impairment of Fixed assets requiring provisions in the accounts. Accordingly, there is no debit to the Profit & Loss Account for the impairment of Assets.

xxv. Deferred Taxation:

The company recognises the deferred tax liabilities/assets on the timing differences for the period in which there is virtual certainty of future income by way of prudence in accordance with Ind AS-12 " Income Taxes "

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the Financial Statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences.

- xxvi.** No Provision has been made on account of gratuity as none of the employees have put in completed years of Service as required by the payment of Gratuity Act
- xxvii.** No provision has been made on account of leave salary as there are no leave to the credit of employees as at the end of the year.
- xxviii.** Previous Year figures have been regrouped, rearranged or recasted wherever considered necessary. The figures of the current year are not comparable with those of the previous year as the current year figure are in respect of 14 Subsidiary Companies as on 31.03.2018.
- xxix.** Information required to be furnished under paragraph 9BB of Non-Banking Financial Companies Prudential Norms (Reserve Bank) Directions, 1998 is given in separate Annexure.

As per our report of even date

For G C Bafna & Co
Chartered Accountants
FRN: 319104E

Gulab Chand Bafna
Partner
Membership No-054241

Kolkata
May 28, 2018

For and in behalf of the Board of Directors

Subhadeep Mukherjee
Managing Director
DIN: 03060827

Gourav Goel
Director
DIN: 06850998

Ashok Kumar Agarwal
Chief Financial Officer

Prithwish Chatterjee
Company Secretary

Sujala Trading and Holdings Limited

Annexure Referred to In Note No. 23(Xiv) of Notes on Financial Statements
Annexed as Per Reserve Bank of India Prudential Norms

Annexure to the Balance Sheet of a Non-Banking Financial Company as on 31.03.2018

As required in terms of paragraph 13 of the Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007

	Particulars		<u>₹ in Lacs</u>
	Liability side:		
1	Loans and advances availed by the NBFCs inclusive of interest accrued thereon but not paid	Amount (Outstanding)	Amount (Overdue)
	h) Debentures:		
	Secured	Nil	Nil
	Unsecured (Other than falling within the meaning of Public Deposits)	Nil	Nil
	i) Deferred Credit	Nil	Nil
	j) Term Loans	Nil	Nil
	k) Inter-Corporate Loan and Borrowings	Nil	Nil
	l) Commercial Paper	Nil	Nil
	m) Public Deposits	Nil	Nil
	n) Other Loans	Nil	Nil
	Asset Side:		
2	Break-up of Loans and Advances including bills receivable other than those included in (4) below:		Amount (Outstanding)
	c) Secured		Nil
	d) Unsecured		1347.57
3	Break - up of Leased Assets and stock on hire and hypothecation loans counting towards EL/HP activities		
	i. Lease Assets including lease rentals under sundry debtors		
	(c) Financial Lease		Nil
	(d) Operating Lease		Nil
	ii. Stock on hire including hire charges under sundry debtors		
	(c) Assets on hire		Nil
	(d) Repossessed Assets		Nil
	iv. Hypothecation loans counting towards EL/HP activities		
	(c) Loans where assets have been repossessed		Nil
	(d) Loans other than (a) above		Nil
4	Break-up of Investments:		
	Current Investments (Stock-in-trade)		
	1. Quoted:		
	i. Shares	a) Equity	Nil
		b) Preference	Nil
	ii. Debentures and Bonds		Nil
	iii. Units of Mutual funds		Nil
	iv. Governments Securities		Nil
	v. Other		Nil

2. Unquoted:

i. Shares	a) Equity	123.80
	b) Preference	Nil
ii. Debentures and Bonds		Nil
iii. Units of Mutual funds		Nil
iv. Governments Securities		Nil
v. Other		Nil

Long Term Investments**Quoted:**

i. Shares	c) Equity	Nil
	d) Preference	Nil
ii. Debentures and Bonds		Nil
iii. Units of Mutual funds		Nil
iv. Governments Securities		Nil
v. Other		Nil

Unquoted:

vi. Shares	c) Equity	70.00
	d) Preference	Nil
vii. Debentures and Bonds		Nil
viii. Units of Mutual funds		Nil
ix. Governments Securities		Nil
x. Other		Nil

5 Borrower group-wise classification of all leased assets, stock-on-hire and loans and advances**Category**

1. Related Parties**	Secured	Unsecured	Total
d) Subsidiaries	Nil	Nil	Nil
e) Companies in the same Group	Nil	Nil	Nil
f) Other related Parties	Nil	Nil	Nil
2. Other than Related Parties	Nil	Nil	Nil
Total	Nil	Nil	Nil

6 Investor group wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted)**Category**

1. Related Parties	Market Value/ Break-up of Fair Value/ NAV	Book Value (Net of Provisions)
Subsidiaries	70.00	70.00
Companies in the same Group	Nil	Nil
Other related Parties	Nil	Nil
2. Other than Related Parties	123.80	123.80
Total	193.80	193.80

7 Other Information:**Particulars**

	Amount
i. Gross Non-Performing Assets	
a) Related Parties	Nil
b) Other than Related Parties	Nil
ii. Net Non-Performing Assets	
a) Related Parties	Nil
b) Other than Related Parties	Nil
iii. Assets acquired in satisfaction of debt	Nil

1. As defined in paragraph 2(1)(xii) of the Non-Banking Financial Companies Acceptance of Public Deposit (Reserve Bank) Directions, 1998.
2. Provisioning norms shall be applicable as prescribed in Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007.
3. All Accounting Standards and Guidance Notes issued by ICAI are applicable including for valuation of Investments and other assets as also assets acquired in satisfaction of debt. However, Market value in respect of quoted Investment and break-up/ fair value/ NAV in respect on unquoted investments should be disclosed irrespective of whether they are classified as long term or current in (4) above

As per our report of even date

For G C Bafna & Co
Chartered Accountants
FRN: 319104E

Gulab Chand Bafna
Partner
Membership No-054241

Kolkata
May 28, 2018

For and in behalf of the Board of Directors

Subhadeep Mukherjee
Managing Director
DIN: 03060827

Gourav Goel
Director
DIN: 06850998

Ashok Kumar Agarwal
Chief Financial Officer

Prithwish Chatterjee
Company Secretary



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

ATTENDANCE SLIP

Regd. Folio / DP ID & Client ID
Name and Address of the Shareholder

1. I hereby record my presence at the 37th ANNUAL GENERAL MEETING of the Company being held on 28th September, 2018 at 10.00 A.M. at the Registered Office of the Company at 1A, Grant Lane, 2nd Floor, Kolkata-700012, West Bengal

2. Signature of the Shareholder/Proxy Present

--

3. Shareholder / Proxy holder wishing to attend the meeting must bring the Attendance Slip to the meeting and handover the same at the entrance duly signed.

4. Shareholder / Proxy holder desiring to attend the meeting may bring his / her copy of the Annual Report for reference at the meeting.

Note: -PLEASE CUT HERE AND BRING THE ABOVE ATTENDANCE SLIP TO THE MEETING.

ELECTRONIC VOTING PARTICULARS

(1) EVSN (E-Voting Sequence No.)	(2) USER ID.	(3) PAN or Relevant No.as under	(4) Bank Account No.
			(See Note No.1)

Notes:

1. Where Bank Account Number is not registered with the Depositories or Company please enter your User Id. as mentioned in column (2) above.
2. Please read the Instructions printed under the Note No. 7 to the Notice dated **28th May, 2018** of the **37th Annual General Meeting**. The e-Voting period starts from **9.00 A.M. on 25-09-2018** and ends at **5.00 P.M. on 27-09-2018**, the e-voting module shall be disabled by CDSL for voting thereafter.



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Form No. MGT-11 PROXY FORM

[Pursuant to section 105(6) of the Companies Act,2013 and rule 19(3) of the Companies (Management and Administration) Rules,2014]

Name of the member (s): Registered Address: E-Mail Id: Folio No/ DP ID –Client ID No:
--

I/We, being the member(s) of.....shares of the abovenamed Company, hereby appoint

1. Name -----Address:-----
E-mail ID: -----Signature:----- or failing him:

2. Name :-----Address:-----

E-mail ID.----- Signature:----- or failing him:

3. Name : -----Address:-----or failing him:

E-mail ID:.....Signature:.....as my/our

Proxy to attend and vote(on a poll) for me/us and on my/our behalf at the 37THAnnual General Meeting of the Company, to be held on the 28thSeptember,2018at 10.00 A.M at 1A, Grant Lane, 2ndFloor, Kolkata-700 012and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No	Resolutions	Vote	
		For	Against
	ORDINARY BUSINESS		
1	To Adoption of Financial Statements for the F.Y. Year ended 31 st March,2018		
2	To declare dividend of ₹0.10 per equity share on the Equity Share Capital for the financial year ended 31 st March, 2018		
3	To appoint a Director, in place of Mr. Dhiraj Ram (DIN- 06752534), who retires by rotation and being eligible, offers himself for reappointment		
	SPECIAL BUSINESS		
4	To appoint Mrs. Tapashi Naha Roy as an Independent Director		

Signed this.....day of2017

Signature of shareholder

Affix Revenue
Stamp

Signature of Proxy holder(s)

Note: This form duly filled up, stamped and signed by the appointer or his attorney duly authorized in writing or if the appointer is a Body Corporate, under the seal or signed by an attorney duly authorizedby it shall be deposited at the Registered Office of the Company along with the power of Attorney, if any under which the Proxy Form is signed, not less than 48 hours before the time for holding the meeting.



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

Form No. MGT-12

Polling Paper

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014/

Name of the Company:	SUJALA TRADING & HOLDINGS LIMITED
Registered office :	1A, Grant Lane, 2 nd Floor, Room No. 202, Kolkata –700 012, West Bengal

BALLOT PAPER (37th Annual General Meeting)

S. No.	Particulars	Details
1.	Name of the First Named Shareholder (In block letters)	
2.	Postal address	
3.	Registered folio No. / *Client ID No. (*Applicable to investors holding shares in dematerialized form)	
4.	Class of Share	Equity Share

I hereby exercise my vote in respect of Ordinary/ Special resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

S. No.	Resolutions	No. of shares held by me	I assent to the resolution	I dissent from the resolution
1.	To adopt Financial Statements for the Financial Year ended on 31 st March, 2018			
2.	To declare dividend of ₹0.10 per equity share on the Equity Share Capital for the financial year ended 31 st March, 2018			
3.	To appoint a Director, in place of Mr. Dhiraj Ram (DIN-06752534), who retires by rotation and being eligible, offers himself for reappointment			
4.	To appoint Mrs. Tapashi Naha Roy as an Independent Director			

Place:

Date:

(Signature of the shareholder)



SUJALA TRADING & HOLDINGS LTD.

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

CIN-L51109WB1981PLC034381 Website-www.sujalagroup.com

Form No. SH-13

Nomination Form

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

To

Sujala Trading & Holdings Limited

1A, Grant Lane, Room No: 202

2nd Floor, Kolkata- 700 012, West Bengal

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

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

Nature of securities	Folio No.	No. of securities	Certificate No.	Distinctive No.	
				From	To

(2) PARTICULARS OF NOMINEE/S —

Name		Date of Birth	DD/MM/YYYY
Father's/Mother's/ Spouse's name		Occupation	
Address		Nationality	
PIN Code			
Relationship with the security holder		Phone No.	
E-mail id		Mobile No.	
Signature of Nominee		IT PAN /Others	

(3) IN CASE NOMINEE IS A MINOR—

Name		Date of Birth	DD/MM/YYYY
Name of guardian:		Date of attaining majority	DD/MM/YYYY
Address of guardian		Relationship with Minor	

Name of Security Holder(s)	Signature
1.	
2.	
3.	

Witness	Signature
Name:	
Address:	

Place:

Date:

Please fill this Nomination form in Duplicate after carefully reading the instructions given below:

1. The Nomination can be made by individuals only holding shares singly or jointly. Non-individuals including Society, Trust, Body Corporate, Partnership firm, Karta of Hindu Undivided Family and Power of Attorney holder cannot nominate.
2. The nominee shall not be a Trust, Society, Body Corporate, Partnership firm, Karta of Hindu Undivided Family and power of attorney holder.
3. The shareholder [s] can nominate a minor as a nominee and in that event the name and address of the guardian shall be provided.
4. As per section 72 of Companies Act 2013, if the shares are held by more than one person jointly, then the joint holders may together nominate a person to whom all the rights in the shares of the Company shall vest, in the event of death of all the joint holders.
5. If the shares are held jointly, subsequent to the death of anyone of the holders, the shares would not be registered in favour of the nominee but would be transferred in the name of the surviving shareholders.
6. The nomination form filled in "duplicate" should be lodged with the Registrar and Share transfer Agent of the Company i.e. M/s. MCS Limited, Unit: Polyplex Corporation Limited, Address: F 65, Okhla Industrial Area, Phase I, New Delhi 11 0020, Ph. 011- 41406149. The Registrar will return one copy of the nomination form to the shareholder after registering the nomination. The registration number allotted will be furnished in the said form.
7. The shareholder[s] can Cancellation or change an earlier nomination by executing Form No. SH-14 (Cancellation or Variation of Nomination form).
8. Nomination stands cancelled whenever the shares in the given folio are transferred /dematerialized. Also in case of change in folio due to consolidation/ transmission a new nomination has to be filed.
9. The nomination made through Form No. SH-13 will be considered valid if the nomination made by the holder[s] of the shares is registered with the company before the death of the registered holder[s] of the shares.
10. Kindly note that the nomination being a legal document should be dated by the nominator and the witness should certify that the nominator has signed the form in their presence. Furthermore, the date of execution on the Nomination Form should match with the date of witness, witnessing the document.
11. A copy of photo identity proof (like PAN/Passport) of nominee is required.

FOR OFFICE USE ONLY

Nomination Registration No.	Date of Registration	Signature of Employee with Code No.

