

**NAYSAA SECURITIES LIMITED**



**ANNUAL REPORT**

**2019-20**



## CORPORATE INFORMATION

### BOARD OF DIRECTORS

Mr. Vikram Lodha (Whole Time Director)  
Mr. Jayantilal Lodha (Director)  
Mrs. Manju Lodha (Director)  
Ms .Paras Shah (Independent Director)  
Mr. Abhishek Shastri (Independent Director)  
Mr Bhavin Gala (Independent Director)

### Company Secretary & Compliance Officer

Mr. Sudhir Singh

### REGISTERED OFFICE

102/104, Shivam Chambers  
S.V. Road  
Goregaon (West)  
Mumbai – 400062  
**Tel : 022-2679 1802**  
**Fax :022-2676 0202**  
**Email :naysaa@naysaasecurities.com**  
**Website: www.naysaasecurities.com**

### AUDITORS


M/s. **Ravindra B Shah & Co.**  
Chartered Accountants  
A/2,Lucky Tower,M.G.X Road 4,  
Behind Patel Nagar,Kandivali (West),  
Mumabi-400067

### BANKERS

AXIS BANK  
KOTAK BANK  
HDFC BANK

### REGISTRAR & TRANSFER AGENT

Big Share Services Pvt. Ltd.  
E-2, Ansa Industrial Estate,  
Saki Vihar Road, Sakinaka,  
Andheri (East), Mumbai 400 072.





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## NAYSAA SECURITIES LIMITED

**Regd. Office: 102/104, Shivam Chambers, S. V. Road, Goregaon (W), Mumbai – 400062**  
**CIN: L67120MH2007PLC175208, Web: www.naysaasecurities.com,**  
**Email: naysaa@naysaasecurities.com, Tel: 022-2679 1802,**

### NOTICE TO THE SHAREHOLDERS

**NOTICE** is hereby given that the 13<sup>th</sup> Annual General Meeting of **Naysaa Securities Limited** will be held on Wednesday, 29<sup>th</sup> December, 2020 at 10.00 A.M at the Registered office of the Company at 102/104, Shivam Chambers, S. V. Road, Goregaon (W), Mumbai – 400062 to transact the following business:

#### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the audited financial statement of the company for the financial year ended March 31, 2020, the reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Mrs. Manju Jayantilal Lodha having director's identification number: 01773519, who retires by rotation and being eligible, offers herself for re-appointment.

BY ORDER OF THE BOARD  
For NAYSAA SECURITIES LIMITED

**PLACE: Mumbai**  
**DATE: 07<sup>th</sup> December, 2020**  
**CHAIRMAN**

(Jayantilal Lodha)

#### **NOTES:**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND ON A POLL, TO VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER. THE INSTRUMENT APPOINTING PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE 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 (10%) of the total share capital of the company carrying voting rights. Further, a Member holding more than ten percent (10%) of the total 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.
2. Details as required in sub-regulation (3) of Regulation 36 of the Listing Regulations in respect of the Directors seeking appointment/ re-appointment at the Annual General Meeting, forms integral part of the notice. Requisite declarations have been received from the Directors for his appointment/ reappointment.
3. The route map showing directions to reach the venue of the 13<sup>th</sup> AGM is annexed.
4. Corporate Members intending to send their authorized representatives to attend the AGM

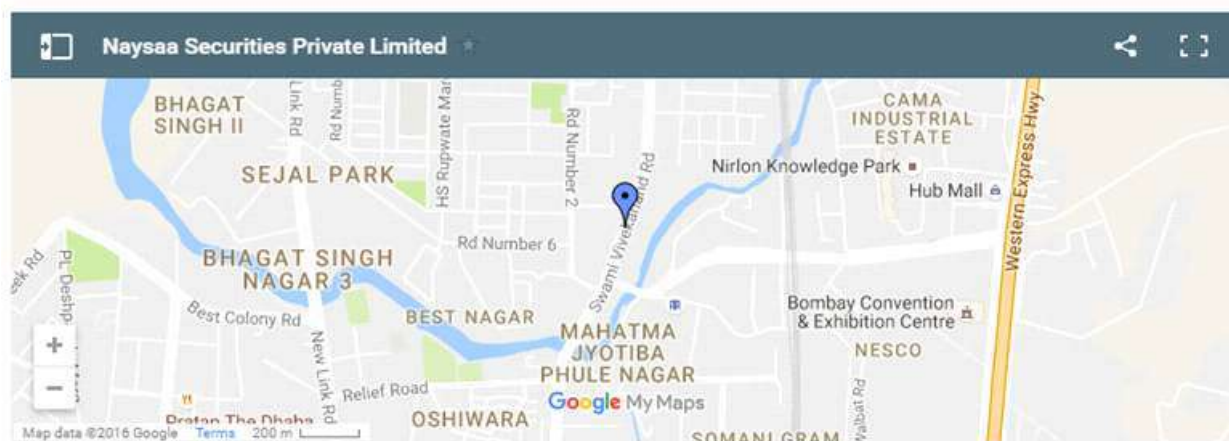
are requested to send a duly certified copy of their Board Resolution authorizing their representatives to attend and vote at the AGM.

5. Members desirous of obtaining any information concerning the accounts and operations of the Company are requested to address their queries to the Chairman, so as to reach the registered office of the Company at least seven days before the date of the meeting, to enable the Company to make available the required information at the meeting, to the extent possible.
6. Only registered members of the Company or any proxy appointed by such registered member may attend and vote at the Annual General Meeting as provided under the provisions of the Companies Act, 2013.
7. The Register of Members and the Share Transfer Books shall remain closed from Monday, 28<sup>th</sup> day of December, 2020 to Tuesday, 29<sup>th</sup> day of December, 2020 (both days inclusive) for the purpose of AGM
8. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / Bigshare.
9. Electronic copy of the Annual Report for 2019-20 is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email addresses, physical copies of the Annual Report for 2019-20 are being sent in the permitted mode. Members may further note that the said documents will also be available on the Company's website [www.naysaasecurities.com](http://www.naysaasecurities.com) for download. Physical copies of the aforesaid documents will also be available at the Company's registered office for inspection during normal business hours on working days.
10. Members/ Proxies are requested to bring their duly filled Attendance Slips sent herewith at the meeting.
11. Members who have not registered their e-mail addresses so far are requested to register their e-mail addresses for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
12. Since the Company falls under the category of companies referred to in Chapter XB of SEBI (ICDR) Regulations, 2009 and pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 20 (2) the Companies (Management and Administration) Rules, 2014, the provisions of e-voting shall not apply to the Company.

## ANNEXURE TO ITEM 2 OF THE NOTICE

Name of Appointee	Manju Jayantilal Lodha
Designation	Non - Executive Director
Age	64
Nationality	Indian
Date of Appointment on the Board	19/06/2015
Qualification	SSC
Nature of Expertise	Expertise in Market Research, Market Analysis
Experience	10 years of experience in Capital Market
Directorships held in other companies	NIL
Chairmanship/Memberships of Committees	NIL
Shareholding in the Company	100000

**Route map for the venue of the 13<sup>th</sup> AGM is as below:**



## DIRECTORS' REPORT TO THE MEMBERS

Dear Members,

Your Directors have pleasure in presenting their 13<sup>th</sup> Annual Report together with the Audited Accounts of the Company for the Year ended March 31, 2020.

### **FINANCIAL RESULTS:**

Particulars	Year ended 31 <sup>st</sup> March 2020	Year ended 31 <sup>st</sup> March 2019
Total revenue	24,12,72,064	1,03,89,42,169
Profit/(Loss) before taxation	34,27,750	-1,03,04,455
Less: Tax Expense	6,27,510	-26,66,501
<b>Profit/(Loss) after tax</b>	<b>28,00,240</b>	<b>-76,37,954</b>
Add: Balance B/F from the previous year	-1,09,88,969	-3,351,015
Balance Profit/ (Loss) C/F to the next year	-81,88,729	-1,09,88,969

### **OPERATIONAL REVIEW:**

The Company recorded Total revenue of Rs. 24,12,72,064/- during the year under review as against Rs. 1,03,89,42,169/- in the previous year, however company recorded Profit before tax of Rs. 34,27,750/- due to reduction in changes in inventories and finance cost of the Company. Due to the MAT Credit Adjustments in current year company, the tax expenses amounted to Rs. 6,27,510/- resulting in increase of profit to Rs. 28,00,240/- as against a loss of Rs. 76,37,954/- in the previous year. Your directors are hopeful for the better results in the years to come.

### **PRE-COVID:**

In the 3rd quarter of calendar year 2019, the country's economic growth declined to less than 5%. The economy bottomed out. It was expected that in the 4th quarter of calendar year 2019, i.e. October, 2019 to December, 2019, the economy would pick up to 5%. However, the economy has remained stagnant. The current slowdown is due to various factors viz., after effects of demonetization, Covid-19 outbreak, consumer demand slump, real estate slowdown, lesser jobs and lower investments.

### **ESTIMATION OF UNCERTAINTIES RELATING TO THE GLOBAL HEALTH PANDEMIC FROM COVID-19:**

The Company has considered the possible effects that may result from the pandemic relating to COVID-19 on the carrying amounts of receivables, unbilled revenues, etc. In developing the assumptions relating to the possible future uncertainties in the global economic conditions because of this pandemic, the Company, as on the date of this Report, has used internal and external sources of information including credit reports, related information and economic forecasts. The impact of COVID-19 on the Company's financial statements may differ from that estimated as at the date of approval of the financial statements.

### **DIVIDEND:**

In view of losses your Directors do not recommend any dividend for the year ended 31<sup>st</sup> March 2020.

### **AMOUNT TRANSFER TO RESERVE:**

Your Directors do not propose any amount to be transferred to the Reserves for the year ended 31<sup>st</sup> March 2020.

### **CORPORATE GOVERNANCE:**

Since the equity share capital of the Company is listed exclusively on the SME Platform of BSE Limited, the requirement of corporate governance provisions specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V of Listing Regulation is not applicable to the Company and hence, the Report on corporate Governance is not applicable to the company.

### **MANAGEMENT DISCUSSION AND ANALYSIS REPORT:**

Pursuant to Regulation 34(2)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a Management Discussion and Analysis Report is annexed to this Report.

### **PARTICULARS OF THE COMPANY'S SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANY:**

Company does not have any Subsidiaries, Joint Ventures or Associate Companies.

### **DEPOSITS:**

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

### **INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:**

As a part of the effort to evaluate the effectiveness of the internal control systems, your Company's internal control system reviews all the control measures on periodic basis and recommends improvements, wherever appropriate. The Company has in place adequate internal control systems and procedures commensurate with the size and nature of its business. These systems and procedures provide reasonable assurance of maintenance of proper accounting records, reliability of financial information, protections of resources and safeguarding of assets against unauthorized use. The management regularly reviews the internal control systems and procedures.

### **CORPORATE SOCIAL RESPONSIBILITY:**

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

### **DIRECTOR'S RESPONSIBILITY STATEMENT:**

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

- i) In the preparation of the annual accounts, the applicable accounting standards have been followed;
- ii) The directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the year under review;
- iii) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of



the Company and for preventing and detecting fraud and other irregularities;

- iv) The directors have prepared the annual accounts on a going concern basis;
- v) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively;
- vi) The directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

#### **DIRECTORS & KEY MANAGERIAL PERSONNEL:**

##### **Independent Director:**

Pursuant to the provisions of the section 149 of the Companies Act, 2013, the following Non-Executive Directors are appointed as Independent Directors: -

<b>Sr. No.</b>	<b>Name of the Director</b>	<b>Date of Appointment</b>
1.	Mr. Paras Shah	20/03/2014
2.	Mr. Abhishek Shastri	18/06/2014
3.	Mr. Bhavin Gala	19/06/2015

##### **Women Director:**

In terms of the provision of Section 149 of the Companies Act, 2013 and Regulation 17 (1) of SEBI (LODR) Regulation, 2015 a listed company shall have at least one women director on the board of the company. Your Company has appointed Ms. Manju Lodha as the Whole Time Woman Director on the Board w.e.f. 19/06/2015.

In accordance with the provision of section 152(6) and the Articles of Association of Company Mrs. Manju Jayantilal Lodha will retire by rotation at the ensuing Annual General Meeting of the Company and being eligible, offer herself for re-appointment. The Board recommends her reappointment.

The Company has received declarations from all the Independent Directors that they meet the criteria for independence as provided in Section 149(6) of the Companies Act, 2013.

The Composition of Committees are as follows:

#### **Audit Committee**

<b>NAME</b>	<b>Designation</b>	<b>Chairman/Member</b>
Mr. Paras Shah	Non-executive, Independent Director	Chairman
Mr. Vikram Lodha	Executive Director	Member
Mr. Abhishek Shastri	Non-executive, Independent Director	Member

#### **Nomination and Remuneration Committee**

<b>Name</b>	<b>Designation</b>	<b>Chairman/Member</b>
Mr. Paras Thakor Shah	Non-executive, Independent Director	Chairman
Mr. Abhishek Ashok Shastri	Non-executive, Independent Director	Member
Mr. Jayantilal Hansraj Lodha	Non-executive, Non-Independent Director	Member

### **Stakeholders' Relationship Committee**

<b>Name</b>	<b>Designation</b>	<b>Chairman/Member</b>
Paras Thakor Shah	Non-executive, Independent Director	Chairman
Abhishek Ashok Shastri	Non-executive, Independent Director	Member
Jayantilal Hansraj Lodha	Non-executive, Non-Independent Director	Member

There was no change in the composition of Director and Key Managerial Personnel during the year under review.

#### **DECLARATION BY INDEPENDENT DIRECTORS:**

The Company has received necessary declaration from each independent director under section 149(7) of the Companies Act, 2013 that they meet the criteria of independence laid down in section 149(6) of the Companies Act, 2013.

None of the Directors of the Company are disqualified from being appointed as Directors as specified in Section 164 of the Companies Act, 2013.

#### **BOARD EVALUATION:**

Pursuant to the provisions of the Companies Act, 2013, the Board, based on recommendations of the Nomination and Remuneration Committee, has carried out an annual performance evaluation of its own performance and that of its statutory committee's viz. Audit Committee, Stakeholders Relationship Committee, Nomination and Remuneration Committee the Board has carried out an evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Appointment & Remuneration Committees.

#### **FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS:**

The details of the programme for familiarization of the Independent Directors with the Company in respect of their roles, rights, responsibilities in the Company, nature of the industry in which Company operates, business model of the Company and related matters are put up on the website of the Company.

#### **REMUNERATION POLICY:**

The company covered under provision of Section 178(1) of the companies Act 2013 and as per the requirement The Board has, on the recommendation of the Appointment & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration including criteria for determining qualifications and independence of Director.

#### **MEETINGS:**

A calendar of Meetings is prepared and circulated in advance to the Directors.

During the year, five Board Meetings, four Audit Committee Meetings, Two Nomination & Remuneration Committee, One Stakeholder Relationship Committee and Independent Directors Meetings were convened and held. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

#### **SHARE CAPITAL:**

During the Financial Year 2019-20, there was no change in the share capital of the Company either by way through Private Placement/Preferential allotment/Rights issue /Employee Stock Option Scheme of the Company.

### **PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:**

The Particulars of Loans, Guarantees or Investments made under section 186 of the Companies Act 2013 is furnished in the notes to the Financial Statements.

### **EXTRACT OF ANNUAL RETURN:**

The details forming part of the extract of the Annual Return in form MGT-9 is annexed herewith as “Annexure 1”.

### **RELATED PARTY TRANSACTION:**

All related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of the business. There are no materially significant related party transactions made by the company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the company at large. Certain transactions which were entered into with related parties were described in Form AOC-2 attached as “Annexure 2” and forming part of this report.

### **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO:**

#### **A] Conservation of Energy, Technology Absorption:**

Your Company is not a power intensive company even though the Company has taken all measures to conserve the energy. Your Company is not using any foreign technology.

#### **B] Foreign Exchange Earning and Outgo:**

The Foreign Exchange Earning and Outgo were NIL during the year.

### **WHISTLE BLOWER POLICY:**

The Company has a Vigil Mechanism Policy to deal with instance of fraud and mismanagement, if any.

In staying true to our values of Strength, Performance and Passion and in line with our vision of being one of the most respected companies in India, the Company is committed to the high standards of Corporate Governance and stakeholder responsibility.

The Vigil mechanism Policy ensures that strict confidentiality is maintained whilst dealing with concerns and also that no discrimination will be meted out to any person for a genuinely raised concern.

There have been no cases of frauds reported to the Audit Committee/Board during the year under review.

### **DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:**

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition And Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment.

No case of sexual harassment was reported during the financial year.

### **EMPLOYEE RELATIONS:**

During the year under review, your Company enjoyed cordial relationship with employees at all levels.

### **SIGNIFICANT AND MATERIAL ORDERS:**

There have been no significant and material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and Company's operations in future.

### **AUDITOR'S REPORT/ SECRETARIAL AUDIT REPORT:**

The observation made in the Auditors' Report/Secretarial Audit 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.

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s. Nishant Jawasa & Associates, Company Secretary in Practice, Mumbai to undertake the Secretarial Audit of the Company. The Report of the Secretarial Audit is attached herewith as Annexure-3.

### **AUDITORS:**

M/s. Ravindra B Shah & Co., (Firm Registration No. 108769W), Chartered Accountants, Mumbai, were appointed as Statutory Auditors of the Company at the 12<sup>th</sup> AGM of the Company held on 30<sup>th</sup> September, 2019 for a period of five (5) consecutive years till the AGM of the Company to be held in the year 2024.

### **SECRETARIAL AUDIT:**

Pursuant to provisions of section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the company has appointed M/s. Nishant Jawasa & Associates, Practicing Company Secretary, to undertake the Secretarial Audit of the Company. The Secretarial Audit report is annexed herewith as “**Annexure – 3**” to this report.

### **BUSINESS RISK MANAGEMENT:**

During the year, the company has developed and implemented Risk Management Policy consistent with the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to identify the elements of risk which may threaten the existence of the Company and possible solutions to mitigate the risk involved

At present the company has not identified any element of risk which may threaten the existence of the company.

### **CHANGE IN NATURE OF BUSINESS:**

During the year under review there was no change in the nature of doing business of company.

### **PARTICULARS OF EMPLOYEES:**

- (A) There were no employees drawing salary exceeding the limits prescribed under Section 197 of the Companies Act 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014
- (B) The ratio of the remuneration of each director to the median employee's remuneration and other details in terms of sub-section 12 of Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are forming part of this report as **Annexure - 4**.

### **MATERIAL CHANGES AFFECTING THE FINANCIAL POSITION OF THE COMPANY:**

No material changes and commitments affecting the financial position of the Company occurred between the ends of the financial year to which these financial statements relate on the date of this report.

### **COMPLIANCE WITH SECRETARIAL STANDARDS:**

The Company has complied with the Secretarial Standards issued by The Institute of Company Secretaries of India on Meetings of the Board of Directors and General Meetings.

**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 employees at all levels for their continuous cooperation and assistance.

For and on behalf of the Board of Directors

PLACE: Mumbai  
DATE: 08<sup>th</sup> December,2020

Sd/-  
Jayantilal Lodha  
Chairman

**Form No. MGT-9**  
**EXTRACT OF ANNUAL RETURN**

As on the financial year ended on 31<sup>st</sup> March, 2020  
[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	U67120MH2007PLC175208
2	Registration Date	19 <sup>th</sup> October 2007
3	Name of the Company	Naysaa Securities Limited
4	Category/ Sub- Category of the Company	Company Limited By Shares / Indian Non-Government Company
5	Address of the Registered Office and contact details	102/104, Shivam Chambers, S.V Road Goregaon (W), Mumbai - 400062 Tel: 022-26791802 Email: <a href="mailto:naysaa@naysaasecurities.com">naysaa@naysaasecurities.com</a>
6	Whether the Company is Listed	Yes
7	Name, Address, Contact details of Registrar and Transfer Agent, if any	<b>Bigshare Services Private Limited</b> E-2/3, Ansa Industrial Estate, Sakivihar Road, Sakinaka, Andheri East, Mumbai - 400072. Tel No: +91 22 4043 0200 Fax No:+91 22 2847 5207 Email-id: <a href="mailto:info@bigshareonline.com">info@bigshareonline.com</a>

**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

Sr. No.	Name and description of main products/ services	NIC Code of the products/ services	% of the total turnover of the Company
1	Securities brokerage services	99715210	100%

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:**

Sr. No.	Name And Address Of The Company	CIN/GLN	Holding/ Subsidiary/ Associate	% Of Shares Held	Applicable Section
NIL					

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



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) FIIs	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>	0	0	0	0	0	0	0	0	0
<b>2. Non-Institutions</b>									
a) Bodies Corp.	192000	0	192000	5.52	172000	0	172000	4.95	(0.58)
i) Indian									
ii) Overseas	0	0	0	0	0	0	0	0	0
iii) Clearing Member									
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	203350	0	203350	5.85	168350	0	168350	4.84	(1.01)
ii) Individual shareholders holding nominal share capital in excess of Rs 1Lakh	1273000	0	1273000	36.61	1472000	0	1472000	42.34	5.72
c) Others Clearing Members	180000	0	180000	5.18	8000	0	8000	0.23	(4.95)
d) Other Non-Resident Indians (NRI)	0	0	0	0	0	0	0	0	0
<b>Sub-total (B)(2):-</b>	1848350	0	1848350	53.16	1820350	0	1820350	52.36	(0.81)
<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	1848350	0	1848350	53.16	1820350	0	1820350	52.36	(0.81)
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	0	0	0	0	0	0	0	0	0
<b>Grand Total (A+B+C)</b>	<b>3476750</b>	<b>0</b>	<b>3476750</b>	<b>100</b>	<b>3476750</b>	<b>0</b>	<b>3476750</b>	<b>100</b>	<b>0</b>



**i) Shareholding of Promoters:**

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change
		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.	Mr. Vikram J. Lodha	947700	27.26	0	947700	27.26	0	0
2.	Mr. Jayantilal Lodha	447000	12.86	0	475000	13.66	0	0.8
3.	Mrs. Manju J. Lodha	100000	2.88	0	100000	2.88	0	0
4.	Mr. Ishaan Lodha	9000	0.26	0	9000	0.26	0	0
5.	Ms. Naysaa Lodha	12000	0.35	0	12000	0.35	0	0
6.	Mrs. Meghna V. Lodha	66700	1.92	0	66700	1.92	0	0
7.	Vikram Lodha HUF	33000	0.95	0	33000	0.95	0	0
8.	Vikram Shares & Stock broking Pvt. Ltd.	13000	0.37	0	13000	0.37	0	0
	<b>Total</b>	<b>1628400</b>	<b>46.84</b>	<b>0</b>	<b>1656400</b>	<b>47.64</b>	<b>0</b>	<b>0</b>

**i) Change in Promoter's Shareholding (please specify, if there is no change):**

There is no Change in Promoter's Shareholding during the year.

**ii) Shareholding Pattern of top ten Shareholders (other than Directors, promoters and Holders of GDRs and ADRs): -**

Sr. 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
1.	<b>Ramnath Sharma</b> At the beginning of the year Bought Sold At the end of the year	180000 0 40000 160000	5.18 0 1.15 4.63	180000 0 40000 160000	5.18 - 1.15 4.63
2.	<b>SAFAL CAPITAL (INDIA) LIMITED</b> At the beginning of the year Bought Sold At the end of the year	104000 - 104000 0	2.99 - 2.99 0	104000 - 104000 0	2.99 - 104000 0
3	<b>Babulal T. Sanghvi</b> At the beginning of the year Bought Sold At the end of the year	55500 - 55500 0	1.60 - 1.60 0	55500 - 55500 0	1.60 - 1.60 0
4	<b>Samkit Ashwinkumar Sanghvi</b> At the beginning of the year Bought Sold At the end of the year	55500 - 55500 0	1.60 - 1.60 0	55500 - 55500 0	1.60 - 1.60 0

5.	<b>NILESH KISHANBHAI PANDYA</b>				
	At the beginning of the year	92000	2.65	92000	2.65
	Bought	92000	2.65	92000	2.65
	Sold	-	-	-	-
	At the end of the year	92000	2.65	92000	2.65
6	<b>Navratan M Punamiya</b>				
	At the beginning of the year	48000	1.38	48000	1.38
	Bought	-	-	-	-
	Sold	-	-	-	-
	At the end of the year	48000	1.38	48000	1.38
7	<b>KIRTIKUMAR POPATLAL RANGEE</b>				
	At the beginning of the year	0	0	0	0
	Bought	96000	2.76	96000	2.76
	Sold	-	-	-	-
	At the end of the year	96000	2.76	96000	2.76
8	<b>JAYKUMAR PITAMBARBHAI CHAUHAN</b>				
	At the beginning of the year	32000	0.92	32000	0.92
	Bought	48000	1.38	48000	1.38
	Sold	-	-	-	-
	At the end of the year	80000	2.30	80000	2.30
9	<b>REKHA NAVINKUMAR TANK</b>				
	At the beginning of the year	0	0	0	0
	Bought	48000	1.38	48000	1.38
	Sold	-	-	-	-
	At the end of the year	48000	1.38	48000	1.38
10	<b>HEMANT BABULAL KHALAS</b>				
	At the beginning of the year	0	0	0	0
	Bought	48000	1.38	48000	1.38

**V) Shareholding of Directors and Key Managerial Personnel:**

Sr. 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
1	Mr. Vikram Jayantilal Lodha	At the beginning of the year	947700	27.26	947700	27.26
		Bought	-	-	-	-
		Sold	-	-	-	-
		At the End of the year	947700	27.26	947700	27.26
2	Mr. Jayantilal H. Lodha	At the beginning of the year	447000	12.86	447000	12.86
		Bought	28000	0.08	28000	0.08
		Sold	-	-	-	-
		At the End of the year	447000	13.66	447000	13.66
3	Mrs. Manju Lodha	At the beginning of the year	100000	2.88	100000	2.88
		Bought	-	-	-	-
		Sold	-	-	-	-
		At the End of the year	100000	2.88	100000	2.88

## V. INDEBTEDNESS:

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
(i) Principal Amount	0	37450673	0	37450673
(ii) Interest due but not paid	0	0	0	0
(iii) Interest accrued but not due	0	0	0	0
<b>Total (i + ii + iii)</b>	<b>0</b>	<b>37450673</b>	<b>0</b>	<b>37450673</b>
<b>Change in indebtedness during the financial year</b>				
Addition	0	2226674	0	2226674
Reduction	0	39677347	0	39677347
<b>Net Change</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Indebtedness at the end of the financial year</b>				
(i) Principal Amount	0	0	0	0
(ii) Interest due but not paid	0	0	0	0
(iii) Interest accrued but not due	0	0	0	0
<b>Total (i + ii + iii)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

## IV. REMUNERATION OF DIRECTORS:

### A. Remuneration to Managing Directors, Whole-time Directors and/or Manager:

Sr. No	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
		Vikram Lodha	
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income tax Act, 1961 (b) Value of perquisites under section 17(2) Income tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	420000	420000
2.	Stock option	-	-
3.	Sweat Equity	-	-
4.	Commission - As % of profit - Others, specify.	- - -	- - -
5.	Others, please specify	-	-
	Total (A)	420000	420000
	Ceiling as per the Act	-	-

**A. Remuneration to other Directors:****NIL**

Sr. No.	Particulars of Remuneration	Name of Directors	Total Amount
1.	Independent Directors Fee for attending Board/committee meetings Commission Others, Please specify Total (1)		
2.	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		

**A. Remuneration to Key Managerial Personnel other than MD/Manager/WTD:**

Sr. 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 under section 17(2) Income tax Act,1961 (c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	-	132000	66000	198000
2.	Stock option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission - As %of profit - Others, specify.	-	-	-	-
5.	Others, Please specify	-	-	-	-
	Total	-	132000	69000	201000

**VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES: -None**

For and on behalf of the Board of Directors

PLACE: Mumbai  
DATE: 08<sup>th</sup> December,2020Sd/-  
Jayantilal Lodha  
Chairman

**FORM NO. AOC -2**

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

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis: **NIL**
2. Details of contracts or arrangements or transactions at Arm's length basis:

Sr. No.	Name (s) of the related party & nature of relationship	Nature of contracts/arrangements/transaction	Duration of the contracts/arrangements/transaction	Salient terms of the contracts or arrangements or transaction including the value, if any	Date of approval by the Board	Amount paid as advances, if any
1.	Jyantilal Lodha-Director	Brokerage Received	Annually	Rs. 3,23,395/-	23/05/19	0
2.	Manju Lodha-Director	Brokerage Received	Annually	Rs. 70,181/-	23/05/19	0
3.	Jyantilal Lodha-Director	Rent Agreement	5 Years	Office Premises Rent@ Rs. 1,80,000/- p.a.	23/05/19	0

For and on behalf of the Board of Directors

PLACE: Mumbai  
DATE: 08<sup>th</sup> December,2020

Sd/-  
Jayantilal Lodha  
Chairman

**Form No. MR-3**

**SECRETARIAL AUDIT REPORT  
FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> MARCH, 2020**

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,  
The Members,  
**Naysaa Securities Limited**

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Naysaa Securities 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 our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized 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 31<sup>st</sup> March, 2020 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:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31<sup>st</sup> March, 2020 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder.
- (iv) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -
  - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c) 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;
  - d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009
  - e) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

We report that during the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that, there were no actions/events in pursuance of:

- a) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings
- b) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999
- c) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008
- d) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009
- e) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998

requiring compliance thereof by the Company during the financial year.

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

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India
- (ii) The Listing Agreements entered into by the Company with BSE Limited.

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

- a. *The Company is regular in compliance with respect to periodical disclosures to the Stock Exchange and SEBI, however, during the year under review, the Company has delayed in submitting periodical/quarterly/annual disclosures under the following Regulations of the SEBI (LODR) Regulations, 2015 & SEBI (SAST) Regulations, 2011:*
  - i. *Disclosures under Regulation 30 of SEBI LODR Regulations, 2015 were not hosted on the website of the Company;*
  - ii. *Following details were not published on the website of the Company as required under regulation 46 of SEBI LODR Regulations, 2015: (a) Notice of Board Meetings held on 23/05/2019 & 13/11/2019 where financial results approved by the Directors; (b) Financial results for period ended March 2019 & September 2019; (c) Shareholding Pattern for all quarters during the year under review;*
  - iii. *Under Regulation 30(3) of SEBI (SAST) Regulations, 2011, the disclosures required under sub-regulation (1) and sub-regulation (2) of regulation 30 were submitted after 7 working days (including an extension upto 01<sup>st</sup> June, 2020) with a delay of 53 days.*
- b. *Notice of AGM was not given before 21 clear days as required under Regulation 42 of SEBI LODR Regulations, 2015, section 101 of The Companies Act, 2013 and Secretarial Standard 2 as issued by the Institute of Company Secretaries of India. Notice was given on 27<sup>th</sup> September, 2019 for the AGM held on 30<sup>th</sup> September, 2019;*
- c. *E-form MGT-14 has not been filed for Special Resolution passed in AGM as required under section 117 & 179 of The Companies Act, 2013. Also, delay of 4 days in filing e-form MGT-14 for approval of Financial Statements, appointment of Internal & Secretarial Auditor.*

We further report that based on the information provided by the Company, its officer and authorized representatives during the conduct of Audit, and also review of the quarterly compliances report by respective departmental head/ Company Secretary taken on record by the Board of Directors of the Company, in our opinion adequate system and processes and control mechanism exists in the Company to monitor and ensure compliance with applicable general laws like labour laws.

We further report that the compliance by the Company of applicable financial laws like direct and indirect tax laws, has not been reviewed in this audit since the same have been subject to review by statutory financial auditor and other designated professionals.

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

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda 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.

As per the minutes of the meetings of the Board of Directors and committees thereof all decisions were unanimous 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.

We further report that during the audit period there was no other specific events / actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

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

**Place: Mumbai**

**Date: 5<sup>th</sup> September, 2020**

**UDIN: F006557B000669615**

**For Nishant Jawasa & Associates  
Company Secretaries**

**Sd/-  
Nishant Jawasa  
Proprietor  
FCS-6557  
C.P. No. 6993**



Annexure A

To,  
The Members,  
**Naysaa Securities Limited**

Our Secretarial Audit Report of even date is to be read along with this letter.

1. The compliance of provisions of all laws, rules, regulations, standards applicable to Naysaa Securities Limited (the 'Company') is the responsibility of the management of the Company. Our examination was limited to the verification of records and procedures on test check basis for the purpose of issue of the Secretarial Audit Report.
2. Maintenance of secretarial and other records of applicable laws is the responsibility of the management of the Company. Our responsibility is to issue Secretarial Audit Report, based on the audit of the relevant records maintained and furnished to us by the Company, along with explanations where so required.
3. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial and other legal records, legal compliance mechanism and corporate conduct. The verification was done on test check basis to ensure that correct facts are reflected in secretarial records produced to us. We believe that the processes and practices we followed, provides a reasonable basis for our opinion for the purpose of issue of the Secretarial Audit Report.
4. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
5. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and major events during the audit period.
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.

**Place: Mumbai**  
**Date: 5<sup>th</sup> September, 2020**  
**UDIN: F006557B000669615**

**For Nishant Jawasa & Associates**  
**Company Secretaries**

**Sd/-**  
**Nishant Jawasa**  
**Proprietor**  
**FCS-6557**  
**C.P. No. 6993**

Pursuant to Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

- (a) the ratio of remuneration of each Director to the Median Remuneration of employees who were on the payroll of the Company during the financial year 2019-20 are given below:

Sr. No.	Name	Designation	Ratio of Median Remuneration
1	Mr. Vikram Jayantilal Lodha	Whole time Director	4,20,000
2	Mr. Jayantilal Hansraj Lodha	Non-executive Director, Non Independent	NIL
3	Mrs. Manju Jayantilal Lodha	Non-executive Director, Non Independent	NIL
५	Mr. Paras Thakor Shah	Non-executive Director, Independent Director	NIL
५	Mr. Abhishek Ashok Shastri	Non-executive Director, Independent Director	NIL
५	Mr. Bhavin Kanti Gala	Non-executive Director, Independent Director	NIL

- (b) The Percentage increase in remuneration of each director, Chief Financial Officer, Company Secretary in the financial year is as follows:

Sr No.	Name of Directors, Chief Financial Officer and Company Secretary	Designation	% of Increase in remuneration in the financial year
1	Mr. Vikram Jayantilal Lodha	Whole time Director	0
2	Mr. Jayantilal Hansraj Lodha	Non-executive Director, Non Independent	0
3	Mrs. Manju Jayantilal Lodha	Non-executive Director, Non Independent	0
4	Mr. Paras Thakor Shah	Non-executive Director, Independent Director	0
5	Mr. Abhishek Ashok Shastri	Non-executive Director, Independent Director	0
6	Mr. Bhavin Kanti Gala	Non-executive Director, Independent Director	0
7	Mr. Sudhir Singh	Company Secretary	0
8	Mr. Jayantilal Hansraj Lodha	Chief Financial Officer	0

- (c) The percentage increase in the median remuneration of employees in the financial year was 0%.
- (d) The number of permanent employees on the rolls of Company as on 31<sup>st</sup> March, 2020 was 1
- (e) Average percentage increase already made in the salaries of employees other than the managerial personnel in the last financial year i.e. 2018-19 was 4.44% and for Managerial Personnel was 0.00%
- (f) Affirmation that the remuneration is as per the remuneration policy of the Company: The Company affirms remuneration is as per the remuneration policy of the Company.
- (g) Details Pertaining to remuneration as required under Section 197 (12) of the Companies Act, 2013 read with Rule 5(2) and (3) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 and forming part of the directors' report for the year ended

March 31, 2020.

During the year under review none of the employees of the Company was drawing remuneration equal to or more than 1 crore and 2 lacs per annum and 8 lacs & 50 thousand per month pursuant to Provisions of Section 197(12) read with Rule 5(2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Details of Top 10 Employees in terms of remuneration drawn as per Rule 5(2) and 5(3) are as follows

Employee name	Designation	Educational Qualification	Age	Experience (in years)	Date of joining	Gross remuneration paid (Rs)	Previous employment and designation	The percentage of equity shares held by the employee in the company	Whether any such employee is a relative or any director/manager of the company
Vikram Lodha	Whole Time Director	S.Y.B. Com	38	10	Oct,2007	420000	-	27.26	Himself Director
Pradeep Awasarmol	Back Office Head	B.Com	29	5	June,2011	188000	₹	₹	No
Chirag Pithadia	Bolt Operator	B.Com	24	3	Feb,2014	60400	₹	₹	No
Sudhir Singh	Company Secretary	Company Secretary	32	9	Sep,2014	132000	₹	₹	No

For and on behalf of the Board of Directors

PLACE: Mumbai  
DATE 08<sup>th</sup> December, 2020

Sd/-  
Jayantilal Lodha  
Chairman



**DISCLOSURE UNDER PARA F OF SCHEDULE V OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENT) REGULATIONS, 2015**

To,  
The Members,  
**Naysaa Securities Limited**

In accordance with para F of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, we hereby confirm that, there are no shares in the Demat Suspense Account or Unclaimed Suspense Account.

For and on behalf of the Board of Directors

PLACE: Mumbai  
DATE: 08<sup>th</sup> December, 2020

Sd/-  
Jayantilal Lodha  
Chairman



**NAYSAA SECURITIES LIMITED**  
**BALANCE SHEET AS AT MARCH 31 ,2020**

( Amount in INR)

	Particulars	Note No.	As at March 31, 2020		As at March 31,2019	
<b>I.</b>	<b>EQUITY AND LIABILITIES</b>					
	<b>(1) Shareholders' Funds</b>					
	(a) Share Capital	2	34,767,500		34,767,500	
	(b) Reserves and Surplus	3	(8,188,729)		(10,988,969)	
				26,578,771		23,778,531
	<b>(2) Non -Current Liabilities</b>					
	(a) Long Term Borrowing	4	-		-	
				-		-
	<b>(3) Current Liabilities</b>					
	(a) Short Term Borrowing	5	73,100,000		37,450,673	
	(b) Trade payables	7	1,171,056		37,356	
	(c) Other current liabilities	8	495,660		495,756	
	(d) Short Term Provisions	9	431,045		-	
				75,197,761		37,983,785
	<b>TOTAL</b>			<b>101,776,532</b>		<b>61,762,316</b>
<b>II.</b>	<b>ASSETS</b>					
	<b>(1) Non - current assets</b>					
	(a) Fixed Assets					
	(i) Tangible assets	10	213,168		297,544	
	(ii) Intangible assets	10	9,304		16,994	
			<b>222,472</b>		<b>314,538</b>	
	(b) Deferred Tax Assets (Net)	6	5,019,107		5,646,617	
	(c) Non -Current Investment	11	46,159,327		5,000	
	(d) Long Term Loans & Advances	12	1,593,000		9,593,000	
				52,993,906		15,559,155
	<b>(2) Current Assets</b>					
	(a) Inventories	13	14,846,628		19,545,606	
	(b) Trade receivables	14	16,697,722		7,551,800	
	(c) Cash and cash equivalents	15	13,136,333		15,327,831	
	(d) Short-Term Loans and Advances	16	4,101,943		3,777,924	
	(e) Other current assets	17	-		-	
				48,782,626		46,203,161
	<b>TOTAL</b>			<b>101,776,532</b>		<b>61,762,316</b>
	Significant Accounting Policies	1				

The notes attached form an integral part of the financial statements  
As per our report of even date

**For Ravindra B Shah & Co.**  
**Chartered Accountants**

**For and on behalf of Board**

**Ravindra B Shah**  
**(Proprietor)**  
**M.No. 013882**  
**Firm number: 108769W**  
**Place: Mumbai**  
**Date:26th June ,2020**

**Company Secretary**

**Director**

**Director**

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2020**

(Amount in INR)

Cash Flow From Operating Activities	2019-20	2018-19
<b>Net Profit Before Tax As Per Profit And Loss Account</b>	3,434,690	(10,304,455)
<b>Adjustments For:</b>		
Depreciation	118,337	672,747
Dividend Received	(56,299)	(105,309)
Profit on sale of investments	-	-
Loss on Sale of Investment	-	-
Loss on sale of Fixed Assets		
Interest Income	(295,363)	(295,260)
Interest Expenses	2,492,179	3,885,650
<b>Operating Profit Before Working Capital Changes</b>	<b>5,693,544</b>	<b>(6,146,627)</b>
Decrease/(Increase) In Inventories	4,698,978	110,190,031
Decrease/(Increase) In Trade Receivables	(9,139,082)	(4,897,402)
Decrease/(Increase) In Short Term Loan & Advances	89,496	(3,149,083)
Increase/(Decrease) In Short Term Borrowings	35,649,327	(34,293,841)
Increase/(Decrease) in Trade Payables	1,133,700	(49,068,862)
Increase/(Decrease) in Other Current Liabilities	3,654	(447,109)
Decrease/(Increase) In Long Term Loan & Advances	8,000,000	2,000,000
<b>Cash generated From Operations</b>	<b>46,129,617</b>	<b>14,187,107</b>
Income Taxes Paid	-	-
<b>Net Cash Flow From Operating Activities (A)</b>	<b>46,129,617</b>	<b>14,187,107</b>
<b>Cash Flow From Investing Activities</b>		
(Purchase)/Sale Of Fixed Assets	(26,271)	(75,593)
Interest Received	295,363	295,260
Purchase of current and non current Investments	-46,154,327	-
Proceeds from sale of current and non current investment	-	-
Dividend Received	56,299	105,309
Share Application Money Paid	-	-
<b>Net Cash Flow From Investing Activities (B)</b>	<b>(45,828,936)</b>	<b>324,976</b>
<b>Cash Flow From Financing Activities</b>		
Term Loan Taken	-	-
Term Loan Repaid	0	(42,731)
Interest paid	(2,492,179)	(3,885,650)
Further Shares Issued	-	-
<b>Net Cash Flow From Financing Activities ©</b>	<b>(2,492,179)</b>	<b>(3,928,381)</b>
<b>Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)</b>	<b>(2,191,498)</b>	<b>10,583,702</b>
<b>Net Increase/(Decrease) In Cash And Cash Equivalents:</b>		
Opening Balnce	15,327,831	4,744,129
Closing Balance	13,136,333	15,327,831
<b>Net Increase/(Decrease) In Cash And Cash Equivalents</b>	<b>(2,191,498)</b>	<b>10,583,702</b>

As per our report of even date.

For Ravindra B Shah &amp; Co.

Chartered Accountants

For and on behalf of the Board

Ravindra B Shah

(Proprietor)

M.No. 013882

Firm number: 108769W

Place: Mumbai

Date: 26th June, 2020

Company Secretary

Director

Director

**NAYSAA SECURITIES LIMITED**  
**PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED MARCH 31,2020**

( Amount in INR)

	Particulars	Note No.	As at March 31, 2020		As at March 31,2019	
I.	Revenue from Operations	18		224,199,460		1,036,018,110
II	Other Income	19		17,072,603		2,924,059
III	<b>Total revenue (I + II)</b>			<b>241,272,064</b>		<b>1,038,942,169</b>
IV	Expenses					
	Purchase of Stock in Trade			222,850,011		925,838,324
	Changes in inventories of stock in trade	20		4,698,978		110,190,031
	Employee benefits expense	21		3,432,487		3,550,363
	Depreciation and amortization expense	22		118,337		672,747
	Finance Cost	23		2,492,179		3,885,650
	Other expenses	24		4,252,321		5,109,509
	<b>Total Expenses</b>			<b>237,844,313</b>		<b>1,049,246,624</b>
V	<b>Profit before tax (III-IV)</b>			<b>3,427,750</b>		<b>(10,304,455)</b>
X	Tax expense:					
	(1) Current tax		470,580		-	
	Less Mat Credit Entitlements/Adjustments		(470,580)		-	
	(2) Deferred tax		627,510		(2,666,501)	
	(3)Tax Adjustments for Earlier Years		-	627,510	-	(2,666,501)
XI	<b>Profit After Tax for the year from Continuing Operations</b>			<b>2,800,240</b>		<b>(7,637,954)</b>
XII	<b>There are no Exceptional Items, Extra Ordinary Items and Discontinuing Operations</b>					
Xii	Earning per equity share:					
	(1) Basic & Diluted	25		<b>0.81</b>		<b>(2.20)</b>
	Significant Accounting Policies	1				

The notes attached form an integral part of the financial statements  
As per our report of even date

**For Ravindra B Shah & Co.**  
**Chartered Accountants**

**For and on behalf of Board**

**Ravindra B Shah**  
**(Proprietor)**  
**M.No. 013882**  
**Firm number: 108769W**  
**Place: Mumbai**  
**Date:26th June ,2020**

**Company Secretary**

**Director**

**Director**

**NAYSAA SECURITIES LIMITED**  
**NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31,2020**

**2 Share Capital:**

( Amount in INR)

Particulars	As at March 31, 2020		As at March 31,2019	
	Number	Amount in Rs	Number	Amount in Rs
<b>Authorized:</b>				
Equity shares of Rs.10 /- each	4,400,000	44,000,000	4,400,000	44,000,000
		44,000,000		44,000,000
<b>Issued, subscribed and fully paid up:</b>				
<i>Equity shares of Rs.10 /- each</i>				
At the beginning of the year	3,476,750	34,767,500	3,476,750	34,767,500
Issued during the year	-	-	-	-
Bonus Share	-	-	-	-
Bought back during the year	-	-	-	-
At the end of the year	<b>3,476,750</b>	<b>34,767,500</b>	<b>3,476,750</b>	<b>34,767,500</b>
<b>Particulars of equity share holders holding more than 5% of the total number of equity share capital:</b>	<b>As at March 31, 2020</b>		<b>As at March 31,2019</b>	
Name of the Shareholders	% held	No. of Shares	% held	No. of Shares
a. Vikram J Lodha	27.26	947,700	27.26	947,700
b. Jayantilal H Lodha	12.86	447,000	12.86	447,000
The company has only one class of equity share having par value of Rs 10/- each per share. Each holder of equity shares is entitled to one vote per share and also to dividend , if declared /approved by the shareholders.				
<b>3 Reserves and Surplus:</b>				
Particulars	Securities Premium Account	Reserve Fund	Surplus i.e. balance in Statement of Profit & Loss	Total
At the beginning of the year	15,383,750	-	(26,372,719)	(10,988,969)
Received during the Year	-	-	-	-
Transferred from/to Profit & Loss Account	-	-	2,800,240	2,800,240
Allocation towards allotment of bonus shares	-	-	-	-
Proposed Dividends	-	-	-	-
Provision towards dividend distribution tax	-	-	-	-
At the end of the year	<b>15,383,750</b>	-	<b>(23,572,479)</b>	<b>(8,188,729)</b>
At the end of the previous year	<b>15,383,750</b>	-	<b>(18,734,765)</b>	<b>(3,351,015)</b>



**NAYSAA SECURITIES LIMITED**  
**NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31,2020**

( Amount in INR)

	Particulars	As at March 31, 2020	As at March 31,2019
<b>4</b>	<b>Long Term Borrowing</b>		
	<b>1 Secured Loan :</b>		
	a) Term Loans		
	i) Vehicle Loan		
	from Bank	-	-
	from Others ( Tata Capital Financial Services Ltd.)	-	-
	<b>Less : Amount Disclosed under the Head " Other Current</b>	-	-
	<b>Total Secured Loan</b>	-	-
<b>5</b>	<b>Short Term Borrowing</b>		
	<b>2 Unsecured Loan</b>		
	i) From Directors	73,100,000	-
	ii) Others	-	37,450,673
	<b>Total Unsecured Loan</b>	<b>73,100,000</b>	<b>37,450,673</b>
<b>6</b>	<b>Deffered Taxes : The Company recognized deffered tax assets for the year ended March 31, 2020, since the management is reasonably /virtually certain of its profitable operations in future. As per Accounting Stantard 22 "Accounting for Taxes on Income ", the timing differences mainly relates to following items and result in a Net Deffered Tax Asset.</b>		
i)	<b>Deffered tax Liabilities:</b>		
	a) Difference between accounting and tax depreciation	-	-
	b) On account of timming Difference in recognition of ...	-	-
	<b>Total Deffered Tax Liability</b>	-	-
ii)	<b>Deffered Taxes Assets</b>		
	a) Difference between accounting and tax depreciation	78,217	77,493
	b) Unabsored Losses and others	4,940,890	5,569,124
	<b>Total Deffered Tax Assets</b>	<b>5,019,107</b>	<b>5,646,617</b>
	<b>Deffered Tax Assets (Net)</b>	<b>5,019,107</b>	<b>5,646,617</b>
<b>7</b>	<b>Trade Payables</b>		
	i) To Micro, Small and Medium Enterprises	-	-
	ii) Others	1,171,056	37,356
		<b>1,171,056</b>	<b>37,356</b>
<b>8</b>	<b>Other current liabilities:</b>		
	<b>Current Maturities of Long Term Borrowing</b>		
	a) <b>Vehicle Loan</b>		
	from Bank	-	-
	from Others	-	-
	b) Creditors for Expenses	378,489	256,791
	c) Statutory Liabilities	110,596	232,390
	d) Advance Market Maker Fees	6,575	6,575
	e) others	-	-
		<b>495,660</b>	<b>495,756</b>
<b>9</b>	<b>Short Term Provision</b>		
	a) Provision for Taxation	470,580	-
	Less: Advance Tax, TDS, S.A. Tax	39,535	-
		<b>431,045</b>	-

**NYASSA SECURITIES LIMITED**  
**NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31,2020**

**9 Fixed Assets:**

( Amount in INR)

Particulars	GROSS BLOCK (AT COST)			DEPRECIATION			NET BLOCK		
	Balance as at 1 April , 2019	Additions	Deductions	Balance as at 31 MARCH, 2020	Balance as at 1 April , 2019	Depreciation/a mortisation expenses for the year	Deductions /(written off from retain earning)	Balance as at 31 MARCH, 2020	Balance as at 31 March, 2019
<b>Tangible Assets</b>									
<b>Own assets</b>									
Computers	338579	-		338,579	266186	38,783	-	304,969	72393
Printers	40000			40,000	38000	-	-	38,000	2,000
Vehicles	1031482			1,031,482	835476	61,212	-	896,688	196,006
Furniture & Fixture	-	26271		26,271	-	3,624	-	3,624	-
Electric Installation and Equipment	70,000	-		70,000	42,855	7,028	-	49,883	27,145
	<b>1,480,061</b>	<b>26,271</b>	<b>-</b>	<b>1,506,332</b>	<b>1,182,517</b>	<b>110,647</b>	<b>-</b>	<b>1,293,164</b>	<b>297,544</b>
<b>Intangible Assets</b>									
Computer Software	166,683	-		166,683	149,589	7,690	-	157,379	16,994
	166,683	-		166,683	149,589	7,690	-	157,379	16,994
<b>TOTAL</b>	<b>1,646,744</b>	<b>26,271</b>	<b>-</b>	<b>1,673,015</b>	<b>1,332,206</b>	<b>118,337</b>	<b>-</b>	<b>1,450,543</b>	<b>314,538</b>
<b>Previous Year</b>	<b>1,571,151</b>	<b>75,593</b>	<b>-</b>	<b>1,646,744</b>	<b>1,173,028</b>	<b>159,178</b>	<b>-</b>	<b>1,332,206</b>	<b>314,538</b>

**NAYSAA SECURITIES LIMITED**  
**NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31,2020**

( Amount in INR)

	Particulars	2020	As at March 31, 2018
<b>11</b>	<b>Non Current Investment :</b>		
	<b>Investment in Equity Investment (Quoted)</b>		
	Parag Milk Ltd.( Qty 476154, P.Y.NIL)		
	Face Value Rs.10	46,154,327	-
	<b>Investment in Equity Investment (UnQuoted)</b>		
	Investment in Mutual Fund	5,000	5,000
	<b>Total</b>	<b>46,159,327</b>	<b>5,000</b>
	<b>Additional Information</b>	<b>92,318,653</b>	
	Aggregate Value of Quoted Investment :	<b>46,154,327</b>	NIL
	Cost	30,440,525	NIL
	Market Value		
<b>12</b>	<b>Long Term Loans &amp; Advances</b>		
	(a) <b>Deposits(Unsecured Considered good)</b>		
	Related Parties		
	Deposits against Rent	318,000	318,000
	<b>Total</b>	<b>318,000</b>	<b>318,000</b>
	<b>Others Deposits</b>		
	i) Deposit with BSE( for Trading Membership)	1,125,000	1,125,000
	ii) Deposits With BSE(for IPO)	150,000	150,000
	<b>Total</b>	<b>1,275,000</b>	<b>1,275,000</b>
	<b>Total Deposits (A)</b>	<b>1,593,000</b>	<b>1,593,000</b>
	(b) <b>Capital Advance</b>		
	<b>(Unsecured Considered good)</b>		
	<b>Advance Against Purchase of Property</b>		
	i) To Related Party	-	-
	ii) To Others		3,000,000
	<b>Total (B)</b>	-	<b>3,000,000</b>
	<b>Others Loans &amp; Advances(Unsecured Considered</b>		
	<b>good)</b>		
	i) To Related Parties		-
	<b>Total (i)</b>	-	-
	ii) To Others		
	Ishwar Bhatt	-	5,000,000
	<b>Total (ii )</b>	-	<b>5,000,000</b>
	<b>Total Others Loans and advances ©</b>	-	<b>5,000,000</b>
	<b>Total (A+B+C)</b>	<b>1,593,000</b>	<b>9,593,000</b>

**NAYSAA SECURITIES LIMITED**  
**NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2020**

( Amount in INR)

Particulars		As at March 31, 2020	As at March 31, 2019
<b>13</b>	<b>Inventories:</b>		
	(valued at lower of cost or market value )		
i)	Stock in trade	14,846,628	19,545,606
	Others	-	-
		<b>14,846,628</b>	<b>19,545,606</b>
<b>14</b>	<b>Trade receivables:</b>		
i)	Trade receivables exceeding six months	365,566	791,682
ii)	others	16,332,156	6,760,118
		<b>16,697,722</b>	<b>7,551,800</b>
	Less: Provision for doubtful debts	-	-
		<b>16,697,722</b>	<b>7,551,800</b>
Additional information:			
1)	Breakup of above:		
i)	Secured, considered good		-
ii)	Unsecured, considered good	16,690,882	7,551,800
iii)	Doubtful	-	-
	Total	<b>16,690,882</b>	<b>7,551,800</b>
	Less:		
	Provision for doubtful debts	-	-
		<b>16,690,882</b>	<b>7,551,800</b>
2)	a) Debts due by directors or other officers of the company	12,125,841	-
	b) Debts due by firm or private company in which any director is a partner or a director	-	-
<b>15</b>	<b>Cash and cash equivalents:</b>		
i)	Balances with banks		
	In Current Account	9,231,150	11,351,605
	In Term Deposi Account	2,902,490	2,905,216
iii)	Cash on hand	1,002,693	1,071,010
iv)	Others (Specify nature)		
		<b>13,136,333</b>	<b>15,327,831</b>
Note:- Deposits with banks of Rs. 29,05,219(P.Y. 29,03,119) has maturity of less than 12 months and lodged with Exchange for trade Exposure.			
Particulars		As at March 31, 2020	As at March 31, 2019
<b>16</b>	<b>Short term loans and advances:</b>		
	<b>Unsecured , Considered Good</b>		
i)	Advance Income Tax,TDS(Net of provision of Income Tax)	148,485	148,485
ii)	Advances Recoverable in cash or in kind or for value to be received	3031364	3035278
iii)	Staff Advances		80000
iv)	Mat Credit Entitlement	470,580	-
iv)	GST RECEIVABLES	451,514	514,161
		<b>4101943</b>	<b>3777924</b>
<b>17</b>	<b>Other Current Assets</b>		
a)	<b>Unamortized Expenses</b>		
i)	Preliminary Expenses	-	-
ii)	IPO issue Expenses	-	-
b)	Accured Interest	-	-
		-	-
<b>18</b>	<b>Revenue from operations:</b>		
i)	<b>Sale of Shares</b>	222,971,577	1,034,952,030
ii)	<b>Sale of services</b>		
a)	Brokerage & related Income	786,383	697,855
(iii)	<b>Other Operating Income</b>		
b)	Market Maker Fees	441,500	368,225
		<b>224,199,460</b>	<b>1,036,018,110</b>

**NAYSAA SECURITIES LIMITED**  
**NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31,2020**

( Amount in INR)

	Particulars	As at March 31, 2020	As at March 31, 2019
<b>19</b>	<b>Other Income:</b>		
	i) Interest Income Comprises		
	-Interest on Bank deposits	202,129	202,178
	-Other Interest	93,234	93,082
	ii) Dividend Income		
	- from long term investments	56,299	105,309
	- from current investments		
	iii) Profit on sale of fixed assets		
	iv) Income from Share Trading & Future & Option	14,018,428	584,866
	Speculation gain	2,691,009	1,929,728
	v) Late payment Charges		
	vi) Short Term Capital Gain/(Loss)		
	vii) Long Term Capital Gain/(Loss)		
	viii) Interest on IT Refund		
	ix) Misc. Income	11,505	8,896
		<b>17,072,603</b>	<b>2,924,059</b>
<b>20</b>	<b>Changes in inventories of stock in trade:</b>		
	Inventories at the end of the year		
	Shares	14,846,628	19,545,606
	Inventories at the beginning of the year		
	Shares	19,545,606	129,735,637
	Net(increase)/Decrease in Inventories	<b>4,698,978</b>	<b>110,190,031</b>
<b>21</b>	<b>Employee Benefit Expenses:</b>		
	i) Salaries , wages and Bonus	2,959,500	3,080,800
	ii) Director Remuneration	420,000	420,000
	iii) Staff Welfare	52,987	49,563
		<b>3,432,487</b>	<b>3,550,363</b>
<b>22</b>	<b>Depreciation and amortization:</b>		
	i) Depreciation	118,337	159,178
	ii) Amortization of intangible assets		
	iii) Amortization of Expenses	-	513,569
		<b>118,337</b>	<b>672,747</b>
<b>23</b>	<b>Finance Cost</b>		
	i) Interest Paid to Bank	-	-
	ii) Interest paid to Others	2,492,179	3,885,650
		<b>2,492,179</b>	<b>3,885,650</b>
<b>24</b>	<b>Other expenses:</b>		
	i) Exchange Charges	336,540	178,757
	ii) Annual Membership Fees & Subscription	7,500	7,500
	iii) Repairs & Maintenance	349,994	227,092
	iv) Dmate Charges	138,650	138,815
	v) Payment to the auditors		
	- Audit Fees	90,000	90,000
	- For Tax Matters	-	35,000
	- For Other Matters	-	75,000
	vi) Commission	-	500,000
	vii) Telephone & Internet Expenses	173,084	166,846
	viii) Share Trading Expenses	2,082,303	2,600,928
	ix) Motor Car Expenses		75,499
	x) Electricity Charges	109,495	117,573
	xi) Bank Charges	2,295	3,351
	xii) Conveyance	30,330	26,101
	xiii) Postage & Telegraph	3,864	7,756
	xiv) Printing & Stationary	22,707	41,630
	xv) Legal and professional charges	223,737	173,100
	xvi) Rent	360,000	360,000
	xvii) ROC Expenses	7,800	4,800
	xviii) listing & custodian fees	46,240	37,483
	xix) Travelling	250,909	207,484
	xx) Miscellaneous expenses	16,873	34,794
		<b>4,252,321</b>	<b>5,109,509</b>

**NAYSAA SECURITIES LIMITED**  
**NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31,2020**

(Amount in INR)

Particulars	As at March 31, 2020	As at March 31,2019
<b>25 Earnings per share:</b>		
After extraordinary item:		
Profit for the year after tax expense	2,800,240	(7,637,954)
Weighted average number of equity shares	3,476,750	3,476,750
<b>Earning per share</b>	<b>0.81</b>	<b>(2.20)</b>
Before extraordinary item:		
Profit for the year after tax expense	2,800,240	(7,637,954)
<b>Adjustment for</b>		
Extraordinary item (net of tax)	-	-
	2,800,240	(7,637,954)
Weighted average number of equity shares	3,476,750	3,476,750
<b>Earning per share</b>	<b>0.81</b>	<b>(2.20)</b>

**26** In the opinion of Board of Directors , the assets other than fixed assets and non current investments have value on realisation in the ordinary course of business at least equal to the amount at which they are stated as otherwise stated . The Provisions for all known liabilities is adequate and not in excess of the amount reasonably necessary.

**27** Contingent Liabilities and Commitment (to the extent not provided for):

	2019-20	2018-19
Contingent Liabilities:	NIL	NIL
Capital Commitments: Estimated amount of contracts remaining to be executed on Capital Account and not provided for Rs.95.00 Lacs ( Previous Year Rs 145.00 Lacs ) against which advance paid Rs 30.00 Lacs( Previous Year 50.00 Lacs)		

**28A Related Parties Disclosures(where transaction have taken place )**

Key Management Personnel (i)	Associates Company and Related Entities (ii)	Relative of Key Management Personnel (iii) (Relationship)
Vikram J Lodha -Whole Time Director	Viram Jayantilal HUF)	Megna Lodha( Wife of Vikram J Lodha)
Jayantilal H Lodha -Whole Time Director cum CFO	Manju Consultancy	Ishaan Lodha(Son of V akram J Lodha )
Manju Lodha -Director	Ishaan Investments	Naysaa Lodha( Daughter of Vikram J Lodha)
	Vikram Shares & Stock Broking (P) Ltd.	
	Jayanti Construction Co.	
	Jayanti Investments	
	Jayantilal Hansraj HUF	

**28B Transactions during the year with related parties**

Pervious Year Figure are in bracket)

Sr. No.	Particulars	Key Managerial Personnel	Associates Company and Related Entities	RelativeS of Key Management Personnel
1	<b>Manegetrial Remuneration &amp; Salary</b>			
a.	<b>Salary</b> Vikram J Lodha	420000 ( 420000)		
b.	<b>Rent Paid</b> Jayantilal H Lodha Jayantilal H HUF	180000(180000)	180000(180000)	
c.	Loan Taken from directors during the year Jayantilal H Lodha Manju Lodha Vikram J Lodha	178363000(2962242016) NIL(3300000) NIL(48719000)		
d.	<b>Loan Repaid</b> Jayantilal H Lodha Manju Lodha Vikram J Lodha	222149016(263695000) 5546000(5494000) 22412498(30296502)		
e.	<b>Brokerage Received</b> Ishaan Investments Manju Consultancy Co Vikram Shares & Stock Broking (P) Ltd. Jayantilal H Lodha Manju J Lodha Jayantilal Hansraj HUF Vikram J Lodha HUF	323395(507426) 70181(NIL)	5285(3) 7(20) NIL(12515) 110850(2) NIL(2)	
j.	<b>Loan Payableat the end of the year</b> Vikram J Lodha Jayantilal H Lodha Manju Lodha	NIL(22412498) NIL(43786016) NIL(5546000)		
L.	<b>Rent Deposit Outstanding</b> Jayantilal H Lodha	318000(318000)		

**29 Additional information of Part II of Schedule III of the Companies Act,2013**

<b>Director Remuneration</b>	<b>2019-20</b>	<b>2018-19</b>
Salary	4,20,000	4,20,000

Others information are either Nil or Not Applicable

**30 Balance of Loan & Advances ,Debitors & Creditors are subject to confirmation and reconciliation.**

**31 Disclosures as required under the Micro Small and Medium Enterprise Development Act, 2006.**

This Information and that given in Note 7 – Trade Payables regarding Micro and Small Enterprise has been determined to the extent such parties have been identified on the basis of information available with the company.

**32 The Previous year's figures have been regrouped/rearranged/reclassified wherever necessary.**

**33 Figures have been rounded off to the nearest rupees.**

**For Ravindra B Shah & Co.  
Chartered Accountants**

**For and on behalf of the Board**

**Ravindra B Shah  
(Proprietor)  
M.No. 013882  
Firm number: 108769W  
Place: Mumbai  
Date:26th June ,2020**

**Company Secretary**

**Director**

**Director**

**NAYSAA SECURITIES LIMITED**

**Regd. Office: 102/104, Shivam Chambers, S. V. Road, Goregaon (W), Mumbai – 400062**  
**L67120MH2007PLC175208, Web: www.naysaasecurities.com,**  
**Email: naysaa@naysaasecurities.com, Tel: 022-2679 1802,**

**PROXY FORM (Form No. MGT- 11)**

[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. / Client ID: \_\_\_\_\_ DP ID: \_\_\_\_\_

I/We being the Member(s) of \_\_\_\_\_ shares of the above named 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: \_\_\_\_\_

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 13<sup>th</sup> Annual General Meeting of the Company, to be held on 29<sup>th</sup> December, 2020 at 10.00 a.m. at the Registered office of the Company at 102/104, Shivam Chambers, S. V. Road, Goregaon (W), Mumbai – 400062 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolutions
Ordinary Business	1 To consider and adopt the Balance Sheet as at 31 <sup>st</sup> March, 2020, the Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
	2. To appoint a director in place of Mrs. Manju Jayantilal Lodha who retires by rotation and being eligible offers herself for re-appointment.

Signed this \_\_\_\_\_ day of \_\_\_\_\_, 2020

Signature of Shareholder(s) \_\_\_\_\_ Signature of Proxy holder(s) \_\_\_\_\_

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

Affix  
Revenue  
Stamp



**NAYSAA SECURITIES LIMITED**

**Regd. Office: 102/104, Shivam Chambers, S. V. Road, Goregaon (W), Mumbai – 400062**  
**L67120MH2007PLC175208, Web: www.naysaasecurities.com,**  
**Email: naysaa@naysaasecurities.com, Tel: 022-2679 1802,**

**ATTENDANCE SLIP**

(To be presented at the entrance)

Annual General Meeting of the Company held on Wednesday, the 30<sup>th</sup> September, 2020 at 10.00 a.m.

<b>DP Id No.</b>	
<b>Clint Id No.</b>	

<b>Folio No.</b>	
<b>No. of Shares</b>	

Name of the attending member \_\_\_\_\_

Name of the Proxy \_\_\_\_\_  
(If proxy attends instead of member)

I hereby register my presence at the 13<sup>th</sup> Annual General Meeting of the Company held on 29<sup>th</sup> December, 2020 at 10.00 a.m. at the Registered office of the Company at 102/104, Shivam Chambers, S. V. Road, Goregaon (W), Mumbai – 400062

\_\_\_\_\_  
Signature of the Member/Proxy

**Notes:**

1. Member/Proxy holder wishing to attend the meeting must bring the Attendance Slip to the Meeting.
2. Member/Proxy holder desiring to attend the meeting should bring his/her copy of the Annual Report for reference at the Meeting.



## **NAYSAA SECURITIES LTD.**

Corp. Member: **BOMBAY STOCK EXCHANGE LTD. (BSE)**  
**CIN No.: U6720MH2007PLC175208**

102/104, Shivam Chambers, Above Spectra Motors Showroom, S. V. Road, Goregaon (West), Mumbai - 400 062. INDIA.  
Phone: 91-22 2676 0404 • Telefax: 91-22 2676 0202  
Email: [naysaa@naysaasecurities.com](mailto:naysaa@naysaasecurities.com) • Website: [www.naysaasecurities.com](http://www.naysaasecurities.com)