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# **RAJNISH HOT DEALS PRIVATE LIMITED**

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## **STATEMENT OF ACCOUNTS**

**31<sup>ST</sup> MARCH, 2016**



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## **PRAMOD & ASSOCIATES CHARTERED ACCOUNTANTS**

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**Address: Navjeevan Comm. Premises Society Ltd.,  
Bldg.No.3, 6th Floor Office No.13, Lamington Road,  
Mumbai Central, Mumbai-400008.  
Office Contact No.: 022 66333275  
Email: [panda\\_ca\\_mumbai@yahoo.com](mailto:panda_ca_mumbai@yahoo.com)**

# Directors' Report

To,  
The Members,  
RAJNISH HOT DEALS PRIVATE LIMITED

Your Directors have pleasure in presenting their 1<sup>st</sup> Annual Report on the business and operations of the Company and the accounts for the Financial Year ended 31<sup>st</sup> March, 2016.

1. Financial summary or highlights / Performance of the Company:

(Amount in Rupees)	
Particulars	2015-16
Total Income	1315,88,176
Total Expenditure	1268,30,713
Profit before Tax	47,57,463
Provision for Tax	
Current Tax	15,23,500
Deferred Tax	-614
Profit after Tax	32,34,577
Earning per Equity Share (Face Value: Rs. 10/-)	
Basic	65
Diluted	65

2. Dividend:

The Company would like to reserve its profits for its growth; and hence your Directors do not recommend dividend for the Financial Year.

3. Reserves:

No amount is being transferred to General Reserve during the year.

4. Brief description of the Company's working during the year/State of Company's affair:

The Company made profit during the year, of Rs. 32,34,577/-

5. Change in nature of Business:

There is no change in the nature of the business of the Company during the financial year 2015-16.

6. Material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statement relate and the date of the report:

There have been no material changes and commitments, which affect 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 the report.

**7. Details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.**

During the year there is no order passed by the regulators or courts or tribunals which impact the going concern status and company's operations in future.

**8. Details of subsidiary/Joint Ventures/Associates Companies:**

Company is not having any subsidiary/Joint Ventures/Associates Companies during the year.

**9. Deposits:**

The company has not accepted Deposits from the public during the period under report. The Provisions of Section 73 of the Companies Act, 2013 are thus not applicable to the Company.

The details relating to deposits, covered under Chapter V of the Act:

i.	at the beginning of the year	NIL
ii.	maximum during the year	NIL
iii.	at the end of the year	NIL
iv.	the details of deposits which are not in compliance with the requirements of Chapter V of the Act	NIL

**10. Statutory Auditors:**

The Statutory Auditors M/s. Pramod & Associates, Chartered Accountants, hold office up to the ensuing Annual General Meeting and being eligible, offer themselves for reappointment. The Board recommends their re-appointment as the Auditors of the Company for a period of five consecutive years to hold office from the conclusion of this 1<sup>st</sup> Annual General Meeting up to the conclusion of the 6<sup>th</sup> Annual General Meeting of the Company to be held for the financial year 2019-2020, subject to ratification by shareholders at each Annual General Meeting to be held hereafter. The Company has received letter from them to the effect that their appointment, if made, would be within the prescribed limits under Section 141(3)(g) of the Companies Act, 2013 and that they are not disqualified from re-appointment.

**11. Auditor's Report:**

There are no qualifications, reservations or adverse remark or disclaimer made by the Auditor in his Report which requires explanation of the Board.

**12. Share Capital**

The Company is having the Authorised share capital of Rs. 5,00,000/- and paid up share capital of Rs. 5,00,000 /- No fresh equity shares or any other securities were issued by the Company during the year.

**13. Extract of the annual return.**

The extract of the annual return in Form No. MGT - 9 is attached as Annexure - A as a part of the Board's report.



#### 14. Corporate Social Responsibility

The Company is not required to constitute a Corporate Social Responsibility Committee as it does not fall within purview of Section 135(1) of the Companies Act, 2013 and hence it is not required to formulate policy on corporate social responsibility.

#### 15. Conservation of energy, technology absorption and foreign exchange earnings and outgo:

The details of Energy, Technology, Absorption, Foreign Exchange Earnings and Outgo are as under:

##### A. Conservation of Energy:

i.	the steps taken or impact on conservation of energy	N.A
ii.	the steps taken by the company for utilising alternate sources of energy	N.A
iii.	the capital investment on energy conservation equipments	N.A

##### B. Technology Absorption:

i.	the efforts made towards technology absorption	N.A
ii.	the benefits derived like product improvement, cost reduction, product development or import substitution	N.A
iii.	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	N.A
	(a) the details of technology imported	N.A
	(b) the year of import	N.A
	(c) whether the technology been fully absorbed	N.A
	(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof;	N.A
iv.	the expenditure incurred on Research and Development	N.A

##### C. Foreign Exchange Earnings/ Outgo:

Earnings	N.A
Outgo	N.A

#### 16. Directors:

During the year, there was no change in the composition of Board of Directors. The Company has not appointed any Key Managerial Personnel.

**17. Company's policy on directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under sub-section (3) of section 178**

The Company, being a Private Limited Company was not required to constitute a Nomination and Remuneration Committee under Section 178(1) of the Companies Act, 2013 and Stakeholders Relationship Committee under Section 178(5) of the Companies Act, 2013.

**18. Number of meeting of the Board of Directors:**

During the year, the meeting of the board of Directors was conducted 4 times on 22<sup>nd</sup> June, 2015, 11<sup>th</sup> August, 2015, 21<sup>st</sup> December, 2015 and 28<sup>th</sup> March, 2016.

**19. Particulars of loans, guarantees or investments under section 186.**

- A. During the year, the Company has not given any loan;
- B. During the year, the Company has not extended any Guarantees.
- C. The Company has not made any investment during the year u/s 186 of the Companies Act, 2013.

**20. Particulars of contract or arrangements with related parties:**

The Company has not made any transaction during the year with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013, hence disclosure in the form AOC-2 is not required.

Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014:

- 1. Details of contracts or arrangements or transactions not at arm's length basis: Nil
- 2. Details of material contracts or arrangement or transactions at arm's length basis: Nil

**21. Managerial Remuneration:**

During the year no employee was in receipt of remuneration exceeding the limits as prescribed under provisions of Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

**22. Declaration by Independent Directors**

The Company was not required to appoint Independent Directors under Section 149(4) and Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014 hence no declaration has been obtained.

**23. Risk Management Policy:**

In accordance with Section 134(3) (n) of the Act, the Company has framed a Risk Management Policy to identify and assess the key risk areas. Your Board has not identified any element of risk which may threaten the existence of the Company.



**24. Disclosure Under The Sexual Harassment Of Women At Workplace (Prevention, Prohibition And Redressal) Act, 2013:**

The Company has not received any complaints of sexual harassment of women at workplace from any employees during the year.

**25. Internal Financial Control:**

The Company has a proper and adequate Internal Financial Control System, to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition and the transactions are authorized, recorded and reported correctly.

Internal Financial control is exercised through documented policies and guidelines. The Internal Financial Control is designed to ensure that the financial and other records are reliable for preparing financial statements and other data and for maintaining accountability of persons.

**26. Directors Responsibility Statement:**

As per the Directors Responsibility Statement referred to in clause (c) of sub-section (3) of section 134 of the Companies Act, 2013, the Directors confirm that:

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give true and fair view of the state of affairs of the company at the end of financial year and of the profit and loss of the company for that period;
- (c) the directors had been taken proper and sufficient care for the maintenance of adequate accounting records in accordance with provisions of this Act for the safeguarding the assets of the company and for preventing and detecting frauds and other irregularities;
- (d) the directors had prepared the annual accounts on a going concern basis; and
- (e) the directors had devise proper systems to ensure compliance with the provision of all applicable laws and that such systems were adequate and operating effectively.

**27. Acknowledgements:**

The Board wishes to acknowledge the guidance, co-operation and support of all concerned in the functioning & growth of the Company.

For and on behalf of the Board of Directors

  
Director  
Rajnishkumar  
Surendraprasad Singh  
07192704

  
Director  
Shalini Vijendra  
Mishra  
07194597

Place: Mumbai  
Date: 06/09/2016

## ANNEXURE - A

FORM NO. MGT.9

### EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31<sup>st</sup> March, 2016

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

#### I. REGISTRATION AND OTHER DETAILS:

1.	CIN	U52100MH2015PTC265526
2.	Registration Date	13/06/2015
3.	Name of the Company	RAJNISH HOT DEALS PRIVATE LIMITED
4.	Category/Sub-category of the Company	Company limited by shares/ Indian Non-Government Company
5.	Address of the Registered office & contact details	Navjivan comm. Society, bldg. No. 3, 6 <sup>th</sup> floor, Office no. 10L, Mumbai Central Mumbai - 400008. E-Mail - rajnishhotdeals@gmail.com Contact No : 9321111093
6.	Whether listed company	No
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Not Applicable

#### 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.	Sale of Products	46909	100%

#### III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES - Not Applicable -

S. NO	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ASSOCIATE	% of shares held	Applicable Section
		NOT APPLICABLE			



IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
(1) Indian									
a) Individual/ HUF	0	50000	50000	100	0	50000	50000	100	0
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt (s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	0	0	0	0	0	0	0	0	0
e) Banks/ FI	0	0	0	0	0	0	0	0	0
f) Any Other..	0	0	0	0	0	0	0	0	0
<b>Sub-total (A) (1):-</b>	<b>0</b>	<b>50000</b>	<b>50000</b>	<b>100</b>	<b>0</b>	<b>50000</b>	<b>50000</b>	<b>100</b>	<b>0</b>
(2) Foreign									
a) NRIs - Individuals	0	0	0	0	0	0	0	0	0
b) Other - Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks / FI	0	0	0	0	0	0	0	0	0
e) Any Other....	0	0	0	0	0	0	0	0	0
<b>Sub-total (A) (2):-</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Total shareholding of Promoter (A) = (A)(1)+(A)(2)</b>	<b>0</b>	<b>50000</b>	<b>50000</b>	<b>100</b>		<b>50000</b>	<b>50000</b>	<b>100</b>	<b>0</b>
<b>B. Public Shareholding</b>									
1. Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks/ FI	0	0	0	0	0	0	0	0	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FPIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
<b>Sub-total (B)(1):-</b>									
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	0	0	0	0	0	0	0	0	0
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	0	0	0	0	0	0	0	0	0
ii) Individual shareholders holding nominal share capital in excess of Rs-1 lakh	0	0	0	0	0	0	0	0	0
c) Others (specify)	0	0	0	0	0	0	0	0	0
<b>Sub-total (B)(2):-</b>									
<b>Total Public Shareholding (B) = (B)(1) + (B)(2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Grand Total (A+B+C)</b>	<b>0</b>	<b>50000</b>	<b>50000</b>	<b>100</b>	<b>0</b>	<b>50000</b>	<b>50000</b>	<b>100</b>	<b>0</b>



## (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 the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	
1	Rajnishkumar Surendraprasad Singh	49,990	99.98%	-	49,990	99.98%	-	-
2	Shalini Vijendra Mishra	10	0.2%	-	10	0.2%	-	-
	<b>Total</b>	<b>50,000</b>	<b>100%</b>	<b>-</b>	<b>50,000</b>	<b>100%</b>	<b>-</b>	<b>-</b>

## (iii) Change in Promoters' Shareholding (Not Applicable as Shareholding of the Company not change during the year)

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year				
	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);	Not Applicable			
	At the End of the year				

## (iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs): Not Applicable

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year				
	Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/ bonus/sweat equity etc);	Not Applicable			
	At the End of the year (or on the date of separation, if separated during the year)				

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	<b>Rajnishkumar Surendraprasad Singh</b>				
	At the beginning of the year	49,990	99.98%	49,990	99.98%
	Increase / Decrease in Share holding during the year of Director	0	0	0	0
	At the End of the year			49,990	99.98%
2.	<b>Shalini Vijendra Mishra</b>				
	At the beginning of the year	10	0.2%	10	0.2%
	Increase / Decrease in Share holding during the year of Director	0	0	0	0
	At the End of the year			10	0.2%

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
<b>Total (i+ii+iii)</b>				
Change in Indebtedness during the financial year				
• Addition		25,29,000		25,29,000
• Reduction				
Net Change		25,29,000		25,29,000
Indebtedness at the end of the financial year				
i) Principal Amount		25,29,000		25,29,000
ii) Interest due but not paid				
iii) Interest accrued but not due				
<b>Total (i+ii+iii)</b>		25,29,000		25,29,000



## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager: **NOT APPLICABLE**

Sl. no.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (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	Not Applicable ---		---
2.	Stock Option	---	---	---
3.	Sweat Equity	---	---	---
4.	Commission - as % of profit - others, specify...	---	---	---
5.	Others, please specify	---	---	---
	Total (A)	---	---	---
	Ceiling as per the Act	---	---	---

B. Remuneration to other directors: **NOT APPLICABLE**

Sl. no.	Particulars of Remuneration	Name of Directors				Total Amount
3.	Independent Directors • Fee for attending board committee meetings • Commission • Others, please specify	.....	.....	.....	.....	.....
	Total (1)	.....	.....	.....	.....	.....
4.	Other Non-Executive Directors • Fee for attending board committee meetings • Commission • Others, please specify	.....	.....	.....	.....	.....
	Total (2)	.....	.....	.....	.....	.....
	Total (B) = (1 + 2)	.....	.....	.....	.....	.....
	Total Managerial Remuneration	.....	.....	.....	.....	.....
	Overall Ceiling as per the Act	.....	.....	.....	.....	.....



**REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD - NOT APPLICABLE**

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (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	Not Applicable	.....	.....	.....
2.	Stock Option	.....	.....	.....	.....
3.	Sweat Equity	.....	.....	.....	.....
4.	Commission - as % of profit - others, specify...	.....	.....	.....	.....
5.	Others, please specify	.....	.....	.....	.....
	Total	.....	.....	.....	.....

**VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES: NOT APPLICABLE**

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty					
Punishment		Not Applicable			
Compounding					
<b>B. DIRECTORS</b>					
Penalty					
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty					
Punishment					
Compounding					

For and on behalf of the Board of Directors

*Rajnishkumar*  
Director  
Rajnishkumar  
Surendraprasad Singh  
07192704

*Shalini*  
Director  
Shalini Vijendra  
Mishra  
07194597

Place: Mumbai  
Date: 06/09/2016



## Independent Auditors' Report

To the Members of  
**RAJNISH HOT DEALS PRIVATE LIMITED**

### Report on the Financial Statements

We have audited the accompanying financial statements of **Rajnish Hot Deals Private Limited** ("the Company"), which comprise the Balance Sheet as at 31 March, 2016, the Statement of Profit and Loss for the period then ended, and a summary of significant accounting policies and other explanatory information.

### Management's Responsibility for the Financial Statements

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

### Auditors' Responsibility

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

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

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

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 financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the company's preparation of the financial statements that give a true and fair view in order to design audit procedure that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the 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 financial statements.

### Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March, 2016, and its profit for the period ended on that date.

### Report on Other Legal and Regulatory Requirements

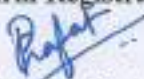
1. As required by the Companies (Auditor's Report) Order, 2016 ("the order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the 'Annexure A', a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - b. In our opinion, proper books of accounts 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 and the Statement of Profit and Loss dealt with by this report are in agreement with the books of account;
  - d. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
  - e. On the basis of written representations received from Directors as on 31 March, 2016, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2016, from being appointed as a director in terms of section 164(2) of the Act;
  - f. With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in "Annexure B", and
  - g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit & Auditors) Rules, 2014, 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 on its financial position in the financial statements.
    - ii. The Company does not have any long term contracts including derivative contracts for which there were any material foreseeable losses;





- iii. There were no amounts required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended 31 March, 2016.

**For M/s. Pramod & Associates**  
*Chartered Accountants*  
**(Firm Registration No. 001557C)**

  
**Priyanka Girish Phafat**  
*Partner*  
**(Membership No. 150311)**



Place: Mumbai  
Date: 6th September, 2016

## Annexure A to Independent Auditors' Report

The Annexure referred to in Independent Auditor's Report of even date to the members of the Company on the financial statements for the year ended 31 March, 2016, we report that:


1. (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets;
- (b) The Company has a program of physical verification of its fixed assets by which all fixed assets are verified in a phased manner. In our opinion, the frequency of verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed in respect of assets physically verified during the year;
- (c) According to the information and explanation given to us and on the basis of our examination of the records of the Company, there are no immovable properties held by the Company and hence the paragraph 3(i)(c) of the Order is not applicable to the Company;
2. As explained to us, physical verification of the inventories have been conducted at reasonable intervals by the management. No material discrepancies were noticed on such physical verification;
3. The Company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Act. Therefore, paragraph 3(iii) of the Order is not applicable to the Company;
4. In our opinion, and according to the information and the explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Section 185 and 186 of the Act. Accordingly, the provisions of paragraph 3(iv) of the Order are not applicable to the Company;
5. The company has not accepted any deposits from the public within the meaning of section 73 to 76 of the Act. Accordingly, paragraph 3(v) of the Order is not applicable;
6. The Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act, for any of products traded by the Company. Accordingly, paragraph 3(vi) of the Order is not applicable;
7. (a) According to the information and explanations given to us and on the basis of our examination of the books of account of the Company, the Company is generally regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, service tax, wealth tax, duty of customs, duty of excise, value added tax and other material statutory dues, as applicable, with the appropriate authorities.
- (b) According to information and explanation given to us, no disputed amounts payable in respect of provident fund, income tax, sales tax, excise duty and cess and any other material statutory dues were in arrears as at 31 March, 2016, for a period of more than six months from the date they became payable;
8. Based on the audit procedures and on the basis of information and explanations given by the management, the Company does not have any borrowings from any financial institution or bank or government. The company has not issued any debentures as at the Balance Sheet date. Accordingly, paragraph 3(viii) of the Order is not applicable to the Company;





9. The Company did not raise money by way of initial public offer or further public offer (including debt instruments) during the year. According to information and explanations given to us, there are no term loans availed by the Company and hence paragraph 3(ix) of the Order is not applicable to the Company;
10. According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year, nor have we been informed of any such case by the Management;
11. The Company being a private company, section 197 of the Act is not applicable. Accordingly, paragraph 3(xi) of the Order is not applicable;
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 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 directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable;
16. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

**For M/s. Pramod & Associates**  
*Chartered Accountants*  
(Firm Registration No. 001557C)

  
**Priyanka Girish Phafat**  
*Partner*  
(Membership No. 150311)



Place: Mumbai  
Date: 6th September, 2016



## **Annexure B to the Independent Auditor's Report**

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

We have audited the internal financial controls over financial reporting of **Rajnish Hot Deals Private Limited** ("the Company") as of 31 March, 2016, in conjunction with our audit of the financial statements of the Company for the period ended on that date.

#### **Management's Responsibility for Internal Financial Controls**

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

#### **Auditor's Responsibility**

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

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

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

#### **Meaning of Internal Financial Controls over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with





generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

#### **Inherent Limitations of Internal Financial Controls over Financial Reporting**

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

#### **Opinion**

In our opinion, 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, 2016, 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 M/s. Pramod & Associates  
Chartered Accountants  
(Firm Registration No. 001557C)


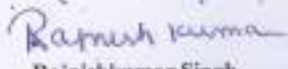


  
Priyanka Girish Phafat  
Partner  
(Membership No. 150311)



Place: Mumbai  
Date: 6th September, 2016

RAJNISH HOT DEALS PVT. LTD.  
Balance Sheet as at 31st March 2016  
CIN: US2100MH2015PTC265526

(\*)

Particulars	Note No	As at 31st March 2016
<b>Equity And Liabilities</b>		
<b>Shareholders' Funds</b>		
Share Capital	2	5,00,000
Reserves & Surplus	3	32,34,577
<b>Current Liabilities</b>		
Short - Term Borrowings	4	75,29,000
Trade Payables	5	369,22,137
Other Current Liabilities	6	48,49,862
<b>TOTAL</b>		<b>530,35,576</b>
<b>Assets</b>		
<b>Non - Current Assets</b>		
<b>Fixed Assets</b>		
Tangible Assets	7	1,85,708
Long - term Loans And Advances	8	1,26,500
Deferred Tax Assets (net)	9	614
<b>Current Assets</b>		
Inventories	10	249,45,089
Trade Receivables	11	205,86,081
Cash And Cash Equivalent	12	57,16,075
Short Term Loans And Advances	13	6,00,000
Other Current Assets	14	8,75,509
<b>TOTAL</b>		<b>530,35,576</b>
Significant Accounting Policies and Notes on Financial Statements	1 to 28	
As per our report of even date For M/s. Pramod & Associates Chartered Accountants (Firm Registration No. 001557C)		For and on behalf of the Board
 (Priyanka G. Phufat) Partner (Membership No. 150311)		 Rajnish Kumar Singh Director (DIN 07192704)
		 Shalini Mishra Director (DIN 07194597)
Place: Mumbai Date: 06/09/2016		



RAJNISH HOT DEALS PVT LTD

Statement of Profit and Loss Account for the Period ended 13th June, 2015 to 31st March, 2016

CIN: U52100MH2015PTC265526

( )

Particulars	Note No	For the period 13th June 2015 to 31st March 2016
<b>INCOME</b>		
Revenue From Operations	15	1315,88,176
<b>Total</b>		<b>1315,88,176</b>
<b>EXPENDITURE</b>		
Purchases of Traded goods	16	480,93,875
Changes in Inventories of Stock - in -Trade	17	(249,45,089)
Employee Benefits Expense	18	51,93,606
Finance Costs	8	27,032
Depreciation and Amortization Expense	19	440,94,725
Other Expenses		543,66,564
Advertisement Expenses		1268,30,713
<b>Total</b>		<b>1268,30,713</b>
Profit/(Loss) before Tax		47,57,463
Tax Expense:		15,23,500
1) Current Tax		(614)
2) Deferred Tax		
Profit / (Loss) for the period		32,34,577
<b>Earnings per Equity Share:</b>		
1) Basic		65
2) Diluted		65
Significant Accounting Policies and Notes on Financial Statements	1 to 28	

For and on behalf of the Board

As per our report of even date  
For M/s. Pramod & Associates  
Chartered Accountants  
(Firm Registration No. 0015526)

*P. Phafat*  
(Priyanka G. Phafat)  
Partner  
(Membership No. 150311)



*Rajnish Kumar*  
Rajnishkumar Singh  
Director  
(DIN 07192704)

*Shalini Mishra*  
Shalini Mishra  
Director  
(DIN 07194597)

Place: Mumbai  
Date: 06/09/2016

**RAJNISH HOT DEALS PRIVATE LIMITED**  
**NOTES FORMING PART OF THE FINANCIAL STATEMENTS**  
**NOTE 1: SIGNIFICANT ACCOUNTING POLICIES**

**I. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

**A. BASIS OF PREPARATION OF FINANCIAL STATEMENTS**

These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention on accrual basis. These financial statements have been prepared to comply in all material respects with the Accounting Standards specified under section 133 of the Companies Act, 2013 ("the Act") read with Rule 7 of the Companies (Accounts) Rules, 2014 and other relevant provisions of the Companies Act, 2013. All assets and liabilities have been classified as current or non-current as per the criteria set out in the schedule III to the Companies Act, 2013.

**B. USE OF ESTIMATES**

The preparation of financial statements in conformity with GAAP requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosures of contingent liabilities as on the date of the financial statements and the reported amounts of revenues and expenses during the period reported. Although, these estimates are based upon management's knowledge of current events and actions, actual results could differ from those estimates and revisions, if any, are recognized in the current and future periods.

**C. FIXED ASSETS**

Fixed Assets are stated at cost of acquisition less accumulated depreciation/ amortisation. Costs include all expenses directly attributable to bring the assets to its present location and condition. None of the assets were revalued during the course of the year.

**D. DEPRECIATION AND AMORTISATION**

Depreciable on the tangible assets is provided as per Schedule II of the Companies Act, 2013 or as prescribed by the Management based on technical evaluation. Depreciation for assets purchased/sold during a period is proportionately charged.

**E. INVENTORIES**

Inventories are valued at cost.

**F. IMPAIRMENT OF ASSETS**

The carrying amount of assets are reviewed at each Balance Sheet date if there is any indication of impairment based on internal/external factors. An asset is impaired when the carrying amount of the asset exceeds the recoverable amount. An impairment loss is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired. An impairment loss recognised in prior accounting periods is reversed if there has been change in the estimate of the recoverable amount.

**G. EARNINGS PER SHARE**

Basic Earnings Per Share is calculated by dividing the net profit or loss for the year attributable to Equity Shareholders by the weighted average number of equity shares outstanding during the year.

**H. REVENUE RECOGNITION**

The Company recognizes income on accrual basis. Sales are recognised when significant risks and rewards are transferred to the buyer as per the contractual terms or on dispatch where such dispatch coincides with transfer of significant risks and rewards to the buyer. However, where the ultimate collection of the same lacks reasonable certainty, revenue recognition is postponed to the extent of uncertainty.

**I. PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS**

Provisions involving a substantial degree of estimation in measurement are recognised when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognised but are disclosed in the Financial Statements. Contingent Assets are neither recognised nor disclosed in the Financial Statements.

*Ashwin*

*Rajesh Kumar*





As at  
March 31, 2016  
□

**NOTE 2: SHARE CAPITAL**

Authorised 50,000 Equity Shares of Rs 10 each	5,00,000
	<u>5,00,000</u>
Issued, Subscribed and paid up 50,000 Equity Shares of Rs. 10 each, fully paid up	5,00,000
	<u>5,00,000</u>

(i) The reconciliation of the number of shares outstanding is set out below:

Particulars	No of Shares held	Amount
Equity shares at the beginning of year	-	-
Add: During the year	50,000	5,00,000
Equity shares at the end of year	50,000	5,00,000

(ii) Rights, Preferences and restrictions attached to Equity Shares

The Company has only one class of equity shares having a par value of Rs. 10 per share. Each Shareholder is eligible for one vote per share. In the event of liquidation, the equity share holders are eligible to receive the remaining assets of the Company, after distribution of all preferential amounts, in proportion of their shareholding.

(iii) The details of shareholders holding more than 5% shares:

Name of the Shareholder	As at 31 March, 2016	
	No. of shares held	% held
Rajnish Kumar Singh	49,999	99.98

**NOTE 3: RESERVES AND SURPLUS**

**Surplus in Profit and Loss Account**

Opening Balance	32,34,577
Add: Profit for current year	-
Less: Appropriation made during the year	-
Closing Balance	<u>32,34,577</u>

**NOTE 4: SHORT TERM BORROWINGS**

Unsecured	25,29,000
Loan from related parties	50,00,000
Deposits	<u>75,29,000</u>

**NOTE 5: TRADE PAYABLES**

Micro-Small and Medium Enterprises*	369,22,137
Others	<u>369,22,137</u>

\*The Company has initiated the process of identifying (MSMEs) as per Micro, Small and Medium Enterprises Development Act, 2006. Based on the information available, the Company is of the opinion that there are no entities that can be defined as MSMEs.

**NOTE 6: OTHER CURRENT LIABILITIES**

Advances from Customers	6,71,243
TDS Payable	18,04,049
Sales Tax Payable	19,20,596
Profession Tax Payable	2,975
Other Payables	<u>4,50,600</u>
	<u>48,49,862</u>

**NOTE 8: LONG TERM LOANS AND ADVANCES**

<i>(Unsecured, considered good)</i>	1,500
Advance Income Tax (net of provision)	1,25,000
Security Deposits	<u>1,26,500</u>

*Ashish*

*Rajnish Kumar*



**NOTE 9 : DEFERRED TAX ASSETS**

Related to Fixed Assets

	614
	<u>614</u>

**NOTE 10 : INVENTORIES**

Stock-in-Trade

	249,45,089
	<u>249,45,089</u>

**NOTE 11 : TRADE RECEIVABLES***(Unsecured, considered good)*

More than 6 Months

Others

	205,86,081
	<u>205,86,081</u>

**NOTE 12 : CASH & CASH EQUIVALENTS**

Balances with Banks

Cash on Hand

	52,96,561
	<u>4,19,514</u>
	<u>57,16,075</u>

**NOTE 13 : SHORT TERM LOANS & ADVANCES***(Unsecured, considered good)*

Loans and Advances to Others

	6,00,000
	<u>6,00,000</u>

**NOTE 14 : OTHER CURRENT ASSETS**

Company Incorporation Expenses

Advance to Suppliers

	39,576
	<u>8,35,933</u>
	<u>8,75,509</u>

**NOTE 15 : REVENUE FROM OPERATIONS**

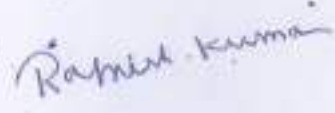
Sale of Products

	1315,88,176
	<u>1315,88,176</u>

**NOTE 16 : PURCHASES OF STOCK-IN-TRADE**

Purchases of traded goods

	480,93,875
	<u>480,93,875</u>





NOTE 17: CHANGES IN INVENTORIES OF STOCK-IN-TRADE

Opening Stock	
Less: Closing Stock	(249,45,089)
	<u>(249,45,089)</u>

NOTE 18: EMPLOYEE BENEFIT EXPENSE

Salaries & Wages	39,84,635
Directors Remuneration	11,75,800
Staff Welfare	33,971
	<u>51,93,606</u>

NOTE 19: OTHER EXPENSES

Rent	5,68,800
Brokerage Paid	15,73,533
Call Centre Expenses	88,50,022
Courier Expenses	109,51,263
Packing Material	18,41,774
Sales Commission	43,00,000
Teletext Fees	71,15,065
Business Promotion	13,83,868
Legal & Professional Fees	44,43,326
Miscellaneous Expenses	28,68,124
Payment to Auditors	2,29,750
	<u>480,94,725</u>

*Aravind*

*Rajesh Kumar*



**RAJNISH HOT DEALS PRIVATE LIMITED**  
**NOTES FORMING PART OF THE FINANCIAL STATEMENTS**

**NOTE 7 : FIXED ASSETS**

**AS PER SCHEDULE II TO THE COMPANIES ACT, 2013**

DESCRIPTION	GROSS BLOCK AT COST		DEPRECIATION/ AMORTISATION		NET BLOCK		
	As at 01-04-2015	Additions During the year	As at 31-03-2016	Provided upto 01-04-2015	For the Year 2015-2016	As at 31-03-2016	As at 31-03-2015
<b>TANGIBLE ASSETS:</b>							
Computer	-	41,900	41,900	-	6,749	35,151	-
Motor Vehicle	-	74,800	74,800	-	6,296	68,504	-
Office Equipment	-	82,540	82,540	-	13,472	69,068	-
Furniture & fixtures	-	13,500	13,500	-	516	12,984	-
<b>TOTAL</b>	-	<b>2,12,740</b>	<b>2,12,740</b>	-	<b>27,032</b>	<b>1,85,708</b>	-
<b>PREVIOUS YEAR</b>	-	-	-	-	-	-	-

*Kulvive*

*Rajnish Kumar*





**RAJNISH HOT DEALS PRIVATE LIMITED**  
**NOTES FORMING PART OF THE FINANCIAL STATEMENTS**  
**CIN: U52100MH2015PTC265526**

**NOTE 20 :** In the opinion of the Management, Current Assets have a value on realisation in the ordinary course of business at least equal to the amount at which they are stated.

**NOTE 21 :** The company follows the policy of including the financing cost incurred up to the date the asset is ready to use in the cost of the asset. All other borrowing costs are treated as revenue expenses.

**NOTE 22 :** The Company had initiated the process of identifying (MSMEs) as per Micro, Small and Medium Enterprises Development Act, 2006. Based on the information available, the Company is of the opinion that there are no entities that can be defined as MSMEs.

**NOTE 23 :** There are no known contingent liabilities during the year.

**NOTE 24 : Payment to and Provision for Auditors** 2015-16  
 As Auditor 2,29,750

**NOTE 25 : Related Party Transactions**

(a) Companies, Firms, Key Management Personnel under common control

Sr. No.	Name of Related Party	Nature of Transaction	Amount (₹)
1	Rajnish Kumar Singh - Director	Salary	10,00,000
		Loan Taken	25,29,000
2	Shalini Mishra - Director	Salary	1,75,000
3	QS Hot Deals - Partnership Firm	Purchases	58,42,991
4	Quick Service- Proprietorship Firm	Rent Paid	5,68,000

**NOTE 26: Provision for Current Tax**

I Provision for Current tax is made with reference to taxable income computed for the accounting period for which the financial statement are prepared by applying the tax rates relevant to the Assessment Year.

II The Break up of Deferred Tax Liability as on 31st March 2016 is as follows:

A. Deferred Tax Assets

Opening balance as at 01/04/2015  
 Timing Difference in Depreciable Assets

₹	₹
	31st March 2016
	-
	614
	<u>614</u>

B. Deferred Tax Liabilities

Opening balance as at 01/04/2015  
 Timing Difference in Depreciable Assets

	-
	-
	<u>-</u>

Net Deferred Tax Asset

614

*Rajnish Kumar*

*Aravind*



RAJNISH HOT DEALS PRIVATE LIMITED  
CIN: U52100MH2015PTC265526  
NOTES FORMING PART OF THE FINANCIAL STATEMENTS

NOTE 27 : Earning Per Share

Net Profit after tax as per Profit and Loss statement attributable to Equity Shareholders	32,34,577
Weighted Average Number of Equity Shares	50,000
Basic and Diluted Earnings per share (₹)	65
Face Value per equity share (₹)	10

NOTE 28: This being the first year of operation, previous year figures are not applicable.

As per our report of even date  
For M/s. Pramod & Associates  
Chartered Accountants  
(Firm Registration No. 001557C)

  
(Priyanka G. Phafat)  
Partner  
(Membership No. 150311)  
Place: Mumbai  
Date: 06/09/2016



For and on behalf of the Board

  
Rajnishkumar Singh  
Director  
(DIN 07192704)  
  
Shalini Mishra  
Director  
(DIN 07194597)