



**1st Annual Report
2018-19**

REGISTERED OFFICE

305-306, Jay Sagar Complex,
Opp. Sub Jail, Khatodara, Surat-395 002

Tel No : +91-261- 2635521

Web Site :www.anandrayons.com

Email :- anandrayonsltd@gmail.com, cs@anandrayons.com

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Anand Bakshi	Chairman & Managing Director
Mrs. Shilpa Bakshi	Whole Time Director
Mrs. Hema Mishra	Non Executive Director
Mr. Jayant Mankad	Independent Director
Mr. Nivesh Khanna	Independent Director

COMPANY SECRETARY

Mr. Rahul Makwana

CHIEF FINANCIAL OFFICER

Mr. Chetan Desai

STATUTORY AUDITOR

M/s Rajendra Sharma & Associates,
Chartered Accountants
3032, Jash Yarn And Textile Market,
Ring Road, Surat- 395002,Gujarat, India.

REGISTRAR & SHARE TRANSFER AGENT

BIGSHARE SERVICES PRIVATE LIMITED
1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis,
Makwana Road, Marol, Andheri (East), Mumbai-400059
Tel No.: 022 62638200 **Fax No:** 022 62638299
Email Id: bssahd@bigshareonline.com

BANKER OF THE COMPANY

HDFC Bank
State Bank of India

REGISTERED OFFICE

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Email :- anandrayonsltd@gmail.com, cs@anandrayons.com
Contact Person:- Mr. Rahul Makwana

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NOTICE TO SHAREHOLDERS

Notice is hereby given that the 1st Annual General Meeting of the Company will be held at 305-306, Jay Sagar Complex, Opp. Sub Jail, Khatodara, Surat-395002, on Monday, September 30, 2019 at 05.00 p.m. to consider and transact the following businesses;

(A) ORDINARY BUSINESS

1. To receive, consider and adopt the Financial Statements including Audited Balance Sheet & Profit & Loss Account and Cash flow Statement for the financial year ended on 31 March 2019 and along with Report of the Board of Directors & Report of Auditors thereon.
2. To declare the payment of Dividend on Equity Shares for the financial year 2018-19 and in this regard, pass the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** a dividend at the rate of ₹ 0.50 /- per equity share of ₹ 10/- each fully paid-up of the Company be and is hereby declared for the financial year ended March 31, 2019 and the same be paid to shareholders whose name appear on record date as fixed by the Board of Directors of the Company, out of the profits of the Company for the financial year ended March 31, 2019.”

3. To appoint a Director in place of Mrs. Shilpa Bakshi (DIN: 07986896), who retires by rotation and being eligible, offers herself for re-appointment and in this regard, pass the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013, Mrs. Shilpa Bakshi (DIN: 07986896), who retires by rotation at this meeting be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

4. To appoint Auditors and to fix their remuneration and in this regard to consider and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to provisions of Section 139, 142 and other applicable provisions of the Companies Act, 2013, if any, read with the Companies (Audit & Auditors) Rules, 2014, including any statutory enactment or modification thereof, M/s. M.R. Bombaywala & Co., Chartered Accountant, (Firm Registration No. -123117W) be and is hereby appointed as the Statutory Auditors of the Company and to hold the office from the conclusion of this 1st Annual General Meeting till the conclusion of Sixth Annual General Meeting of the Company, on such terms and conditions including remuneration as may be agreed between Auditor and the Board of Directors for the purpose of audit

(B) SPECIAL BUSINESS

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149,152 and any other applicable provisions of the Companies Act, 2013 and rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV of the Companies Act, 2013, approval of the members of the company be and is hereby given to the appointment of **Mr. Nileshkumar Bodiwala (DIN: 08465357)**, who was appointed by the Board of Directors as an Additional Non Executive Independent Director of the Company with effect from May 29, 2019 pursuant to the provisions of section 161(1) of the Companies Act, 2013 and pursuant to the applicable Articles of Association of the company, and who holds office upto the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 and who has submitted a declaration that he meets the criteria of the independent directorship as provided in section 149(6) of the Act and he is not debarred from holding the office of director by virtue of any SEBI order or any other such authority, who is eligible for

appointment, on recommendation of the Nomination and Remuneration Committee, be and is hereby appointed as an Non Executive Independent Director of the Company, who shall hold office for a period of five years from the date of appointment and whose office shall not, henceforth, be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper, expedient or desirable for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto, including delegation of any of the powers herein conferred to on any Director(s), Company Secretary or any other officer of the Company."

**BY ORDER OF THE BOARD,
ANAND RAYONS LIMITED**

Registered Office:

305-306 Jay Sagar Complex
Opp. Sub jail
Khatodara,
Surat- 395002

**Anand Bakshi
Managing Director
(DIN: 01942639)**

Place: Surat

Date: September 06, 2019

NOTES:

- **A Member entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a Member of the Company.**

A person can act as proxy on behalf of Members not exceeding 50 (fifty) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

The instrument appointing the proxy, in order to be effective, must be deposited at the Company's Registered Office, duly completed and signed, not less than 48 (Forty-Eight) hours before the commencement of the AGM. Proxies submitted on behalf of limited companies, societies etc., must be supported by appropriate resolutions / authority, as applicable.

During the period beginning 24 hours before the time fixed for the commencement of Meeting and ending with the conclusion of the Meeting, a Member would be entitled to inspect the proxies lodged at any time during the business hours of the company.

- The Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 in respect of the Special Business mentioned in above notice is annexed hereto.
- Brief resume of Directors including those proposed to be appointed / re-appointed, nature of their expertise in specific functional areas, names of companies in which they hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors inter-se as stipulated under Regulation 36 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, with the Stock Exchanges, are provided in the Corporate Governance Report forming part of the Notice to Annual General Meeting as **Annexure "A"**.
- Members/Proxies should bring their Attendance slip duly signed and completed for attending the meeting. The signature of the attendance slip should match with the signature(s) registered with the Company. Members holding shares in dematerialized form are requested to bring their Client ID and DP ID numbers for identification.
- Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the meeting.
- To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long period of time. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
- In case of joint holders attending the meeting together, only holder whose name appearing first will be entitled to vote.
- The Register of Members and Share Transfer Books of the Company will be closed from Tuesday, September 24, 2019 to Monday, September 30, 2019 (both days inclusive) and same will be re-opened from Tuesday, October 01, 2019 onwards.
- The route map showing directions to reach the venue of the 1st AGM is provided at the end of this Notice.
- The Company is concerned about the environment and utilizes natural resources in a sustainable way. We request every member to update their email address with concerned Depository Participant and Company's Registrars and Transfer Agent to enable us to send you the communications via email.
- The Notice of the AGM along with the Annual Report 2018-19 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode. Members may note that this Notice and the Annual Report 2018-19 will also be available on the Company's website viz. www.anandrayons.com.
- A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of voting at the AGM. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of Monday, September 23, 2019.

- The payment of dividend will be made to all members holding equity share in respect of the shares held in dematerialized form and / or in physical form (if any), as per the data made available by National Securities Depository Limited (NSDL) and/or Central Depository Services (India) Limited (CDSL) and/or Register & Share Transfer Agent as of the close business hours on Monday, September 23, 2019 (record date).
- The transfer of unclaimed dividend to Investor Education & Protection Fund of Central Government as required in term of section 125 of the Companies Act, 2013 during the current financial year is not applicable.
- **The members who holds shares of the Company in Physical form are informed that the company is in process of updating records of the shareholders in order to reduce the physical documentation as far as possible. In line with new BSE listing agreement, it is mandatory for all the investors including transferors to complete their KYC information. Hence, members are requested to update and intimate their PAN, phone no., e-mail id and such other information to the Company's Registrars and Transfer Agents, Bigshare Services Private Limited. Members are further requested to update their current signature in Registrar's system. The Performa of updation of Shareholder information is provided at the end of Annual Report.**
- Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details such as bank account number, name of the bank and branch details, MICR code and IFSC code, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their depository participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents to provide efficient and better services.
- Members holding shares in physical form are requested to consider converting their holdings to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact Company's Registrars and Transfer Agents for assistance in this regard.
- Pursuant to the prohibition imposed vide Secretarial Standard on General Meetings (SS-2) issued by the ICSI and the MCA circular, no gifts/coupons shall be distributed at the Meeting.
- As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The Nomination Form can be obtained from the Company's Registrars and Transfer Agents. Members holding shares in physical form may submit the same to Company's Registrars and Transfer Agents. Members holding shares in electronic form may submit the same to their respective depository participant.
- The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.
- The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.
- Members seeking any information with regard to the accounts are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the Annual General Meeting.

Information and other instructions relating to e-voting are as under:

- Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote at the 1st Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by Central Depository Services (India) Limited (CDSL).

- The members attending the Meeting who have not cast their vote by remote e-voting shall be able to vote at the Meeting through 'polling paper'.
- The members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again.
- M/s Alpesh Dhandhlya & Associates, Practicing Company Secretary has been appointed to act as the Scrutinizer for conducting the remote e-voting process as well as the voting through Poll Paper, in a fair and transparent manner.
- Voting rights shall be reckoned on the paid up value of shares registered in the name of the member as on the cut-off date i.e. Monday, September 23, 2019.
- A person, whose name is recorded in the register of members as on the cut-off date, i.e. Monday, September 23, 2019 only shall be entitled to avail the facility of remote e-voting / voting.
- The Scrutinizer, after scrutinising the votes cast at the meeting (polling paper) and through remote e-voting, will, not later than 48 hours of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company. The results shall be communicated to the Stock Exchanges.
- The e-voting period commences on September 27, 2019 (9:30 am) and ends on September 29, 2019 (5:00 pm). During this period shareholders' of the Company, may cast their vote electronically. The e-voting module shall also be disabled for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of September 23, 2019. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. September 23, 2019, may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com (company/ RTA email id) . The facility for voting through remote e-voting / ballot paper / Poling Paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

VOTING THROUGH ELECTRONIC MEANS

In compliance with the Listing Agreement and Sections 108, 110 and other applicable provisions of the Companies Act, 2013, read with the related Rules, the Company is pleased to provide e-voting facility to all its Members, to enable them to cast their votes electronically instead of dispatching the physical Postal Ballot Form by post. The Company has engaged the services of CDSL for the purpose of providing e-voting facility to all its Members.

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on September 23, 2019 (9:30 am) and ends on September 26, 2019 (5:00 pm). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday, 20th September, 2019 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN Field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN Field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for Anand Rayons Limited.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xvii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) **Members can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- (xix) **Note for Non – Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

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

EXPLANATORY STATEMENT

Pursuant to Section 102 of the Companies Act, 2013 (“Act”)

ITEM Nos. 5

Mr. Nileshkumar Bodiwala (DIN: 08465357) was appointed as an Additional Non Executive Independent Director w.e.f. May 29, 2019 in accordance with the provisions of Section 161 of the Companies Act, 2013. Pursuant to Section 161 of the Companies Act, 2013 the above director holds office up to the date of the ensuing Annual General Meeting. Nomination and Remuneration Committee has recommended regularization of Mr. Nileshkumar Bodiwala as an Independent Non Executive Director of the Company in accordance with the provisions of Section 160 and all other applicable provisions of the Companies Act, 2013. 11.11.69

Mr. Nilesh Bodiwala aged 49 years, is an Independent Director of our company. He has completed Higher Secondary Education in commerce from Surat. He has experience in administration and management of Textile and Handloom Business. He has started textile and Handloom business with the name M/s J. N. Bodiwala Corporation in 1999, later on the name was changed to M/s Bodiwala Fabric. Which specialised in Uniform and Handloom Products to be supplied to various hospitals in Surat.

Section 149 and Section 152 inter alia specifies that:

(a) Independent Directors shall hold office for a term of upto five consecutive years, and shall be eligible for re-appointment for a further period of five years, subject to passing of Special Resolution by the Shareholders in General Meeting; and (b) An Independent Director shall not be liable to retire by rotation at the AGM.

In the opinion of the Board Mr. Nileshkumar Bodiwala he is a person of integrity, possesses the relevant expertise and experience, fulfils the conditions specified in the said Act and the rules made there under and is independence of the management of the Company and He is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

The terms and conditions of appointment of the above Director shall be open for inspection by the Members at the Registered Office of the Company during Normal Business Hours on any working day. Members may note that the requisite declarations under Section 149(7) of the Companies Act, 2013 have been furnished by the Independent Non Executive Directors confirming compliance with the provisions of Section 149 (6) of the Companies Act, 2013. Upon the confirmation of the appointment of him as Independent Non Executive Director by the Members of the Company, the appointment shall be formalized by the issue of a letter of appointment by the Company to the said Independent Non Executive Director.

None of the Directors or Key Managerial Personnel of the Company or their relatives other than Mr. Nileshkumar Bodiwalal is in any way concerned or interested, financially or otherwise, in the Special Business, Ordinary Resolution of Item No.5 of this Notice.

The Board recommends the Ordinary Resolutions set out at Item Nos. 5 of this Notice for approval by the members.

Annexure A

Details of Director Seeking Re-appointment at the Annual General Meeting

(Pursuant to Regulation 36(3) of SEBI (LODR), Regulations, 2015)

Particulars	Ms. Shilpa Bakshi (DIN: 07986896)
Date of Birth	October 26, 1974
Date of Appointment	September 20, 2018
Educational Qualifications	B.Com
Expertise in specific functional areas - Job profile and suitability	Ms. Shilpa Bakshi, is the Whole Time Director of the Company. She has more 15 years of experience in the Management & Graphic Designing.
Directorships held in public companies*	Anand Cotex Limited
Memberships / Chairmanships of committees of other public companies**	Nil
Inter-se Relationship with other Directors.	Wife of Managing Director Mr. Anand Bakshi
Shareholding in Company	1004860 Equity Shares

* Excluding foreign companies and Section 8 companies.

**Includes only Audit Committee and Stakeholders' Grievances and Relationship Committee.

Details of Director Regularization of the Independent Director at the Annual General Meeting

(Pursuant to Regulation 36(3) of SEBI (LODR), Regulations, 2015)

Particulars	Mr. Nileshkumar Bodiwala (DIN: 08465357)
Date of Birth	November 11, 1969
Date of Appointment	May 29, 2019
Educational Qualifications	Higher Secondary in Commerce
Expertise in specific functional areas - Job profile and suitability	Mr. Nileshkumar Bodiwala has started his Career in the field of Textile trading, he has more than 30 years of experience in the field of textile trading
Directorships held in public companies*	Nil
Memberships / Chairmanships of committees of other public companies**	Nil
Inter-se Relationship with other Directors.	Nil
Shareholding in Company	Nil

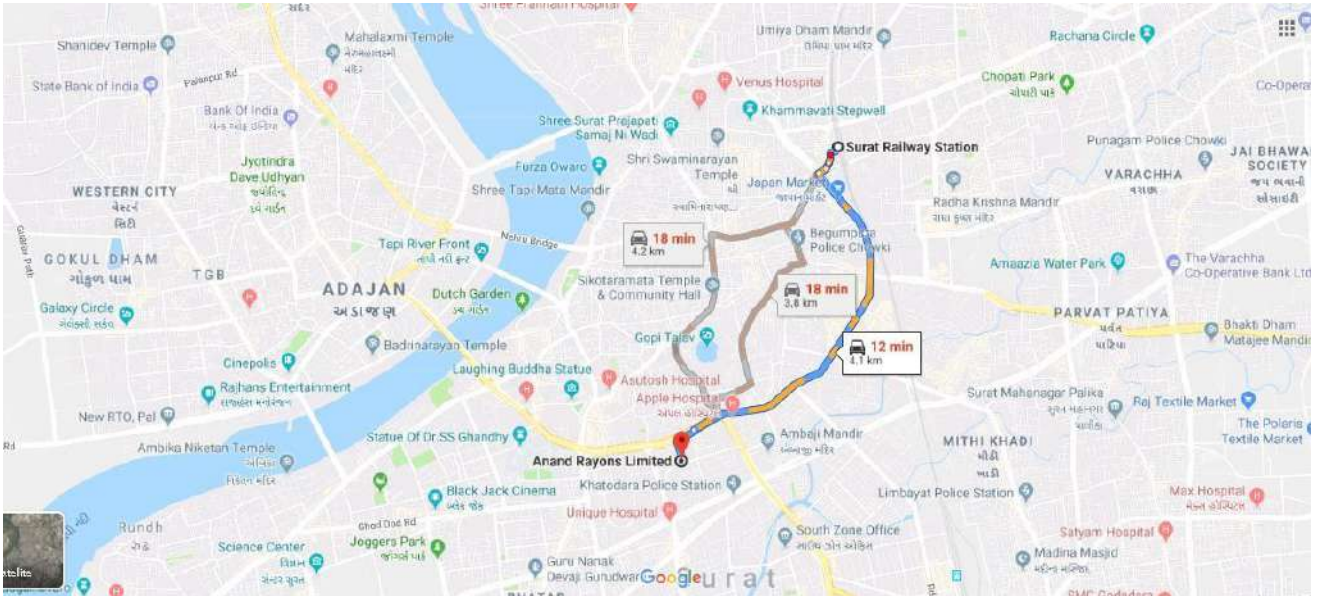
* Excluding foreign companies and Section 8 companies.

**Includes only Audit Committee and Stakeholders' Grievances and Relationship Committee.

ROUTE MAP OF AGM LOCATION

ANAND RAYONS LIMITED
305-306, Jay Sagar Complex, Opp Sub jail, Khatodara, Surat-395002

Google Map : From Surat Railway Station to Anand Rayons Limited



BOARD OF DIRECTOR'S REPORT

Dear Members,
ANAND RAYONS LIMITED

Your Directors have pleasure in presenting the 1st Board Report of the Company together with the Audited Statement of Accounts and the Auditors' Report of your company for the financial year ended March 31, 2019.

Financial Performance

The following are the financial results of the Company for the year ended 31st March, 2019.

Particulars	Year ended March 31, 2019	Year ended * March 31, 2018
Revenue	Rs. 282,68,85,028	-
Expenses	Rs. 279,50,85,478	-
Net Profit / (Loss) from Operation before Tax	Rs. 3,17,99,551	-
Tax expenses (Current & Deferred)	Rs. 1,04,45,292	-
Net Profit / (Loss) after tax	Rs. 2,13,54,259	-
Earnings Per Share	2.07	-

*Company doesn't have any subsidiaries so there is no need to prepare consolidated financial statement for the F. Y. 2018-19.

*The Company was incorporated (converted from Partnership firm) on September 20, 2019 therefore the figures for financial year ended on March 31, 2018 may not be comparable with figures of financial year ended on March 31, 2019. The financial result for the of the partnership firm for financial year ended on March 31, 2018 may be referred on website of the company. i.e. www.anandrayons.com

*The above financial information may include the data prior to conversion of partnership firm from April 01, 2019.

State Of Affairs

- The Revenue of the company is Rs. 2,82,68,85,028/- during the financial year 2018-19.
- The Net Profit of the company is Rs. 2,13,54,259/- during the financial year 2018-19.

Change In Nature Of Business

The Company is engaged in the business of dealing in various yarn and thread. There has been no change in the business of the Company during the financial year ended 31st March, 2019.

Dividend

Your director have recommended dividend of Rs. 0.5/- (Fifty Paise) per Equity Shares of Rs. 10/- each equivalent to 5% on each Equity Share of the company for the financial year 2018-19. The dividend payment is subject to approval of members at the ensuing General Meeting.

The dividend will be paid when declared by the share holder in accordance with the law out of the accumulated profit and will be free of tax in the hands of the share holders. The payout is expected to be Rs. 7492361/-. The company shall pay the dividend distribution tax @ 15% plus applicable surcharge and education cess on the dividend.

Transfer Of Unclaimed Dividend To Investor Education Protection Fund:

There is no any Unclaimed Dividend Amount in the Balance Sheet of the Company as on March 31, 2018. So the Question of transferring the amount in the Investor Education And Protection Fund as per the provisions of Section 125(2) of the Companies Act, 2013, does not arise.

Transfer To Reserve:

Yours directors do not recommend transfer of any amount out of profits to the reserves. Entire profit has been transferred to balance sheet under the head reserves.

Details of Subsidiary, Joint Venture Or Associates:

The Company does not have any Subsidiary, Joint Venture or Associate Company.

Share Capital

The Authorised Share Capital of the Company is Rs. 15,00,00,000/- (Rupees Fifteen Crores Only) divided into 1,50,00,000 Equity Shares of Rs. 10/- each.

The Paid up Capital of the Company is Rs. 10,29,67,210/- (Rupees Ten Crores Twenty Nine Lacs Sixty Seven Thousands Two Hundred Ten Only) divided into 1,02,96,721 Equity shares of Rs. 10/- each.

Notes:

Company has issued 46,88,000 Equity Shares of face value of 10/- each for cash at a price of Rs. 27 Per Equity Share including a share premium of 17 per equity share through the Initial Public Offering (IPO) as Prospectus dated June 04, 2019.

Post issue the paid up capital of the Company is Rs. 14,98,47,210/- (Rupees Fourteen Crores Ninety Eighty Lacs Forty Seven Thousands Two Hundred Ten Only) divided into 1,49,84,721 Equity shares of Rs. 10/- each.

Board of Directors and Key Managerial Personnel:

As per Section 152(6) of the Companies Act, 2013, Mrs. Shilpa Bakshi retires by rotation and being eligible offers herself for re-appointment as the Director of the Company.

Based on the confirmations received from Directors, none of the Directors are disqualified from appointment under Section 164 of the Companies Act, 2013.

The following changes have been made to the Director/KMP of the Company during the year:

SR. No.	Name of Director / KMPs	Designation	Date of Appointment	Change in Designation	Date of Resignation
1.	Mr. Nivesh Khanna	Independent Director	09/10/2018	N.A.	N.A. ¹
2.	Mr. Jayant Mankad	Independent Director	09/10/2018	N.A.	N.A.
3.	Mrs. Hema Mishra	Non Executive Director	05/11/2018	N.A.	N.A.
4.	Mr. Gokul Bakshi	Non Executive Director	20/09/2018	N.A.	21/11/2018
5.	Mr. Chetan Desai	CFO	09/10/2018	N.A.	N.A.
6.	Mr. Rahul Makwana	Company Secretary & Compliance Officer	08/01/2019	N.A.	N.A.
7.	Ms. Twinkle Nandwani	Company Secretary & Compliance Officer	09/10/2018	N.A.	08/01/2019

Note:

1. Mr. Nivesh Khanna has resigned from the Independent Directorship of the Company w.e.f May 29, 2019.
2. Mr. Nileshkumar Bodiwala has been appointed as a Additional Independent Director of the Company w.e.f. May 29, 2019.

The Board of Directors placed on record its thanks for their association with the Company.

Constitution Of Board:

The Board of the Company comprises Five Directors out of which One is Non-Executive and Non-Independent Director, two are Non-Executive Independent Directors, One is Managing Director and One Whole Time Director of the Company.

The composition of Board complies with the requirements of the Companies Act, 2013. Further, in pursuance of Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the Company is exempted from requirement of having composition of Board as per SEBI (LODR) Regulations, 2015.

None of the Directors on the Board hold directorships in more than ten public companies. Further none of them is a member of more than ten committees or chairman of more than five committees across all the public companies in which he is a Director. Necessary disclosures regarding Committee positions in other public companies as on March 31, 2019 have been made by the Directors. None of the Directors are related to each other.

Meetings of Board Of Directors

As required by clause (b) of sub-section (3) of Section 134 of the Companies Act, 2013, during the Financial Year 2018-19, 5 (Five) meetings of the Board of Directors were held as against the minimum requirement of four meetings, which is summarized below. The provisions of Companies Act, 2013 were adhered to while considering the time gap between two meetings.

Sr. No.	Date of Meeting	Board Strength	No. of Directors Present
1	09.10.2018	Five	Five
2	05.11.2018	Five	Five
3	28.11.2018	Five	Five
4	08.01.2019	Five	Five
5	19.02.2019	Five	Five
6	20.03.2019	Five	Two

Independent Directors:

In terms of Section 149 of the Companies Act, 2013 and rules made there under, the Company has two Non-Promoter Independent Directors in line with the Companies Act, 2013. A separate meeting of Independent Directors was held on March 20, 2019 to review the performance of Non-Independent Directors and Board as whole and performance of Chairperson of the Company including assessment of quality, quantity and timeliness of flow of information between Company management and Board. The terms and conditions of appointment of Independent Directors and Code for Independent Director are incorporated on the website of the Company at www.anandrayons.com

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

Evaluation of Directors of the Company:

The formal evaluation of Board as whole and Non-Independent Director of the Company and of the Independent Directors of the Company was done at the respective meetings of Independent Director and Board of Directors each held on March 20, 2019.

The criteria on which Independent Directors were evaluated was, inter alia, attendance and participation in Board Meetings / Committee Meetings / General Meetings, opinion, judgment, estimate provided on key agenda items, exercise of objective independent judgment on strategy, performance, risk management etc. in the best interest of Company, confirmation of adequacy of internal control on financial reporting, maintenance of confidentiality of information of the Company obtained in capacity of Independent Director, initiative to maintain integrity, ethics and professional conduct, initiative to check conflict of interest and maintenance of independence, adherence to the applicable code of conduct for independent directors, managing relationships with fellow Board members and senior management.

The criteria on which Non-Independent Director of the Company were evaluated were inter alia, attendance and participation in Board Meetings / Committee Meetings / General Meetings, knowledge of sector where company operates, various directions provided in key decision making of the Company, understanding key risk for the Company and avoidance of risk while executing functional duties, successful negotiations / deals, smooth functioning of business / internal operation, initiative to maintain corporate culture and moral values, commitment, dedication of time, leadership quality, attitude, initiatives and responsibility undertaken, decision making, achievements.

Audit Committee:

The Board has constituted Audit Committee as required under Companies Act, 2013. The Composition of Committee as on the date is as stated below:

Sr. No.	Name of Director	Designation in Committee
1.	Mr. Nivesh Khanna	Chairman
2.	Mr. Jayant Mankad	Member
3.	Ms. Anand Bakshi	Member

Note:

The Board has reconstituted Audit Committee on May 29, 2019 as required under Companies Act, 2013. Mr. Nivesh Khanna has resigned from May 29, 2019 and Mr. Nileshkumar Bodiwala Has been appointed as Additional Independent Director and Chairman of the Committee

Stakeholder's Relationship Committee:

T The Board has constituted Stakeholder's Relationship Committee as required under Companies Act, 2013. The Composition of Committee as on the date is as stated below:

Sr. No.	Name of Director	Designation in Committee
1.	Mr. Nivesh Khanna	Chairman
2.	Mr. Jayant Mankad	Member
3.	Ms. Anand Bakshi	Member

Note:

The Board has reconstituted Stakeholder's Relationship Committee on May 29, 2019 as required under Companies Act, 2013. Mr. Nivesh Khanna has resigned from May 29, 2019 and Mr. Nileshkumar Bodiwala Has been appointed as Additional Independent Director and Chairman of the Committee

Nomination & Remuneration Committee:

The Board has constituted Nomination & Remuneration Committee as required under Companies Act, 2013. The Composition of Committee as on the date is as stated below:

Sr. No.	Name of Director	Designation in Committee
1.	Mr. Nivesh Khanna	Chairman
2.	Mr. Jayant Mankad	Member
3.	Ms. Anand Bakshi	Member

Note:

The Board has reconstituted Nomination & Remuneration Committee on May 29, 2019 as required under Companies Act, 2013. Mr. Nivesh Khanna has resigned from May 29, 2019 and Mr. Nileshkumar Bodiwala Has been appointed as Additional Independent Director and Chairman of the Committee

Disclosure of Remuneration:

In terms of rule (5)(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 details on remuneration of top employees of the company are attached to as Annexure “1” and forms part of this report.

However, having regard to the provisions of the proviso to Section 136(1) of the Act and as advised, the Annual Report excluding the aforesaid information is being sent to the members of the Company. The said information is available for inspection at the registered office of the company during working hours and any member interested in obtaining such information may write to the Company Secretary and the same will be furnished on request.

Transactions with Related Parties:

The Company has entered into transaction with the company in which our Directors are Interested, which are falling within the purview of Section 188 of the Act, for which requisite approval of Board is taken. However, transaction entered with Companies wherein Directors are interested is at arm’s length basis and in ordinary course of business hence, no approval from the Board or Shareholders is required. Information on transactions with related parties pursuant to section 134 (3) (h) of the Act read with rule 8 (2) of the Companies (Accounts) Rules, 2014 are given in **Annexure II** in Form AOC-2 and the same forms part of this report.

Material Changes And Commitments

There have been no material changes and commitments, which is, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

Extract of Annual Return

The Extract of Annual Return as required under section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, in Form MGT-9 is annexed herewith as **Annexure – III** for your kind perusal and information.

The Company is having website i.e. www.anandrayons.com and annual return of Company has been published on such website.

Directors’ Responsibility Statement

Pursuant to section 134(5) of the Companies Act, 2013, the board of directors, to the best of their knowledge and ability, confirm that:

- a) In preparation of annual accounts for the year ended March 31, 2019, the applicable accounting standards have been followed and that no material departures have been made from the same;

- 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 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 that year;
- c) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) The Directors had prepared the annual accounts ongoing concern basis.
- e) The Directors had laid down the internal financial controls to be followed by the Company and that such Internal Financial Controls are adequate and were operating effectively; and
- f) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Auditors and Report Thereon:

The Auditors **M/s Rajendra Sharma & Associates**, Chartered Accountants, (Firm Registration No. 108390W), Surat, will retire at the 1st Annual General Meeting due to completion of their term.

The report of the Auditors is self-explanatory. There are no qualifications or adverse remarks in the Auditors' Report which require any clarification/ explanation. The Notes on financial statements are self-explanatory, and needs no further explanation. Further the Auditors' Report for the financial year ended, 31 March, 2019 is annexed to the Balance Sheet.

As required by Section 134(3)(f) of the Companies Act, 2013, your directors report that there is no fraud reported by the auditors in their report which is required to be reported here.

Your company has installed adequate internal financial controls with reference to the Financial Statements as reported by Auditors for the year ended 31 March, 2019.

Note:

Appointment of Auditor other than retiring Auditor

Due to the completion of term of the existing auditor, new auditor needs to be appointed of whose appointment shall be made with the approval of members in general meeting pursuant to the provision of section 139 of the companies act, 2013. The board has proposed to appoint M/s. M.R. Bombaywala & Co., Chartered Accountants, (Firm Registration No. - 0123117W), Surat. Audit Committee in its meeting held on 30.04.2019 have recommend the board the appointment of M/s. M.R. Bombaywala & Co., chartered accountants holding peer review certificate, to be appointed as statutory Auditor of the company.

Secretarial Auditor

In terms of Section 204 of the Companies Act, 2013, the Secretarial Audit is not applicable to the company for the F.Y. 2018-19

Internal Auditor

In terms of sub-section (1) of section 138 of the Companies Act, 2013, and Rule 13 of Companies (Accounts) Rule, 2014 , is not applicable to the company for the F.Y. 2018-19.

Corporate Governance

Corporate Governance is not applicable to the company for the F.Y. 2018-19

Note:

The Company is listed July 02, 2019 on the Small and Medium Enterprise platform and SME is exempted from provisions of para C, D and E of schedule V as per Regulation 15 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Hence corporate governance report is not required. However, our company has adhered to corporate governance by having optimum combination of independent directors and executive directors on Board of our Company.

Loans, Guarantees and Investments u/s 186 of the Companies Act, 2013

Pursuant to the provisions of Section 186 of the Companies Act, 2013, with respect to a loan, guarantee, security or investments covered under are disclosed in the notes to the Financial Statements.

Management Discussion and Analysis Report

The Management Discussion and Analysis Report as required under Regulation 34(2)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed as **Annexure IV** of Board's Report.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE OUTGO:

- **Conservation of Energy:***
 - Steps taken / impact on conservation of energy:
N.A.
 - Steps taken by the company for utilizing alternate sources of energy including waste generated:
Nil
 - Capital investment on energy conservation equipment:
NIL

* Your Company is in Business of trading of Yarn, so in trading business there is no need of Conservation of Energy.

- **Technology Absorption:***
 - The efforts made towards technology absorption;
N.A.
 - The benefits derived like product improvement, cost reduction, product development or import substitution;
N.A.
 - In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-
N.A.

* Your Company is in Business of trading of yarn, so in trading business there is no need of Technology Absorption.

- **Foreign exchange earnings and Outgo**

There is neither Foreign Exchange earned in terms of actual inflows nor the Foreign Exchange outgo during the year in terms of actual outflows in the Company.

Public Deposits:

The Company has not accepted any deposits from Shareholders and Public falling within the ambit of Section 73 of the Companies Act, 2013 and rules made there under. There were no deposits, which were claimed and remained unpaid by the Company as on March 31, 2019.

Corporate Social Responsibility

The provisions of Section 135(1) and 135(5) of the Companies Act, 2013 regarding constitution of Corporate Social Responsibility (CSR) Committee and spending of at least 2% of average net profit are not applicable to the Company.

Risk Management

The company has been exempt under regulation 21 of SEBI (Listing Obligation and Disclosure requirements) Regulations, 2015 from reporting of risk management. The board is fully aware of Risk Factor and is taking preventive measures wherever required.

Nomination And Remuneration Policy

In terms of Section 178(3) of the Companies Act, 2013 and provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, a policy on Director's, Key Managerial Personnel and Senior Management Employee's appointment and remuneration including criteria for determining their qualifications, positive attributes, independence and other prescribed matters was formulated and recommended by the Nomination and Remuneration Committee and adopted by the Board of Directors at their respective meetings held on November 05, 2018. The said policy is also available on the website of the Company www.anandrayons.com.

Significant and Material Orders Passed By Regulators:

Your directors confirmed that no significant and material orders have been passed by Regulators or Courts or Tribunals impacting the going concern status and company's operations in future.

Disclosures under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013:

There is no case filed, during the Financial Year under the said Act hence the company has no details to offer.

Disclosure regarding Issue Of Equity Shares with Differential Rights:

The Company has not issued Equity Shares with differential rights.

Disclosure regarding issue of Sweat Equity Shares:

The Company has not issued sweat Equity shares during the Financial Year 2018-19.

Bonus Shares:

The Company has not issued sweat Equity shares during the Financial Year 2018-19.

Disclosure regarding issue of Employee Stock Options:

The Company has not issued Employee Stock Options during the Financial Year 2018-19.

General Disclosures

Your Directors state that the Company has made disclosures in this report for the items prescribed in section 134 (3) of the Act and Rule 8 of The Companies (Accounts) Rules, 2014 to the extent the transactions took place on those items during the year.

Acknowledgement

Your Directors wish to place on record their sincere appreciation for significant contributions made by the employees at all levels through their dedication, hard work and commitment, enabling the Company to achieve good performance during the year under review.

Your Directors also take this opportunity to place on record the valuable co-operation and support extended by the banks, government, business associates and the shareholders for their continued confidence reposed in the Company and look forward to having the same support in all future endeavors.

For and on behalf of Board of Directors
Anand Rayons Limited

Place: Surat
Date: September 06, 2019

Anand Bakshi
Managing Director
(DIN: 01942639)

Shilpa Bakshi
Director
(DIN: 07986896)

Disclosure of Remuneration

Remuneration of Directors And Key Managerial Personnel

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

(Amt In Lacs)

Sn.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
		Anand Bakshi	Shilpa Bakshi	
		Managing Director	Whole Time Director	
1	Gross Salary	12.82	9.5	22.32
	(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			
2	Stock Option			
3	Sweat Equity			
4	Commission - as % of profit - others, specify			
5	Others, please specify			
	Total (A)	12.82	9.5	22.32

B. Remuneration to Other Director

As no other director of the Company is drawing the salary or other remuneration from the Company.

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

Sn.	Particulars of Remuneration	Name of KMP		Total Amount
		CFO	CS	
1	Gross Salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	540000	301600	841600
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961			
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961			
2	Stock Option			
3	Sweat Equity			
4	Commission - as % of profit - others, specify			
5	Others, please specify			
	Total (A)	540000	301600	841600

*The company had paid remuneration of Rs. 1,06,935/- to Mr. Gokul Bakshi being a Chairmen of Emeritus of the company during the year..

For and on behalf of Board of Directors
Anand Rayons Limited

Place: Surat
 Date: September 06, 2019

Anand Bakshi
 Managing Director
 (DIN: 01942639)

Shilpa Bakshi
 Managing Director
 (DIN: 08465357)

Form No. AOC-2

Particulars of Contracts/arrangements made with related parties

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

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

A. Details of contracts or arrangements or transactions not at arm's length basis:

There were no contracts or arrangements or transactions entered in to by the Company during the financial year ended on March 31, 2019, which were not at arm's length basis.

B. Details of material contracts or arrangement or transactions at arm's length basis:

Sr. No.	Particulars	RPT – 1	RPT – 2	RPT – 3	RPT – 4	RPT – 5
1.	Name(s) of the related party and nature of relationship	Anand Bakshi-MD and Promoter	-Shilpa Bakshi-WTD -M/s Dhruv Trading (Proprietary firm of Mrs. Shilpa Bakshi)	Mr. Gokul Bakshi Director (has resigned from 21.11.2018)	Hema Mishra Directo	Anand Cotex Ltd. - Anand Bakshi and Shilpa Bakshi are director and promoter of Both the Company
2.	Nature of contracts/ arrangements/ transactions	1) Salary 2) interest on loan received from director	1) Salary 2) interest on loan received from director	1) Salary 2) interest on loan received from director	interest on loan received from director	Purchase -Sell
3.	Duration of the contracts / arrangements / transactions	1) 3 Years	1) 3 Years	-	-	F.Y. 2018-19
4.	Salient terms of the contracts or arrangements or transactions including the value, if any	1) Remuneration 2) interest on loan received from director	1) Remuneration 2) interest on loan received from director	1) Remuneration 2) interest on loan received from director	interest on loan received from director	Advances of Rs. 14,00,000/- given to Palsana Textile Park Ltd. had been transferred at arm's length price
5.	Date(s) of approval by the Board	09/10/2018	09/10/2018	09/10/2018	09/10/2018	19/02/2019
6.	Amount paid as advances, if any	N.A.	N.A.	N.A.	N.A.	N.A.

For and on behalf of Board of Directors
Anand Rayons Limited

Place: Surat
Date: September 06, 2019

Anand Bakshi
Managing Director
(DIN: 01942639)

Shilpa Bakshi
Managing Director
(DIN: 08465357)

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN

(As on financial year ended on March 31, 2019)

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

A. REGISTRATION & OTHER DETAILS:

1.	CIN	U51909GJ2018PLC104200
2.	Registration Date	20/09/2018
3.	Name of the Company	ANAND RAYONS LIMITED
4.	Category/Sub-category of the Company	Company Limited by Shares
5.	Address of the Registered office & contact details	305-306, Jay Sagar Complex, Opp. Sub Jail, Khatodra, Surat - 395002 Tel: 0261-2635521
6.	Whether listed company	Unlisted
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	BIGSHARE SERVICES PRIVATE LIMITED 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri (East), Mumbai-400059 Tel No.: 022 62638200 Fax No: 022 62638299 Email Id: bssahd@bigshareonline.com Website: www.bigshareonline.com SEBI Registration No: INR000001385 Investor Grievance E-mail:investor@bigshareonline.com

Note:

Company was listed on 02.07.2019 on BSE Limited (SME Platform)

B. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Trading of Yarn	46411	100

C. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:-

Sr. No.	Name and Address of the Company	Holding/ Subsidiary /Associate	CIN/GLN	% of shares held	Applicable Section
	NA	NA	NA	0	NA

The Company does not have any Subsidiary, Joint Venture or Associate Company.

D. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)
a. Category wise Share Holding:

Category of Shareholders	No. of Shares held at the beginning of the year 20.09.2018*				No. of Shares held at the end of the year 31.03.2019				Change during the year %
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter									
1) Indian									
a) Individual/ HUF	0	350592	350592	34.05	3505920	0	350592	34.05	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
Sub-total(A)(1):-	0	350592	3505920	34.05	3505920	0	3505920	34.05	0.00
2) Foreign									
g) NRIs-Individuals	0	0	0	0.00	0	0	0	0.00	0
h) Other-Individuals	0	0	0	0.00	0	0	0	0.00	0
i) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0
j) Banks / FI	0	0	0	0.00	0	0	0	0.00	0
k) Any Other....	0	0	0	0.00	0	0	0	0.00	0
Sub-total(A)(2):-	0	0	0	0.00	0	0	0	0.00	0
Total Shareholding of Promoter (A)=(A)(1)+(A)(2)	0	350592	3505920	34.05	3505920	0	3505920	34.05	0.00
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0
b) Banks / FI	0	0	0	0.00	0	0	0	0.00	0
c) Central Govt	0	0	0	0.00	0	0	0	0.00	0
d) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0
f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0
g) FIs	0	0	0	0.00	0	0	0	0.00	0
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0
i) Others (specify)	0	0	0	0.00	0	0	0	0.00	0
Sub-total(B)(1)	0	0	0	0.00	0	0	0	0.00	0
2. Non Institutions									
a) Bodies Corp.									
(i) Indian	0	0	0	0	0	0	0	0	0
(ii) Overseas	0	0	0	0.00	0	0	0	0.00	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.1lakh	0	0	0	0	0	0	0	0	0
c) Others(Specify)									
Hindu Undivided Families	0	0	0	0	0	0	0	0	0
Directors & their Relatives	0	6790801	6790801	65.95	6790801	0	6790801	65.95	0
Market Maker	0	0	0	0	0	0	0	0	0
Clearing Member	0	0	0	0	0	0	0	0	0.00
Sub-total (B)(2)	0	6790801	6790801	65.95	6790801	0	6790801	65.95	0.00
Total Public Shareholding (B)=(B)(1)+ (B)(2)	0	6790801	6790801	65.95	6790801	0	6790801	65.95	0.00

C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	0	10296721	10296721	100.00	10296721	0	10296721	100.00	0.00

* The Company was incorporated on 20.09.2018 therefore beginning of the year is date of incorporation.

b. Shareholding of Promoter & Promoter Group-

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year 20.09.2018			Shareholding at the end of the year 31.03.2019			% change in shareholding 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.	Anand Gokulbhai Bakshi	3505920	34.049	0	3505920	34.049	0	-
2.	Gokul Yesvantrai Bakshi	3686195	35.800	0	3686195	35.800	0	-
3.	Vasuben Gokulbhai Bakshi	1913880	18.587	0	1913880	18.587	0	-
4.	Shilpa Anand Bakshi	1004860	9.759	0	1004860	9.759	0	-
5.	Mishra Hema Aruni	175542	1.705	0	175542	1.705	0	-
6.	Nila Amrish Gandhi	9820	0.095	0	9820	0.095	0	-
7.	Jigisha Dharmesh Chorawala	504	0.005	0	504	0.005	0	-

* The Company was incorporated on 20.09.2018 therefore beginning of the year is date of incorporation.

c. Change in Shareholding of Promoters & Promoter Group

Sr. No.	Name Of Shareholders	Shareholding At The Beginning Of The Year		Date	(+)/Increase/(-)Decrease In Share Holding	Reason	Shareholding At The End Of The Year	
		No Of Shares	% Of Total Shares Of The Company				No Of Shares	% Of Total Shares Of The Co.
1.	Anand Gokulbhai Bakshi	3505920	34.049	NA	0	NA	3505920	34.049
2.	Gokul Yesvantrai Bakshi	3686195	35.800	NA	0	NA	3686195	35.800
3.	Vasuben Gokulbhai Bakshi	1913880	18.587	NA	0	NA	1913880	18.587
4.	Shilpa Anand Bakshi	1004860	9.759	NA	0	NA	1004860	9.759
5.	Mishra Hema Aruni	175542	1.705	NA	0	NA	175542	1.705
6.	Nila Amrish Gandhi	9820	0.095	NA	0	NA	9820	0.095
7.	Jigisha Dharmesh Chorawala	504	0.005	NA	0	NA	504	0.005

d. Shareholding Pattern of top ten Shareholders:(Other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. No.	Name of Shareholders	Shareholding at the beginning of the year		Date	(+)/Increase/(-)Decrease In Share Holding	Reason	Shareholding at the end of the year	
		No Of Shares	% Of Total Shares Of The Company				No Of Shares	% Of Total Shares Of The Company
1.	Vasuben Gokulbhai Bakshi	1913880	18.587	NA	0	NA	1913880	18.587
2.	Mishra Hema Aruni	175542	1.705	NA	0	NA	175542	1.705
3.	Nila Amrish Gandhi	9820	0.095	NA	0	NA	9820	0.095
4.	Jigisha Dharmesh Chorawala	504	0.005	NA	0	NA	504	0.005

e. Shareholding of Directors and Key Managerial Personnel:

Name	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year 20.09.2018		Shareholding at the end of the year 31.03.2019	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
Anand Bakshi	At the beginning of the year	3505920	34.049	3505920	34.049
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus / sweat equity etc.	0	0	0	0
	At the end of the year	3505920	34.049	3505920	34.049
Shilpa Bakshi	At the beginning of the year	1004860	9.759	1004860	9.759
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus / sweat equity etc.	0	0	0	0
	At the end of the year	1004860	9.759	1004860	9.759
Hema Mishra	At the beginning of the year	175542	1.705	175542	1.705
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus / sweat equity etc.	0	0	0	0
	At the end of the year	175542	1.705	175542	1.705
Nivesh Khanna (Independent Director)	At the beginning of the year	0	0	0	0
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus / sweat equity etc.	0	0	0	0
	At the end of the year	0	0	0	0
Jayant Mankad (Independent Director)	At the beginning of the year	0	0	0	0
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus / sweat equity etc.	0	0	0	0
	At the end of the year	0	0	0	0
Chetan Desai (CFO)	At the beginning of the year	0	0	0	0
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus / sweat equity etc.	0	0	0	0
	At the end of the year	0	0	0	0
Rahul Makwana (CS)	At the beginning of the year	0	0	0	0
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus / sweat equity etc.	0	0	0	0
	At the end of the year	0	0	0	0

f. INDEBTEDNESS - Bank Loan

(in Rs.)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	18,82,79,757.25	9,73,45,055.00		285624812.25
ii) Interest due but not paid	-	-		-
iii) Interest accrued but not due	9,75,668.00	26,53,241.00		3628909.00
Total (i+ii+iii)	18,92,55,425.25	9,99,98,296.00	-	28,92,53,721.25
Change in Indebtedness during the financial year				
-Addition / (Reduction)	(33,89,422.77)	33,64,269.00		(25153.77)
Net Change	(33,89,422.77)	33,64,269.00		(25153.77)
Indebtedness at the end of the financial year				
i) Principal Amount	18,58,66,002.48	10,33,62,565.00		28,92,28,567.48
ii) Interest due but not paid	-	-		-
iii) Interest accrued but not due	-	-		-
Total (i+ii+iii)	18,58,66,002.48	10,33,62,565.00	-	28,92,28,567.48

g. Remuneration of Directors And Key Managerial Personnel
A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

(Amt In Lacs)

Sn.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
		Anand Bakshi	Shilpa Bakshi	
		Managing Director	Whole Time Director	
1	Gross Salary	12.82	9.5	22.32
	(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			
2	Stock Option			
3	Sweat Equity			
4	Commission - as % of profit - others, specify			
5	Others, please specify			
	Total (A)	12.82	9.5	22.32

B. Remuneration to Other Director

As no other director of the Company is drawing the salary or other remuneration from the Company.

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

Sn.	Particulars of Remuneration	Name of Key Managerial Personnel			Total Amount
		CEO	CFO	CS	
1	Gross Salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961		540000	301600	841600
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961				

	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961				
2	Stock Option				
3	Sweat Equity				
4	Commission - as % of profit - others, specify				
5	Others, please specify				
	Total (A)	0	540000	301600	841600

*The company had paid remuneration of Rs. 1,06,935/- to Mr. Gokul Bakshi being a Chairmen of Emeritus of the company during the year..

g. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NO

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Global Economy

The global expansion has weakened. Global growth for 2018 is estimated at 3.7 percent, as in the October 2018 World Economic Outlook (WEO) forecast, despite weaker performance in some economies, notably Europe and Asia. The global economy is projected to grow at 3.5 percent in 2019 and 3.6 percent in 2020, 0.2 and 0.1 percentage point below last October’s projections.

The global growth forecast for 2019 and 2020 had already been revised downward in the last WEO, partly because of the negative effects of tariff increases enacted in the United States and China earlier that year. The further downward revision since October in part reflects carry over from softer momentum in the second half of 2018—including in Germany following the introduction of new automobile fuel emission standards and in Italy where concerns about sovereign and financial risks have weighed on domestic demand—but also weakening financial market sentiment as well as a contraction in Turkey now projected to be deeper than anticipated.

Risks to global growth tilt to the downside. An escalation of trade tensions beyond those already incorporated in the forecast remains a key source of risk to the outlook. Financial conditions have already tightened since the fall. A range of triggers beyond escalating trade tensions could spark a further deterioration in risk sentiment with adverse growth implications, especially given the high levels of public and private debt. These potential triggers include a “no-deal” withdrawal of the United Kingdom from the European Union and a greater-than-envisaged slowdown in China.

The main shared policy priority is for countries to resolve cooperatively and quickly their trade disagreements and the resulting policy uncertainty, rather than raising harmful barriers further and destabilizing an already slowing global economy. Across all economies, measures to boost potential output growth, enhance inclusiveness, and strengthen fiscal and financial buffers in an environment of high debt burdens and tighter financial conditions are imperatives.

[Source: International Monetary Fund (IMF)]

Global growth pattern

2016	2017	2018	2019(P)	2020 (P)
3.2	3.8	3.7	3.5	3.6

Source: International Monetary Fund (IMF) World Economic Outlook April 2019

Indian Economy

India’s GDP is estimated to have increased 7.2 per cent in 2017-18 and 7 per cent in 2018-19. India has retained its position as the third largest startup base in the world with over 4,750 technology start-ups.

India’s labour force is expected to touch 160-170 million by 2020, based on rate of population growth, increased labour force participation, and higher education enrolment, among other factors, according to a study by ASSOCHAM and Thought Arbitrage Research Institute.

India’s foreign exchange reserves were US\$ 405.64 Billion in the week up to March 15, 2019, according to data from the RBI. The interim Union Budget for 2019-20 was announced by Mr Piyush Goyal, Union Minister for Finance, Corporate Affairs, Railways and Coal, Government of India, in Parliament on February 01, 2019. It focuses on supporting the needy farmers, economically less privileged, workers in the unorganised sector and salaried employees, while continuing the Government of India’s push towards better physical and social infrastructure.

Total expenditure for 2019-20 is budgeted at `2,784,200 Crore (US\$ 391.53 Billion), an increase of 13.30 per cent from 2018-19 (revised estimates). Numerous foreign companies are setting up their facilities in India on account of various government initiatives like Make in India and Digital India. Mr. Narendra Modi, Prime Minister of India, has launched the Make in India initiative with an aim to boost the manufacturing sector of Indian economy, to increase the purchasing power of an average Indian consumer, which would further boost demand, and hence spur development, in addition to benefiting investors. The Government of India, under the Make in India initiative, is trying to give boost to the contribution made by the manufacturing sector and aims to take it up to 25 per cent of the GDP from the current 17 per cent. Besides, the Government has also come up with Digital India initiative, which focuses on three core components: creation of digital infrastructure, delivering services digitally and to increase the digital literacy.

India’s growth pattern (%)

2014-15	2015-16	2016-17	2017-18	2018-19
7.3	7.6	7.1	7.2	7

Global trade scenario

World merchandise trade volume is forecast to grow 2.6% in 2019, accompanied by GDP growth of 2.6%. With trade tensions running high, no one should be surprised by this outlook. Trade cannot play its full role in driving growth when we see such high levels of uncertainty. It is increasingly urgent that we resolve tensions and focus on charting a positive path forward for global trade which responds to the real challenges in today’s economy – such as the technological revolution and the imperative of creating jobs and boosting development. WTO members are working to do this and are discussing ways to strengthen and safeguard the trading system.

Weak import demand in Europe and Asia dampened global trade volume growth in 2018 due to the large share of these regions in world trade. If we forget the fundamental importance of the rules-based trading system we would risk weakening it, which would be an historic mistake with repercussions for jobs, growth and stability around the world.”

The above-average trade growth of 4.6% in 2017 suggested that trade could recover some of its earlier dynamism, but this has not materialized. Trade only grew slightly faster than output in 2018, and this relative weakness is expected to extend into at least 2019. This is partly explained by slower growth in the European Union, which has a larger share in world trade than in world GDP. Trade growth in 2020 is expected to outpace GDP growth due to faster GDP growth in developing economies.

[Source: World Trade Organisation (WTO)]

Indian Textile Industry

The textile industry is one of the oldest industries of the Indian economy. The industry is labour intensive and continues to be the second-largest employer (after the agricultural sector) in the country. It employs more than 45 million people directly and 60 million people indirectly. The Indian Textile Industry contributes approximately 2% to India’s Gross Domestic Product (GDP), 7% of industrial output (in value terms), 27% of the country’s foreign exchange inflows and 15% of country’s export earnings.

The textiles and apparels industry in India is valued at around \$127 billion in size. In India, the sector enjoys the presence of the entire value chain—from fibre, yarn, fabric and apparel—apart from the availability of cheap and abundant labour. However, in spite of these benefits, India’s share in the global textiles exports is just 5%, which is minuscule as compared to China’s share of 38%. Much smaller players like Bangladesh and Vietnam have a share of 3% in global exports and are increasingly threatening India’s exports.

The government is trying to create a level playing field for the domestic industry by increasing import duty on several textile items being dumped into the country. The government has also come up with a number of export promotion policies for the textiles sector. It has allowed 100 per cent FDI in the Indian textiles sector

under the automatic route. The Union Ministry of Textiles, Government of India, along with Energy Efficiency Services Ltd (EESL), has launched a technology upgradation scheme called SAATHI (Sustainable and Accelerated Adoption of Efficient Textile Technologies to Help Small Industries) for reviving the power loom sector of India. The Textile Ministry of India earmarked Rs 5,831.48 crore (US\$ 830 million) for the textile industry. (Union Budget 2019-20)

The future for the Indian textile industry looks promising, buoyed by both strong domestic consumption as well as global demand. With consumerism and disposable income on the rise, the retail sector has experienced a rapid growth in the past decade with the entry of several international players into the Indian market. High economic growth has resulted in higher disposable income. This has led to rise in demand for products creating a huge domestic market

Polyester Industry Outlook

Presently the growth in textile fibres continues to be driven primarily by manmade fibres as natural fibres have reached a saturation point and have a lot of constraints in the growth due to limitations of resources like arable land, water and also cost of natural fibres is higher in comparison to man-made fibres (MMF).

The domestic man-made fibre (MMF) industry mainly comprises two components i.e., polyester and viscose, which together accounts for about 94% of the total volume. Under this, polyester accounts for about 77.5% while viscose accounts for the remaining share. MMF is primarily used to produce fabrics, which are in turn used in apparel, readymade garments, home textiles and other industrial textiles.

Polyester has become the most preferred fibre in the textiles industry due to its better physical properties, lower price, versatility, and recyclability, which offer a completely unique set of benefits unmatched by any other natural or synthetic fibres. Polyester fibre has been segmented into apparel, home furnishing, automotive, construction, filtration, and personal care and hygiene applications.

The future growth in textile fibres will be led by polyester due to its properties which are quite akin to natural fibres along with its cost effectiveness. There is no second thought that polyester has gradually become the common man's fibre. The global demand for polyester fibre is growing around 4%, which implies there will be increase in demand by 3 million tons annually at the global level.

Our core strengths

- Over two decades of rich industry experience
- Most cost-efficient distribution channel
- Well-defined quality and management system
- Presence across the nation
- Enduring and stable relationship with clients

Sales performance (Turnover and Profitability):

Company has secured turnover of Rs. 282.69 Crores during the Financial Year 2018-19 and earned net profit of Rs. 2.14 Crores.

Opportunities & Threats

Synthetic Yarn has good share in total yarn production; India's growing population has been a key driver of textile consumption growth in the country. It has been complemented by a young population which is growing and at the same time is exposed to changing tastes and fashion. Rising incomes has been a key determinant of domestic demand for the sector; with incomes rising in the rural economy as well, the upward push on demand from the income side is set to continue.

Complementing this factor is rising female workforce participation in the Country. With consumerism and disposable income on the rise, the retail sector is set to experience a rapid growth. The organized apparel segment is expected to grow at a compound annual growth rate of more than 13% over a ten year period.

Under Union Budget 2019-20, Government of India allocated around Rs. 5831.48 Crores(USD\$ 808.24 million) for the Ministry of Textiles. According to the new draft of the National Textile Policy, the Government is planning to attract foreign investments thereby creating employment opportunities to 35 million people.

Manpower: Company is in trading of Synthetic Yarn , company does not require any technical personnel, other than marketing personnel.

High Competition and Low Profitability: The yarn Industry has entered into the orbit of the high competition. Various brands and various quality yarn are available in the market. Due to high competitions in market, we have to fluctuate the profit margin to maintain the turnover of the company.

New Entrants: More and more new organized and unorganized players are entering into market which will increase competition in our business sector also.

Risk and concerns:

Stiff competition from the organized and unorganized players as well as from the imported yarns resulting in lower margins or losing out the customers. However, due to strong and stable relationship with clients, the company has at its own penetrated markets and maintained its offerings and sales revenues.

Internal Financial Control Systems and their adequacy:

The Company has aligned its current systems of internal financial control with the requirement of Companies Act 2013. The Internal Control is intended to increase transparency and accountability in an organization's process of designing and implementing a system of internal control. The Company has successfully laid down the framework and ensured its effectiveness. The Company has in place a well-defined system to record data for accounting and management information purposes and connects to different locations for efficient exchange of information.

Though the various risks associated with the business cannot be eliminated completely, all efforts are made to minimize the impact of such risks on the operations of the Company. Necessary internal checks and control systems are to be implemented by the Company on various activities in the organization to ensure that business operations are systemized in achieving the best performance.

M/s Rajendra Sharma & Associates., Chartered Accountants, the statutory auditors of the Company has audited the financial statements included in this annual report for the year 2018-19 and has issued an attestation report on our internal control over financial reporting (as defined in section 143 of Companies Act, 2013).

The audit committee meets the statutory auditors of the Company to ascertain, inter alia, their views on the adequacy of internal control systems and keeps the board of directors informed of its major- observations periodically. Based on its evaluation (as defined in section 177 of Companies Act 2013), our audit committee has concluded that, as of March 31, 2019, our internal financial controls were adequate and operating effectively.

Material Developments in Business activities, Human Resources / Industrial Relations Front, including number of people employed:

The Company always recognizes the importance of manpower. Company promotes employees and encourages them to make contribution toward company, family and nation at large. Company also encourages the employees to offer their creative suggestions for development in their respective areas which are thoroughly

discussed in periodical meetings. The company enjoyed excellent relationship with staff during the last year as on March 31, 2019 the company has 34 employees at its Surat Office and administrative office. The Company has been maintaining cordial and healthy Industrial Relations, which has helped to a great extent in achieving the upper growth.

Cautionary Statement:

Statement in this Management and Discussion and Analysis Report describing the Company's objectives, projections, estimates and expectations may be forward looking statement and within the meaning of applicable laws and regulations. Actual results may or might differ materially from those either expressed or implied.

For and on behalf of Board of Directors
Anand Rayons Limited

Place: Surat
Date: September 06, 2019

Anand Bakshi
Managing Director
(DIN: 01942639)

Shilpa Bakshi
Managing Director
(DIN: 07986896)



RAJENDRA SHARMA AND ASSOCIATES

Chartered Accountants

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INDEPENDENT AUDITOR'S REPORT

To,
The Members,
ANAND RAYONS LIMITED

1 REPORT ON THE FINANCIAL STATEMENTS : -

We have audited the accompanying financial statements of M/s. ANAND RAYONS LIMITED ('the Company'), which comprise the Balance Sheet as at 31st March, 2019 and the statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

2 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 standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows 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 as amended till date. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.



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3 AUDITOR'S RESPONSIBILITY : -

Our responsibility is to express an opinion on these standalone 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 misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the 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 procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the 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 standalone financial statements.

4 OPINION : -

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone 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 : -

- (a) In the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2019;



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- (b) In the case of the Statement of Profit and Loss, of the **Profit** for the year ended on that date; **And**
- (c) In the case of the Cash Flow Statement, of the cash flow for the year ended on that date.

EMPHASIS OF MATTERS : -

We draw attention to the following matters in the notes to the financial statements.

- (a) Note No. 24 Regarding Erstwhile partnership firm "Anand Enterprise" is converted into "Anand Rayons Limited" vide Registration certificate Dated : 20/09/2018 Issued by ROC. Financials of Anand Enterprise are merged with the Financials of the Company and consolidated statement of accounts are made for the Financial Year 2018-19.

Our opinion is not modified in respect of these matters.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS : -

- 1 As required by the Companies (Auditor's Report) Order, 2017 ('the Order') issued by the Central Government of India in terms of sub - section (11) of section 143 of the Act, we give in the annexure, a statement on the matters specified in paragraph 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 purpose of our audit;
 - b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;



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- c) The Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
- d) In our opinion, the aforesaid stand alone financial statements comply with the Accounting Standards specified under section 133 of the Act read with Rule 7 of the companies (Accounts) Rules, 2014 as ammended till date.
- e) On the basis of written representations received from the directors as on 31st March, 2019 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2019, from being appointed as a director in terms of section 164(2) of the Companies Act, 2013.
- 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 Point No. (iv) of our separate report in **Annexure - "A"**.
- 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 explanation given to us:
 - i) The Company does not have any pending litigations which would impact its financial position.
 - ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.



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- iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For **RAJENDRA SHARMA & ASSO.**
Chartered Accountants.

CA RAJENDRA R. SHARMA
Partner : Mem. No. 044393
Firm Regi. No. : 0108390W
PAN No. : AAHFR9231M

SURAT : - 4th September, 2019



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ANNEXURE - "A" TO INDEPENDENT AUDITOR'S REPORT CONTAINING REPORT ON MATTERS REQUIRED BY CARO, 2016

Referred in paragraph 1 under the heading of "Report on Other Legal and Regulatory Requirments" of our report of even date.

On the basis of such checks as considered appropriate and in terms of the information and explanations given to us, we state as under:

- (i) (a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) All the fixed assets have been physically verified by the management at reasonable intervals. No material discrepancies were noticed on such verification, and the same have been properly dealt with in the books of account.
- (c) Title Deeds of Immovable properties are held in the name of the company.
- (ii) (a) Physical verification of inventory has been conducted at reasonable intervals by the management and there is no material discrepancies were noticed
- (iii) The company has not granted loans secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013.
- (iv) In respect of loans, investments, guarantees, and security all mandatory provisions of section 185 and 186 of the Companies Act, 2013 have been complied with.
- (v) In our opinion and according to the information and explanation given to us, the company has not accepted deposits from the public.



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- (vi) According to the information and explanation given to us, the maintenance of cost records has not been prescribed by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 to the industry to which the company belongs.
- (vii) (a) The company is regular in depositing undisputed statutory dues including Provident Fund, Employee State Insurance, Income-tax, Sales-tax, Service Tax, Wealth Tax, Duty of Customs, Duty of Excise, Value Added Tax, GST, Cess and any other statutory dues wherever applicable with the appropriate authorities.
- (b) According to the information and explanation given to us, no undisputed amounts payable in respect of Provident Fund, Employee State Insurance, Income-tax, Sales-tax, Service Tax, Wealth Tax, Duty of Customs, Duty of Excise, Value Added Tax, GST, Cess and any other statutory dues were in arrears as at 31/03/2019 for a period of more than six months from the date they became payable.
- (c) According to the information and explanation given to us, there are no dues of Provident Fund, Employee State Insurance, Income-tax, Sales-tax, Service Tax, Wealth Tax, Duty of Customs, Duty of Excise, Value Added Tax, GST, Cess and any other statutory dues which have not been deposited on account of any dispute.
- (viii) In our opinion and explanation given to us the company has not defaulted in repayment of dues to a financial institution or bank. The company has not issued any debenture.
- (ix) The company doesn't raise any money by way of initial public offer or further public offer. (including debt instruments)
- (x) According to the information and explanation given to us, no fraud on or by the company has been noticed or reported during the course of our audit.
- (xi) Managerial remuneration has been paid or provided in accordance with the requisite approvals Mandated by the provisions of section 197 read with Schedule V to the Companies Act.



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- (xii) Company is not a Nidhi Company hence nothing to be disclosed for any provisions applicable on Nidhi Company.
- (xiii) All transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc. as required by the applicable accounting standards;
- (xiv) The company hasn't made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (xv) The company hasn't entered into any non-cash transactions with directors or persons connected with him.
- (xvi) The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **RAJENDRA SHARMA & ASSO.**
Chartered Accountants.

CA RAJENDRA R. SHARMA
Partner : Mem. No. 044393
Firm Regi. No. : 0108390W
PAN No. : AAHFR9231M

SURAT : - 4th September, 2019

ANAND RAYONS LIMITED

BALANCE SHEET AS AT 31/03/2019.

(Amount in `)

P A R T I C U L A R S	NOTE NO.	31/03/2019	31/03/2018
I EQUITY AND LIABILITIES :-			
(1) SHAREHOLDERS' FUNDS :-			
(a) Share Capital	1	102967210	-
(b) Reserves and Surplus	2	35868985	-
(2) NON-CURRENT LIABILITIES :-			
(a) Long Term Borrowing	3	103362565	-
(3) CURRENT LIABILITIES :-			
(a) Short Term Borrowings	4	185866002	-
(b) Trade Payable	5	93471377	-
(c) Other Current Liabilities	6	8841887	-
(d) Short Term Provisions	7	10533528	-
TOTAL		540911554	-
II ASSETS :-			
(1) NON-CURRENT ASSETS :-			
(a) Fixed Assets :-			
(i) Tangible Assets	8	4254989	-
(b) Non-Current Investment	9	400000	-
(c) Deferred Tax Assets (Net)	10	18236	-
(d) Long Term Loans and Advances	11	16092433	-
(2) CURRENT ASSETS :-			
(a) Inventories	12	20556000	-
(b) Trade Receivables	13	487774867	-
(c) Cash and Cash Equivalents	14	2136751	-
(d) Short-Term Loans and Advances	15	689920	-
(e) Other Current Assets	16	8988359	-
TOTAL		540911554	-

Significant Accounting Policies
And Notes on Accounts

24 As per our report of even date.

For **RAJENDRA SHARMA & ASSO.**
Chartered Accountants.

For **ANAND RAYONS LIMITED**

CA RAJENDRA R. SHARMA
Partner : Mem. No. 044393
Firm Regi. No. : 0108390W
PAN No. : AAHFR9231M

Anand Gokul Bakshi
Chairman - 01942639

Shilpa Anand Bakshi
Director - 07986896

Rahul Makwana
CS

Chetan Desai
CFO

SURAT : - 4th September, 2019

SURAT : - 4th September, 2019

ANAND RAYONS LIMITED

PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED 31/03/2019.

		(Amount in `)		
	PARTICULARS	NOTE NO.	31/03/2019	31/03/2018
I.	REVENUE FROM OPERATIONS	17	2826255565	-
II.	OTHER INCOME	18	629464	-
III.	TOTAL REVENUE (I + II)... ..		2826885028	-
IV.	EXPENSES : -			
	(i) Cost of Materials Consumed	19	2692142020	-
	(ii) Employee Benefits Expense	20	12105673	-
	(iii) Finance Costs	21	32890561	-
	(iv) Depreciation and Amortization Expense	8	376834	-
	(v) Other Expenses	22	57570390	-
	TOTAL EXPENSES		2795085478	-
V.	PROFIT BEFORE EXCEPTIONAL AND EXTRAORDINARY ITEMS AND TAX (III - IV)		31799551	-
VI.	EXCEPTIONAL ITEMS		-	-
VII.	PROFIT BEFORE EXTRAORDINARY ITEMS AND TAX (V - VI)		31799551	-
VIII.	EXTRAORDINARY ITEMS		-	-
IX.	PROFIT BEFORE TAX (VII - VIII)		31799551	-
X.	TAX EXPENSE : -			
	(i) Current Tax		10463528	-
	(ii) Deferred Tax		(18236)	-
XI.	PROFIT/(LOSS) FOR THE PERIOD FROM CONTINUING OPERATIONS (IX - X)		21354259	-

ANAND RAYONS LIMITED

PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED 31/03/2019.

XII. EARNINGS PER EQUITY SHARE : -	23		
(i) Basic		2.07	-
(ii) Diluted		-	-

Significant Accounting Policies 24 As per our report of even date.
And Notes on Accounts

For **RAJENDRA SHARMA & ASSO.**
Chartered Accountants.

For **ANAND RAYONS LIMITED**

CA RAJENDRA R. SHARMA
Partner : Mem. No. 044393
Firm Regi. No. : 0108390W
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Chetan Desai
CFO

SURAT : - 4th September, 2019

SURAT : - 4th September, 2019

ANAND RAYONS LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31st March, 2019

PARTICULAR	Current Year (In `)	Previous Year (In `)
A. <u>CASH FLOWS FROM OPERATING ACTIVITIES</u> :-		
Net Profit before tax as per Statement of Profit and Loss	31799551	-
<u>Adjustments for</u> :-		
❖ Depreciation and Amortisation Expenses	376834	-
❖ Interest Income	(531964)	-
❖ Dividend Income	(97500)	-
❖ Interest Expenses	32010304	-
❖ (Gain) / Loss on Sale of Investment	-	-
❖ Net Prior Year's Adjustment	-	-
❖ Effect of Exchange Rate Change	-	-
❖ Loss / (Profit) on Sale / Discarded Assets (Net)	-	-
	63557225	-
Operating Profit before Working Capital Changes		
<u>Adjustments for</u> :-		
❖ (Increase) / Decrease in Trade & Other Receivables	(487774867)	-
❖ (Increase) / Decrease in Inventories	(20556000)	-
❖ (Increase) / Decrease in Loans and Advance	(18498278)	-
❖ Increase / (Decrease) in Deferred Tax Liabilities	-	-
❖ (Increase) / Decrease in Deferred Tax Assets	(18236)	-
❖ (Increase) / Decrease in Trade & Other Payables	112846792	-
	(350443364)	-
Cash Generated from Operations		
❖ Net Prior Year's Adjustment	-	-
❖ Income - Taxes Paid	(10445292)	-
	(A) (360888656)	-
B. <u>CASH FLOWS FROM INVESTING ACTIVITIES</u> :-		
❖ Purchase of Fixed Assets	(4631823)	-
❖ Sale of Fixed Assets	-	-
❖ Proceeds from Sale of Investment	-	-
❖ Purchase of Investment	(400000)	-
❖ Interest Income	531964	-
❖ Dividend Income	97500	-
❖ Increase / (Decrease) in Inter Corporate Deposit	-	-
❖ (Increase) / Decrease in Bank Deposit / Inter Corporate Advance	(7272433)	-

P A R T I C U L A R	Current Year (In `)	Previous Year (In `)
C. CASH FLOWS FROM FINANCING ACTIVITIES :-		
❖ Proceeds from Issue of Share Capital	102967210	-
❖ Reserve & Surplus	14514726	-
❖ Share Application Money	-	-
❖ Proceeds from Long - Term Borrowings	103362565	-
❖ Re-payment of Long - Term Borrowings	-	-
❖ Short Term Borrowings (Net)	185866002	-
❖ Interest Paid	(32010304)	-
❖ Dividend Paid	-	-
	<hr/>	<hr/>
Net Increase / (Decrease) in Cash and Cash Equivalents during the year (A + B + C)	2136751	-
Opening Balance of Cash and Cash Equivalents	-	-
	<hr/>	<hr/>
CASH AND CASH EQUIVALENTS AS AT THE END OF THE YEAR	2136751	-
	<hr/>	<hr/>
(A) CASH AND CASH EQUIVALENTS :-		
(i) Balances with banks	2131244	-
In deposit accounts with original maturity of < 3 months		
In other accounts	-	-
(ii) Cash on Hand	5507	-
T O T A L	2136751	-
	<hr/>	<hr/>
<i>Difference</i>	-	-

NOTE :-

1 Figures in the brackets represents Cash Outflows

For and on behalf of the Board of Directors of

For **RAJENDRA SHARMA & ASSO.**
Chartered Accountants.

For **ANAND RAYONS LIMITED**

CA RAJENDRA R. SHARMA
Partner : Mem. No. 044393
Firm Regi. No. : 0108390W
PAN No. : AAHFR9231M

Anand Gokul Bakshi
Chairman - 01942639

Rahul Makwana
CS

Shilpa Anand Bakshi
Director - 07986896

Chetan Desai
CFO

SURAT :- 4th September, 2019

SURAT :- 4th September, 2019

ANAND RAYONS LIMITED

NOTES FORMING PART OF THE BALANCE SHEET AS AT 31/03/2019.

(Amount in `)

	As on 31/03/2019	As on 31/03/2018
NOTE :- 1 SHARE CAPITAL		
Authorised Share Capital		
15000000 Equity Shares of ` 10.00 Each	150000000	-
	150000000	-
Issued, Subscribed and Paid Up Share Capital		
10296721 Equity Shares of ` 10.00 Each	102967210	-
	102967210	-

(A) SHARE CAPITAL :-

a) Statement of Changes in Equity :-

Particular	No. of Shares	Share Capital	Share Premium
<u>31st March, 2018</u>			
❖ As at 01/04/2017	-	-	-
❖ Issued	-	-	-
❖ Cancelled	-	-	-
❖ By Back	-	-	-
❖ As at 31/03/2018	-	-	-
<u>31st March, 2019</u>			
❖ As at 01/04/2018	-	-	-
❖ Issued	10296721	102967210.00	-
❖ Cancelled	-	-	-
❖ By Back	-	-	-
❖ As at 31/03/2019	10296721	102967210.00	-

ANAND RAYONS LIMITED

NOTES FORMING PART OF THE BALANCE SHEET AS AT 31/03/2019.

(Amount in `)

As on 31/03/2019	As on 31/03/2018
-----------------------------	-----------------------------

b) Details of Share Holders holding more than 5.00 % shares : -

(Amount in `)

Particular	As on 31/03/2019		As on 31/03/2018	
	No. of Shares	% age	No. of Shares	% age
❖ Anand Gokul Bakshi	3505920.00	34.05%	-	0.00%
❖ Gokul Yesvantrai Bakshi	3686195.00	35.80%	-	0.00%
❖ Vasuben Gokulbhai Bakshi	1913880.00	18.59%	-	0.00%
❖ Shilpa Anand Bakshi	1004860.00	9.76%	-	0.00%

Terms/right attached to equity shareholders : -

- i) The Company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share
- ii) In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. the distribution will be in proportion to the number of equity shares held by the shareholders.
- iii) The dividend proposed by the board of directors is subject to the approval of the shareholders in the ensuing annual general meeting, except in case of interim dividend

NOTE :- 2 RESERVES AND SURPLUS

Profit & Loss A/c	14514726		
Add :- Cr. Balance of Profit & Loss A/c.	21354259	35868985	-
		35868985	-

ANAND RAYONS LIMITED

NOTES FORMING PART OF THE BALANCE SHEET AS AT 31/03/2019.

(Amount in `)

As on 31/03/2019	As on 31/03/2018
---------------------	---------------------

a) Statement of Change in Reserve and Surplus : -

Particular	As on 01/04/2018	Addition	Deduction	Appropriation	Balance 31/03/2019
❖ Other Reserve	-	35868985	-	-	35868985

NOTE :- 3 LONG TERM BORROWING

Unsecured Loans and Advances from Related Parties :-

❖ From Directors	51029600	-
❖ From Directors' Relatives	52332965	-
	103362565	-

NOTE :- 4 SHORT TERM BORROWING

Loans repayable on Demand

Secured - From Bank

HDFC Bank Ltd.	166046660	-
State Bank of India	19819342	-
	185866002	-

Working capital facility of HDFC Bank is secured by primary security of stock in trade and book debts of the company and collateral security of commercial property being office unit of The Company 103 and 306 at Jay sagar complex ring road Surat, and other Collateral not owned by the Company as follows:-

- i. Office No. 305, Jay Sagar Complex, Ring Road, SURAT.
- ii. Shop No. 101 to 104, Nishchay Co. Op. Soc., Mahadev Nagar, Bilimora.
- iii. Office No. 201-B, Madhuli Complex, Ward No. 2, Sagrampura, SURAT.
- iv. Residential Property - Harkishan Baug CS No. 1423/A, Athwalines Surat.
- v. Residential Property - Plot No. 50/A-B Swami Gunatit Nagar Co. Op. Hsg. Soc. Vesu, Surat.

Working capital facility of State Bank of India is in nature of Dealer Finance Scheme against supplies from Relaince.

ANAND RAYONS LIMITED

NOTES FORMING PART OF THE BALANCE SHEET AS AT 31/03/2019.

(Amount in `)

	As on 31/03/2019	As on 31/03/2018
<u>NOTE :- 5 TRADE PAYABLE</u>		
Trade Payable	93471377	-
	93471377	-
<u>NOTE :- 6 OTHER CURRENT LIABILITIES</u>		
Other Payable	8841887	-
	8841887	-
<u>NOTE :- 7 SHORT TERM PROVISIONS</u>		
Current Year Tax	10463528	-
Others	70000	-
	10533528	-
<u>NOTE :- 9 NON CURRENT INVESTMENT</u> (Quoted / Unquoted)		
In Equity Instruments	400000	-
	400000	-
<u>NOTE :- 10 DEFERRED TAX ASSETS</u>		
Deferred Tax Assets	18236	-
	18236	-

ANAND RAYONS LIMITED

NOTES FORMING PART OF THE BALANCE SHEET AS AT 31/03/2019.

(Amount in `)

As on 31/03/2019	As on 31/03/2018
---------------------	---------------------

Pursuant to the Accounting Standard for "Taxes on Income (AS - 22), Deferred Tax Assets of Rs. 18236/- arisen during the year has been recognised and Credited to Profit & Loss Account.

Amount

The Break-up of Deferred Tax Assets is as follows : -

Deferred Tax Assets recognised for timing differences due to : -

❖	Excess of Book Depreciation over Tax Depreciation	18236
❖	Carried Forward Loss	-
		18236

Less : - Deferred Tax Liabilities recognised for timing differences due to : -

❖	Excess of Tax Depreciation over Book Depreciation	-
❖	Unabsorbed Dep. under the I. T. Act Adjustment during the year	-

NET DEFERRED TAX 18236

The Company has, based on its operational parameters and future earnings, recognised Deferred Tax Assets as above. The management is of the view that sufficient future taxable income will be available against which such Deferred Tax Assets can be realised.

PARTICULAR	Amount Rs.
❖ Depreciation as per Companies Act	376834
<u>Less : -</u> Depreciation as per Income Tax Act	306694
Excess of Book Depreciation over Tax Depreciation	70140

ANAND RAYONS LIMITED

NOTES FORMING PART OF THE BALANCE SHEET AS AT 31/03/2019.

(Amount in `)

As on 31/03/2019	As on 31/03/2018
---------------------	---------------------

NOTE :- 11 LONG TERM LOANS AND ADVANCES

(Unsecured considered Good)

Security Deposits	7800000	-
Fixed Deposits	7272433	-
Other Advances	1020000	-
	16092433	-

NOTE :- 12 INVENTORIES

❖ Stock-in-Trade	20556000	-
	20556000	-

(A) VALUATION OF STOCK :-

❖ Raw Materials	➤	At Cost
❖ Trading Goods	➤	At Cost

NOTE :- 13 TRADE RECEIVABLE

(Unsecured considered Good)

Others	487774867	-
	487774867	-

NOTE :- 14 CASH AND CASH EQUIVALENTS

Balance with Bank		
With Scheduled Bank		
In Current Account	2131244	-
Cash on Hand	5507	-
	2136751	-

ANAND RAYONS LIMITED

NOTES FORMING PART OF THE BALANCE SHEET AS AT 31/03/2019.

(Amount in `)

	As on 31/03/2019	As on 31/03/2018
<u>NOTE :- 15 SHORT TERM LOANS AND ADVANCES</u> <i>(Unsecured considered Good)</i>		
Others	689920	-
	689920	-
	689920	-

NOTE :- 16 OTHER CURRENT ASSETS

(Unsecured considered Good)

Others	8988359	-
	8988359	-
	8988359	-

ANAND RAYONS LIMITED

NOTES FORMING PART OF THE BALANCE SHEET AS AT 31/03/2019.

NOTE :- 8 FIXED ASSETS

(Amount in `)

PARTICULAR	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	Opening 01/04/2018	Addition	Deduction	As At 31/03/2019	Opening 01/04/2018	Addition	Deduction	As At 31/03/2019	As At 31/03/2019	As At 31/03/2018
<u>TANGIBLE ASSETS :-</u>										
Building	1468059	-	-	1468059	-	91018	-	91018	1377041	1468059
Furniture & Fixtures	94028	-	-	94028	-	4532	-	4532	89496	94028
Office Equipments	373188	-	-	373188	-	39810	-	39810	333378	373188
Computer	61520	-	-	61520	-	7872	-	7872	53648	61520
Vehicles	2635028	-	-	2635028	-	233602	-	233602	2401426	2635028
TOTAL	4631823	-	-	4631823	-	376834	-	376834	4254989	4631823

ANAND RAYONS LIMITED

NOTES FORMING PART OF THE PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED ON 31/03/2019

(Amount in `)

	As on 31/03/2019	As on 31/03/2018
<u>NOTE :- 17 REVENUE FROM OPERATIONS</u>		
Sale of Traded Goods	2781671097	-
Recycled FDY Wooden Unit	221327	-
Interest / Debit Note	28013175	-
Commission	24518766	-
	2834424365	-
<u>Less :-</u> Credit Note / Sales Return	8168800	-
	2826255565	-
<u>NOTE :- 18 OTHER INCOME</u>		
Interest Income	531964	-
Dividend Income	97500	-
	629464	-
<u>NOTE :- 19 COST OF MATERIAL CONSUMED</u>		
Opening Stock	23674452	-
<u>Add :-</u> Purchases	2689023568	-
<u>Less :-</u> Closing Stock	20556000	-
	2692142020	-
<u>NOTE :- 20 EMPLOYEE BENEFIT EXPENSES</u>		
Salaries, Wages, Dearness Allowance and Bonus	10909842	-
Contribution to Provident and Other Funds	3705	-
Workmen and Staff Welfare Expenses	1192126	-
	12105673	-

ANAND RAYONS LIMITED

NOTES FORMING PART OF THE PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED ON 31/03/2019

(Amount in `)

	As on 31/03/2019	As on 31/03/2018
NOTE :- 21 FINANCE COSTS		
Interest to Partner's Capital	3683995	-
Interest for Working Capital Facilities	21363188	-
Other Borrowing Costs	6936559	-
Late Payment Interest	26562	-
Bank Charges	880256	-
	32890561	-

NOTE :- 22 OTHER EXPENSES

A) Administrative, Selling and Other Expenses :-

Rent	1260000	-
Rates and Taxes	3027570	-
Legal & Professional Fees	1984450	-
Conveyance	375833	-
Packing Expenses	38280	-
Tour and Travelling	15968	-
Printing & Stationery	296389	-
Postage & Courier	8129	-
Telephone & Communication	144249	-
Membership & Subscription	140500	-
Office Power & Fuel	82180	-
Office Overheads	100035	-
Office Insurance	134590	-
Job Work Charges	16711582	-
Freight, Forwarding & Clearing	15647419	-
Repairs & Maintenance	835189	-
Commission & Brokerage	14205647	-
Advertisement & Publicity	23133	-
Website Development Charges	46185	-
Auditor's Remuneration	120000	-
Partner/Directors Remuneration	2338602	-
Donation	33000	-
Miscellaneous	1460	-
	57570390	-

ANAND RAYONS LIMITED

NOTES FORMING PART OF THE PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED ON 31/03/2019

	(Amount in `)	
	As on 31/03/2019	As on 31/03/2018

PAYMENT TO AUDITOR : -

	(Amount in `)	
	Current Year	Previous Year
❖ Statutory Audit Fees	40000	-
❖ Tax Audit Fees	30000	-
	70000	-

NOTE : - 23 EARNING PER SHARE

PARTICULAR	31/03/2019	31/03/2018
Profit for the year	21354259	-
Weighted Average number of shares for basic earning per share	10296721	-
Basic earnings per share	2.07	-
Weighted Average number of shares for diluted earning per share	10296721	-
Diluted earning per share	2.07	-

ANAND RAYONS LIMITED

NOTES FORMING PART OF NOTES TO ACCOUNTS FOR THE YEAR ENDED ON 31/03/2019.

NOTES :- 24 SIGNIFICANT ACCOUNTING POLICIES & NOTES TO ACCOUNTS

(1) SIGNIFICANT ACCOUNTING POLICIES :-

(i) METHOD OF ACCOUNTING :-

- a. Erstwhile partnership firm "Anand Enterprise" is converted into "Anand Rayons Limited" vide Registration certificate Dated : 20/09/2018, issued by ROC. Financials of Anand Enterprise are merged with the Financials of the Company and consolidated statement of accounts are made for the Financial Year 2018-19.

b. Basis of preparation of financial statements

These financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on the accrual basis. GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 ('Act') read with Rule 7 of the Companies (Accounts) Rules, 2014. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

b) Use of estimates

The preparation of the financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to contingent liabilities as at the date of the financial statements and reported amounts of income and expenses during the period. Examples of such estimates include future obligations under employee retirement benefit plans, income taxes, scrap value of fixed assets and useful lives of fixed tangible assets and intangible assets.

Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as the management becomes aware of changes in circumstances surrounding the estimates. Change in estimates are reflected in the financial statements in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

ANAND RAYONS LIMITED

NOTES FORMING PART OF NOTES TO ACCOUNTS FOR THE YEAR ENDED ON 31/03/2019.

c) **Inventories**

Inventories comprise Stock in trade and packing materials. These are valued at lower of cost and net realizable value after providing for obsolescence and other losses, where considered necessary. Cost is determined as follows : -

❖ Stock in Trade	➤	At cost
❖ Packing Materials and Consumables	➤	At cost

d) **Revenue Recognition**

Revenue is primarily derived from sale of pharmaceutical products. Revenue from sales is recognized on transfer of significant risks and rewards to the buyer as per the terms of arrangement with the buyer. When there is uncertainty as to measurement or ultimate collectability, revenue recognition is postponed until such uncertainty is resolved. The company presents net of indirect taxes in its statement of profit and loss.

Profit on sale of investments is recorded on transfer of title from the Company and is determined as the difference between the sale price and carrying value of the investment. Interest is recognized using the time proportion method, based on rates implicit in the transaction. Dividend income is recognized when the company's right to receive dividend is established.

e) **Provisions and Contingent Liabilities**

A provision is recognized if, as a result of a past event, the Company has a present legal obligation that is reasonably estimable and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by the best estimate of the outflow of economic benefits required to settle the obligation at the reporting date. Where no reliable estimate can be made, a disclosure is made as contingent Liability. A disclosure for a contingent Liability is also made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

f) **Tangible assets and capital work-in-progress**

Tangible assets are stated at cost, less accumulated depreciation and impairment, if any. Direct costs are capitalized until such assets if any, are ready for use. Capital work-in-progress if any, comprises direct cost, related incidental expenses and attributable interest, if any.

ANAND RAYONS LIMITED

NOTES FORMING PART OF NOTES TO ACCOUNTS FOR THE YEAR ENDED ON 31/03/2019.

g) **Intangible assets**

Intangible assets if any, are recorded at the consideration paid for acquisition of such assets and are carried at cost less accumulated amortization and impairment. Research costs are expensed as incurred. Product development costs are expensed as incurred unless technical and commercial feasibility of the project is demonstrated, future economic benefits are probable, and the Company has an intention and ability to complete and use or sell the product and the costs can be measured reliably.

h) **Depreciation and Amortization**

Depreciation on tangible assets is provided on the straight-line method over the useful lives of assets as prescribed under Part - C of Schedule II of the Companies Act, 2013. Depreciation for assets purchased / sold during a period is proportionately charged.

Intangible assets if any, are amortized over their respective individual useful lives as prescribed under Part - C of Schedule II of the Companies Act, 2013 on straight-line basis, commencing from the date the asset is available to the Company for its use.

Depreciation and Amortization methods, useful lives and residual values are reviewed periodically at each financial year end.

i) **Impairment**

The management periodically assesses using, external and internal sources, whether there is an indication that an asset may be impaired. An impairment loss is recognized wherever the carrying value of an asset exceeds its recoverable amount. The recoverable amount is higher of the assets not selling price and value in use, which means the present value of future cash flows expected to arise from the continuing use of the asset and its eventual disposal. An impairment loss for an asset is reversed if, and only if, the reversal can be related objectively to an event occurring after the impairment loss was recognized. The carrying amount of an asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

ANAND RAYONS LIMITED

NOTES FORMING PART OF NOTES TO ACCOUNTS FOR THE YEAR ENDED ON 31/03/2019.

j) **Foreign Currency Transaction**

Foreign currency denominated monetary assets and liabilities if any, are translated at exchange rate in effect at the Balance Sheet date. The gains or losses resulting from such translations are included in the Statement of Profit and Loss. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at fair value are translated at the exchange rate prevalent at the date when the fair value was determined. Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of transaction. Revenue, expense and cash-flow items denominated in foreign currencies are translated using the exchange rate in effect on the date of the transaction. Transaction gains or losses realized upon settlement of foreign currency transactions are included in determining net profit for the period in which the transaction is settled.

k) **Research and development expenditure**

Revenue expenditure pertaining to research if any, is charged to Statement of Profit and Loss. Development costs of products are also charged to the statement of Profit and Loss / Reserve for Business restructure unless a product's technological feasibility and commercial viability has been established, in which case such expenditure is capitalized. The amount capitalized comprises expenditure that can be directly attributed, or allocated on a reasonable and consistent basis, to creating, producing and making the asset ready for its intended use. Fixed assets utilized for research and development are capitalized and depreciated in accordance with the policies stated for tangible fixed assets and intangible fixed assets.

l) **Income Taxes**

Erstwhile partnership firm "Anand Enterprise" is converted into "Anand Rayons Limited" vide Registration certificate Dated : 20/09/2018 Issued by ROC. Financials of Anand Enterprise are merged with the Financials of the Company and consolidated statement of accounts are made for the Financial Year 2018-19. Seprate income tax returns are filled in respect of profit attributable to the turnover of Anand Enterprise and in respect of profit attributable to the turnover of Anand Rayons Limited. Consolidated Tax effect of the erstwhile firm and The Company are shown in this financial statement.

ANAND RAYONS LIMITED

NOTES FORMING PART OF NOTES TO ACCOUNTS FOR THE YEAR ENDED ON 31/03/2019.

Income taxes are accrued in the same period that the related revenue and expenses arise. A provision is made for income tax, based on the tax liability computed, after considering tax allowances and exemptions. Provisions are recorded when it is estimated that a liability due to disallowances or other matters is probable. Minimum alternate Tax (MAT) paid in accordance with the tax laws, which gives rise to future economic benefits in the form of tax credit against future income tax liability, is recognized as an asset in the Balance Sheet if there is convincing evidence that the company will pay normal tax in future and the resultant asset can be measured reliably. The company offsets, on a year basis, the current tax assets and liabilities, where it has a legally enforceable right and where it intends to settle such assets and liabilities on a net basis.

The differences that result between the profit considered for income taxes and the profit as per the financial statements are identified, and thereafter a deferred tax asset or deferred tax liability is recorded for timing differences, namely the differences that originate in one accounting period and reverse in another, based on the tax effect of the aggregate amount of timing difference. The tax effect is calculated on the accumulated timing difference at the end of an accounting period based on enacted or substantively enacted regulations. Deferred tax assets in situation where unabsorbed depreciation and carry forward business loss exists, are recognized only if there is a virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which such deferred tax asset can be realized. Deferred tax asset, other than in situation of unabsorbed depreciation and carry forward business loss, are recognized only if there is reasonable certainty that they will be realized. Deferred tax assets are reviewed for the appropriateness of their respective carrying values at each reporting date. Deferred tax assets and deferred tax liabilities have been offset wherever the company has legally enforceable right to set off current tax assets against current tax liabilities and where the deferred tax assets and deferred tax liabilities relate to income taxes levied by same taxation authority. The income tax provision for the interim period is made based on the best estimate of annual average tax rate expected to be applicable for full financial year.

The Company has made provision for Taxation of Rs. 10463528/= (Rupees one crore four lac sixty three thousand five hundred twenty eight only).

ANAND RAYONS LIMITED

NOTES FORMING PART OF NOTES TO ACCOUNTS FOR THE YEAR ENDED ON 31/03/2019.

m) **Earnings per share**

Basic earnings per share is computed by dividing the net profit after tax by the weighted average number of equity share outstanding during the period. Diluted earnings per share is computed by dividing the profit after tax by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The diluted potential equity shares are adjusted for proceeds receivable had the shares been actually issued at fair value which is the average market value of the outstanding shares. Dilutive potential equity shares are deemed converted as of beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented. The number of shares and potentially dilutive equity shares are adjusted retrospectively for all periods presented for any share splits and bonus shares issues including for changes effected prior period for approval of financial statements by the Board of Directors.

n) **Investments**

Trade investments are the investments made to enhance the company's business interests. Investments are either classified as current or long term based on management's intention. Current investments are carried at the lower of cost and fair value of each investment individually. Cost for overseas investments comprises the Indian Rupee value of the consideration paid for the investment translated at the exchange rate prevalent at the date of investment. Long term investments are carried at the cost less provisions recorded to recognize any decline, other than temporary, in the carrying value of each investment.

o) **Cash & Cash Equivalents**

Cash and cash equivalents comprise cash and cash on deposit with banks and corporations. The company considers all highly liquid investments with a remaining maturity at the date of purchase of three months or less and that are readily convertible to known amounts of cash to be cash equivalents.

p) **Cash Flow Statement**

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipt or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the company are segregated based on the available information.

ANAND RAYONS LIMITED

NOTES FORMING PART OF NOTES TO ACCOUNTS FOR THE YEAR ENDED ON 31/03/2019.

(2) Related Party Disclosure

List of related parties

- a)** Key Management Personnels (KMPs)
- i. Anand Gokul Bakshi
 - ii. Shilpa Anand Bakshi
 - iii. Jayantbhai Mojibhai Mankad
 - iv. Hema Mishra
 - v. Nileshkumar Mangaldas Bodiwala
- b)** Other Relatives
- i. Jigisha Chorawala
 - ii. Neela Amrish Gandhi
 - iii. Vasuben G. Bakshi
 - iv. Anand Gokul Bakshi HUF
 - v. Gokul Bakshi HUF
- c)** Group Concern
- i. Anand Cotex Ltd.
 - ii. Dhruv Trading

The Following transactions were carried out with related parties

- i Remuneration and Interest paid to KMPs.

Name	Remuneration Paid	Interest Paid
Gokul Y. Bakshi	106935.00	1021003.00
Anand Gokul Bakshi	1281667.00	971022.00
Shilpa Anand Bakshi	950000.00	547192.00
Hema Mishra	0.00	96920.00

Loan Received from Hema Mishra Rs. 42500000.00

ANAND RAYONS LIMITED

NOTES FORMING PART OF NOTES TO ACCOUNTS FOR THE YEAR ENDED ON 31/03/2019.

The Following transactions were carried out with other related parties

i Remuneration and Interest paid to KMPs.

Name	Interest Paid
Jigisha Chorawala	290.00
Neela Amrish Gandhi	5658.00
Vasuben G. Bakshi	1041910.00
Anand Gokul Bakshi HUF	2257027.00
Gokul Bakshi HUF	2590018.00

Loan Received from Anand Gokul Bakshi (HUF) Rs. 22074232.00

Loan Received from Gokul Bakshi (HUF) Rs. 25104438.00

The Following transactions were carried out with Associate Concerns

Name	Nature of Transaction	Amount Rs.
Dhruv Trading	Unsecured Loan Received	7434525.00
	Interest Paid	871362.00

ANAND RAYONS LIMITED

NOTES FORMING PART OF NOTES TO ACCOUNTS FOR THE YEAR ENDED ON 31/03/2019.

(2) **NOTES ON ACCOUNTS** :-

- 1 This being the first year of the Company previous year figures have not been given.
- 2 Balances of debtors and creditors are subject to confirmation.
- 3 Amounts in the Balance Sheet and Profit & Loss Account are rounded off to the nearest rupees.

Signature to Notes 1 to 24.

For **RAJENDRA SHARMA & ASSO.**
Chartered Accountants.

CA RAJENDRA R. SHARMA
Partner : Mem. No. 044393
Firm Regi. No. : 0108390W
PAN No. : AAHFR9231M

SURAT : - 4th September, 2019

For **ANAND RAYONS LIMITED**

Anand Gokul Bakshi
Chairman - 01942639

Shilpa Anand Bakshi
Director - 07986896

SURAT : - 4th September, 2019



ANAND RAYONS LIMITED

CIN: U51909GJ2018PLC104200

Regd. Office: 305-306, Jay Sagar Complex, Opp Sub jail,
Khatodara, Durat-395002

Tel No : +91-0261-2635521

Email: anandrayonsltd@gmail.com, Website:www.anandrayons.com

ATTENDANCE SLIP FOR ATTENDING ANNUAL GENERAL MEETING

Regd. Folio No./DP Id No.*/Client Id No.*	
No. of Shares held	
Name and Address of the First Shareholder (IN BLOCK LETTERS)	
Name of the Joint holder (if any)	

*Applicable for investor holding shares in electronic form.

I/we hereby record my/our presence at the 1st Annual General Meeting of the Members of Anand Rayons Limited to be held on Monday, September 30, 2019 at 05.00 p.m. at the 305-306, Jay Sagar Complex, Opp Sub jail, Khatodara, Surat-395002

Member's/Proxy's Name in Block Letters	Member's/Proxy's Signature

Notes:

- A Member/Proxy holder wishing to attend the meeting must bring the Attendance Slip to the Meeting and handover at the entrance duly signed.
- Only shareholders of the Company and/or their Proxy will be allowed to attend the Meeting.



ANAND RAYONS LIMITED
 CIN: U51909GJ2018PLC104200
 Regd. Office: 305-306, Jay Sagar Complex, Opp Sub jail,
 Khatodara, Surat-395002
 Tel No : +91-0261-2635521
 Email: anandrayonsltd@gmail.com, Website:www.anandrayons.com

Form No. MGT-11
PROXY FORM

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

Name of the member(s)	
Registered Address	
E-mail Id	
Folio No/Client Id	

I/We, being the member (s) of.....shares of the above named company, hereby appoint

• Name:	
Address:	
E-mail Id:	Signature: _____, or failing him
• Name:	
Address:	
E-mail Id:	Signature: _____, or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 1st Annual General Meeting of the Members of Anand Rayons Limited to be held on Monday, September 30, 2019 at 05.00 p.m. at the 305-306, Jay Sagar Complex, Opp Sub jail, Khatodara, Durat-395002 any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Ordinary Resolution	For	Against
1.	To receive, consider and adopt: a) The Audited Financial Statements of the Company for the financial year ended March 31, 2019, together with the Reports of the Board and Auditors thereon; and b) The Audited Financial Statements of the Company for the financial year ended March 31, 2019, together with the Reports of the Auditors thereon;		
2.	To appoint a Director in place of Mrs. Shilpa Bakshi (DIN: 07986896), who retires by rotation and being eligible, offers herself for re-appointment.		
3.	Regularization of Appointment of Mr. Nileshkumar Bodiwala (DIN: 08465357) as an Independent Non Executive Director.		

Signed this.....day of.....2019

Signature of Share Holder

Note:

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

SHAREHOLDERS ARE REQUESTED TO SUBMIT THIS FORM TO THE DEPOSITORY PARTICIPANT

To, (Name of the Depository Participant)

Updation of Shareholder Information

I / We request you to record the following information against my/our Folio No./DP ID/Client ID :

General Information:

Folio No. /DP ID /Client ID :	
Name of the first named Shareholder:	
PAN: *	
CIN / Registration No.: * (applicable to Corporate Shareholders)	
Tel No. with STD Code:	
Mobile No.:	
Email Id:	

*Self attested copy of the document(s) enclosed

Bank Details:

IFSC: (11 digit)	
MICR: (9 digit)	
Bank A/c Type:	
Bank A/c No.: *	
Name of the Bank:	
Bank Branch Address:	

* A blank cancelled cheque is enclosed to enable verification of bank details.

I /We hereby declare that the particulars given above are correct and complete. If the transaction is delayed because of incomplete or incorrect information, I /we would not hold the Company /RTA responsible. I/ We undertake to inform any subsequent changes in the above particulars as and when the changes take place. I /We understand that the above details shall be maintained till I /we hold the securities under the above mentioned Folio No. /beneficiary account.

Place:

Date:

Signature of Sole Holder/ First Holder