

39TH ANNUAL REPORT

2018-2019

Magnum Ventures Limited

(CIN: L21093DL1980PLC010492)



SAHIBABAD, GHAZIABAD (U.P.)

MAGNUM VENTURES LIMITED
(CIN: L21093DL1980PLC010492)

39TH ANNUAL REPORT – 2019

BOARD OF DIRECTORS

Pradeep Kumar Jain	<i>Managing Director</i>
Abhey Jain	<i>Whole-time Director</i>
Parmod Kumar Jain	<i>Director</i>
Parveen Kumar Jain	<i>Director</i>
Subash Chand Oswal	<i>Independent Director</i>
Rakesh Garg	<i>Independent Director</i>
Krishan Gopal Sharma	<i>Independent Director</i>
Jyoti	<i>Independent Director</i>
Shiv Pravesh Chaturvedi	<i>Director</i>

<p><u>Company Secretary and Compliance Officer</u> Mr. Mohit Kumar Goel Mob: 7042593791 Email id: cs_mvl@outlook.com</p>	<p><u>Chief Financial Officer</u> Mr. Parv Jain Mob. 9810149696 Ph. No. 0120-4551138 Email id: parv@cissahibabad.in</p>
<p><u>Internal Auditor</u> Mr. Sushil Kumar Verma Mob: 9810276110 Email id: magnumventures@gmail.com</p>	<p><u>Registered Office</u> Off No. 205, 2nd Floor, Building No. 4326 Street No. 3, Ansari Road, Darya Ganj, Delhi-110002 Ph. No. 011-23264503/ 23261179</p>
<p><u>Statutory Auditors</u> M/s. Aggarwal & Rampal Chartered Accountants 2nd Floor, 19, Local Shopping Complex, Madangir, New Delhi-110062 Ph. No. 011-40512886/87/88 Email id: Aditya@aggarwalrampal.com</p>	<p><u>Corporate Office</u> 18/31, Site IV, Industrial Area, Sahibabad, Ghaziabad, Uttar Pradesh-201010</p>
<p><u>Cost Auditors</u> M/s V.K. Dube & Co. Cost Accountants, T II/206, Gulmohar Enclave, Nehru Nagar-II Ghaziabad, U.P.</p>	<p><u>Works</u> 18/41, Site-IV, Industrial Area, Sahibabad, Ghaziabad, Uttar Pradesh - 201010</p>
<p><u>Secretarial Auditors</u> M/s. Munish K. Sharma & Associates Company Secretaries AAF-14, Shipra Krishna Azure, Near Wave Cinema, Kaushambi, Ghaziabad, UP-201012 Ph. No. 0120-4165725 Email id: munish_171@yahoo.com</p>	<p>64/6, Site-IV, Industrial Area, Sahibabad, Ghaziabad, Uttar Pradesh-201010</p>
<p><u>Contact Details</u> Phone No. : 91-0120-4199200 (100 lines) Fax : 91-0120-4199234 E-Mail : magnumventures@gmail.com Website : www.magnumventures.in</p>	<p><u>Bankers</u> Vijaya Bank</p>
	<p>Alchemist Assets Reconstruction Company Limited (AARC)</p>
	<p><u>Registrar and Transfer Agent</u> MAS Services Limited T-34, IInd Floor, Okhla Industrial Area, Phase-II, New Delhi 110 020 Tel: +011-2638 7281/82/83 Fax: +011-2638 7384 Website: www.masserv.com E-Mail: info@masserv.com Contact Person: Mr. Shrawan Mangla</p>

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NOTICE

Notice is hereby given that the **39th Annual General Meeting ('AGM')** of the Members of the Company will be held on **Monday, 9th September, 2019 at 11:00 A.M.** at **Galib Institute, AIWAN-E GALIB MARG, New Delhi -110002** to transact the following businesses:

Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2019 together with the Reports of the Auditors and Directors thereon.
2. To appoint a Director in place of Mr. Abhey Jain (DIN: 01876385) Whole-time Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Mr. Praveen Kumar Jain (DIN: 00423833) Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.

Special Business:

4. 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 149, 152 & 160 of the Companies Act, 2013 (including any amendments thereto or re-enactment thereof) (the “Act”) read with Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014 and subject to Articles of Association of the Company, Ms. Jyoti (DIN: 08296989), who was appointed as an Non-Executive Independent Additional Director on the Board of the Company w.e.f. 14/02/2019 to hold office till the date of Annual General Meeting, be and is hereby appointed as Non Executive Independent Director of the Company to hold office for a term of five consecutive years with effect from 14th February, 2019.”

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 Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration of Rs. 1,00,000/- (Rupees One Lac Only), inclusive of all expenses, of M/s V.K. Dube & Co. (FRN: 000343) for auditing the Company’s cost accounting records for the Financial Year 2019-20, as recommended by the Audit Committee and approved by the Board of Directors be and is hereby ratified.”

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

“RESOLVED THAT pursuant to the provisions of Section 149, 152 and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act, Mr. Subash Chand Oswal (DIN: 00088516) be and is hereby re-appointed as an

Independent Non Executive Director of the Company, not liable to retire by rotation, to hold the office for a second term of 5 (Five) consecutive years with effect from 10th September, 2019 to 09th September, 2024.”

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

“RESOLVED THAT pursuant to the provisions of Section 149 and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act, Mr. Rakesh Garg (DIN: 02683693) be and is hereby re-appointed as Independent Non Executive Director of the Company, not liable to retire by rotation, to hold the office for a second term of 5 (Five) consecutive years with effect from 10th September, 2019 to 09th September, 2024.”

For and on Behalf of the Board
MAGNUM VENTURES LIMITED

Date : 12th August, 2019
Place : Delhi

Sd/-
PRADEEP KUMAR JAIN
Managing Director
DIN: 00024879

Address: 113/3-4, Ansari Road,
Darya Ganj, Delhi-110002

Note:

1. A Member entitled to attend and vote at the 39th 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. 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 FORTY-EIGHT HOURS before the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

2. Members/ Proxies should bring duly filled attendance slips attached herewith for attending the meeting.

3. Corporate members intending to send their authorized representative(s) to attend the meeting are requested to send to the registered office of the Company, a certified copy of the board resolution authorizing their representative to attend and vote on their behalf at the meeting.

4. The Statement pursuant to Section 102(1) of the Companies Act, 2013 in respect of the special business set out under the notice is annexed hereto.

5. The Register of Members and Transfer Books of the Company will remain closed from Tuesday, September 03rd, 2019 to Monday, September 9th, 2019, both days inclusive, for the purpose of 39th Annual General Meeting.

6. Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact to RTA of the Company for assistance in this regard.

7. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules issued thereunder, Companies can serve Annual Reports and other communications through electronic mode to those shareholders who have registered their email address either with the Company or with the Depository.

It is a welcome move for the society at large, as this will reduce paper consumption to a great extent and allow shareholders to contribute towards a greener environment. This is a golden opportunity for every shareholder of Magnum Ventures Limited to contribute to the cause of Green Initiative.

8. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.

9. Members seeking any information with regard to the Accounts are requested to write at least 7 (Seven) days before the date of meeting so that it may be convenient to get the information ready at the meeting.

10. Route map of the venue of the meeting is attached herewith.

11. Electronic copy of the Notice of the 39th Annual General Meeting of the Company *inter-alia* indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/ RTA/ Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the 39th Annual General Meeting of the Company *inter-alia* indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.

12. The procedure and instructions for e-voting as given in the Notice of the 39th Annual General Meeting are again reproduced hereunder for easy reference:

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2: Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 are mentioned below:

How to Log-into NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders’ section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Enter User ID as given overleaf
5. Your password details are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - ii. If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
 8. Now, you will have to click on "Login" button.
 9. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 are given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.

2. After click on Active Voting Cycles, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
3. Select “EVEN” of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
6. Upon confirmation, the message “Vote cast successfully” will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for Shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to ksitaramans@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in

- A. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- B. Voting rights will be reckoned on the paid-up value of shares registered in the name of the Members on 2nd September, 2019 (cut-off date). Only those Members whose names are recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.

- C. Those who become Members of the Company after dispatch of the Notice but on or before 2nd September, 2019 (cut-off date) may write to NSDL at evoting@nsdl.co.in or to the Company requesting for user ID and password. On receipt of user ID and password, the steps stated above under 'Step 2: How to cast your vote electronically on NSDL e-Voting system' should be followed for casting of vote.
 - D. Krishnan Sitaraman, Practicing Company Secretary (Membership No. F2087) has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
 - E. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
 - F. The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than two days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
 - G. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.magnumventures.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall, simultaneously, be forwarded to NSE & BSE which shall place the results on their website.
12. Members may also note that the Notice of the 39th Annual General Meeting and the Annual Report for Financial Year ended 31st March, 2019 shall also be available on the Company's website www.magnumventures.com for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office at New Delhi for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost.

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

Item No. 4

On the recommendation of the Nomination and Remuneration Committee, the Board of Directors, appointed Ms. Jyoti (DIN: 08296989) as an Independent Non-Executive Additional Director in accordance with Section 161 of the Companies Act, 2013 and she holds office upto the date of forthcoming Annual General Meeting.

In terms of the provisions of Rule No. 8 & 14 the Companies (Appointment and Qualifications of Directors) Rules 2014, the consent for appointment as director of the Company in form DIR-2 and declaration that she is not disqualified to be appointed as director in form DIR-8 and also that post appointment her number of directorships will be within the maximum number allowed under the Act has been received from her.

The Company has also received declaration from Ms. Jyoti that she meet the criteria of independence as prescribed both under Section 149 of the Act and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Member are requested to note that the all the relevant documents and statements are available for inspection up to the date of Annual General Meeting at the registered office of the Company during the working Hours.

Your approval is required for appointment of Ms. Jyoti as Independent Non Executive Director by way of Ordinary Resolution.

Except Ms. Jyoti, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution except and to the extent that they are members of the Company.

Item No. 5

On the recommendation of the Audit Committee, the Board of Directors at their Meeting held on 12th August, 2019 approved the appointment of M/s V.K. Dube & Co., Cost Accountants (FRN: 000343) as Cost Auditors of the Company to audit the cost records at a remuneration of Rs. 1,00,000/- (Rupees One Lac Only).

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as amended, the remuneration payable to the Cost Auditors is required to be ratified by the members of the Company. Accordingly, consent of the members is sought for passing an ordinary resolution as set out at Item No. 5 of the Notice of the AGM for ratification of remuneration payable to the Cost Auditors for the financial year ending March 31, 2020.

Your approval is required for the ratification of remuneration to be paid to the Cost Auditor by way of Ordinary Resolution.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution except and to the extent that they are member of the Company.

Item No. 6

On the recommendation of Nomination and Remuneration Committee, Board of Directors in its meeting held on 12th day of August, 2019 recommends to re-appoint Mr. Subash Chand Oswal (DIN: 00088516) as an Independent Director of the Company, as per the applicable provisions of the Companies Act, 2013 to the shareholders.

Pursuant to Section 149 of the Companies Act, 2013 and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is proposed to re-appoint Mr. Subash Chand Oswal as Independent Director of the Company to hold the office for a term of 5 (Five) consecutive years with effect from 10th September, 2019.

Mr. Subash Chand Oswal is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director.

The Company has also received declaration from Mr. Subash Chand Oswal that he meet with the criteria of independence as prescribed both under Section 149 of the Act and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In the opinion of the Board, Mr. Subash Chand Oswal fulfils the conditions specified in the Act and the rules made there under and he is independent of the management.

Your approval is required for re-appointment of Mr. Subash Chand Oswal as Independent Director by way of Special Resolution.

Except Mr. Subash Chand Oswal, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution except and to the extent that they are members of the Company.

Item No. 7

On the recommendation of Nomination and Remuneration Committee, Board of Directors in its meeting held on 12th day of August, 2019 recommends to re-appoint Mr. Rakesh Garg (DIN: 02683693) as an Independent Director of the Company, as per the applicable provisions of the Companies Act, 2013 to the shareholders.

Pursuant to Section 149 of the Companies Act, 2013 and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is proposed to re-appoint Mr. Rakesh Garg as Independent Director of the Company to hold the office for a term of 5 (Five) consecutive years with effect from 10th September, 2019.

Mr. Rakesh Garg is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director.

The Company has also received declaration from Mr. Rakesh Garg that he meet with the criteria of independence as prescribed both under Section 149 of the Act and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In the opinion of the Board, Mr. Rakesh Garg fulfils the conditions specified in the Act and the rules made there under and he is independent of the management.

Your approval is required for re-appointment of Mr. Rakesh Garg as Independent Director by way of Special Resolution.

Except Mr. Rakesh Garg, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution except and to the extent that they are members of the Company.

DIRECTORS' REPORT

Dear Members,

Your Directors have pleasure in presenting the 39th Annual Report on business and operations along with Audited Annual Accounts for the Financial Year ended 31st March, 2019. The financial highlights for the year under review are given below:

FINANCIAL HIGHLIGHTS

(Amount Rs. in Lakh)

Particulars	Financial Year ended 31st March, 2019	Financial Year ended 31st March, 2018
Total Income	27,866.15	25,734.68
Total Expenditure	27,578.06	25,593.02
Profit /(Loss) Before Tax	288.09	141.66
Effect of Extra Ordinary Item	3.40	(46.95)
Provision for tax	0.00	0.00
Current Tax	56.08	18.05
Deferred Tax	241.86	0.00
Profit/(Loss) After Tax	(6.45)	76.66
Paid-up Share Capital		
Equity Shares	3,760.19	3,760.19
Preference Shares	2,500.00	2,500.00
Earnings Per Share	(0.02)	0.20

REVIEW OF OPERATIONS AND STATE OF COMPANY'S AFFAIR

Year in Retrospect

During the year under review, total income of the Company was Rs. 27866.15 Lakh as against Rs. 25,734.68 Lakh in the previous year reflecting Y-O-Y Profit of 8.28%. During the current reporting period, the Company's Profit before tax was Rs. 291.50 Lakh as against Rs. 94.70 Lakh in previous year. But due to huge tax liability in the FY 2018-19 the Company has incurred a loss of Rs. 6.45 Lakh as compared to Profit of Rs. 76.66 Lakh in the previous year.

Segments

Paper Division

We are pleased to inform to our stakeholders that, at present, the Company is manufacturing the following Products:

- a. Paper Board
- b. Newsprints

Benefits of Manufacturing Paper Board

1. Due to ban on plastic bags, there is increase in demand of paperboards as it is commonly used for packaging purpose.
2. Paperboard can be easily cut and formed, is lightweight, and because it is strong, is used in packaging.
3. It is also used for high quality graphic printing, such as book and magazine covers or postcards.
4. Almost manufacturing are based on orders/ demands, hence, the risk of spoilage are less.
5. Less expenditure on stock/ inventory management.

Benefits of Manufacturing Newsprints

1. Demand for Newsprints paper is increased, that gives an opportunity to increase sale & profitability.

The Detail of Paper Board & Newsprints manufacture and sale during the Fiscal year 2018-19 and 2017-18 are as under:

Particular	2018-19	2017-18
Production	64,426 (In MT)	65,897 (In MT)
Sale	6,07,77,058 (In Kgs)	6,57,48,372 (In Kgs)

Hotel Division

The Company owns a hotel unit in the name of Country Inn & Suites by Radisson, Sahibabad. It is the first eco-friendly vegetarian concept based five-star hotel in Delhi NCR, the second largest in the world under the brand of Country Inn & Suites.

The Hotel Division started its operation w. e. f. 15-02-2009 under the Brand "Country Inn & Suites by Carlson" and has changed its name to "Country Inn & Suites by Radisson" with effect from 17th January 2018. The brand owner Country Rezidor Hotel Group has globally changed name of the hotels to Country Inn & Suites by Radisson. The change in name is done as a strategy to allow the brand and the individual hotels to leverage the global recognition and strength of the Radisson brand.

DIVIDEND

This year your Company has not earned profit so, your Directors do not recommend any dividend for the financial year ended 31st March, 2019.

DIRECTORS AND KMPs

In accordance with the provisions of section 152 of The Companies Act, 2013 and the Company's Articles of Association, Mr. Abhey Jain and Mr. Praveen Kumar Jain, Directors of the Company are liable to retire by rotation and being eligible offer themselves for re-appointment.

Mr. Pramod Kumar Jain (DIN: 01222952) and Ms. Neha Gupta (DIN: 07700094), Directors of the Company, who were liable to retire by rotation, re-appointed as a Director in the Annual General Meeting held on 22nd September, 2018.

Your Directors recommends for their appointment/ re-appointment. None of the Directors of your Company are disqualified as per provision of section 164(2) of Companies Act, 2013. Your Directors have made necessary disclosures as required under various provisions of The Companies Act, 2013.

The brief resumes of the director who is to be appointed/ re-appointed and has been appointed, the nature of his expertise in specific functional areas, names of companies in which he had held directorships, committee memberships/ chairmanships, their shareholdings etc. are furnished in Corporate Governance Report attached with this report.

(i) Appointment/Re-appointment/ Resignation of Independent Directors

Ms. Jyoti has been appointed as a Non Executive Independent Additional Director of the Company in its Board Meeting dated 14th February, 2019 pursuant to provisions of the Companies Act, 2013. Your Directors recommends for her appointment as Non Executive Independent Director of the Company for a term of five consecutive years with effect from 14th February, 2019.

Mr. Subhash Chand Oswal (DIN: 00088516) has been recommended to re-appoint as an Independent Director of the Company in the Board Meeting dated 12th day of August, 2019 to hold the office for a second term of 5 (Five) consecutive years with effect from 10th September, 2019 to 09th September, 2024. We seek your approval in confirming his appointment in the forthcoming Annual General Meeting.

Mr. Rakesh Garg (DIN: 02683693) has been recommended to re-appoint as an Independent Director of the Company in the Board Meeting dated 12th day of August, 2019 to hold the office for a second term of 5 (Five) consecutive years with effect from 10th September, 2019 to 09th September, 2024. We seek your approval in confirming his appointment in the forthcoming Annual General Meeting.

(ii) Appointment/ Resignation of Director

Ms. Neha Gupta has resigned from the directorship of the Company vide resignation letter dated 13th November, 2018. Further, the Company has appointed Ms. Jyoti as Additional Non-Executive Independent Director of the Company w.e.f. 14th February, 2019 pursuant to the provisions of the Companies Act, 2013 upto the date of forthcoming AGM and now she is proposed to be appointed as Non-Executive Independent Director of the Company in the ensuing Annual General Meeting.

(iii) Appointment/ Resignation of Company Secretary

Ms. Neha Gupta (M. No.-45929) has resigned from the post of Company Secretary dated 01st November, 2018. Further the Company has appointed Mr. Mohit Kumar Goel (M. No.-44288) as Company Secretary cum Compliance Officer of the Company w.e.f. 14th February, 2019 pursuant to Section 203 of the Companies Act, 2013.

(iv) **Declaration by Independent Directors**

The Independent Directors have given their respective declarations to the Board confirming that they meet the criteria of Independence to be appointed as Independent Director under the provisions of the Companies Act, 2013 and as per SEBI (LODR) Regulations, 2015.

(v) **Board Evaluation**

The Board of Directors has carried out an annual evaluation of its own performance, Board committees and individual directors which include criteria for performance evaluation of the Non-Executive Directors and Executive Directors pursuant to the provisions of the Act and the Corporate Governance requirements as prescribed by Securities & Exchange Board of India (SEBI) under SEBI (LODR) Regulations, 2015. The Company has devised an evaluation matrix for the performance evaluation and collates the evaluation results internally.

A meeting of Independent Director was held on 30th March, 2019 without the attendance of other directors (Non-Independent) to review the performance of Non-Independent Directors, the Board as a Whole, Chairman of the Company/ Meetings, to assess the flow of information between Company Management and the Board. It was noted that the Board is broad based, information is timely provided, decisions are taken after due deliberations, Board members are encouraged by the Chairman to participate and offer their independent advise based on their experience and act in the best interest of the company and its stakeholders.

MATERIAL CHANGES

There are no material changes occurred in between the Financial Year ended on 31st March, 2019 and date of the report of the Company which affects the financial position of the Company except those disclosed in this Board's Report.

PUBLIC DEPOSITS

During the year under report, your company did not accept any deposits from the public in terms of the provisions of Companies Act, 2013 and there are no outstanding deposits as on 31st March, 2019.

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

Information required under Section 134(3) (m) of the Act read with Rule 8(3) of the Companies (Accounts) Rules, 2014, with respect to conservation of energy, technology absorption and foreign exchange earnings/ outgo is included in **Annexure I**. However, the Company is taking care of latest developments and advancements in technology and all steps are being taken to adopt the same. The Company is using indigenous technology, which is well established in the Country.

PARTICULARS OF EMPLOYEES

The table containing the names and other particulars of employees in accordance with the provisions of Section 197(12) of the Companies Act 2013, read with Rule 5(1) and 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is appended as **Annexure II** to this Report.

The Company does not have any employees employed throughout the Financial Year and in receipt of remuneration of Rs. 1.02 Crore or more, or employed for part of the year and in receipt of Rs. 8.5 Lakh or more a month, under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

HUMAN RESOURCE DEVELOPMENT

The Company has been successful in building a performance oriented culture with high levels of engagement and empowerment in an environment of teamwork. The focus has been on creating reserves through cross functional and inter-disciplinary exposure at all levels to ensure redundancy and robustness in the organization. The morale of the team is at a high level.

VIGIL MECHANISM

A vigil mechanism of the Company which also includes a Whistle Blower Policy pursuant to Section 177(9) & 10 of Companies Act, 2013, has also been established and can be accessed on the Company website at www.magnumventures.in".

AUDIT COMMITTEE

The Audit Committee reconstituted dated 09th July, 2018 and comprised of Independent Directors namely Mr. Rakesh Garg (Chairman), Mr. Subash Chand Oswal (Member) and Mr. Krishan Gopal Sharma (Member).

All the recommendations made by the Audit Committee were accepted by the Board. Further details are included in the Corporate Governance Report.

NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee reconstituted dated 09th July, 2018 and comprised of Mr. Subash Chand Oswal (Chairman), Mr. Rakesh Garg (Member) and Mr. Krishan Gopal Sharma (Member). All the recommendations made by the Nomination and Remuneration Committee were accepted by the Board.

The Nomination and Remuneration Policy has also been framed by the Nomination and Remuneration Committee and can be accessed on the Company website at www.magnumventures.in". Further details are included in the Corporate Governance Report.

STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee reconstituted dated 09th July, 2018 and comprised of Mr. Rakesh Garg (Chairman), Mr. Subash Chand Oswal (Member) and Mr. Krishan Gopal Sharma (Member).

All the recommendations made by the Stakeholders Relationship Committee were accepted by the Board. Further details are included in the Corporate Governance Report.

CORPORATE SOCIAL RESPONSIBILITY:

The provisions of Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014 with respect to Corporate Social Responsibility (CSR) were not applicable to the Company for the Financial Year 2018-19.

MEETINGS OF THE BOARD

The Board of Directors met at Ten (10) times on 30th April 2018, 29th May 2018, 09th July 2018, 13th August 2018, 30th August 2018, 16th October 2018, 13th November, 2018, 01st January 2019, 14th February 2019, and 30th March, 2019 during the Financial Year 2018-19, Further company also had a meeting of Independent Directors dated 30th March, 2019.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

No disclosure or reporting is required in respect of Loans, guarantees and investments covered under Section 186 of the Companies Act, 2013 as there was no transaction under the above stated heads.

RELATED PARTY TRANSACTIONS

All Related Party Transactions that were entered into during the Financial Year were on arm's length and were in the ordinary course of business. All Related Party Transactions were placed before the Audit Committee of the Board of Directors for their approval. The Audit Committee has granted omnibus approval for Related Party Transactions as per the provisions and restrictions contained in the Listing Agreement.

The Company has formulated a policy on materiality of Related Party Transactions and also on dealing with Related Party Transactions. The policy is available on the Company's website www.magnumventures.in. The current and the future transactions are/ will be deemed to be 'material' in nature as defined in Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations, 2015") as they may exceed 10 per cent of the annual consolidated turnover of the Company as per the last audited financial statements of the listed entity. All related party transactions shall require prior approval of the audit committee as per Regulation 23 (2) of the SEBI (LODR) Regulations, 2015 and all material related party transaction shall require approval of shareholders through resolution and the related party shall abstain from voting on such resolution whether the Company is a related party to the particular transaction or not.

The related party transaction, referred to Section 188(1) of the Companies Act, 2013, entered and continued during the Financial Year are attached herewith in Form AOC-2 as ***Annexure III***.

RISK MANAGEMENT

Your Company has established the Risk Management System to mitigate the risk faced by the Company in the ordinary course of business. The Company has also formulated a Risk Management policy which is available on the Company's website www.magnumventures.in. The factors that affect the Company's profitability and operations are regularly monitored and offers/proposals submitted by the Company to its customers are modified accordingly. In the opinion of the Board, there is no risk which may threaten the existence of the Company.

INTERNAL FINANCIAL CONTROL

The Company has in place adequate internal financial controls with reference to financial statements. Please refer report on Internal Financial control, which forms the part of Auditors' Report.

CORPORATE GOVERNANCE

The Company is in compliance of all mandatory requirement of Corporate Governance as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments thereto (hereinafter referred to as 'SEBI Listing Regulations'), with the Stock Exchanges. For the year ended March 31, 2019, the compliance status is provided in the Corporate Governance section of the Annual Report. A Certificate issued by CS Munish Kumar Sharma, Company Secretary in Practice on confirming compliance of the conditions of Corporate Governance stipulated in Regulations 17 to 20, 22, 23, 25, 26, 27 and clauses (b) to (g), (i) of sub-regulation (2) of Regulation 46 and para C, D & E of Schedule V of Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Regulations") for the period April 1, 2018 to March 31, 2019 is annexed in **Annexure IV**.

AUDITORS AND AUDITORS' REPORT

Statutory Auditors

M/s. Aggarwal & Rampal, Chartered Accountants, (FRN: 003072N) were appointed as Statutory Auditors for a period of Five years in the 38th Annual General Meeting held on 22nd Day of September, 2018 till the 43rd Annual General Meeting to be held in the year 2023.

The notes on financial statements referred to in the Auditor's report are self-explanatory and do not call for any further comments.

The Auditor's Report does not contain any qualification, reservation or adverse remark **except the following observations:**

In Audit Report

1. *As per Note No. 7 under other notes in Notes to Accounts annexed with the financial statements for the year ended March 31, 2019 wherein 'the total Outstanding Debtors for the year ended March 31,2019, include Rs. 3140 Lakh which are due for more than six months and out of which Debtors of Rs. 59.64 Lakh are under litigations. The Company has not made any provision for debtors outstanding for more than six months.*

Directors' Reply: Your Company has appointed a Recovery Manager to recover the outstanding dues from the Debtors and the management is in hope that he will recover the amount soon.

2. *As per Note No. 20 under other notes to accounts annexed with the financial statements for the year ended March 31, 2019, In previous year (i.e. F. Y. 2017-18) the company had started production of Kraft paper. The company is having losses in its production since inception as the cost of the product is higher than the net realizable value of the product. However the management is expecting profits in upcoming years from the production of this product and in order to capture more market the production of the same is being continued.*

Directors' Reply: India is dependent on import of waste paper from abroad for recycling purpose. However, due to the increase in the consumption of waste paper in the global market, raw materials prices have gone up by 35 per cent. Due to this sharp increase in the cost of raw materials (waste paper) and our inability to pass on the hike to consumers due to cheap imports from ASEAN countries under the Free Trade Agreement (FTA), paper mills have been suffering losses. There has been substantial increase of 25–35 per cent in the cost borne by paper mills due to the rise in imported waste paper, local waste, coal, chemicals, wages and power. During past three years, the situation is getting worse as Indian paper mills had to reduce prices by 12–15 per cent & bearing high input costs.

3. *As per Note No. 19 under other notes to accounts annexed with the financial statements for the year ended March 31, 2019, The paid up share capital as per books of accounts is Rs. 6260 Lakh. However on MCA portal it is Rs. 3760 Lakh only i.e. amount of preference share capital of Rs. 2500 Lakh is not there on the portal. The Company has filed grievance for the same.*

Directors' Reply: The Company had filed the grievance on the MCA Portal for the rectification in the amount of its paid-up share capital being shown on its master data. However, the issue has been resolved and the actual status of the paid up share capital has been updated on the MCA Portal.

4. *As per Note No. 21 under other notes to accounts annexed with the financial statements for the year ended March 31, 2019, Formation of Gratuity Trust Fund which is mandatory in case of the*

company, in this regards the company has filed application and other required documents for the same but the approval from the Income tax department is still awaited.

Directors' Reply: The Income tax department has granted approval to M/s Magnum Ventures Ltd. Employees Group Gratuity Fund with effect from 03.12.2018 vide its order dated 28.06.2019.

5. *Balances of Debtors & Creditors are subject to confirmation and reconciliation consequential effect (if any) on the financial statement remains unascertained.*

Directors' Reply: The Company is reconciling its account with their debtors and creditors and no major deviation is expected in the balances of debtors and creditors.

Opinion on Internal Financial Control by Statutory Auditor:

1. *In our opinion and according to the information and explanation given to us, the Company does not have an adequate internal control system commensurate with the size of company and the nature of its business with regard to the sale of goods as they are unable to collect their sale proceeds.*

Directors' Reply: Your Company has appointed a Recovery Manager to recover the outstanding dues from the Debtors and the management is in hope that he will recover the amount soon.

COST AUDITORS

In accordance with the provisions of Companies (Cost Records and Audit) Amendment Rules, 2014 Rule 3 and 4 mandates Paper Industry to get the audit of its cost records after a prescribed turnover of the product and the Company is required to get its cost record audited for the Financial Year 2018-19.

M/s V.K. Dube & Co., Cost Accountants, were appointed as Cost Auditors of the Company to audit the cost records of the Company for Financial Year 2018-19.

Particulars of Cost Auditors' are mentioned below:

Name of the Cost Auditor's Firm	V.K. Dube & Co., Cost Accountants
Membership Number of Cost Auditor	00343
Address:	T-II/206, Gulmohar Enclave, Nehru Nagar III, Ghaziabad, U.P.
E-mail id	vkdube.costaccountant@gmail.com

INTERNAL AUDITOR

Mr. Sushil Kumar Verma was appointed as Internal Auditor of the Company for the Financial Year 2018-19 w.e.f. 29th May, 2018.

Particulars of Internal Auditors' are mentioned below:

Name of the Internal Auditor	Mr. Sushil Kumar Verma
Address:	Cedar-I/110, Gulmohar Enclave, Rakesh Marg, Nehru Nagar – III, Ghaziabad, Uttar Pradesh
E-mail id	magnumventures@gmail.com

SECRETARIAL AUDITOR

The Board has appointed M/s. Munish K Sharma & Associates, Company Secretaries to conduct the Secretarial Audit of the Company for Financial Year 2018-19. The Secretarial Audit Report for the Financial Year ended 31st March, 2019 is annexed herewith marked as **Annexure V** to this Report.

Particulars of Secretarial Auditors' are mentioned below:

Name of the Secretarial Auditor's Firm	M/s Munish K Sharma & Associates, Company Secretaries
Membership Number of Secretarial Auditor	F-6031
Address:	AAF-14, Shipra Krishna Azure, Kaushambi, Ghaziabad, U.P.- 201010
E-mail id	munish_171@yahoo.com

The Secretarial Auditor's report is self-explanatory and do not call for any further comments **except for the following observations:**

- 1. Financial Statements for the Year ended 31st March, 2018 published in the Annual Report and circulated to the stakeholders of the Company were not as per Indian Accounting Standards applicable to the Company.*

However, as explained and communicated, in writing, by management to rectify this advertent mistake, the management had circulated the correct Financial Statements as per Indian Accounting Standards to the Shareholders present in the 38th Annual General Meeting dated 22nd September, 2018, and were approved and adopted by the shareholders.

Director's Response: The Company had rectified this mistake and circulated the correct Financial Statements as per Indian Accounting Standards to the Shareholders present in the 38th Annual General Meeting, which were approved and adopted by the shareholder.

- 2. The women director of the Company has resigned with effect from 13th November, 2018 and the vacancy caused due to her resignation was filled by the Company on 14th February, 2019 with one day delay as the last date of appointment of women director was 13th February, 2019. In this*

regard, fine of Rs. 5,000/- was levied by both the Stock Exchanges (National Stock Exchange and Bombay Stock Exchange) and the Company has paid the same.

Director's Response: The said delay of one day in filing vacancy was inadvertent and caused by the interpretation placed by us on the provisions and without any *mala fide* intention. However the Company has paid the fine of Rs. 5,000/- levied by both the Stock Exchanges (National Stock Exchange and Bombay Stock Exchange).

- 3. The Company has neither obtained compulsory Insurance nor established Gratuity Fund for securing the payment of Gratuity. However, an application for formation of gratuity trust fund has been filed during the reporting period and the same has been approved by Income Tax Department vide letter dated 28th June, 2019 with effect from 03rd December, 2018.*

Director's Response: The Income tax department has granted approval to M/s Magnum Ventures Ltd. Employees Group Gratuity Fund with effect from 03.12.2018 vide its order dated 28.06.2019.

- 4. The Company has delayed in filing of Form GSTR-1 and GSTR- 3B for few months.*

Director's Response: The said delay in filing was inadvertent and caused due to system failure on the last date and without any *mala fide* intention. However the Company has filed all the required forms & returns to the concerned authorities.

- 5. The Company had defaulted in repayment of loans and borrowing from financial institutions and banks. The Company has entered into agreement with M/s Alchemist Assets Reconstruction Company Ltd. (AARC) regarding the repayment of the loans as the lender banks (i.e. that Oriental Bank of Commerce, Allahabad Bank, Punjab National Bank, Indian Overseas Bank and Syndicate Bank) have assigned their dues to M/s Alchemist Assets Reconstruction Company Ltd. (AARC). However, there is no default in repayment of loans and borrowing were made during the current financial year.*

Director's Response: The Company availed Loan from the abovementioned bank however due to global slowdown and uncontrolled inflation the company's profitability the Company's EBITDA was not sufficient to honour the repayment obligations.

The abovementioned Banks assigned their debts to M/s Alchemist ARC and the company approached AARC to re-structure the debt considering our Cash Flow.

The M/s Alchemist ARC got conducted the TEV by M/s GMB & Associates and sanctioned the re-structuring of debts on 31.03.2018.

However, there is no default in repayment of loans and borrowing made during the current financial year.

6. *The Company does not have adequate internal financial control system commensurate with the size of company and the nature of its business with regard to the sale of goods as they are unable to collect their sales proceeds.*

Director's Response: Your Company has appointed a Recovery Manager to recover the outstanding dues from the Debtors and the management is in hope that he will recover the amount soon.

ANNUAL SECRETARIAL COMPLIANCE REPORT

In compliance with SEBI circular dated February 8, 2019, bearing reference no. CIR/CFD/CMD1/27/2019, the Company has filed the Annual Secretarial Compliance Report for the year 2018-19 with the BSE Ltd and National Stock Exchange of India Limited. The report was received from Practicing Company Secretary and filed within the stipulated time.

DIRECTORS' RESPONSIBILITY STATEMENT

In terms of the provisions of section 134(5) of the Companies Act, 2013, and to the best of their knowledge and belief and according to the information and explanations obtained by them and save as mentioned elsewhere in this Report, the attached Annual Accounts and the Auditors' Report thereon, your Directors confirm that:

- a. in preparation of the annual accounts for the financial year ended 31st March, 2019, the applicable Accounting Standards have been followed and there is no material departure 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 31st March, 2019 and of the profit and loss of the Company for that period;
- c. the Directors had taken proper and sufficient care for the 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 fraud and other irregularities;
- d. the Directors had prepared the annual accounts on a going concern basis;
- e. the directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- f. that 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.

SIGNIFICANT & MATERIAL ORDERS:

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

MAINTENANCE OF COST RECORDS

Your Company maintains cost records as specified by the Central Government under Section 148(1) of the Companies Act.

PREVENTION OF SEXUAL HARASSMENT POLICY

The Company has in place a Prevention of Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the policy is available on the Company's website www.magnumventures.in.

The company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

During the year 2018-19, no complaints were received by the Company related to sexual harassment.

ANNUAL RETURN

As required pursuant to Section 134 of the Companies Act, 2013, Annual Return in Form MGT 7 shall be available at the Company's website at www.magnumventures.in.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report is part of this report and attached as **Annexure VI**.

STOCK EXCHANGE LISTING

The shares of the Company are listed on the Bombay Stock Exchange Limited (BSE Scrip Code: 532896) and National Stock Exchange (NSE Symbol: MAGNUM).

The listing fee for the Financial Year 2019-20 has already been paid to the Bombay Stock Exchange and National Stock Exchange.

COMPLIANCE ON SECRETARIAL STANDARDS

The Provisions of the applicable Secretarial Standards has been duly complied with during the Financial Year 2018-19.

ENVIRONMENTAL PROTECTION, HEALTH AND SAFETY

During the year, the Company enhanced its efforts to address Health, Safety and Environment matters. The Safety & Health of employees and external stakeholders are embedded in the core organizational values of the Company. The Health & Safety Policy aims to ensure safety of public employees, plant & equipment, ensure compliance with all statutory rules and regulations, imparting training to its employees, carrying out safety audits of its facilities, and promoting eco - friendly activities.

The Company continues to maintain excellent track record on safety. The site had no accidents during the year 2018-19. MVL also has a Committee for the safeguard of its workmen. This Committee meets at regular intervals to take measures for worker's protection in order to make the Company a safe place to work.

DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SUB- SECTION (12) OF SECTION 143

As per the explanations given by the Auditors in their report no material fraud on or by the Company or any fraud in the Company by its officers or employees has been noticed or reported during the year.

NAMES OF THE COMPANIES WHICH HAVE BECOME OR CEASED TO BE ITS SUBSIDIARIES / JOINT VENTURES / ASSOCIATE COMPANIES DURING THE YEAR

No Company has become or ceased to be subsidiary/joint venture/associate company of the Company during the year under review.

CAPITAL STRUCTURE:

The paid up share capital of the Company is Rs. 62,60,18,840/- (Rupees Sixty Two Crore Sixty Lakh Eighteen Thousand Eight Hundred and Forty Only) comprising of 3,76,01,884 fully paid up Equity Shares of Rs. 10/- each amounting to Rs. 37,60,18,840/- and 25,00,000 fully paid up Non-Convertible and Non-Cumulative Preference Shares of Rs. 100/- each amounting to Rs. 25,00,00,000/- .

RECEIPT OF AMOUNT FROM DIRECTORS:

During the Financial Year 2018-19, the Company has received following amounts from the Directors as referred in sub-clause (viii) of clause (c) of sub-rule (1) of Rule 2 of Companies (acceptance of Deposits) Rules, 2014 along with declarations thereof:

S. No.	Name of Director	Amount Received by the Company
1.	Mr. Abhey Jain	Rs. 45,66,686/-
2.	Mr. Praveen Kumar Jain	Rs. 8,44,07,999.78/-
3.	Mr. Pradeep Kumar Jain	Rs. 55,36,000/-

ACKNOWLEDGEMENT

Your Directors take this opportunity to place on record their sincere appreciation for the co-operation and assistance the Company has received from Bankers and various Government Departments. The Board also places on record its appreciation of the devoted services of the employees, support and co-operation extended by the valued business associates and the continuous patronage of the customers of the Company.

For and on Behalf of the Board
Magnum Ventures Limited

Sd/-
Pradeep Kumar Jain
Managing Director
DIN: 00024879
Add: 111/3, Darya Ganj,
New Delhi - 110002

Sd/-
Abhey Jain
Whole -Time Director
DIN: 01876385
Add: 113/3-4, Ansari Road,
Darya Ganj, New Delhi -110002

Date: 12th August, 2019
Place: New Delhi

Annexure I

FORM A

Form for Disclosure of Particulars with respect to Conservation of Energy:

Power and fuel Consumption

		Current Year (2018-19)	Previous Year (2017-18)
I	Electricity		
	(a) Purchased		
	Unit	10599675	13493980
	Total Amount	81418097	103623889
	Rate/Unit	7.68	7.68
	(b) Own generation		
	(i) Through Diesel Generator		
	Units	60000	120000
	Units per Ltr. Of Diesel Oil	3.00	3.00
	Cost/ Units	21.97	20.50
	(ii) Through steam turbine		
	Units	59957850	34627766
	Units per Kgs of Coal/ Petcoke	1.03	1.17
	Cost/ Units	8.15	5.04
II	Coal & Pet Coke (Used for production of Paper)		
	Particulars		
	Quantity (IN MT)	62031.09	40595.87
	Total Cost (IN LAKH)	4126.62	3140.66
	Average rate (IN MT)	6652.50	7736.39
III	Furnace oil		
	Quantity	Nil	Nil
	Total Cost	Nil	Nil
	Average rate	Nil	Nil
IV	Others /Internal generation (please give details)		
	Quantity	Nil	Nil
	Total Cost	Nil	Nil
	Rate/Unit	Nil	Nil
	Consumption per unit of production		
	Standard (if any)	Current Year	Previous Year
	Production Kg.	64426183.60	65896837.31
	Electricity (per Unit.)	1.10	0.73
	Furnace oil	Nil	Nil
	Coal & Pet Coke (Per kg.)	0.96	0.62
	Others (Specify)	Nil	Nil

(A) Conservation of energy-

- (i) The steps taken or impact on conservation of energy - **Yes**
- (ii) The steps taken by the company for utilising alternate sources of energy - **Modification with new technology in the existing systems.**
- (iii) The capital investment on energy conservation equipments - **Approx 60.38 Lakh**

(B) Disclosure of particulars with respect to Technology Absorption

- (i) the efforts made towards technology absorption; **Yes**
- (ii) the benefits derived like product improvement, cost reduction, product development or import substitution; **Yes**
- (iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)- **No**
 - (a) the details of technology imported;
 - (b) the year of import;
 - (c) whether the technology been fully absorbed;
 - (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof- **NA**
- (iv) the expenditure incurred on Research and Development. **Nil**

(C) Foreign Exchange Earnings and Outgo:

(i) Import and Export Activities: During the year under review the Company have made Import/ Export as given below

Particulars		<i>(Amount in Lakh)</i>
Total Import		
	Paper	6615.26
	Hotel	0
Total Export		
	Paper	346.71
	Hotel	0

(ii) Foreign Exchange Earnings and Outgo:

Particulars		<i>(Amount in Lakh)</i>
Total Foreign Exchange Inflow		
	Paper	308.97
	Hotel	263.07
Total Foreign Exchange Outflow		
	Paper	3231.91
	Hotel	38.39

For and on Behalf of the Board

Magnum Ventures Limited

Sd/-

Pradeep Kumar Jain

Managing Director

DIN: 00024879

Sd/-

Abhey Jain

Whole -Time Director

DIN: 01876385

Date: 12th August, 2019

Place: New Delhi

ANNEXURE II

**Section 197(12) of the Companies Act 2013, read with Rule 5(1) and 5(2) of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014**

PART-A

- (i) **The ratio of remuneration of each director to the median remuneration of the employees of the Company for the financial year, the percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year 2018-19 and the comparison of remuneration of each Key Managerial Personnel (KMP) against the performance of the Company are as under;**

S. No.	Name of the Director/ KMP for the F Y 2018-19	Remuneration	Ratio	% of increase of remuneration in FY 2018-19
1.	Mr. Pradeep Kumar Jain	Rs. 2,40,000	2	100
2.	Mr. Parmod Kumar Jain	0	0	0
3.	Mr. Abhey Jain	Rs. 6,50,000	5.42	100
4.	Mr. Shiv Pravesh Chaturvedi	Rs. 7,04,400	5.87	4.45
5.	Mr. Parv Jain	Rs. 7,63,000	6.36	63.03
6.	Ms. Neha Gupta (CS upto 01.11.2018)	Rs. 2,22,261	1.85	30
7.	Mr. Mohit Goel (CS from 14.02.2019)	Rs. 54,762	0.46	100

- (ii) **The percentage increase in the median remuneration of employees in the financial year;**
The median remuneration of employees does not increase during the FY 2018-19.

- (iii) **The number of permanent employees on the rolls of the Company**

The total number of employees on the rolls of the Company is as follow:

At the beginning of the year: 547 (Hotel), 657 (Paper)

At the end of the year: 572 (Hotel), 678 (Paper)

- (iv) **Average percentile increase already made in salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration**

There is no increase in the remuneration of employees during the FY 2018-19 but average increase in remuneration of managerial personnel is 56.78%. As the Company was not paying any remuneration to Mr. Pradeep Kumar Jain (MD) & Abhey Jain (WTD) in the previous financial year and Mr. Mohit Goel (CS) has joined in the February 2019, this resulted in heavy percentile increase in Managerial Remuneration.

- (v) **The remuneration is as per the remuneration policy of the Company.**

PART-B

The details of employees as per the Company (Appointment and Remuneration of Managerial Personnel) Amended Rules:

- I. If employed throughout the financial year, was in receipt of remuneration for that year, in the aggregate, was not less than One Crore Two Lakh rupees: **NOT APPLICABLE**
- II. If employed for a part of financial year, was in receipt of remuneration for any part for that year, at a rate which, in the aggregate was not less than Eight Lakh Fifty Thousand per month: **NOT APPLICABLE**
- III. The table containing the names and other particulars of employees in accordance with the provisions of Section 197(12) of the Companies Act 2013, read with Rule 5(1) and 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

S. No.	Name	Age	Designation	Date of Joining	Qualification	Total Experience (in Years)	Last Employment	% of Shares held in the Company	Whether relative of any director or manager of the company	Annual Net Earning
1	Vikas Rastogi	45	General Manager-Production	03/05/2017	PGD-Pulp & Paper Technology	22	Uniglobal Paper Mills Private Limited, West Bengal	0	No	24,30,000
2	Sukhpreet Kaur Bedi	42	Director of Business Development	08/03/2010	B.A.	24	Imperial Hotel	0	No	19,63,769
3	Nopin Kumar	43	General Manager-Production	07/07/2016	B. Sc	22	Ballarpur Industries (BILT)	0	No	18,30,000
4	Naresh Chandra Sharma	65	Director - Human Resources	07/05/2009	PGDBA + Dip. In HRD	42	ShapoorjiPal lonji Co. & Ltd.	0	No	14,66,008
5	Shahbuddin Ansari	41	General Manager-Instrument	04/08/2014	B. Tech	10	Bahl Paper Mills	0	No	14,16,000

6	Samar Goyal	34	Director of Sales – Travel	06/12/2013	B. Sc in Hotel Management	12	The Grand, New Delhi	0	No	13,67,698
7	Sushil Chander Chug	66	General Manager	26/11/2009	Hotel Management	40	The Lalit, New Delhi	0	No	13,21,941
8	Neeraj Pal Singh Tomar	46	Director of Rooms	05/12/2008	PGD in Accommodation Management	21	Crowne Palaza Today Gurgaon	0	No	12,86,073
9	Rajesh Kadyan	35	Director Sales - Corporate	12/07/2010	Hotel Management	13	VCI Hospitality Ltd. New Delhi as Sales Manager	0	No	12,25,240
10	Hari Prakash Mishra	52	General Manager-Electrical	14/11/2018	B. Tech Electrical	30	Genus Paper & Boards Limited, Moradabad	0	No	12,00,000

For and on Behalf of the Board
Magnum Ventures Limited

Sd/-

Pradeep Kumar Jain

Managing Director

DIN: 00024879

Add: 111/3, Darya Ganj,
New Delhi - 110002

Sd/-

Abhey Jain

Whole -Time Director

DIN: 01876385

Add: 113/3-4, Ansari Road,
Darya Ganj, New Delhi -110002

Date: 12th August, 2019

Place: New Delhi

ANNEXURE III

Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014)

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

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

(a)	Name(s) of the related party and nature of relationship	/
(b)	Nature of contract/arrangements/transactions	
(c)	Duration of contract/arrangements/transactions	
(d)	Salient terms of contract or Arrangements or transactions including value, if any	
(e)	Justification for entering in to such contract or Arrangements or transactions	
(f)	Date(s) of approval by the Board	
(g)	Amount paid as advance, if any	
(h)	Date on which special resolution was passed in General Meeting as required under first proviso to section 188	

2. Details of material contracts or arrangements or transactions at arm's length basis:

S. No	Particular	(1)	(2)	(3)	(4)
(a)	Name of the related party and nature of relationship	Mr. Rishabh Jain (Relative of KMP)	Mr. Ritesh Jain (Relative of KMP)	Mrs. Shashi Jain (Relative of KMP)	Mr. Parv Jain (KMP)
(b)	Nature of contract/arrangements/transactions	Related party's appointment to any office or place of profit in the company	Related party's appointment to any office or place of profit in the company (Salary)	Related party's appointment to any office or place of profit in the	Related party's appointment to any office or place of profit in the

		(Salary)		company (Salary)	company (Salary)
(c)	Duration of contract/ arrangements/transactions	NA	NA	NA	NA
(d)	Salient terms of contract or Arrangements or transactions including value, if any	As per Board's approval Rs. 7,12,000/-	As per Board's approval Rs. 7,12,000/-	As per appoinment Letter Rs. 7,20,000/-	As per Board's approval Rs. 7,63,000/-
(e)	Date(s) of approval by the Board, if any:	01.01.2019	01.01.2019	26.04.2017	01.01.2019
(f)	Amount paid as advance if any:	NIL	NIL	NIL	---

S. No	Particular	(5)	(6)	(7)	(8)
(a)	Name of the related party and nature of relationship	Mr. Shrenik Jain (Relative of KMP)	Mr. Ujjwal Jain (Relative of KMP)	Mrs. Rita Jain (Relative of KMP)	Mrs. Veena Jain (Relative of KMP)
(b)	Nature of contract/ arrangements/ transactions	Related party's appointment to any office or place of profit in the company (Salary)	Related party's appointment to any office or place of profit in the company (Salary)	Related party's appointment to any office or place of profit in the company (Salary)	Related party's appointment to any office or place of profit in the company (Salary)
(c)	Duration of contract/ arrangements/transactions	NA	NA	NA	NA
(d)	Salient terms of contract or Arrangements or transactions including value, if any	As per Board's approval Rs. 7,53,000/-	As per Board's approval Rs. 6,82,000/-	As per Board's approval Rs. 6,52,000/-	As per Board's approval Rs. 8,18,000/-
(e)	Date(s) of approval by the Board, if any:	01.01.2019	01.01.2019	01.01.2019	01.01.2019
(f)	Amount paid as advance if any:	NIL	NIL	NIL	NIL

S. No	Particular	(9)	(10)	(11)	(12)
(a)	Name of the related party and nature of relationship	Mrs. Mehak Jain (Relative of KMP)	Mrs. Asha Jain (Relative of KMP)	Mrs. Parul Jain (Relative of KMP)	Mr. Paras Jain (Relative of KMP)
(b)	Nature of contract/arrangements/ transactions	Related party's appointment to any office or place of profit in the company (Salary)	Related party's appointment to any office or place of profit in the company (Salary)	Related party's appointment to any office or place of profit in the company (Salary)	Related party's appointment to any office or place of profit in the company (Salary)
(c)	Duration of contract/arrangements/ transactions	NA	NA	NA	NA
(d)	Salient terms of contract or Arrangements or transactions including value, if any	As per appointment Letter Rs. 5,37,000/-	As per Board's approval Rs. 7,08,000/-	As per Board's approval Rs. 6,37,000/-	As per Board's approval Rs. 6,93,000/-
(e)	Date(s) of approval by the Board, if any:	26.04.2017	01.01.2019	01.01.2019	01.01.2019
(f)	Amount paid as advance if any:	NIL	NIL	NIL	NIL

S. No	Particular	(13)	(14)	(15)	(16)
(a)	Name of the related party and nature of relationship	Mrs. Parul Jain (Relative of KMP)	Mrs. Meenal Jain (Relative of KMP)	Mr. Akhil Jain (Relative of KMP)	Mrs. Monika Jain (Relative of KMP)
(b)	Nature of contract/arrangements/ transactions	Related party's appointment to any office or place of profit in the company (Salary)	Related party's appointment to any office or place of profit in the company (Salary)	Related party's appointment to any office or place of profit in the company (Salary)	Related party's appointment to any office or place of profit in the company (Salary)

(c)	Duration of contract/arrangements/transactions	NA	NA	NA	NA
(d)	Salient terms of contract or Arrangements or transactions including value, if any	As per Board's approval Rs.4,20,000/-	As per Board's approval Rs. 7,38,000/-	As per Board's approval Rs. 4,68,000/-	As per Board's approval Rs.2,50,000/-
(e)	Date(s) of approval by the Board, if any:	01.01.2019	01.01.2019	26.04.2017	01.01.2019
(f)	Amount paid as advance if any:	NIL	NIL	NIL	NIL

S. No	Particular	(17)	(18)	(19)	(20)
(a)	Name of the related party and nature of relationship	Mrs. Saroj Jain (Relative of KMP)	Mr. Vinod Kumar Jain (Relative of KMP)	Mr. Salek Chand Jain (Relative of KMP)	Mrs. Monika Jain (Relative of KMP)
(b)	Nature of contract/arrangements/transactions	Related party's appointment to any office or place of profit in the company (Salary)	Related party's appointment to any office or place of profit in the company (Rent Allowance)	Related party's appointment to any office or place of profit in the company (Rent Allowance)	Related party's appointment to any office or place of profit in the company (Rent Allowance)
(c)	Duration of contract/arrangements/transactions	NA	02 years	02 years	02 years
(d)	Salient terms of contract or Arrangements or transactions including value, if any	As per Board's approval Rs. 90,000/-	As per Agreement Rs. 4,00,000/-	As per Agreement Rs. 6,00,000/-	As per Agreement Rs. 4,00,000/-
(e)	Date(s) of approval by the Board, if any:	01.01.2019	26.04.2017	26.04.2017	26.04.2017
(f)	Amount paid as advance if any:	NIL	NIL	NIL	NIL

S. No	Particular	(21)	(22)	(23)	(24)
(a)	Name of the related party and nature of relationship	Mrs. Saroj Jain (Relative of KMP)	Mr. Pradeep Kumar Jain (Director of the Company)	Mr. Pramod Kumar Jain (Director of the Company)	Mr. Johri Mal Kamal Kishore (Relative of KMP)
(b)	Nature of contract/arrangements/transactions	Related party's appointment to any office or place of profit in the company (Rent Allowance)	Related party's appointment to any office or place of profit in the company (Rent Allowance)	Related party's appointment to any office or place of profit in the company (Rent Allowance)	Purchase of any goods or materials
(c)	Duration of contract/arrangements/transactions	02 years	02 years	02 years	Yearly Basis
(d)	Salient terms of contract or Arrangements or transactions including value, if any	As per Agreement Rs. 4,50,000/-	As per Agreement Rs. 4,00,000/-	As per Agreement Rs. 4,00,000/-	Not Applicable Rs. 35,66,346/-
(e)	Date(s) of approval by the Board, if any:	26.04.2017	26.04.2017	26.04.2017	26.04.2017
(f)	Amount paid as advance if any:	NIL	NIL	NIL	NIL

S. No	Particular	(25)	(26)	(27)	(28)
(a)	Name of the related party and nature of relationship	Mr. Salek Chand Jain	Mr. Pramod Kumar Jain	Mr. Vinod Kumar Jain	Sheshank Jain HUF
(b)	Nature of contract/arrangements/transactions	Availing or rendering of any services (Professional Consultancy)	Availing or rendering of any services (Professional Consultancy)	Availing or rendering of any services (Professional Consultancy)	Availing or rendering of any services (Commission)
(c)	Duration of contract/arrangements/transactions	NA	NA	NA	NA
(d)	Salient terms of contract or Arrangements or transactions including value, if any	As per agreement Rs. 3,00,000	As per agreement Rs. 4,80,000	As per agreement Rs. 3,00,000	Rs. 5,08,380

(e)	Date(s) of approval by the Board, if any:	01.01.2019	01.01.2019	01.01.2019	NA
(f)	Amount paid as advance if any:	Nil	Nil	Nil	Nil

S. No	Particular	(29)
(a)	Name of the related party and nature of relationship	Sumit Jain HUF
(b)	Nature of contract/arrangements/transactions	Availing or rendering of any services (Commission)
(c)	Duration of contract/arrangements/transactions	NA
(d)	Salient terms of contract or Arrangements or transactions including value, if any	Rs. 5,08,380
(e)	Date(s) of approval by the Board, if any:	NA
(f)	Amount paid as advance if any:	Nil

**By the order of the Board of Directors
For Magnum Ventures Limited**

Sd/-

Pradeep Kumar Jain

Managing Director

DIN: 00024879

Address: 111/3, Darya Ganj,
New Delhi - 110002

Sd/-

Abhey Jain

Whole -Time Director

DIN: 01876385

Address: 113/3-4, Ansari Road, Darya Ganj
New Delhi - 110002

Date: 12th August, 2019

Place: New Delhi

ANNEXURE IV

REPORT ON CORPORATE GOVERNANCE

Pursuant to Regulations 17 to 20, 22, 23, 25, 26, 27 and clauses (b) to (g), (i) of sub-regulation (2) of Regulation 46 and para C, D & E of Schedule V of Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) for the period April 1, 2018 to March 31, 2019 a Report on Corporate Governance is given below:

1. COMPANY’S PHILOSOPHY ON CORPORATE GOVERNANCE

Our Company’s philosophy on Corporate Governance envisages attainment of highest levels of accountability, transparency, responsibility and fairness in all aspects of its operations. Our business culture and practices are founded upon a common set of values that govern our relationships with customers, employees, shareholders, suppliers, other stakeholders and the communities in which we operate. The Company believes that all its actions must serve the underlying goal of enhancing overall shareholder value on a sustained basis.

The Company is conscious of its responsibility as a good corporate citizen. The Company values transparency, professionalism and accountability.

Magnum Ventures Limited (“the Company”) strives to follow the best corporate governance practices, develop best policies/ guidelines, communicate and train all its employees in order to foster a culture of compliance and obligation at every level of the organization. The Company is in compliance with the provisions of Corporate Governance specified in the SEBI (LODR) Regulation, 2015 with the Bombay Stock Exchange Limited and National Stock Exchange. The Company is committed to meet the expectations of stakeholders as a responsible corporate citizen. The Magnum Code of Conduct contains the fundamental principles and rules concerning ethical business conduct.

BOARD OF DIRECTORS

As per the Companies Act 2013 and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has an optimum combination of Executive and Non-Executive Directors. The Company has total 9 (Nine) directors on the Board as on 31st March, 2019. The Company’s Board is well balanced and has an optimum combination of skills / competencies.

The composition of the Board of Directors along with their brief resume as on March 31, 2019 is given as under:

Mr. Pradeep Kumar Jain

Mr. Pradeep Kumar Jain is Managing Director of the Company. He holds Bachelor’s Degree in Arts from Delhi University. He, along with his father, entered into the business of Company. He has more than 38 years of experience in the Paper Industry. He is responsible for production, marketing and administration of the Paper Unit of the Company. He is also responsible for the administration of the Hotel Unit of the Company.

Mr. Abhey Kumar Jain

Mr. Abhey Jain, Whole-Time Director of the Company. He holds Bachelors' Degree in Arts from Delhi University. Mr. Jain has an experience of 24 years in the Paper Industry. He is handling the purchase of Raw Materials and looking after the Marketing and manufacturing process of Paper and Duplex Board. He is also involved in the marketing and business development of the Hotel Business of the Company.

Mr. Praveen Kumar Jain

Mr. Praveen Kumar Jain, Promoter Director of the Company. He holds Bachelors' Degree in Arts from Delhi University. He has an experience of over 39 years in the Paper industry. He is primarily involved in strategic decision-making. He has been instrumental in development of the Hotel project in the Company and structuring technological up gradation and modernization program undertaken in the Paper Units. He is looking after the finance & accounts function of the Company, besides company secretarial function. He is also associated as Managing Director of M/s Rose Corner Trading LLC, Dubai.

Mr. Parmod Kumar Jain

Mr. Parmod Kumar Jain is the Promoter Director of the Company. He holds Bachelors' Degree in Commerce from Delhi University. He is associated with the Company since 1986. He is responsible for Exports and Institutional Sales. He is also looking after personnel, logistics and liaisoning with different Government departments. He possesses more than 40 years of experience in the manufacturing and marketing of Paper, Paper Products and Paper Board. He is responsible for redressing the customer complaints and advising the production department on aspects of quality improvement taking into account the customers' feedback.

Mr. Subash Oswal

Mr. Subash Oswal is an Arts Graduate. Mr. Oswal has acted as General Secretary of Akhil Bhartiya Digambar Jain Parishad and also acted as a member in various advisory committee of Central/State Government. He has a vast experience of 43 year in corporate ethics and governance. He was appointed as a Non- Executive and Independent Director of the Company w.e.f June 26, 2008. Mr. Oswal is also associated as Director in M/s Oswal Promoters Private Limited.

Mr. Shiv Pravesh Chaturvedi

Mr. Shiv Pravesh Chaturvedi is M.B.A. in Human Resources from Asian Institute of Management & Technology, Delhi. He has experience of 22 years in the paper manufacturing sector. He has also diploma degree in Personnel Management and Industrial Relation from Bhartiya Siksha Parishad, U.P.

Mr. Rakesh Garg

Mr. Rakesh Garg is a Commerce Graduate from the Delhi University. Mr. Garg has vast experience of over 35 years in Jewellery trading and motor parts manufacturing business. He has also experience in Finance and Taxation matters. He was appointed as a Non-Executive and Independent Director of the Company w.e.f May 22, 2009. He was also appointed w.e.f. May 22, 2009 as member of Audit Committee, Investor Grievances and Nomination and Remuneration Committee of the Company. Further, Mr. Rakesh Garg is the proprietor of M/s R.G. International.

Mr. Krishan Gopal Sharma

Mr. Krishan Gopal Sharma is Post Graduate in Commerce and is a retired Assistant Bank Manager, he has specialization in Banking and has around 39 years of experience in area of Banking.

Ms. Jyoti

Ms. Jyoti is a commerce graduate from Delhi University, having experience in Human Resource, Administration and Management and has worked with Technonics Solutions, Imaginators, for clients like AMEX, Convergex, Barclays and Cvent etc. She also serves on the Board of Codword Global.

Mr. Mohit Kumar Goel

Mr. Mohit Kumar Goel, Company Secretary cum Compliance Officer of the Company. He is a commerce and Law graduate. He has a total experience of 7 years in finance, legal & secretarial and has worked with Dhanvantri Jeevan Rekha, Mahagun Group and other legal & Secretarial firms. He was appointed as Company Secretary of the Company w.e.f February 14, 2019.

Name of the Director & Designation	Category	No. of positions held in other public companies		
		Board	Committee	
			Membership	Chairmanship
Mr. Pradeep Kumar Jain Managing Director	Executive & Promoter	Nil	Nil	Nil
Mr. Abhey Jain Whole-Time Director	Executive & Promoter	Nil	Nil	Nil
Mr. Parmod Kumar Jain Director	Non-Executive & Promoter	Nil	Nil	Nil
Mr. Praveen Kumar Jain Director	Non-Executive & Promoter	Nil	Nil	Nil
Mr. Subash Chand Oswal Director	Non-Executive & Independent	Nil	Nil	Nil
Mr. Rakesh Garg Director	Non-Executive Independent Chairman	Nil	Nil	Nil
Mr. Krishan Gopal Sharma Director	Non-Executive & Independent	Nil	Nil	Nil
Mr. Shiv Pravesh Chaturvedi Director	Executive	Nil	Nil	Nil
Ms. Jyoti Additional Woman Director	Non-Executive & Independent	Nil	Nil	Nil

Directors' Attendance Record

The Board of Directors met ten times on 30th April 2018, 29th May 2018, 09th July 2018, 13th August 2018, 30th August 2018, 16th October, 2018, 13th November 2018, 01st January 2019, 14th February 2019 and 30th March, 2019 during the financial year 2018-19. The Board was supplied with all relevant information and supporting papers, which were required, to transact the business specified in the

agenda of Board Meetings held. The intervening period between the Board Meetings was well within the maximum time gap of 120 days between two meetings as prescribed in the Listing Regulations, 2015. Details of attendance of Directors in the Board meeting during the financial year 2018-19 are as under:

Sl. No.	Name of the Director	No. of Board Meeting	Attendance at the Board Meeting	Whether attended Last AGM
1	Mr. Abhey Jain	10	10	Yes
2	Mr. Pradeep Kumar Jain	10	10	Yes
3	Mr. Parmod Kumar Jain	10	10	Yes
4	Mr. Praveen Kumar Jain	10	03	Yes
5	Mr. Subash Chand Oswal	10	10	No
6	Mr. Rakesh Garg	10	10	No
7	Mr. Krishan Gopal Sharma	10	10	No
8	Mr. Shiv Pravesh Chaturvedi	10	10	Yes
9	Ms. Neha Gupta	06	06	Yes
10	Ms. Jyoti	01	00	NA

Disclosure of relationship between directors inter-se:

S. No.	Name of Directors	Nature of Relation
1.	Pradeep Kumar Jain	Brother of Director
2.	Praveen Kumar Jain	Brother of Director
3.	Parmod Kumar Jain	Brother of Director
4.	Abhey Jain	Son of Directors Brother

Number of Shares held by Non-Executive Directors: Mr. Praveen Kumar Jain (Non- Executive Director) is holding 1,66,48,510 Equity Shares and 25,00,000 Preference Shares of the Company and Mr. Parmod Kumar Jain (Non- Executive Director) is holding 2,00,150 Equity Shares of the Company.

Familiarization Programme: The details of Familiarization Programme imparted in the F.Y. 2018-19 is given at Company's website at www.magnumventures.com.

Skills, Expertise, Competencies of Directors:

The Company believes that it is the collective effectiveness of the Board that impacts Company performance and therefore members of the Board amongst themselves should have a balance of skills, experience and diversity of perspectives appropriate to the Company. The Directors should possess one or more of the following skills, expertise and competencies

1. Business Leadership
2. Management & Strategic Insight

3. Organisational Capacity Building
4. Policy Evaluation
5. Culture Building
6. Risk Management and Compliance
7. Stakeholders' value creation

Disclosure Regarding Appointment & Re-appointment of Directors in the ensuing AGM

As per Regulation 36(3) of SEBI (LODR) Regulations, 2015, the brief resume, experience and other details pertaining to the Directors seeking appointment/ re-appointment in the ensuing Annual General Meeting (including those director(s) who have been appointed during the year under review) to be provided in terms of the Listing Agreement with the Stock Exchanges are furnished below:

Particulars	Mr. Subhash Chand Oswal	Ms. Jyoti	Mr. Rakesh Garg
DIN	00088516	08296989	02683693
Father's Name	Mr. Banarsi Chand Oswal	Mr. Surinder Kumar Palia	Mr. Ishwar Chand Garg
Date of Birth	06 th July, 1946	23 rd May, 1992	18 th February, 1964
Address	C-642, New Friends Colony, Delhi -110025	B 3/488, Tara Nagar, Sector 15, Kakrola, Delhi-110078	B-175, IInd Floor, Ashok Vihar, Phase-1, Delhi - 110052
Designation	Independent Director	Women Director	Independent Director
Education	B. A. from Delhi University	B. Com from Delhi University	B. Com from Delhi University
Experience	39 Years	5	31 Years
Companies in which holds Directorship	One (01)	One (01)	Nil
Companies in which holds membership of Committees	Nil	Nil	Nil
Shareholding in the Company (No. & %)	Nil	Nil	Nil

Particulars	Mr. Abhey Jain	Mr. Praveen Kumar Jain
DIN	01876385	00423833
Father's Name	Mr. Vinod Kumar Jain	Mr. Salek Chand Jain
Date of Birth	3 rd September, 1973	16 th February, 1962
Address	113/3-4, Ansari Road, Darya Ganj, Delhi – 110002	4326/3, Ansari Road Darya Ganj, New Delhi - 110002
Designation	Whole-time Director	Director
Education	B. A. from Delhi University	B. Com from Delhi University

Experience	24 years	39 years
Companies in which holds Directorship	Nil	Nil
Companies in which holds membership of Committees	Nil	Nil
Shareholding in the Company (No. & %)	Equity Shares Number: 3,02,600 %age: 0.80%	Equity Shares Number: 1,66,48,510 %age: 44.28% Preference Shares Number: 25,00,000 %age: 100%

In the opinion of the Board, the Independent Directors of the Company has appropriate expertise and experience and fulfill the conditions specified in these Regulations and are independent of the management.

3. AUDIT COMMITTEE (Regulation 18)

Powers

- To investigate any activity within its terms of reference.
- To seek information from any employee.
- To obtain outside legal or other professional advice.
- To secure attendance of outsiders with relevant expertise, if it considers necessary.

Terms of Reference

The Audit Committee has been entrusted with the job of reviewing the reports of the Internal Auditors and the Statutory Auditors periodically and discussing their findings and suggesting corrective measures. The role of the Audit Committee is as follows:

- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- Recommending for the appointment, remuneration and terms of appointment of the auditor.
- Approval of payment to statutory Auditors for any other services rendered by the statutory Auditors.
- Reviewing with the management, the Annual Financial Statements before submission to the Board for approval, with particular reference to :
 - a. Matters required being included in the Directors Responsibility Statements to be included in the Board's report in terms of Clause(c) of sub-section 3 of Section 134 of the Companies Act, 2013.
 - b. Changes, if any, in accounting policies and practices and reasons for the same.
 - c. Major accounting entries involving estimates based on the exercise of judgement by management.
 - d. Significant adjustments made in the financial statements arising out of audit findings.

- e. Compliance with listing and other legal requirements relating to financial statements.
 - f. Disclosure of any related party transactions.
 - g. Qualification in the draft audit report.
- Reviewing, with the management, the quarterly Financial Statements before submission to the Board for approval.
 - Reviewing with the management, the statement of uses/ application of funds raised through an issue (public issue, right issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter.
 - Reviewing and monitor the auditor's independence and performance and effectiveness of audit process.
 - Approval or any subsequent modification of transactions of the Company with related parties.
 - Scrutiny of inter-corporate loans and investments.
 - Valuation of undertakings or assets of the Company, wherever it is necessary.
 - Evaluation of internal financial controls and risk management systems.
 - Reviewing with the management, performance of statutory and internal auditors and adequacy of the internal control systems.
 - Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of Internal Audit.
 - Discussing with Internal Auditors any significant findings and follow up thereon.
 - Reviewing the findings of any internal investigations by the Internal Auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
 - Discussing with statutory Auditors before the Audit commences, about the nature and scope of Audit as well as post-audit discussion to ascertain any area of concern.
 - Looking into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
 - Reviewing the functioning of the Whistle Blower mechanism.
 - Approval of appointment of CFO (i.e. the whole-time Finance Director or any other person heading the finance or discharging that function) after assessing the qualifications experience and background, etc. of the candidate.
 - Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
 - Reviewing the utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision.

Review of information by Audit Committee

The Audit Committee reviews the following information:

- Management discussion and analysis of financial condition and results of operations;
- Statement of significant related party transactions (as defined by the Audit Committee) submitted by management;
- Management letters/letters of internal control weakness issued by the statutory auditors;
- Internal auditors reports relating to internal control weakness; and
- The appointment, removal and terms of remuneration of the Chief internal auditor shall be subject to review by the Audit Committee.
- Statement of deviations:
 - (a) Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of SEBI (LODR) Regulations, 2015.
 - (b) Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7) of SEBI (LODR) Regulations, 2015.

(b) Composition

The Committee was last reconstituted on 09th July, 2018.

The Audit Committee comprises three directors with the Chairman, being an Independent Director, with expertise in financial and accounting areas.

1. Mr. Rakesh Garg - Chairman (Independent Director)
2. Mr. Subash Chand Oswal - Member (Independent Director)
3. Mr. Krishan Gopal Sharma – Member (Independent Director)

Mr. Mohit Kumar Goel, Company Secretary, acts as the Secretary to the Audit Committee.

(c) Attendance

The Committee met seven (07) times during the Financial Year 2018-19 on the following dates: 29.05.2018, 09.07.2018, 13.08.2018, 30.08.2018, 13.11.2018, 01.01.2019 and 14.02.2019. Details of attendance of Directors in the Audit Committee meetings are as under:

Name of the Director	Category	Attendance at the Audit Committee Meeting
Mr. Rakesh Garg	Non-Executive Independent Director	7
Mr. Subash Chand Oswal	Non-Executive Independent Director	7
Mr. Krishan Gopal Sharma	Non-Executive Independent Director	5

4. NOMINATION & REMUNERATION COMMITTEE (REGULATION 19)

(a) Terms of Reference

The role of the committee shall inter alia, include the following:

- Formulation of the criteria for determining qualification, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees.
- Formulation of criteria for evaluation of Independent Director and the Board.
- Devising a policy on Board diversity.
- Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal.
- Whether to extend or continue the term of appointment of independent directors, on the basis of report of performance evaluation of independent directors.
- Recommend to the board, all remuneration, in whatever form, payable to senior management.

(b) Composition

The Committee was last reconstituted on 09th July, 2018. The Remuneration Committee consists of Three Directors, all of them being non-executive and independent directors.

1. Mr. Subash Chand Oswal - Chairman (Independent Director)
2. Mr. Rakesh Garg - Member (Independent Director)
3. Mr. Krishan Gopal Sharma – Member (Independent Director)

Mr. Mohit Kumar Goel, Company Secretary, acts as the Secretary to the Nomination and Remuneration Committee

(c) Attendance

The Remuneration Committee was constituted to approve the remuneration payable to Managing Director, Whole time Director or other directors of the Company. Thus the Committee shall have the meetings as and when so required.

The Committee met Seven (07) times during the Financial Year 2018-19 on the following dates: 29.05.2018, 09.07.2018, 13.08.2018, 30.08.2018, 16.10.2018, 01.01.2019 and 14.02.2019. Details of attendance of Directors in the Nomination & Remuneration Committee meeting are as under:

Name of the Director	Category	Attendance at the Nomination & Remuneration Committee Meeting
Mr. Subash Chand Oswal	Non-Executive Independent Director	7
Mr. Rakesh Garg	Non-Executive Independent Director	7
Mr. Krishan Gopal Sharma	Non-Executive Independent Director	5

(d) Remuneration Policy of the Company

The Managing Director and Executive Directors of the Company are entitled for payment of Remuneration as decided by the Board and approved by the members as per the provisions of the Companies Act, 2013. Mr. Pradeep Kumar Jain, Managing Director; Mr. Abhey Jain, Whole Time Director, Mr. Parv Jain, Chief Financial Officer, Mr. Shiv Pravesh Chaturvedi, Executive Director and Ms. Neha Gupta & Mr. Mohit Kumar Goel, Company Secretary of the Company have received remuneration for the financial year 2018-19. No sitting fees were paid to the Non-Executive Directors for attending Board and Committee meetings.

(e) Details of the Directors' Remuneration for the financial year ended 31st March, 2019

Name of Director	Salaries & Perquisites (in Rs.)	Commission, Bonus Ex-gratia (in Rs.)	Sitting Fees (in Rupees)	Total Amount (in Rs.)	No. of Equity Shares held & %
Mr. Pradeep Kumar Jain Managing Director	2,40,000	Nil	Nil	2,40,000	20,0650 (0.53%)
Mr. Abhey Jain Whole-Time Director	6,50,000	Nil	Nil	6,50,000	3,02,600 (0.80%)
Mr. Parmod Kumar Jain Director	Nil	Nil	Nil	Nil	2,00,150 (0.53%)
Mr. Praveen Kumar Jain Director	Nil	Nil	Nil	Nil	1,66,48,510 (44.28%)
Mr. Shiv Pravesh Chaturvedi Director	7,04,400	Nil	Nil	7,04,400	Nil
Ms. Neha Gupta Company Secretary & Director	2,22,261	Nil	Nil	2,22,261	Nil
Mr. Mohit Kumar Goel Company Secretary	54,762	Nil	Nil	54,762	Nil
Mr. Subash Chand Oswal Director	Nil	Nil	57,000	Nil	Nil
Mr. Rakesh Garg Director	Nil	Nil	57,000	Nil	Nil
Mr. Krishan Gopal Sharma Director	Nil	Nil	44,000	Nil	Nil
Ms. Jyoti Additional Independent Director	Nil	Nil	Nil	Nil	Nil

5. STAKEHOLDERS RELATIONSHIP COMMITTEE (REGULATION 20)

(i) Terms of Reference

The role of the committee shall *inter-alia* include the following:

- (1) Resolving the grievances of the security holders of the listed entity including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
- (2) Review of measures taken for effective exercise of voting rights by shareholders.
- (3) Review of adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent.
- (4) Review of the various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.

(ii) Composition

The Committee was last reconstituted on 09th July, 2018. The Stakeholders Relationship Committee comprised of the following directors:

1. Mr. Rakesh Garg - Chairman (Independent Director)
2. Mr. Subash Chand Oswal - Member (Independent Director)
3. Mr. Krishan Gopal Sharma– Member (Independent Director)

(iii) Mr. Mohit Kumar Goel, Company Secretary of the Company is the Compliance Officer of the Company for the purpose of the Listing Agreements to look after the compliances under the SEBI (LODR) Regulations, 2015.

(iv) Detail of investor/ security holder complaints received and redressed during the year 2018-19 are as follows:

Opening Balance	Received during the year	Resolved during the year	Closing Balance
Nil	Nil	Nil	Nil

(v) Attendance

The Committee met Thirty Three (33) times during the Financial Year 2018-19 on the following dates: 10.04.2018, 20.04.2018, 30.04.2018, 10.05.2018, 21.05.2018, 29.05.2018, 11.06.2018, 20.06.2018, 30.06.2018, 09.07.2018, 20.07.2018, 31.07.2018, 13.08.2018, 20.08.2018, 30.08.2017, 10.09.2017, 20.09.2018, 29.09.2018, 10.10.2018, 20.10.2018, 31.10.2018, 13.11.2018, 21.11.2018, 29.11.2018,

13.12.2018, 26.12.2018, 01.01.2019, 15.01.2019, 30.01.2019, 14.02.2019, 28.02.2019, 15.03.2019 and 30.03.2019. Details of attendance of Directors in the Investors' Grievance Committee meeting are as under:

Name of the Director	Category	Attendance at the Investor Grievances Committee Meeting
Mr. Rakesh Garg, Chairman	Non-Executive Independent Director	33
Mr. Subash Chand Oswal, Member	Non-Executive Independent Director	33
Mr. Krishan Gopal Sharma, Member	Non-Executive Independent Director	24

The Company put utmost priority to the satisfaction of its shareholders, which is evident from the fact that there was no complaint received by the Company. The Company addresses all complaints, suggestions and grievances expeditiously and replies have been sent/issues have been resolved expeditiously, except in case of dispute over facts.

6. GENERAL BODY MEETINGS

Details of the location of the last three Annual General Meetings of the Company:

Financial Year	Date	Time	Venue	No. of Special Resolution(s) passed
2015-16	19.09.2016	11:00 AM	Galib Institute, AIWAN-E-GALIB MARG, New Delhi-110002	0
2016-17	20.09.2017	11:30 AM	Galib Institute, AIWAN-E-GALIB MARG, New Delhi-110002	0
2017-18	22.09.2018	11:00 AM	Galib Institute, AIWAN-E-GALIB MARG, New Delhi-110002	0

7. MEANS OF COMMUNICATION

(a) The Quarterly / half-yearly / annual Financial Results are published in The Financial Express (English) and Jansatta (Hindi) Newspapers and displayed on Company's website: www.magnumventures.in

(b) The Company keeps on updating its website to provide comprehensive relevant information. The Company believes that all the stakeholders should have access to adequate information about the Company and in today's electronics age website is the best media for such dissemination of information. All information, which could have a material bearing on the share prices, is released at the earliest.

(c) The Management Discussion and Analysis forms a part of the Annual Report as **Annexure -VI**

(d) The Company has not made any formal presentations to the institutional investors or to the analysts during the year.

8. GENERAL SHAREHOLDERS INFORMATION

i) Annual General Meeting

Day & Date	Time	Venue
Monday, 09 th September, 2019	11:00 A.M.	Galib Institute, AIWAN-E GALIB MARG, New Delhi-110002

ii) **Financial Year** : The Financial Year Starts from 01st April, 2018 and ends on 31st March, 2019.

iii) **Dates of Book Closure** : 03rd September, 2019 to 09th September, 2019 (Both days inclusive)

iv) **Dividend Payment Date** : No Dividend is declared.

v) **Listing on Stock Exchanges:** Equity Shares of the Company are listed on Bombay Stock Exchange and National Stock Exchange

vi) **Stock Code/ Symbol** : **532896** at the Bombay Stock Exchange
MAGNUM at the National Stock Exchange

vii) **Market Price Data** : High/ low of market price of the Company's equity shares traded on BSE during the last financial year were as follows:

Month	High	Low	Volume
April 2018	12.20	9.52	114766
May 2018	11.09	7.25	114341
June 2018	8.40	6.00	126583
July 2018	6.95	5.50	146051
August 2018	8.69	6.06	96181
September 2018	7.28	5.83	84050
October 2018	6.32	5.00	44742
November 2018	6.25	5.00	52621
December 2018	7.20	5.48	67971
January 2019	7.50	5.40	50499
February 2019	6.19	4.30	42453
March 2019	6.98	4.67	97053

Source: www.bseindia.com

High/ low of market price of the Company's equity shares traded on NSE during the last financial year were as follows:

Month	High	Low	Volume
April 2018	11.75	9.45	440661
May 2018	10.90	7.25	418002
June 2018	8.50	5.95	701843
July 2018	6.95	5.55	378643
August 2018	9.00	6.15	429248
September 2018	7.25	5.90	175067
October 2018	6.10	4.75	238289
November 2018	6.20	4.75	254413
December 2018	7.30	5.55	217818
January 2019	7.40	5.35	205111
February 2019	6.10	4.10	279060
March 2019	6.90	4.85	415891

Source: www.nseindia.com

viii) Registrar and Share Transfer Agent & Share Transfer System

M/s MAS Services Limited is acting as Registrar & Transfer Agent (RTA) for handling the Shares related matters, both in physical as well as dematerialized mode. All works relating to Equity Shares are being done by RTA. The Shareholders are, therefore, advised to send all their correspondence to the RTA.

However, for the convenience of shareholders, documents relating to Shares received by the Company are forwarded to the RTA for necessary action thereon.

Particulars	M/s MAS Services Limited
Contact Person	Mr. Shrawan Mangla
Address	T-34, 2nd Floor, Okhla Industrial Area Phase - II, New Delhi - 110 020
Telephone No.	011-26387281/81/83
Fax No.	011-26387384
E mail	info@masserv.com

The Company's equity shares are traded in the Stock Exchanges, Mumbai compulsorily in Demat mode. Physical shares which are lodged with the Registrar & Transfer Agent or/ Company for transfer are processed and returned to the shareholders duly transferred within the time stipulated under the Listing Agreement subject to the documents being in order.

ix) Distribution of Shareholding as on 31st March 2019:

Shareholding of Nominal Value of		Shareholders		Share Amount	
Rs.	Rs.	Number	% to Total	In Rs.	% in Total
(1)		(2)	(3)	(4)	(5)
Up to 5,000		8542	68.959	17013700	4.525
5,001	10,000	1763	14.233	15478780	4.116
10,001	20,000	907	7.322	14770920	3.928
20,001	30,000	353	2.850	9356960	2.488
30,001	40,000	187	1.510	6897090	1.834
40,001	50,000	176	1.421	8474510	2.254
50,001	1,00,000	240	1.938	18152700	4.828
1,00,001 and above		219	1.768	285874180	76.027
Total		12387	100	37,60,18,840	100

x) De-materialization of shares and liquidity: As on 31st March, 2019 about 100% of the Company's equity shares had been dematerialized except 9 equity shares (not belonging to promoters). Trading in equity shares of the Company at the Stock Exchange is permitted compulsorily in de-mat mode.

xi) There are no outstanding GDRs/ ADRs/ Warrants or any Convertible other Instruments as on the date.

xii) There are no Commodity Price Risk or Foreign Exchange Risk and hedging Activity.

xiii) Plant Locations: The Company has the following two units located at:

Paper Unit: Plot No. 18/41, Site-IV, Industrial Area, Sahibabad, Ghaziabad 201 010 Uttar Pradesh	Hotel Unit: 64/6 Site-IV, Industrial Area, Sahibabad, Ghaziabad 201 010 Uttar Pradesh
------------------------------------------------------------------------------------------------------------------	-------------------------------------------------------------------------------------------------------

xiii) Address for Correspondence: The shareholders may send their communication grievances/ queries to the Registrar and Share Transfer Agents at their Address mentioned above or to the Company at:

Corporate Office:

Magnum Ventures Limited
Plot No. 18/31,
Site-IV, Industrial Area,
Sahibabad, Ghaziabad 201 010
Uttar Pradesh
Phone: 0120- 4199200 (100 lines)
Fax: 0120- 4199234
E-mail: magnumventures@gmail.com

9. OTHER DISCLOSURES

(a) Related Party Transactions

There are no materially significant related party transactions with its Promoters, the Directors or the Management or their Relatives etc., which may have potential conflict with the interest of the Company at large. The other related party transactions are set out in separate statement annexed to Notes on Accounts annexed to and forming the part of Balance Sheet and Profit and Loss Account of the Company.

(b) Non-compliance by the Company, Penalties, Strictures

No penalties, strictures were imposed on the Company by the Stock Exchange or SEBI or any statutory authority on any matter related to capital markets during the year except a fine of Rs. 5000/- levied by both Stock Exchanges (BSE & NSE) for one day delay in appointment of Women Director.

(c) Details of Whistle Blower Policy

The vigil mechanism has been established and the Whistle Blower Policy can be accessed on the Company website at www.magnumventures.in". Further no personnel have been denied access to the audit committee.

(d) The Company has complied with all the mandatory requirements of SEBI (LODR) Regulations, 2015 and following non-mandatory requirements are complied with:

- Company has appointed separate persons as Chairman and Managing Director.
- Internal Auditor may report directly to the Audit Committee.

(e) The company does not have any subsidiary.

Shareholders may reach for Company's policies and the Business information at www.magnumventures.in, which is regularly updated in order to meet the Corporate Governance requirement and for the benefit of shareholders / investors.

(f) The Company has obtained a Certificate from M/s Munish K Sharma & Associates, Company Secretaries, that none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority. This Certificate is enclosed as **Annexure-A** of this Corporate Governance Report

DECLARATION ON COMPLIANCE WITH THE CODE OF CONDUCT

The Board has formulated a code of conduct for the Board members and senior management of the Company. The same has also been posted on the website of the Company. All Board members and senior management personnel have affirmed their compliance with the code.

DECLARATION ON COMPLIANCE WITH CODE OF CONDUCT BY THE MANAGING DIRECTOR:

Pursuant to Regulation 26(3) of SEBI (Listing obligation and Disclosure Requirements) Regulation, 2015 The Board has formulated a code of conduct for the Board members and senior management of the Company, which has been posted on the website of the Company i.e., www.magnumventures.in

It is hereby certified that the members of the Board and the Senior Management personnel have confirmed their compliance with the “Code of Conduct for Members of the Board and Senior Management”.

DISCLOSURES IN RELATION TO THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

No Complaint has been filed during the financial year under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and No complaint is pending at end of the financial year.

**By the order of the Board of Directors
For Magnum Ventures Limited**

**Sd/
Pradeep Kumar Jain**
Managing Director
DIN: 00024879
Add: 113/3, Darya Ganj,
New Delhi - 110002

**Sd/-
Abhey Jain**
Whole -Time Director
DIN: 01876385
Add: 113/3-4, Ansari Road,
Darya Ganj, New Delhi -110002

Annexure-A

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

*(As per clause C of Schedule V of the Securities Exchange Board of India
(Listing Obligations and Disclosure Requirement) Regulations, 2015
read with regulation 34(3) of the said Listing Regulations)*

To
The Members,
Magnum Ventures Limited
(CIN: L21093DL1980PLC010492)
Regd. Office: Office No. 205, 2nd Floor,
Building No. 4326, Street No. 3, Ansari Road,
Darya Ganj, Delhi - 110002

As required by item 10(i) of Part C of Schedule V of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 we certify that none of the directors on the board of Magnum Ventures Limited have been debarred or disqualified from being appointed or continuing as directors of Companies by the SEBI/Ministry of Corporate Affairs or any such statutory authority.

For Munish K. Sharma & Associates

Company Secretaries
(Peer Review No.: 311/2015)

Munish Kumar Sharma

Company Secretary
& Insolvency Professional

M. No.: F6031

C.P. No. 6460

Date: **05th August, 2019**

Place: **Kaushambi, Ghaziabad**

CEO & CFO CERTIFICATION

I, Pradeep Kumar Jain, Managing Director and Mr. Parv Jain, Chief Financial Officer, certify that:

1. We have reviewed financial statements and the cash flow statement for the year ended 31st March 2019 and that to the best of our knowledge and belief:
 - a) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - b) these statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. To the best of our knowledge and belief, no transactions entered into by the company during the year which is fraudulent, illegal or violative of the company's code of conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and that they have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and they have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
4. We have indicated to the auditors and the Audit committee
 - a) significant changes in internal control over financial reporting during the year;
 - b) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - c) instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

Sd/
Pradeep Kumar Jain
Managing Director
DIN: 00024879
Add: 113/3, Darya Ganj,
New Delhi - 110002

Sd/-
Parv Jain
Chief Financial Officer
PAN: AHLPJ7813J
Add: 4326/3, Ansari Road,
Darya Ganj, New Delhi -110002

Place: Delhi

Date: 12th August, 2019

COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members of
Magnum Ventures Limited
(CIN: L21093DL1980PLC010492)
Regd. Office: Office No. 205, 2nd Floor,
Building No. 4326, Street No. 3, Ansari Road,
Darya Ganj, Delhi – 110 002

We have examined the compliance of conditions of Corporate Governance by **Magnum Ventures Limited** (“the Company”) for the year ended on 31st March, 2019 as stipulated in Regulations 17 to 20, 22, 23, 25, 26, 27 and clauses (b) to (g), (i) of sub-regulation (2) of Regulation 46 and para C, D & E of Schedule V of Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”).

The Compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to review of procedures and implementations thereof, as adopted by the Company for ensuring the compliances of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the directors and the management, we certify that the Company has complied with the various conditions as specified in Corporate Governance as stipulated in the above-mentioned SEBI Listing Regulations except the following:

The women director of the Company has resigned with effect from 13th November, 2018 and the vacancy caused due to her resignation was filled by the Company on 14th February, 2019 with one day delay as the last date of appointment of women director was 13th February, 2019. In this regard, fine of Rs. 5,000/- was levied by both the Stock Exchanges (National Stock Exchange and Bombay Stock Exchange) and the Company has paid the same.

We have to state that, no investor grievance is pending for a period exceeding one month against the Company as per the information furnished by the Company's Registrar, other than those which are a subject matter of litigation.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For Munish K. Sharma & Associates
Company Secretaries**

Sd/-

Munish Kumar Sharma

Company Secretary
& Insolvency Professional

M. No.: F6031

C.P. No. 6460

Peer Review No.: 311/2015

Date: **05th August, 2019**

Place: **Kaushambi, Ghaziabad**

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2019

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

To,
The Members of
Magnum Ventures Limited
(CIN: L21093DL1980PLC010492)
Regd. Office: Office No. 205, 2nd Floor,
Building No. 4326, Street No. 3, Ansari Road,
Darya Ganj, Delhi – 110 002

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Magnum Ventures Limited** (hereinafter called “the Company”). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the Company’s books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2019 complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2019 according to the provisions of:

- (i) The Companies Act, 2013 (‘the Act’) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines, to the extent applicable, prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’):-

- a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
 - b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - e) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
-
- (vi) Apprenticeship Act, 1961;
 - (vii) Employees' Provident Funds and Miscellaneous Provisions Act, 1952;
 - (viii) Employee State Insurance Act, 1948;
 - (ix) The Equal Remuneration Act, 1976;
 - (x) The Payment of Gratuity Act, 1972;
 - (xi) The Minimum Wages Act, 1948;
 - (xii) The Payment of Wages Act, 1936;
 - (xiii) Industrial Employment (Standing Orders) Act, 1946;
 - (xiv) Factories Act, 1948;
 - (xv) Goods & Services Tax Act, 2017;
 - (xvi) Income Tax Act, 1961;
 - (xvii) The Maternity Benefit Act, 1961;
 - (xviii) The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013;
 - (xix) The Contract Labour (Regulation and Abolition) Act, 1970;
 - (xx) The Payment of Bonus Act, 1965;
 - (xxi) The Employment Exchanges (Compulsory Notification of Vacancies) Act, 1959;
 - (xxii) Luxury Tax Act;
 - (xxiii) The Boilers Act, 1923;
 - (xxiv) The Uttar Pradesh Shops and Commercial Establishments Act, 1962;
 - (xxv) Food Safety and Standards Act, 2006;
 - (xxvi) The Water (Prevention & Control Of Pollution) Act, 1974;
 - (xxvii) The Air (Prevention & Control Of Pollution) Act, 1981;
 - (xxviii) Other Environmental Laws.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India;
- (ii) The Listing Agreements entered into by the Company with Bombay Stock Exchange ("BSE") and National Stock Exchange ("NSE").

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

1. Financial Statements for the Year ended 31st March, 2018 published in the Annual Report and circulated to the stakeholders of the Company were not as per Indian Accounting Standards applicable to the Company.

However, as explained and communicated, in writing, by management to rectify this advertent mistake, the management had circulated the correct Financial Statements as per Indian Accounting Standards to the Shareholders present in the 38th Annual General Meeting dated 22nd September, 2018, and were approved and adopted by the shareholders.

2. The women director of the Company has resigned with effect from 13th November, 2018 and the vacancy caused due to her resignation was filled by the Company on 14th February, 2019 with one day delay as the last date of appointment of women director was 13th February, 2019. In this regard, fine of Rs. 5,000/- was levied by both the Stock Exchanges (National Stock Exchange and Bombay Stock Exchange) and the Company has paid the same.

3. The Company has neither obtained compulsory Insurance nor established Gratuity Fund for securing the payment of Gratuity. However, an application for formation of gratuity trust fund has been filed during the reporting period and the same has been approved by Income Tax Department vide letter dated 28th June, 2019 with effect from 03rd December, 2018.

4. The Company has delayed in filing of Form GSTR-1 and GSTR- 3B for few months.

5. The Company had defaulted in repayment of loans and borrowing from financial institutions and banks. The Company has entered into agreement with M/s Alchemist Assets Reconstruction Company Ltd. (AARC) regarding the repayment of the loans as the lender banks (i.e. that Oriental Bank of Commerce, Allahabad Bank, Punjab National Bank, Indian Overseas Bank and Syndicate Bank) have assigned their dues to M/s Alchemist Assets Reconstruction Company Ltd. (AARC). However, there is no default in repayment of loans and borrowing were made during the current financial year.

6. The Company does not have adequate internal financial control system commensurate with the size of company and the nature of its business with regard to the sale of goods as they are unable to collect their sales proceeds.

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act except appointment of woman director as mentioned in para 2 above.

Adequate notice is given to all directors to schedule the Board Meetings, Agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines *except internal financial control system as mentioned in para 6 above.*

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

**For Munish K. Sharma & Associates
Company Secretaries**

**Sd/-
Munish Kumar Sharma
Company Secretary
& Insolvency Professional
M. No.: F6031
C.P. No. 6460
Peer Review No.: 311/2015**

Date: **05th August, 2019**

Place: **Kaushambi, Ghaziabad**

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

'Annexure A'

To,
The Members,
MAGNUM VENTURES LIMITED
(CIN: L21093DL1980PLC010492)
Regd. Office: Office No. 205, 2nd Floor,
Building No. 4326, Street No. 3, Ansari Road,
Darya Ganj, Delhi – 110002

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

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

**For Munish K. Sharma & Associates
Company Secretaries**

**Sd/-
Munish Kumar Sharma
Company Secretary
& Insolvency Professional
M. No.: F6031
C.P. No. 6460
Peer Review No.: 311/2015**

Date: **05th August, 2019**
Place: **Kaushambi, Ghaziabad**

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

CAUTIONARY STATEMENT:

Management's Discussion and Analysis Report contains forward looking statements based on the certain assumptions and expectations of future events and the Company cannot assure that these assumptions and expectations are accurate and cannot derive a particular conclusion. Although the Management has considered future risks as part of the discussions, future uncertainties are not limited to the Management perceptions. The report contains the risks and uncertainties arising to the Company but it cannot be figured out exactly due to the fluctuations in earnings, our ability to manage growth, competition, economic growth in India, ability to attract and retain highly skilled professionals, time and cost over runs on contracts, government policies and actions with respect to investments, fiscal deficits, regulation etc. In accordance with the Code of Corporate Governance approved by the Securities and Exchange Board of India ('SEBI'), the Shareholders and readers are cautioned that in the case of data and information external to the Company, no representation is made on its accuracy or comprehensiveness though the same are based on sources thought to be reliable. The changing economic and business conditions and rapid technological innovations are creating an increasingly impact on the industry. The Company does not undertake to make any announcement in case any of these forward looking Statements become materially incorrect in future or any update made thereon.

OVERVIEW:

The Company was incorporated on May 29, 1980 as MAGNUM PAPERS LIMITED and on 31st May, 1995, the status of the Company was changed from 'Private Limited Company' to 'Public Limited Company'. Further, its name was changed as '**Magnum Ventures Limited**' ('**Magnum**'). In September 20, 2007, Magnum made an Initial Public Offer and is currently listed at National Stock Exchange of India Limited ('NSE') and Bombay Stock Exchange Limited ('BSE').

Magnum is ideally located at Sahibabad, Ghaziabad (Uttar Pradesh) the NCR region hardly 15 KM from the heart of Delhi *i.e.*, Connaught Place, New Delhi. The Company is having large infrastructures of 65,000 Square Meters and Five Lakh Square feet Building Area in Sahibabad Industrial Area, Ghaziabad (Uttar Pradesh).

Magnum currently operates in Paper Industry and Hotel Industry. The Company is manufacturing papers since more than 30 Years. The Company is one of the largest writing and printing paper and duplex paper printing concern in the Northern region. The existing manufacturing activities cover printing and writing papers, duplex boards, Xerox paper, Wrapping and packing paper and so on with installed capacity of 85K MT per annum based on 3 shift and 330 days working days in a year. The Company also contributes to the environment by focusing on the recycling process of paper making. Magnum also operates Hotel Industry by the name of **COUNTRY INN & SUITES by Radisson**, a Five Star Hotel at Sahibabad, Ghaziabad (Uttar Pradesh) diagonally opposite to Vaishali Metro Station, 50 minutes from the International Airport, 10 minutes from the Akshardham Temple and India Gate and Connaught Place is just a 25 minutes' drive from the Hotel. Our Sahibabad hotel provides innovative theme restaurants, extensive banqueting areas, state-of-the-art Business Centre, health club and spa, beauty salon,

shopping arcade and outdoor, poolside bar that offers a world-class dining experience. The hotel is the first eco-friendly, all-vegetarian, five-star hotel. It comprising of 216 rooms in four categories i.e. 64 Standard Rooms, 76 Superior Rooms, 70 Club Rooms, and 6 Executive Suites. The Hotel was soft launched in the month of January, 2009, which is now in full operation. The hotel has a USP of being the first all Vegetarian Hotel to have been formally certified as a five star hotel by (HRACC) Ministry of Tourism.

INDUSTRY STRUCTURE, DEVELOPMENTS & OUTLOOK:

Our Company's business is broadly consists of manufacturing of Papers and Hotel Industry.

Paper Industry

As the present era is globally rising and more demand is on the increasing of the knowledge which as a result leads to the overall growth of the paper industry. The Indian paper industry is said to be growing in the line with the GDP of the country. Paper being an essential commodity has its socio- economic importance in the overall development of the country which is directly linked with the educational and the industrial growth. With the increasing competition, the Company so as to maintain a sustainable position in the market has to make a planned approach towards attaining its goal of maximum profit by overcoming the challenge of raw material availability, manpower, short term over capacity situation, environmental foot print etc.

Hotel Industry

The tourism and hospitality industry is one of the largest segments under the services sector of the Indian economy. In India, the sector's direct contribution to gross domestic product (GDP) is expected to grow at 7.8 per cent per annum during the period 2013-2023. Hotels are an extremely important component of the tourism industry and are the key drivers of growth among the services sectors in India. The Indian hospitality sector has been growing at a cumulative annual growth rate of 14 per cent every year, adding significant amount of foreign exchange to the economy. The role of the Indian government, which has provided policy and infrastructural support, has been instrumental in the growth and development of the industry.

SWOT ANALYSIS

STRENGTHS:

Paper Industry

The paper is in use since the second century A.D. and despite the emergence of the electronic media, the use of paper has always been adored by the mankind. The spurt in demand for paper and paper board rises from India's all round industrial development and growing rate of literacy. Over the last five years, many paper companies went for major modernisation and expansion.

India's paper and paper board industry has unlimited scope for further growth. Judging by the investment that paper manufacturers have made in modernisation and expansion so far, India's pulp and paper industry is well on its way to have a strong presence in Asia.

The Indian Paper Industry is among the top 12 Global players today, with an output of more than 13.5 Million tonnes annual with an estimated turnover of Rs. 35000 Crores.

Paper Industry in India is moving up with a strong demand push and is in expansion mode to meet the projected demand of 20 Million tonnes by 2020. Thus paper industry in India is on the growth trajectory and is expected to touch 8.5% GDP in the coming years. Therefore, the growth of Industry will out span the present growth rate of 6.5%.

Hotel Industry

Tourism has now become a significant industry in India. India offers a readymade tourist destination with the resources it has and the most fascinating hospitality statement of – “Atithidevo bhava”. According to recent estimates, there is almost a 2:1 demand-supply ratio for rooms in India, demonstrating the untapped potential that continues to exist in this industry. As per the World Travel & Tourism Council, the occupancy ratio is around 80-85%, with nearly 10% increase from the last three years. There are international players in the market such as Taj and Oberoi & International Chains. Thus, the needs of the international tourist’s travellers are met while they are on a visit to India.

WEAKNESSES:

Paper Industry

In India, production of paper and paper board entails enormous challenges- ranging from procurement of raw materials, energy and water to facing the harsh criticism coming from environmental activists and observing a number of complex laws.

The biggest challenge facing paper industry in India is the procurement of raw materials. As availability of waste papers, is limited. The companies have to incur huge transportation cost in shipping waste papers and other raw materials from various countries. As a result, the fortunes of the industry depend on the great extent on the foreign exchange rate.

Hotel Industry

The Hotel industry also has weaknesses and one of them is that the land is expensive in India and most hotels are staffed heavily! The tax structure in the country is also higher as compared to other countries and the hotel rooms in the country are far lesser as well. The services offered by hotels are limited and will not meet with the world standards.

Poor support infrastructure is another weakness which need to be looked upon. Though the government is taking necessary steps, many more things need to be done to improve the infrastructure. The lack of adequate recognition for the tourism industry has been hampering its growth prospects. Whatever steps are being taken by the government are implemented at a slower pace.

OPPURTUNITIES:

Paper Industry

Major changes are taking place in various segments like writing & printing paper, paperboard, newsprint, tissues, etc. New technologies and modern management will have vital part in this process. Besides that many overseas players are entering India by acquiring or by setting up new plants in Indian soil with an aim to make India as a paper manufacturing hub which will bring huge investments to Indian Pulp and Paper Industry.

Today India is an excellent and vibrant market for Paper and Paper products due to high spending of the middle class people and some of the Government initiatives in the Social Development front also make the industry more vibrant. Many Indian Paper Mills are eyeing now to new mills to setup or joint ventures with existing players abroad to widen their business horizon.

The Govt. of India has relaxed the rules and regulations and also de-licensed the paper industry to encourage investment into this sector and joint ventures are allowed and some of the joint ventures have also started in India. The paper industry in India is looking for state-of-art technologies to reduce its production cost and to upgrade the technology to meet the international standards.

Hotel Industry:

The Government of India has contributed significantly to the growth and development of the industry by providing policy and infrastructural support such as simplification of visa procedures and tax holidays for hotels. In the long term, the demand-supply gap in India is very real and that there is need for more hotels, the average increase in room rates over the last one year has hovered around 22-25%. India, being the only country with the most diverse topography has the potential for the growth of the hotel industry. Due to difference in the climatic condition and the period of holidays, the demand between the national and foreign tourists can easily be managed.

THREATS:

Paper Industry

The increasing competition for wood and other raw materials from the renewable energy sector possess a serious threat on the paper industry. The need for growing supply of low-cost and high-quality imports of commodity-grade papers, especially from China adds to the additional cost of paper industry. Moreover, the need for the woods for the production of paper is indispensable. The impact of climate change on forest health and productivity cannot be ignored. Thereby, it directly impacts the production of paper. This way, the growth of the paper industry is endangered.

Hotel Industry

There have been wide fluctuations in international tourist arrivals. The total dependency of the Hotel industry on foreign tourists can be risky, as there are wide fluctuations in international tourism. Domestic tourism needs to be given equal importance and measures should be taken to promote it.

The Increasing competition is another threat posing the hotel industry. Several international majors like

the Four Seasons, Shangri-La and Aman Resorts are entering the Indian markets. This will increase the competition for the existing Indian hotel majors.

HUMAN RESOURCE

Our company follows the diverse set of measures relating to the Human Resource to reduce the hindrances in our Manufacturing Process:

In a manufacturing and service sector concern like ours, it becomes very important to effectively manage all the employees in order to achieve the goals of the organisation.

Human resource is very important in the growth and development of a company. It recognizes the importance and contribution of the employees' involvement in the operation of the company for the effective result.

We tend to maintain right number of employees at the right time at the right place. Our Company's human resource management strategy maximizes return on investment in the human capital and minimizes financial risk. Human Resources seeks to achieve this by aligning the supply of skilled and qualified individuals and the capabilities of the current workforce, with the company's on-going and future business plans and requirements to maximize return on investment and secure future survival and success. In ensuring to achieve our objectives, the human resource function purpose in this context is to implement the human resource requirements effectively but also practically, taking account of legal, ethical and as far as is practical in a manner that retains the support and respect of the workforce.

The Company's belief in trust, transparency and teamwork improved employee and staff productivity at all levels. Your management is also committed to help the employees and workers to sharpen their skills and to improve their knowledge base for which continuous efforts are made on training and development.

INTERNAL CONTROL SYSTEMS AND ADEQUACY

Your company follows a set of measures relating to the internal control system to reduce the risk and proper implementation of the Policies:

The Company has established a sound internal control system which contributes to safeguarding the shareholder's investment and the company's assets. A sound system of internal control facilitates the effectiveness and efficiency of operations, helps ensure the reliability of internal and external reporting and assists compliance with laws and regulations.

The Company has an audit committee which oversees the adequacies of the system of the internal control and report to the board. Also the Company has appointed an Internal Auditor to conduct internal audit of the functions and activities of the Company and reported to the Board. All the above business control procedures ensure efficient use and protection of the resources and compliance with the policies, procedures and status.

PRODUCT WISE PERFORMANCE

Presently the Company has been dealing in two segments, i.e., Paper Division and Hotel Division. The details of the both the business segments are as follows:

SALES

PRODUCT	Current Year (2018-19)		Previous Year (2017-18)	
	Quantity (Kgs)	Value (Amt in Rs)	Quantity (Kgs)	Value (Amt in Rs)
Paper division	60777058	2,204,894,997	65748372	2,112,908,424
Hotel division	NA	566,746,187	NA	450,885,738

Details of significant changes (i.e. change of 25% or more as compared to the immediately previous financial year) in key financial ratios:-

Sl. No.	Particulars	Financial Year 2018-19	Financial Year 2017-18
1.	Inventory Turnover	9.682	14.349
2.	Interest Coverage Ratio	9.903	5.550
3.	Operating Profit Margin	1.153	0.674
4.	Net Profit Margin	(0.023)	0.299
5.	Return on Net Worth	0.311	(3.710)

For and on Behalf of the Board
Magnum Ventures Limited

Sd/-
Pradeep Kumar Jain
Managing Director
DIN: 00024879
Add: 113/3, Darya Ganj,
New Delhi - 110002

Sd/-
Abhey Jain
Whole -Time Director
DIN: 01876385
Add: 113/3-4, Ansari Road,
Darya Ganj, New Delhi -110002

Date: 12th August, 2019
Place: New Delhi

AGGARWAL & RAMPAL
CHARTERED ACCOUNTANTS
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Madangir, New Delhi-110062, INDIA
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Fax ; +91-11- 41636506,
E-mail : vinay@aggarwalrampal.com
www.aggarwalrampal.com

INDEPENDENT AUDITOR'S REPORT

To the Members of **M/S MAGNUM VENTURES LIMITED**

Report on the Audit of the Financial Statements

OPINION

We have audited the standalone financial statements of **M/S MAGNUM VENTURES 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 ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

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, of the state of affairs of the Company as at March 31, 2019, and profit/loss and its cash flows for the year ended on that date.

BASIS FOR OPINION

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

KEY AUDIT MATTERS

We draw attention to the following observations:

- a) *Refer Note No. 7 under other notes in Notes to Accounts annexed with the financial statements for the year ended March 31, 2019 wherein the total outstanding Debtors for the year ended March 31, 2019, include Rs. 3140 lakhs which are due for more than six months and out of which Debtors of Rs. 59.64 lakhs are under litigations. The company has not made any provision for debtors outstanding for more than six months.*

- b) *(Refer Note No. 20 under other notes to accounts annexed with the financial statements for the year ended March 31, 2019) In previous year (i.e. F.Y. 2017-18) the company had started production of Kraft paper. The company is having losses in its production since inception as the cost of the product is higher than the net realizable value of the product. However the management is expecting profits in upcoming years from the production of this product and in order to capture more market the production of the same is being continued.*

- c) *(Refer Note No. 19 under other notes to accounts annexed with the financial statements for the year ended March 31, 2019) The paid up share capital as per books of accounts is Rs. 6260 lakh. However on MCA portal it is Rs. 3760 lakh only i.e. amount of preference share capital of Rs. 2500 lakh is not there on the portal. The company has filed grievance for the same.*

- d) *(Refer Note No. 21 under other notes to accounts annexed with the financial statements for the year ended March 31, 2019) Formation of Gratuity Trust Fund which is mandatory in case of the company, in this regards the company has filed application and other required documents for the same but the approval from the Income tax department is still awaited.*

- e) *Balances of Debtors & Creditors are subject to confirmation and reconciliation consequential effect (if any) on the financial statement remains unascertained.*

MANAGEMENT'S RESPONSIBILITY

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 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. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of 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.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

AUDITOR'S RESPONSIBILITIES

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements. Also Refer "Annexure A" to this audit report.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

- 1 As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure B", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- 2 As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid financial statements: comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors as on 31st March, 2019 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 Act.
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure C".
 - (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements - Refer to Note 24(B) to the financial statements.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

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

**For Aggarwal & Rampal
Chartered Accountants
FR No. 003072N**

**Sd/-
Vinay Aggarwal
(Partner)
Membership No: 082045**

**Place: New Delhi
Date: 28.05.2019**

“ANNEXURE A” TO THE INDEPENDENT AUDITORS’ REPORT

Report on the Auditor’s responsibilities for the Audit of the Financial Statements

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statement of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

For Aggarwal & Rampal
Chartered Accountants
FR No. 003072N

Sd/-
Vinay Aggarwal
(Partner)
Membership No: 082045

Place: New Delhi
Date : 28.05.2019

ANNEXURE - B TO THE INDEPENDENT AUDITORS' REPORT

**ANNEXURE-B REFERRED TO IN OUR AUDIT REPORT OF EVEN DATE OF M/S
MAGNUM VENTURES LIMITED, PURSUANT TO THE COMPANIES (AUDITORS' REPORT)
ORDER 2016 ON THE ACCOUNTS FOR THE YEAR ENDED MARCH 31, 2019**

- i. (a) The Company has updated its records of fixed assets showing full particulars including quantitative details and situation of Fixed Assets.
- (b) As explained to us, most of the fixed assets have been physically verified by the management during the year and as per the explanations and information given to us, there is a regular program of verification which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. As explained to us discrepancies noticed on physical verification were not significant and have been properly dealt with in the books of accounts.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- ii. According to the information and explanations given to us the inventory has been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable. As explained to us discrepancies noticed on physical verification were not significant and have been properly dealt with in the books of accounts.
- iii. As explained to us, the Company has not granted any loan, secured or unsecured, to companies, firms or other parties covered in the Register maintained under section 189 of the Companies Act, 2013.
- iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.
- v. According to the information and explanation given to us, the company has not received advance from customers against supply of goods outstanding more than 365 days which is covered under the definition of deposits as per section 73 of Companies Act, 2013.
- vi. The Company has prepared and maintained cost records as prescribed by the Central Government under sub-section (1) of section 148 of the companies Act 2013.
- vii. (a) The Company is generally regular in depositing with appropriate authorities undisputed statutory dues including provident fund, investor education protection fund, employee's state insurance, income tax, sales tax, wealth tax, custom duty, excise-duty, cess and other statutory dues applicable to it.

AGGARWAL & RAMPAL
Continuation Sheet

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income tax, sales tax, value added tax, duty of customs, service tax, cess and other material statutory dues were in arrears as at 31 March 2019 for a period of more than six months from the date they became payable.

(b) According to the records and the information and explanations provided by the Company, there are following dues as on March 31, 2019 which have not been deposited on account of disputes :-

Name of the Status	Name of the Dues	Amount(Rs.)	Period to which the amount relate	Status/Forum where Disputes is Pending
DEPB Case	Redemption Case	10,23,246/- (Plus Penalty)		Reply submitted to DRI (Directorate of Revenue intelligence) Delhi order not yet passed
Service Tax Law	SCN for Service Tax from Hotel	1,64,00,749/- +(Interest & penalty)	2010-2011	Final order (order no. 71595/2018 dated 23.07.2018 passed by Appellate Tribunal Bench, Allahabad in our favor. However the department has filed an appeal in Allahabad High Court against the order.

Contingent Liabilities in respect for EPCG Obligation

The Company availed EPCG Scheme for import of Assets and Total Export Obligation under EPCG is USD 11102849 out of which Export Obligation of USD 10754029.11 is already fulfilled and redemption request submitted to DGFT. Further Out of redemption request submitted to DGFT of USD 10243227; DGFT already issued redemption letter for USD 4900474.82 and balance redemption letter is expected soon.

The details of Contingent Liabilites for Balance Export Obligation under EPCG is as under:

AGGARWAL & RAMPAL
Continuation Sheet

EPCG Authorization pending for redemption #	USD 1063928.32
Less Export Earning in Foreign Currency till 31.03.2018	USD 644712.62
Balance Export Obligation till 31.03.2018	USD 419215.71

#The Company has applied for extension of EPCG Authorization under the Public Notice No. 35 & 36 dated 27-10-2017. DGFT has granted extension for further 2 year to complete the export obligation. However the company has already fulfilled the export obligation of these licenses till March-19.

- viii. The company had defaulted in repayment of loans and borrowing from financial institutions and banks. The Company has entered into agreement with M/s Alchemist Assets Reconstruction Company Ltd. (AARC) regarding the repayment of the loans as the lender banks (i.e. that Oriental Bank of Commerce, Allahabad Bank, Punjab National Bank, Indian Overseas Bank and Syndicate Bank) have assigned their dues to M/s Alchemist Assets Reconstruction Company Ltd. (AARC). However there was no such default observed during current financial year.**
- ix.** According to the information and explanations given to us, the Company did not raise any money by way of initial public offer or further public offer (including debt instruments). And also no term loans were raised during the year.
- x.** According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- xi.** According to the written representation provided by the management, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- xii.** In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- xiii.** According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv.** According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.

- xv.** According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- xvi.** The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

For Aggarwal & Rampal
Chartered Accountants
FR No. 003072

Sd/-
Vinay Aggarwal
Partner
M.No. 082045

Place: New Delhi
Date: 28.05.2019

ANNEXURE - C TO THE INDEPENDENT AUDITORS' REPORT

REPORT ON THE INTERNAL FINANCIAL CONTROLS UNDER CLAUSE (I) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 ("THE ACT")

We have audited the internal financial controls over financial reporting of **M/S MAGNUM VENTURES LIMITED** ("the Company") as of 31 March 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion and according to the information and explanations given to us, the company does not have an adequate internal control system commensurate with the size of company and the nature of its business with regard to the sale of goods as they are unable to collect their sale proceeds.

**For Aggarwal & Rampal
Chartered Accountants
FR No. 003072**

**Sd/-
Vinay Aggarwal
Partner
M.No. 082045**

**Place: New Delhi
Date: 28.05.2019**

MAGNUM VENTURES LIMITED
BALANCE SHEET AS AT 31st MARCH, 2019
CIN No. L21093DL1980PLC010492

PARTICULARS	Note No.	For the Year ended as on 31.03.2019	For the Year ended as on 31.03.2018
ASSETS			
Non Current Assets			
a) Property Plant and Equipment	1	2,081,390,463.41	2,063,744,065.93
b) Intangible Assets	2	-	43,424.00
c) Financial Assets			
Long-term loans and advances	3	20,942,275.00	13,030,975.00
Total Non-Current Asset		2,102,332,738.41	2,076,818,464.93
Current assets			
a) Financial Assets			
Trade receivables	4	564,420,061.82	641,387,723.21
Cash and cash equivalents	5	89,300,173.37	66,231,160.93
Short-term loans and advances	6	87,789,915.81	56,612,220.49
b) Inventories	7	319,265,270.45	254,861,674.15
c) Other Current Assets	8	1,707,009.63	4,394,826.03
Total Current Asset		1,062,482,431.09	1,023,487,604.81
TOTAL ASSETS		3,164,815,169.50	3,100,306,069.74
EQUITY AND LIABILITIES			
Equity			
a) Share Capital	9	626,018,840.00	626,018,840.00
b) Other Equity (Reserves and surplus)	10	(833,316,835.98)	(832,672,087.41)
Total Equity		(207,297,995.98)	(206,653,247.41)
Liabilities			
Non-current liabilities			
Long-term borrowings	11	2,863,989,835.79	2,775,506,688.79
Long Term Provisions	12	38,099,952.00	34,198,854.00
Deferred Tax Liability		24,185,927.41	
Total Non-Current Liabilities		2,926,275,715.20	2,809,705,542.79
Current Liabilities			
Trade Payable	13	239,091,441.29	266,774,366.85
Other Current Liabilities	14	180,808,651.98	213,018,102.51
Short Term Provisions	15	25,937,357.00	17,461,305.00
Total Current Liabilities		445,837,450.27	497,253,774.36
TOTAL EQUITY AND LIABILITIES		3,164,815,169.49	3,100,306,069.74

Significant Accounting Policies
& Other Notes to accounts
see accoumpying notes to financial statements

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As Per Our Report Attached
For: Aggarwal & Rampal
Chartered Accountants
F.R. No 003072N

For And On Behalf of the Board of Directors
Magnum Ventures Limited

Sd/-
Vinay Aggarwal
Partner
Membership No: 082045

Sd/-
(Mr. Pradeep Kumar Jain)
Managing Director
DIN : 00024879

Sd/-
(Mr. Abhey Jain)
Whole Time Director
DIN: 01876385

Place : New Delhi
Date : 28.05.2019

Sd/-
Mr. Parv Kumar Jain
(Chief Financial Officer)

Sd/-
Mr. Mohit Kumar Goel
(Company Secretary)
M.No. A 44288

MAGNUM VENTURES LIMITED**PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED ON 31st MARCH, 2019****CIN No. L21093DL1980PLC010492**

Particulars	Refer Note No.	For the Year ended as on 31.03.2019	For the Year ended as on 31.03.2018
Revenue from operations (Net)	16	2,778,736,129	2,565,557,743
Other income	17	7,879,051	7,910,061
Total Revenue		2,786,615,181	2,573,467,804
Expenses			
Cost of Material Consumed	18	2,082,577,001	1,796,026,807
Change in Inventory of Finished Goods & W.I.P	19	(133,314,735)	(7,283,415)
Employee Benefit Expense	20	317,917,594	317,635,518
Finance Cost	21	3,235,862	3,113,690
Depreciation and amortization expense	22	151,472,053.00	142,979,115
Other Expenses	23	335,918,220	306,830,308
Total Expenses		2,757,805,997	2,559,302,023
Profit Before Tax and Extra-ordinary Items		28,809,184.04	14,165,781
Extra-ordinary Items			
Profit (Loss) on Sale of Assets		340,368.81	309,305
Provision for Doubtful Debt written back		-	0
Provision for Notional Interest written back		-	-
Prior Period Expenses		0.00	(5,004,655)
Profit Before Tax and after Extra-ordinary Items		29,149,552.85	9,470,431
Tax expense:			
Current tax		5,608,374.00	1,804,591
Deferred tax		24,185,927.41	
Profit After Tax for the Period		(644,748.56)	7,665,840
Earnings per equity share:			
(1) Basic		(0.02)	0.20
(2) Diluted		(0.02)	0.20

Significant Accounting Policies
& Other Notes to accounts
see accoumpying notes to financial statements

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As Per Our Report Attached
For: Aggarwal & Rampal
Chartered Accountants
F.R. No 003072N

For And On Behalf of the Board of Directors
Magnum Ventures Limited

Sd/-
Vinay Aggarwal
Partner
Membership No: 082045

Sd/-
(Mr. Pradeep Kumar Jain)
Managing Director
DIN : 00024879

Sd/-
(Mr. Abhey Jain)
Whole Time Director
DIN: 01876385

Place : New Delhi
Date: 28.05.2019

Sd/-
Mr. Parv Kumar Jain
(Chief Financial Officer)

Sd/-
Mr. Mohit Kumar Goel
(Company Secretary)
M.No. A 44288

MAGNUM VENTURES LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH 2019
CIN No. L21093DL1980PLC010492

PARTICULARS	Amount in INR (Rs.)	
	As at 31.03.2019	As at 31.03.2018
CASH FLOW FROM OPERATIONS		
Profit before Taxation	28,809,184	14,165,781
Adjustments		
ADD		
Depreciation	151,472,053	142,979,115
Interest expenses	3,235,862	3,113,690
Provision for Gratuity	5,349,917	3,703,681
Provision for leave Encashment	925,209	793,250
Provisions for Bonus	(88,264)	(36,709)
Provision for Income Tax	5,608,374	1,804,591
Other Provisions	581,914	(4,401,950)
Less		
Interest income	900,224	52,516
	166,184,841	147,903,152
	194,994,026	162,068,933
Operating profit before working capital changes		
(Increase)/ Decrease in Current Assets		
Inventories	(64,403,596)	(153,185,664)
Sundry Debtors	76,967,661	25,676,979
loans & advances & other Current Assets	(36,401,179)	88,113,458
Increase / (Decrease) in Current Liabilities		
Sundry Creditors	(27,682,926)	(35,004,920)
Advance from Customers	61,082,169	(17,161,689)
Expenses Payable	6,064,231	(3,614,747)
other liability	(99,355,850)	168,942,845
	(83,729,490)	73,766,262
Cash generated from operations	111,264,536	235,835,195
Income tax & FBT	(5,608,374)	(1,804,591)
	(5,608,374.00)	(1,804,591)
Effect of Extra Ordinary Item	0	(5,004,655)
NET CASH FROM OPERATIONS	105,656,162	229,025,949
INVESTING ACTIVITIES		
Additions to Capital work in progress	0	0
Additions to fixed assets(Net of Sales)	(168,734,658)	(110,505,393)
Increase in investment	0	0
Interest Income	900,224	52,516
NET CASH FROM INVESTING ACTIVITIES	(167,834,434)	(110,452,877)
FINANCING ACTIVITIES		
Issue of Shares	0	0
Increase in Share Premium	0	0
Decrease in Investments	0	0
Borrowings	88,483,147	(128,167,207)
Interest Paid/Payable	(3,235,862)	(3,113,690)
NET CASH FROM FINANCING ACTIVITIES	85,247,285	(131,280,897)
Net Change in cash and cash equivalents (A+ B + C)	23,069,012	(12,707,825)
Cash and cash equivalents at the beginning of the period (See Note-3)	66,231,161	78,938,986
Cash and cash equivalents at the end of the period (See Note-3)	89,300,173	66,231,161

Notes :-

- 1)The above Cash Flow Statements has been prepared under the Indirect Method as set out in Ind As -7(Cash Flow Statements)
- 2)Figures in bracket indicates outflows
- 3) Cash and cash equivalents consist of cash on hand and balances with scheduled Banks in current accounts. Cash and cash equivalents in included in cash flow statement comprise the following balance sheet amounts.

Particulars	As at 31.03.2019	As at 31.03.2018
Cash in hand	1,845,545	3,445,871
FDR with the Bank	48,455,225	30,911,000
Balance with scheduled banks in current accounts	38,999,404	31,874,290
Total	89,300,173	66,231,161

As Per Our Report Attached
Aggarwal & Rampal
Chartered Accountants
F.R. No 003072N

For And On Behalf of the Board of Directors
Magnum Ventures Limited

Sd/-
Vinay Aggarwal
Partner
Membership No: 082045

Sd/-
(Mr. Pradeep Kumar Jain)
Managing Director
DIN : 00024879

Sd/-
(Mr. Abhey Jain)
Whole Time Director
DIN: 01876385

Place : New Delhi
Date: 28.05.2019

Sd/-
Mr. Parv Kumar Jain
(Chief Financial Officer)

Sd/-
Mr. Mohit Kumar Goel
(Company Secretary)
M.No. A 44288

MAGNUM VENTURES LIMITED

Note 1

<u>Property Plant and Equipments</u>	For the Year ended as on 31.03.2019	For the Year ended as on 31.03.2018
Land	180,866,209.86	180,866,209.86
Building & Site	691,142,235.59	723,789,688.59
Computer	1,309,802.86	1,885,512.54
Furniture & Fixture	53,826,421.60	52,168,166.94
Vehicles	7,598,960.53	11,603,768.92
Electric Installation	21,885,903.75	15,926,629.17
Generator	4,500,871.80	5,250,039.80
Office Equipment	3,125,716.14	1,775,644.11
Fire Fighting Equipment	667,855.00	97,258.00
Deinking Plant	21,580,648.80	29,831,673.80
Turbine	46,402,388.69	56,995,630.39
Total	2,081,390,463.41	2,063,744,065.93

Note 2

<u>Intangible Assets</u>	For the Year ended as on 31.03.2019	For the Year ended as on 31.03.2018
Softwares	-	43,424.00
Total	-	43,424.00

Note 3

<u>Long Term Loans & Advances</u>	For the Year ended as on 31.03.2019	For the Year ended as on 31.03.2018
Security Deposit (Unsecured, Considered good)	20,942,275.00	13,030,975.00
Total	20,942,275.00	13,030,975.00

Note 4

<u>Trade Receivables</u>	For the Year ended as on 31.03.2019	For the Year ended as on 31.03.2018
Trade Receivable outstanding for a period exceeding six months Unsecured considered good	314,050,064.82	312,393,573.58
Trade Receivable outstanding for a period less than six months from the date they are due for payment Unsecured considered good	250,369,997.00	328,994,149.63
Total	564,420,061.82	641,387,723.21

Note 5

<u>Cash & Cash Equivalents</u>	For the Year ended as on 31.03.2019	For the Year ended as on 31.03.2018
Balance with scheduled banks in current accounts	38,999,403.50	31,874,289.65
Cash on hand	1,845,544.87	3,445,871.28
Fixed Deposits with Banks & Others	48,455,225.00	30,911,000.00
Total	89,300,173.37	66,231,160.93

Note 6

<u>Short Term Loan & Advances</u>	For the Year ended as on 31.03.2019	For the Year ended as on 31.03.2018
<u>Others</u>		
Unsecured, Considered good		
Advance with Government Authorities and Others	21,414,217.37	19,409,753.34
GST cash ledger balance	1,378.00	
GST input available	28,159,122.36	
GST receivables (Reversal of ITC for non payment to creditors)	1,038,514.00	
Labour, Staff Advance & Imprest	485,021.00	263,200.00
Advance to Supplier for Raw Material	36,691,663.08	29,865,110.15
Advance to Supplier for Capital Goods & Others	-	7,074,157.00
Total	87,789,915.81	56,612,220.49

Note 7

<u>Inventories</u>	For the Year ended as on 31.03.2019	For the Year ended as on 31.03.2018
(As Valued & Certified by the Management)		
Raw Material	75,345,049.22	138,369,316.62
Work-In-Progress	3,204,216.53	2,493,885.00
Finished Goods	153,941,077.00	21,336,674.00
Chemicals	20,133,950.68	11,609,408.65
Stores & Consumables	26,400,990.77	27,832,392.31
Hotel Stock	28,959,705.04	37,148,577.03
Fuel	11,280,281.21	16,071,420.54
Total	319,265,270.45	254,861,674.15

Note 8

<u>Other Current Assets</u>	For the Year ended as on 31.03.2019	For the Year ended as on 31.03.2018
Prepaid Expenses	1,707,009.63	1,669,106.03
Amount Receivable against Sale of Property Branch / Divisions	-	2,725,720.00
	0.00	-
Total	1,707,009.63	4,394,826.03

Note 9

Share Capital	For the Year ended as on 31.03.2019		For the Year ended as on 31.03.2018	
	Number	Rs.	Number	Rs.
Authorised				
Equity Shares of Rs.10 each	39,000,000.00	390,000,000.00	39,000,000.00	390,000,000.00
Preference Shares of Rs. 100 each	3,000,000.00	300,000,000.00	3,000,000.00	300,000,000.00
Issued , Subscribed & Paid up				
Equity Shares of Rs.10 each fully Paid-up	37,601,884.00	376,018,840.00	37,601,884.00	376,018,840.00
Preference Shares of Rs. 100 each fully Paid-up	2,500,000.00	250,000,000.00	2,500,000.00	250,000,000.00
Total		626,018,840.00		626,018,840.00

The Company has one class of equity shares having a par value of Rs. 10 per share. Each holder of equity share is entitled to one vote per share. The paid-up equity shares of the Company rank pari-passu in all respects including dividend. 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.

Redeemable, Non convertible and Non-Cumulative Preference Shares of Face value of Rs. 100/- on such terms and conditions including but not limited as to the rate of dividend, period and manner of redemption as the Board in its absolute discretion may determine for the purpose of augmenting the long term resource base of the company.

Reconciliation of Number of Equity Shares Outstanding

Particulars	AS AT 31.03.2019		AS AT 31.03.2018	
	Number	Amount	Number	Amount
Shares outstanding at the beginning of the year	37,601,884	376,018,840	37,601,884	376,018,840
Shares Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	37,601,884	376,018,840	37,601,884	376,018,840

Reconciliation of Number of Preference Shares Outstanding

Particulars	AS AT 31.03.2019		AS AT 31.03.2018	
	Number	Amount	Number	Amount
Shares outstanding at the beginning of the year	2,500,000	250,000,000	2,500,000	250,000,000
Shares Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	2,500,000	250,000,000	2,500,000	250,000,000

Shares held by shareholders holding more than 5% shares

Name of Shareholder	AS AT 31.03.2019		AS AT 31.03.2018	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Praveen Kumar Jain (Equity Shares)	16,648,510	44.28	16,648,510	44.28
Praveen Kumar Jain (Preference Shares)	2,500,000	100.00	2,500,000	250,000,000

Note 10

Reserves & Surplus	For the Year ended as on 31.03.2019	For the Year ended as on 31.03.2018
	A. Securities Premium	
Opening Balance	385,253,799.53	385,253,799.53
Closing Balance	385,253,799.53	385,253,799.53
B. General Reserve		
Opening Balance	1,528,067.07	1,528,067.07
Closing Balance	1,528,067.07	1,528,067.07
C. Surplus		
Opening balance	(1,219,453,954.04)	(1,227,119,794.07)
Effect due to application of Schedule II	0.00	-
(+/-) Profit/(Loss) During the Year	(644,748.56)	7,665,840.03
Closing Balance	(1,220,098,702.60)	(1,219,453,954.04)
Total	(833,316,836.00)	(832,672,087.44)

Note 11

<u>Long Term Borrowings</u>	For the Year ended as on 31.03.2019	For the Year ended as on 31.03.2018
<u>SECURED</u>		
<u>From Banks/ARC</u>		
Vijaya Bank	237,961,486.00	237,961,486.00
Alchemist Assets Reconstruction Company Limited	2,530,604,986.57	2,533,464,692.57
Unsecured Loans From Related Parties & Others	95,423,363.22	3,746,388.22
Vehicle Loans	-	334,122.00
Total	2,863,989,835.79	2,775,506,688.79
TERM LOANS		
Primary : Secured by First Charge on Present/Future Blocks assets of Hotel division ranking pari-passu with lenders		
Collateral : Secured by way of Second Charge on entire current assets (present & future) of the company on pari-passu basis		
Working Capital Limit		
Primary: Secured by First charge by way of hypothecation of raw materials, stock in process, finished		
Collateral : Secured by way of Second Charge on entire fixed assets (present & future) of the company on pari-passu basis		
Oriental Bank of Commerce (Lead Bank), Punjab National Bank, Indian Overseas Bank and Allahabad Bank assigned their debts to M/s Alchemist Assets Reconstruction Company Limited. Hence the Balance of Working Capital Limits of these banks has been merged with the Term Loan Balance.		

Note 12

<u>Long Term Provisions</u>	For the Year ended as on 31.03.2019	For the Year ended as on 31.03.2018
<u>Provision for Employee benefits</u>		
Provision for Gratuity	28,502,193.00	25,157,268.00
Provision for Leave Encashment	9,597,759.00	9,041,586.00
Total	38,099,952.00	34,198,854.00

Note 13

<u>Trade Payable</u>	For the Year ended as on 31.03.2019	For the Year ended as on 31.03.2018
Trade Payable within Normal Operating Cycle	239,091,441.29	266,774,366.85
Total	239,091,441.29	266,774,366.85

Note 14

<u>Other Current Liabilities</u>	For the Year ended as on 31.03.2019	For the Year ended as on 31.03.2018
Vehicle Loans	-	1,270,121.00
AARC - Installment due within 12 Months	-	66,760,000.00
Other Payables	28,894,014.77	22,829,784.10
Gst payables	27,501,332.00	
Deposits	-	112,884,225.41
Commission Payable	-	9,061,000.00
Cheque deposited but not cleared or issued but not presented to bank(Net)	63,118,164.00	
Advances from Customers	61,295,141.21	212,972.00
Total	180,808,651.98	213,018,102.51

Note 15

<u>Short Term Provisions</u>	For the Year ended as on 31.03.2019	For the Year ended as on 31.03.2018
<u>Provision</u>		
Provision for Gratuity	3,705,434.00	1,700,442.00
Provision for Leave Encashment	1,183,031.00	813,995.00
Provision for Income Tax	7,412,965.00	1,804,591.00
Bonus payable	7,763,553.00	7,851,817.00
Other Provisions	5,872,374.00	5,290,460.00
Total	25,937,357.00	17,461,305.00

Note 16

Revenue From Operation	For the Year ended as on 31.03.2019	For the Year ended as on 31.03.2018
Gross Revenue	2,761,490,138.81	2,563,794,162.73
Less : Excise Duty	-	14,071,802.00
Net Revenue from Operations	2,761,490,138.81	2,549,722,360.73
Other Operating Revenue	17,245,990.31	16,596,050.16
Less : Excise Duty	-	760,667.57
Net Other Operating Revenue	17,245,990.31	15,835,382.59
Total	2,778,736,129.12	2,565,557,743.32

Note 17

Other Incomes	For the Year ended as on 31.03.2019	For the Year ended as on 31.03.2018
Interest recd on FDR	900,224.00	52,516.00
Interest accrued on Security Deposit (EEUDD)	526,500.00	664,950.00
Interest on Income Tax Refund	-	4,149,179.80
Rental Charges	-	650,000.00
Foreign Exchange Gain	4,340,585.97	1,557,024.53
Remission of Trade Liability (W/o)	2,115,174.00	-
Misc Income and Short & Excess	-3,432.52	836,390.19
Total	7,879,051.45	7,910,060.52

Note 18

Cost of Material Consumed	For the Year ended as on 31.03.2019	For the Year ended as on 31.03.2018
Raw Material Consumed	1,238,544,025.96	1,146,229,605.49
Power & Fuel Consumed	495,398,018.49	420,149,148.40
Chemicals	138,021,937.58	153,365,074.48
Stores & Consumables	210,613,018.63	76,282,979.04
Total	2,082,577,000.66	1,796,026,807.41

Note 19

Changes in Inventory of Finished Goods & Work In Progress	For the Year ended as on 31.03.2019	For the Year ended as on 31.03.2018
Changes in Inventory of Finished Goods	-132,604,403.00	(7,480,451.00)
Changes in Inventory of Work in Progress	-710,331.53	197,036.00
Total	(133,314,734.53)	(7,283,415.00)

Note 20

Employee Benefit Expense	For the Year ended as on 31.03.2019	For the Year ended as on 31.03.2018
Director's Remuneration	890,000.00	674,400.00
Salary to Staff	165,573,674.44	158,367,440.81
Wages	111,112,484.00	112,774,037.00
Bonus	7,599,447.00	7,968,065.00
Gratuity	7,113,398.00	6,331,275.00
Leave Encashment	2,690,566.00	3,023,087.00
Contribution to ESI	6,804,877.00	7,013,022.00
Contribution to EPF	11,778,371.00	15,992,089.00
Staff Welfare	4,354,777.00	5,492,101.81
Total	317,917,594.44	317,635,517.62

Note 21

Finance Cost	For the Year ended as on 31.03.2019	For the Year ended as on 31.03.2018
Interest on Term Loan	133,688.49	63,181.00
Interest (others)	220,000.00	674,526.00
Bank Charges	2,882,173.98	2,375,982.86
Total	3,235,862.47	3,113,689.86

Note 22

Depreciation & Amortisation Expense	For the Year ended as on 31.03.2019	For the Year ended as on 31.03.2018
Depreciation on Tangible Assets	151,428,629.00	142,911,137.39
Amortisation of InTangible Assets	43,424.00	67,978.00
Total	151,472,053.00	142,979,115.39

Note 23

<u>Other Expenses</u>	For the Year ended as on 31.03.2019	For the Year ended as on 31.03.2018
Advertisement Expenses	3,114,661.32	3,565,947.65
Auditor Remuneration (Including Expenses)	188,950.00	191,950.00
Charity & Donation	76,000.00	123,000.00
Commission	71,967,946.13	44,196,036.50
Electricity	65,943,140.50	63,302,233.24
Entertainment Tax	-	32,400.00
Penalty under custom law	1,269,196.11	-
Green Tax, Tax & Interest	106,820.00	19,870.00
Freight	40,219,844.23	39,049,377.00
Insurance Charges	1,185,818.28	1,073,799.78
Fees & Subscription (Including Detention/Handling Charges)	9,771,778.92	8,093,187.14
Legal & Professional	15,582,986.41	53,425,791.25
Miscellaneous & General (Including Short & Excess)	178,990.63	192,812.50
Postage	189,169.31	221,173.24
Photocopy Expense	153,226.00	142,332.00
Printing & Stationery	4,020,388.26	3,930,602.96
Rates & taxes	7,607,859.00	10,422,530.00
Rebate, Discount & Written off	1,221,065.16	2,790,541.04
Rent, Hire, Storage Charges	16,332,373.20	4,237,392.68
Repair & Maintenance Plant & Machinery & Others	45,972,608.50	38,778,069.34
Sales Promotion	100,025.00	231,682.00
Sales Tax (Including Additional Demand)	0.00	492,689.00
Service Tax (Including Interest & SBC & KKC)	461,112.00	3,142,971.66
Share Listing Fees	540,000.00	450,000.00
Internet & Telephone	2,848,077.15	2,219,351.29
Travelling Expenses	2,493,287.64	1,558,136.00
Conveyance Expense	244,123.00	357,875.00
TDS Demand (Including Interest)	2,740.00	4,406.00
Vehicle Expense	4,334,021.42	3,239,321.28
Water Expense (Including Cess)	774,431.56	581,605.08
Guest Supplies Expense	1,059,316.71	1,062,479.06
Disposal of kachra	1,500,000.00	-
Kitchen Equipment & Fuel Expense	4,231,437.71	1,420,087.12
Upholstery & Fabric Expenditure	6,097,397.32	2,033,793.08
Banquet and Decoration Expense	14,812,126.92	8,459,070.80
Laundry & Cleaning Expenses	11,317,302.10	7,787,794.34
Total	335,918,220.49	306,830,308.03

S. No.	Particular	ROD/ Yrs. Of Amortisation		Gross Block			Depreciation			Net Block	
		As at 01.04.2018	As at 31.03.2019	AS at 01.04.2018	During the Period	W/Off	Total as on 31.03.2019	Wdv as on 31.03.2019	Wdv as on 31.03.2018		
Writedown Method											
1	Land	18208235.60	18,208,235.60	0.00	0.00	0.00	0.00	0.00	18208235.60	18208235.60	
2	Building	66061861.30	66,167,811.30	0.00	1729267.00	0.00	49350042.40	0.00	16817768.90	18441085.90	
3	Electrical Installation	112954187.00	119,303,873.89	0.00	2708434.00	0.00	111132703.51	0.00	8171170.38	4529917.49	
4	Generator	24504952.31	24,598,952.31	0.00	370445.00	0.00	23281159.51	0.00	1317792.80	1594237.80	
5	Vehicle	21479615.87	16,997,952.00	0.00	14562344.25	0.00	12646118.64	4082476.61	4351451.23	6917271.62	
6	Office Equipment	1787778.72	2481218.03	0.00	888941.00	0.00	1789753.00	0.00	2479243.75	898837.72	
7	Furniture & Fixture	628954.73	4,268,996.75	0.00	597506.00	0.00	597506.00	0.00	31448.73	31448.73	
8	Computer	695012.42	286353.32	0.00	548738.00	0.00	706747.00	0.00	274618.74	146274.42	
9	Fire Fighting Equip.	808603.00	590060.00	0.00	19463.00	0.00	730800.00	0.00	667855.00	97258.00	
Straight Line Method											
10	Plant & Machinery	1623012651.48	1,763,269,568.47	9005290.00	54805804.00	3556657.00	863758886.60	0.00	899510681.87	810503011.88	
11	Deinking Plant	101990419.60	101,990,419.60	0.00	8251025.00	0.00	8040970.80	0.00	21580648.80	29831673.80	
12	Turbine	192233611.49	198,271,671.79	0.00	16629692.00	0.00	151876141.40	0.00	46395530.39	56987162.09	
	Sub Total	2164365883.52	2,316,086,083.05	13487336.00	87739202.00	7639033.61	1296279636.86	0.00	1019806446.19	948186415.05	
13	Intangible Computer Software	440822.00	440,822.00	0.00	43424.00	0.00	440822.00	0.00	0.00	43424.00	
	Total	440822.00	440,822.00	0.00	43424.00	0.00	440822.00	0.00	0.00	43424.00	
		2164806705.52	2,316,526,905.05	13487336.00	87782626.00	7639033.61	1296720458.86	0.00	1019806446.19	948229839.05	

PAPER -DIVISION (Newsprint)

S. No.	Particular	ROD/ Yrs. Of Amortisation		Gross Block			Depreciation			Net Block	
		As at 01.04.2018	AS at 31.03.2019	AS at 01.04.2018	During the Period	W/Off	Total as on 31.03.2019	Wdv as on 31.03.2019	Wdv as on 31.03.2018		
1	Computer	117093.75	117,093.75	0.00	0.00	0.00	115447.00	0.00	1646.75	1646.75	
2	Office Equipment	180234.00	180,234.00	0.00	171674.00	0.00	171674.00	0.00	8560.00	8560.00	
3	Electrical Installations	308510.00	308,510.00	0.00	24264.00	0.00	240975.00	0.00	91799.00	91799.00	
4	Turbine	20580.30	20,580.30	0.00	1610.00	0.00	13722.00	0.00	6858.30	6858.30	
	Sub Total	12050984.32	12,050,984.32	0.00	457188.00	0.00	3067589.00	0.00	8983395.32	9440583.32	
	Total	12677402.37	12,677,402.37	0.00	483062.00	0.00	3609407.00	0.00	9067995.37	9551057.37	

HOTEL-DIVISION

S. No.	Particular	ROD/ Yrs. Of Amortisation		Gross Block			Depreciation			Net Block	
		As at 01.04.2018	AS at 31.03.2019	AS at 01.04.2018	During the Period	W/Off	Total as on 31.03.2019	Wdv as on 31.03.2019	Wdv as on 31.03.2018		
1	Tangible Asset Land	162657974.26	162,657,974.26	0.00	0.00	0.00	0.00	0.00	162657974.26	162657974.26	
2	Straight Line Method Building & Site	882562158.69	882,912,158.69	0.00	3088684.00	0.00	221049004.00	0.00	661863154.69	692399995.69	
3	Computer (Op.)	2110743.45	2,110,743.45	0.00	668473.00	0.00	1112596.00	0.00	998147.45	1666620.45	
4	Furniture & Fixture	578818227.21	584,184,278.87	0.00	3368502.00	0.00	530172282.00	0.00	54011996.87	52014447.21	
5	Office Equipment	1251032.16	1,259,932.16	0.00	239234.00	0.00	685190.00	0.00	574742.16	805076.16	
6	Plant & Machinery	315805912.60	316,148,452.60	0.00	22694500.00	0.00	184857086.00	0.00	131291366.60	153643326.60	
7	Car	5167606.00	5,167,606.00	0.00	4908925.70	0.00	258680.30	0.00	258680.30	258680.30	
8	Electrical Installation	11949703.68	15,598,005.37	0.00	1306016.00	0.00	1950807.00	0.00	13647198.37	11304912.68	
	Sub-Total	1960323358.05	1,970,039,151.40	0.00	59163566.00	0.00	944735890.70	0.00	1025303260.70	1074751033.35	
	Intangible Asset Computer Software	1900308.00	1,900,308.00	0.00	0.00	0.00	1900308.00	0.00	0.00	0.00	
	Total	1962223666.05	1,971,939,459.40	0.00	59163566.00	0.00	946636198.70	0.00	1025303260.70	1074751033.35	

HOTEL DIVISION-CIS

S.No.	Particular	ROD/ Yrs. Of Amortisation	Gross Block			Depreciation			Net Block			
			As at 01.04.2018	Addition	Sale/ Adjustment	AS at 31.03.2019	As at 01.04.2018	During the Period	W/Off	Total as on 31.03.2019	Wdv as on 31.03.2019	Wdv as on 31.03.2018
	Tangible											
	1 Plant & Machinery	6.33%	17920823.29	0.00	0.00	17,920,823.29	7953901.29	1266917.00	0.00	9222818.29	8698005.00	9966922.00
	2 Furniture & Fixture	11.88%	2442732.00	0.00	0.00	2,442,732.00	2320461.00	339295.00	0.00	2659756.00	(217024.00)	122271.00
	3 Computer	31.67%	203546.92	0.00	0.00	203,546.92	132576.00	35581.00	0.00	168157.00	35389.92	70970.92
	4 Office Equipment	19.00%	1263412.00	0.00	0.00	1,263,412.00	1200241.77	0.00	0.00	1200241.77	63170.23	63170.23
	5 Generator	6.33%	6861000.00	0.00	0.00	6,861,000.00	3205198.00	472723.00	0.00	3677921.00	3183079.00	3655802.00
	6 Car	11.88%	11106895.00	0.00	0.00	11,106,895.00	6679078.00	1438988.00	0.00	8118066.00	2988829.00	4427817.00
	8 Building	3.17%	15180545.00	0.00	0.00	15,180,545.00	2231938.00	487295.00	0.00	2719233.00	12461312.00	12948607.00
	Sub-Total		54978954.21	0.00	0.00	54,978,954.21	23723394.06	4042799.00	0.00	27766193.06	27212761.15	31255560.15
	Intangible											
	7 Computer Software	5 Years	1,975,736.40	0.00	0.00	1,975,736.40	1975736.40	0.00	0.00	1975736.40	0.00	0.00
	Sub-Total		1975736.40	0.00	0.00	1,975,736.40	1975736.40	0.00	0.00	1975736.40	0.00	0.00
	Total		56954690.61	0.00	0.00	56,954,690.61	25699130.46	4042799.00	0.00	29741929.46	27212761.15	31255560.15
	GRAND TOTAL (Hotel+Paper)		4196662464.55	174923328.88	13487336.00	4,358,098,457.43	2132874974.63	151472053.00	7639033.61	2276707994.02	2081390463.41	2063787489.92
	Previous year		4086993256.50	112947008.05	3277800.00	4,196,662,464.55	1991041349.24	142979115.39	1145490.00	2132874974.63	2063787489.92	2095951907.26

*Note: Softwares are amortised in 5 years

MAGNUM VENTURES LIMITED
SIGNIFICANT ACCOUNTING POLICIES & NOTES TO ACCOUNTS
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NOTE- 24

(A) SIGNIFICANT ACCOUNTING POLICIES

1. CORPORATE INFORMATION

Magnum Ventures Limited is ISO 14000 certified company which is engaged in the business of trading and manufacturing of paper for more than 30 years. The existing manufacturing activities cover Newspaper printing paper and duplex boards.

The Company also owns a Hotel named “**Country Inn & Suites by Carlson**” with Carlson group. In this regard, Company has entered into Territory License Agreement with Country Inn & Suites by Carlson Inc through Country Development & Management Services Private Limited. **The name of hotel Country Inn & Suites by Carlson has been changed to Country Inn & Suites by Radisson with effect from 17th day of January, 2018.**

The brand owner Country Rezidor Hotel Group has globally changed name of the hotels to Country Inn & Suites by Radisson. The change in name is done as a strategy to allow the brand and the individual hotels to leverage the global recognition and strength of the Radisson brand.

2. BASIS OF PREPARATION OF FINANCIAL STATEMENT

- a) The financial statements have been prepared under the historical cost convention and on the accounting principles of going concern. Accounting policies not specifically referred to otherwise are in accordance with the generally accepted accounting principles and materially comply with the mandatory Ind-AS issued by the Institute of Chartered Accountants of India.
- b) The preparation of financial statements requires the management of the company to make estimates and assumptions that affect the reported balances of assets & liabilities and disclosure relating to contingent liabilities as at the date of financial statements and reported amount of income and expenses during the year. The management believes that the estimates used in preparation of financial statements are prudent & reasonable. Future results could differ from these estimates.
- c) The Company follows mercantile system of accounting and recognises significant items of income and expenditure on accrual basis.
- d) The company is complying with the Indian Accounting-Standards (Ind-AS) issued by the ICAI, as per the requirements of the Companies Act, 2013.

3. FIXED ASSETS AND DEPRECIATION

- a) Expenditure of capital nature are capitalised at cost comprising of purchase price (*net of Excise duty, rebates and discounts*) and any other cost which is directly attributable to bring the assets to its working condition for the intended use. All fixed assets are carried at cost less depreciation. But when an asset is scrapped or otherwise disposed off, the cost and related depreciation are written off from the books of accounts and resultant profit or loss, if any is reflected in profit and loss account. The Company capitalized Inward Freight of Capital Asset at the end of month.

Advances paid towards the acquisition or construction of fixed assets and the cost of assets not put to use as at reporting date are disclosed under capital work in progress.

- b) In Paper Division Depreciation on fixed assets is provided on the basis of Written down Value method except on plant & machinery, turbine & Deinking Plant on which depreciation is charged on SLM however, Software is amortised in 5 years.

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For Hotel Division Assets, depreciation has been provided on the straight-line method and at the rates in the manner prescribed in schedule II to the Companies Act. 2013.

Freight on Capital Asset installed and put to use has been capitalized at the end of month.

4. FOREIGN EXCHANGE TRANSACTIONS

- a) All the Monetary assets and liabilities in foreign currencies are translated in Indian rupees at the exchange rates prevailing at the Balance Sheet date as notified. The resultant gain / loss are accounted for in the Profit & Loss account.
- b) The outstanding foreign exchange transactions are stated at the prevailing exchange rate as on the date of balance sheet.
- c) Items of Income and expenditure relating to foreign exchange transactions are recorded at exchange rates prevailing on the date of the transactions.

5. INVENTORY VALUATION

- a) Stock of raw materials, stores & spares are valued at lower of purchase cost or net realizable value.
- b) W.I.P is valued including component of Waste Paper, Chemicals & Stores, Fuel and Other Manufacturing Overheads. Finished goods are valued at cost of production or net realisable value whichever is less. Cost for the purpose of valuation includes raw material consumption, manufacturing expenses and other appropriate overheads there on in accordance with IND AS-2 issued by I.C.A.I.

6. REVENUE RECOGNITION

a) **Sales**

In Paper Division, Revenue on Sale of Newsprint and Duplex Board is recognized on the basis of dispatches from factory gates.

In Hotel Division, Revenue from Banquet same is recognized when billed on completion of guest's function, Revenue from Room is recognized at the time when the guest checkout.

b) **Interest Income**

Interest income is recognized as it accrues on a time proportion basis taking in to account the amount of investment and rate applicable.

c) **Misc Income**

It includes sale of sludge, discarded stores and scrap and revenue is recognized on the basis of dispatches from factory gates and inclusive of Excise Duty.

7. EXCISE DUTY/GST

Liabilities for Excise Duty occur and accounted for as when the materials get finished.

8. REVENUE RECOGNITION

At the end of each year, the company determines whether a provision should be made for impairment loss on fixed assets by considering the indications that impairment loss may have occurred and where the recoverable amount of any fixed asset is lower than the carrying amount, a provision for impairment loss on fixed assets is made for the difference. Recoverable amount is generally measured using discounted estimated cash flows. Post impairment, depreciation is provided on the revised carrying value of asset over its remaining useful life.

Management is of the view that there is no such assets exists in the Company.

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9. TAXATION

Current tax is determined as the amount of tax payable in respect of taxable income for the year. Deferred tax for timing difference between the book profits and tax profits is recognized using the tax rates and laws that have been enacted or substantially enacted as of the Balance Sheet date. Deferred tax assets arising from the timing differences are recognized to the extent there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

10. EARNING PER SHARE

Basic EPS is calculated by dividing the net profit for the year attributable to Equity Shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding the year is adjusted for events of bonus issue and share split.

For the purpose of calculating Diluted Earnings per Share, the Net Profit for the year attributable to Equity Share holders and the weighted average number of equity shares outstanding during the year are adjusted for the effect of all dilutive potential equity shares. The Company does not have any diluted equity shares at the year end.

11. PROVISION AND CONTIGENCIES

A Provision is recognized when the company has a present legal or constructive obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made. Provisions (including retirement benefits) are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimate. Contingent liabilities are not recognized in profit & loss account but are disclosed in Notes to the Accounts.

12. BORROWING COST

Borrowing Cost that are attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A Qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. All other borrowing costs are charged to revenue.

13. RETIREMENT AND OTHER EMPLOYEE BENEFITS

a. Defined Contribution Plan

Retirement benefits in the form of provident fund & pension schemes whether in pursuance of law or otherwise is accounted on accrual and charged to profit and loss account of the year basis. The Company is regular in depositing these dues to the credit of appropriate authorities in due time.

b. Defined Benefit Plan

Employees Benefit has been recognized as required in accordance with Ind-AS 19 'Employee Benefits' on the basis of Actuarial Valuation report for the year ended 31-03-2018 as annexed to Notes to account.

Retirement benefits in the form of Gratuity is considered as defined benefit obligation and provided for on the basis of an actuarial valuation, using the projected unit credit method (PUC), as at the date of Balance Sheet.

c. Other long-term benefits

Leave Encashment are provided for on the basis of an actuarial valuation, using the projected unit credit method (PUC), as at the date of Balance Sheet.

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Actuarial gain/losses, if any, are immediately recognized in the Statement of Profit and Loss.

d. Salary and other short term benefits

The salary and other short term benefit i.e. Bonus etc is being paid to the employees when it becomes due.

Actuarial assumptions in respect of provisions for gratuity and leave encashment at balance sheet date are as follows:

Gratuity

Particular	As at 31-03-19	As at 31-03-18
a) Economic Assumption		
Discounted Rate	7.75%	7.75%
Expected Rate of Return on Plan Assets	N.A.	N.A.
Rate of increase in Compensation levels	PAPER 5.25% HOTEL 6.50%	PAPER 5.25% HOTEL 6.50%
b) Demographic Assumptions		
Normal Retirement Age *	PAPER 60 years HOTEL 58 Years	
Mortality Table	Indian Assured Lives (2006-08)	
Withdrawal Rate (in %)	PAPER Up to 30 Years-3.0 Up to 44 Years-2.0 Up to 60 Years 1.0 HOTEL Up to 30 Years-5.0 Up to 44 Years-3.0 Up to 58 Years 2.0	
Present value of obligation as on 31-03-2019	Paper Division Rs. 1,70,88,736/- Hotel Division Rs. 1,51,18,891/-	

Leave Encashment

Particular	As at 31-03-19	As at 31-03-18
a) Economic Assumption		
Discounted Rate	7.75%	7.75%
Expected Rate of Return on Plan Assets	N.A.	N.A.
Rate of increase in Compensation levels	PAPER 5.25% HOTEL 6.50%	PAPER 5.25% HOTEL 6.50%
b) Demographic Assumptions		
Normal Retirement Age *	PAPER 60 years HOTEL 58 Years	
Mortality Table	Indian Assured Lives (2006-08)	
Withdrawal Rate (in %)	PAPER Up to 30 Years-3.0 Up to 44 Years-2.0 Up to 60 Years 1.0 HOTEL Up to 30 Years-5.0 Up to 44 Years-3.0 Up to 58 Years 2.0	
Present value of obligation as on 31-03-2019	Paper Division Rs. 37,39,368/- Hotel Division Rs. 70,41,422/-	

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In addition to above details of gratuity & leave encashment, actuarial detail hereunder-Gratuity

Particulars	Paper div	Hotel Div
Assumption		
Discount rate	7.75%	7.75%
Future Salary Increase	5.25%	6.50%
Table showing change in benefit Obligation		
Present value of obligation as at the beginning of the period	1,40,35,826	1,28,21,884
Interest cost	10,87,777	9,93,696
Past service cost	-	-
Current service cost	29,15,096	28,85,798
Benefits paid	(11,27,539)	(6,35,942)
Actuarial (gain)/loss on obligation	1,77,576	(9,46,545)
Present value of obligation as at the end of period	1,70,88,736	1,51,18,891

Table of Fair value of Plan Assets		
Fair value of plan assets at the beginning of the period	-	-
Expected return on plan assets	-	-
Contributions	-	-
Benefits paid	-	-
Actuarial gain/(loss) on plan assets	-	-
Fair value of plan assets at the end of the period	-	-
Total actuarial gain/ (loss) to be recognized	-	-
Return on Plan Actual Asset	-	-
	-	-
Expected Return on Plan Assets	-	-
Actuarial (gain)/loss on Plan Assets	-	-
Actuarial Return on Plan Assets	-	-
Amount recognized in the balance sheet		
Liability at the end of the year	1,70,88,736	1,51,18,891
Fair value of plan assets as at the end of the period	-	-
Funded status / Difference	(1,70,88,736)	(1,51,18,891)
Excess of actual over estimated	-	-
Unrecognized actuarial (gains)/losses	-	-
Net (asset)/liability recognized in balance sheet	1,70,88,736	(1,51,18,891)
Expenses recognized in the income statement		

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Current service cost	29,15,096	28,85,798
Interest cost	10,87,777	9,93,696
Expected return on plan assets	-	-
Net actuarial (gain)/ loss recognized in the period	1,77,576	(9,46,545)
Expenses recognized in the statement of profit & losses	41,80,449	29,32,949
Movement in the liability		
Recognized in the Balance sheet		
Opening net liability	1,40,35,826	1,28,21,884
Expenses as above	41,80,449	29,32,949
Benefits paid	(11,27,539)	(6,35,942)
Closing net Liability	1,70,88,736	1,51,18,891

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<u>Leave Encashment</u>		
Particulars	Duplex Div	Hotel Div
Assumption		
Discount rate	7.75%	7.75%
Future Salary Increase	5.25%	6.50%
Table showing change in benefit Obligation		
Present value of obligation as at the beginning of the period	31,85,261	66,70,320
Interest cost	2,46,858	5,16,950
Past service cost	-	-
Current service cost	13,36,452	22,14,609
Benefits paid	(4,74,431)	(12,90,926)
Actuarial (gain)/loss on obligation	(5,54,772)	(10,69,531)
Present value of obligation as at the end of period	37,39,368	70,41,422
Table of Fair value of Plan Assets		
Fair value of plan assets at the beginning of the period	-	-
Expected return on plan assets	-	-
Contributions	-	-
Benefits paid	-	-
Actuarial gain/(loss) on plan assets	-	-
Fair value of plan assets at the end of the period	-	-
Total actuarial gain/ (loss) to be recognized	-	-
Return on Plan Actual Asset	-	-
Expected Return on Plan Assets	-	-
Actuarial (gain)/loss on Plan Assets	-	-
Actuarial Return on Plan Assets	-	-
Amount recognized in the balance sheet		
Liability at the end of the year	37,39,368	70,41,422
Fair value of plan assets as at the end of the period	-	-
Funded status / Difference	(37,39,368)	(70,41,422)
Excess of actual over estimated	-	-
Unrecognized actuarial (gains)/losses	-	-
Net asset/(liability)recognized in balance sheet	37,39,368	70,41,422
Expenses recognized in the income statement		
Current service cost	13,36,452	22,14,609

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Interest cost	2,46,858	5,16,950
Expected return on plan assets	-	-
Net actuarial (gain)/ loss recognized in the period	(5,54,772)	(10,69,531)
Expenses recognized in the statement of profit & losses	10,28,538	16,62,028
Movement in the liability		
Recognized in the Balance sheet		
Opening net liability	31,85,261	66,70,320
Expenses as above	10,28,538	16,62,028
Benefits paid	(4,74,431)	(12,90,926)
Closing net Liability	37,39,368	70,41,422

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(B) OTHER NOTES

1. CONTINGENT LIABILITIES NOT PROVIDED FOR IN RESPECT OF THE FOLLOWING:

Name of the Statue	Name of the Dues	Amount (Rs.)	Period to which the amount relate	Status/Forum where Dispute is Pending
DEPB Case	Redemption Case	1023246/- (Plus Penalty)		Reply submitted to DRI (Directorate of Revenue intelligence) Delhi order not yet passed
Service Tax Law	SCN for Service Tax from Hotel	1,64,00,749/- + (Interest & penalty)	2010-2011	Final order (order no. 71595/2018 dated 23.07.2018 passed by Appellate Tribunal Regional Bench, Allahabad in our favor. However the department has filed an appeal in Allahabad High Court against the order.

2. CONTINGENT LIABILITIES IN RESPECT FOR EPCG OBLIGATION

The Company availed EPCG Scheme for import of Assets and Total Export Obligation under EPCG is USD 11102849 out of which Export Obligation of USD 10754029.11 is already fulfilled and redemption request submitted to DGFT. Further Out of redemption request submitted to DGFT of USD 10243227; DGFT already issued redemption letters for USD 4900474.82 and balance redemptions letters is expected soon.

The details of Contingent Liabilities for Balance Export obligation under EPCG is as under:

EPCG Authorization pending for redemption#	USD 1063928.32
Less Export Earning in Foreign Currency till 31.03.2018	USD 644712.62
Balance Export Obligation till 31.03.2018	USD 419215.71

#The Company has applied for extension of EPCG Authorization under the Public Notice No. 35 & 36 dated 27-10-2017. DGFT has granted extension for further 2 year to complete the export obligation. However the company has already fulfilled the export obligation of these licenses till March-19.

3. REMUNERATION PAID TO AUDITORS:

Particular	Current Year	Last Year
As Statutory Auditors	125,000 GST 22500/-	1,25,000/- GST 22,500/-
Tax Audit Fees	50,000/- GST 9,900/-	50,000/- GST 9,000/-
In other matter	--	16950/-

4. In the opinion of the management, current assets, loans and advances are of the value stated if realised in the ordinary course of business except otherwise stated. The provision for all the known liabilities is adequate and not in excess of the amount considered reasonable.

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5. Remuneration paid to the Directors of the company is as under:

Particular	Current Year	Last Year
Mr. Pradeep Kumar Jain	2,40,000.00	-
Mr. Parmod Jain	-	-
Mr. Abhey Jain	6,50,000.00	-
Mr. S. P. Chaturvedi	7,04,400	674400.00

6. INCREASE IN AUTHORISED CAPITAL

During the year there is no increase in authorized capital of the company.

7. TRADE RECEIVABLES

Out of the total trade receivables of Rs. 5644 lakhs, trade receivables amounting to Rs. 3140 lakhs are for more than six months and out of which Rs 59.64 lakhs are under litigation.

8. Additional information (as certified by the management and relied upon by the Auditors)

PAPER DIVISION

I) **Quantitative information with regard to the licensed & installed capacity, production & sales of Paper manufactured by the company:**

S. No.	Particular	Current Year Qty. in MT	Last Year Qty in MT.
(a)	Licensed Capacity	85000	85000
(b)	Installed Capacity	NA	N.A
(c)	Production	64426	65897

II) **Turnover, Closing & Opening Stock of Finished Goods**

PAPER DIVISION

S. No	Particular	Qty(Kgs)		Amount In Rs.	
		Current Year	Last Year	Current Year	Last Year
(a)	Opening Stock	673222	524757	21336674	13856223
(b)	Closing Stock	4322350	673222	152418792	21336674
(c)	Sale (Including Captive use)	60777058	65748372	2204894997	2112908424

HOTEL DIVISION

S. No	Particular	Qty(Kgs)		Amount In Rs.	
		Current Year	Last Year	Current Year	Last Year
(a)	Opening Stock	NA	NA	37148577	17782124
(b)	Closing Stock	NA	NA	28959705	37148577
(c)	Sale	NA	NA	566746187	450885738

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III) **Information in regard to raw material, Stores & Chemical Consumed:**

PAPER DIVISION

S. No	Particular	Qty (Kgs)		Amount In Rs.	
		Current Year	Last Year	Current Year	Last Year
(a)	Raw Material	90853277	76716835	1238544027	1146229605
(b)	Chemical	-	-	138021938	153365074
(c)	Stores	-	-	70305078	76282979
(d)	Power & Fuel	-	-	495398018	420149148

Value & percentage of imported & indigenous raw material and stores & chemicals consumed:

Particular	Value (Rs)		In %	
	Current Year	Last Year	Current Year	Last Year
Imported Raw Material	492355581	245023774	39.75	23.94
Indigenous Raw Material	746188446	778258268	60.25	76.06
Imported Stores & Chemical	35298049	25836047	16.94	11.25
Indigenous Stores & Chemical	173028967	203812006	83.06	88.75

IV) **Information in regard to Foreign Currency Transactions**

a) **C.I.F. VALUE OF IMPORTS:**

PAPER DIVISION

Particular	Current Year (Rs)	Last Year (Rs)
Raw Material	569,012,065	260,342,328
Chemical & Consumable Spare Parts & Machines	92,514,396	23,652,076

HOTEL DIVISION

Particular	Current Year (Rs)	Last Year (Rs)
Consumables and Machines	Nil	Nil

b) **EXPENSES INCURRED IN FOREIGN CURRENCY:**

Particular	Current Year (Rs)	Last Year (Rs)
Paper Division	Nil	Nil
Hotel Division	3838562/- (\$ 55501.88)	978183/- (\$15096.50)

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C) EARNING IN FOREIGN EXCHANGE CURRENCY:

Particular	Current Year		Last Year	
	Rs.	FC	Rs.	FC
Paper Division	30897472/-	USD4404 05.62	Nil	Nil
Hotel Division	26307380/-	USD 384302.30	6,80,56562/-	USD 1061890.56

9. RELATED PARTY TRANSACTION DISCLOSURE:

The related parties, as defined by Ind-AS 24 'Related Party Disclosure' issued by the Institute of Chartered Accountants of India, in respect of which disclosure have been made, have been identified on the basis of disclosure made by the managerial persons and taken on record by the board.

We have identified all the related parties and transactions with all such information provided to you as under complete in all respects:

Disclosure of transactions with related parties as required by IND AS 24 issued by The Institute of Chartered Accountants of India

Sl. No.	Particulars	Key Management personnel	Relative of key management personnel
1	Loan Outstanding as on 31.03.2019	95,565,692	-
2	Unsecured loan from Directors		
	Mr. Abhey Jain	5,536,000	-
	Mr. Praveen Kumar Jain	84,493,692	-
	Mr. Pradeep Kumar Jain	5,536,000	-
3	Remuneration of Directors		
	Mr. S.P. Chaturvedi	704,400	-
	Mr. Pradeep Kumar Jain	240,000	-
	Mr. Abhey Jain	650,000	-
4	Remuneration of Company Secretary		
	Neha Gupta	222,261	-
	Mohit Kumar Goel	54,762	-
5	Interest on Unsecured Loan		
	Abhey Jain (HUF)	-	40,000
	Mr. Abhey Jain	90,000	-
	Mr. Pradeep Kumar Jain	90,000	-
6	Salary to Relative of Key Management Personnel		
	Mr. Rishabh Jain	-	712,000
	Mr. Ritesh Jain	-	712,000
	Mrs. Shashi Jain	-	720,000
	Mr. Parv Jain #	763,000	-
	Mr. Shrenik Jain #	-	753,000
	Mr. Ujjwal Jain #	-	682,000
	Mrs. Rita Jain #	-	652,000
	Mrs. Veena Jain #	-	818,000
	Mrs. Mehak Jain	-	537,000
	Mrs. Asha Jain #	-	708,000
	Mrs. Parul Jain	-	637,000

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	Mr. Paras Jain	-	693,000
	Mrs.Parul Jain	-	420,000
	Mrs. Meenal Jain	-	738,000
	Mr. Akhil Jain #	-	468,000
	Mrs. Monika Jain	-	250,000
	Mrs. Neeru Jain	-	600,000
	Mrs. Sheetu Jain	-	600,000
	Mrs. Saroj Jain	-	90,000
7	Professional Consultancy		
	Mr. Salek Chand Jain	-	300,000
	Mr. Pramod Kumar Jain	480,000	-
	Mr. Vinod Jain	-	300,000
8	Commission		
	Sheshank Jain HUF	-	508,380
	Sumit Jain HUF	-	508,380
9	Rent to Relative of Key Management Personnel		
	Vinod Kumar Jain	-	400,000
	Pradeep Kumar Jain	400,000	-
	Pramod Kumar Jain	400,000	-
	Salek Chand Jain	-	600,000
	Monika Jain	-	400,000
	SarojJain	-	450,000
10	Purchase from Johri Mal Kamal Kishore	-	3,566,346

The Company has provided Rent Free Accommodation and incurred Rs. 2,650,000/- not included in above.

Note: The Directors have given Interest Free Unsecured Loan to the Company.

S. No.	Relation	Name of the Person
1	Key Management Personnel	Mr. Pradeep Kumar Jain Mr. Praveen Kumar Jain Mr. Parmod Kumar Jain Mr. Abhey Jain Mr. Rakesh Garg Mr. Subhash Chand Oswal Mr. S. P. Chaturvedi Mr. Mohit Kumar Goel, Company Secretary Mr. Parv Jain, Chief Financial Officer Ms. Jyoti Mr. Krishan Gopal Sharma
2	Relatives of Key Management Personnel	Father of Director Mr. Salek Chand Jain Brother of Director Mr. Vinod Kumar Jain Wife of Director Mrs. Veena Jain Mrs. Rita Jain Mrs. Asha Jain Mrs. Monika Jain Son of Director Mr. Rishabh Jain

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	<p>Mr. Ritesh Jain Mr. Shrenik Jain Mr. Paras Jain</p> <p>Daughter in law of Director Mrs. Meenal Jain Mrs. Mehak Jain Mrs. Parul Jain</p> <p>Daughter of Directors Mrs. Priyanka Jain</p> <p>HUF of Father of Director M/S Salek Chand Jain (HUF)</p> <p>HUF of Brother of Director M/S Vinod Jain (HUF)</p> <p>HUF of Directors M/S Praveen Kumar Jain (HUF) M/S Pramod Kumar Jain (HUF) M/S Pradeep Kumar Jain (HUF) M/S Abhay Jain (HUF)</p> <p>Sister of Director Mrs. Shashi Jain Mrs. Saroj Jain</p> <p>Nephew of Director Mr. Akhil Jain Mr. Sheshank Jain Mr. Sumit Jain</p> <p>Sister's Daughter in law of Director Mrs. Neeru Jain Mrs. Sheetu Jain</p> <p>Firm of Brother in Law of Director Johri Mal Kamal Kishore</p>
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10. SUNDRY CREDITORS:

As per the best available information with the company, No creditor has intimated their MSME status to us and accordingly there is no amount outstanding which is payable to small scale industrial undertaking.

11. DEFERRED TAX LIABILITY:

Deferred tax for timing difference between the book profits and tax profits is recognized using the tax rates and laws that have been enacted or substantially enacted as of the Balance Sheet date. Deferred tax assets arising from the timing differences are recognized to the extent there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

12. IMPAIRMENT OF ASSETS

In accordance with IND AS36 'Impairment of Assets' issued by Institute of Chartered Accountants of India, the company has assessed the potential generation of economic benefits from its business units as on the balance sheet date and is of the view that assets employed in continuing business are capable of generating adequate returns over their useful lives in the usual course of business: there is no indication to the contrary and accordingly, the management is of the view that no impairment provision is called for in these accounts.

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13. SEGMENT REPORTING

The Company is having two segment Paper division and Hotel Division. The segment reporting of the company has been prepared in accordance with IND AS – 108 ‘Accounting for Segment Reporting’ issued by Institute of Chartered Accountants of India.

Primary –

The Company has considered Business segments as primary format for segment reporting, namely Paper Division & Hotel Division.

SEGMENT WISE REVENUE, RESULTS, ASSETS AND LIABILITIES

Particulars		Paper Division	Hotel Division	Total
Segment wise Revenue				
External Revenue				
	2019	2,204,894,997.10	556,595,141.71	2,761,490,138.81
	2018	2,112,908,424.26	450,885,738.47	2,563,794,162.73
Segment wise Results <i>before extra-ordinary Items</i>				
Segment Result				
	2019	35,090,103.39	(-)6,280,919.35	28,809,184.04
	2018	78,542,666.64	(-)64,501,886.12	14,040,780.52
Segment wise Results <i>after extra-ordinary Items</i>				
Segment Result				
	2019	35,430,472.00	(-)6,280,919.35	29,149,552.85
	2018	78,487,284.14	(-)69,141,853.12	9,345,431.02
Segment wise Assets				
	2019	2,997,532,976.93	76,662,696.57	3,074,195,673.50
	2018	2,944,801,678.68	155,504,391.04	3,100,306,069.72
Segment wise Liabilities <i>excluding Bank Borrowings and Long term Unsecured Loan</i>				
	2019	269,187,895.38	118,521,636.89	387,709,532.27
	2018	307,425,519.35	224,128,290.01	531,553,809.36
Fixed Assets Addition				
	2019	165,207,535.53	9,715,793.35	174,923,328.88
	2018	72,757,530.77	40,189,477.28	112,947,008.05
Depreciation				
	2019	88,265,688.00	63,206,365.00	142,979,115.00
	2018	83,829,615.00	59,149,500.39	151,472,053.39

Geographical Segment

No Geographical segment reporting is required as per the IND AS 108 issued by the Institute of Chartered Accountants of India.

- 14.** The Lenders of the Company (as mentioned in **Annexure A**) have assigned all the rights, title and interests in the entire outstanding dues owed by the Company in favour of M/s Alchemist Asset Reconstruction Company Limited (AARC) together with all the underlying securities and guarantees, in favour of AARC vide Assignment Agreements (as mentioned in **Annexure A**). Accordingly, AARC has become the secured lender and all the rights, title and interests of Assignors have vested in AARC in respect of the above financial assistances.

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Annexure A

(Rs. In Lacs)

S.No.	Name of the Lenders	Amount O/s	Assignment Agreement Date
1	Oriental Bank of Commerce	5221.49	28-12-2015
2	Allahabad Bank	2510.19	30-12-2015
3	Punjab National Bank	8668.75	30-12-2016
4	Indian Overseas Bank	3272.62	30-03-2017
5	Syndicate Bank	6865.36	26-09-2017

15. The Company requested M/s Alchemist Asset Reconstruction Company Limited (AARC) for restructuring of the debts and AARC sanctioned the re-structuring proposal on 31.03.2018. The repayment schedule of debts and terms & conditions of restructuring is mentioned below:

ANNEXURE B: REPAYMENT SCHEDULE AS PER RESTRUCTURING PROPOSAL						
Sr. No.	Timeline	Oriental Bank of Commerce (Amt)	Allahabad Bank (Amt)	Punjab National Bank (Amt)	Indian Overseas Bank (Amt)	Syndicate Bank (Amt)
1	On or Before 30 Sep 2018	11174000	5090000	7615000	2478000	7080000
2	On or Before 31 Mar 2019	11101000	5049000	7615000	2478000	7080000
3	On or Before 30 Sep 2019	19281000	8466000	21955000	7728000	7080000
4	On or Before 31 Mar 2020	19135000	8384000	21765000	7667000	22080000
5	On or Before 30 Sep 2020	27241000	11760000	50260000	17516000	21903000
6	On or Before 31 Mar 2021	27022000	11638000	49683000	17377000	21726000
7	On or Before 30 Sep 2021	35055000	14973000	49112000	17237000	36549000
8	On or Before 31 Mar 2022	34763000	14810000	48541000	17098000	36195000
9	On or Before 30 Sep 2022	34471000	14646000	47970000	16959000	35841000
10	On or Before 31 Mar 2023	34179000	14483000	47399000	16819000	35487000
11	On or Before 30 Sep 2023	50392000	21235000	61168000	21930000	50133000
12	On or Before 31 Mar 2024	0	0	60406000	21744000	49602000
13	On or Before 30 Sep 2024	0	0	88325000	32058000	64071000
14	On or Before 31 Mar 2025	0	0	0		63363000
TOTAL AMOUNT PAYABLE		Rs. 303814000	Rs. 130534000	Rs. 561814000	Rs. 199089000	Rs. 458190000

The above repayment is in addition to the amount of Rs. 5,67,55,200 paid to AARC till 31.03.2018

Term and Conditions of Settlement

1. The funds for the Settlement/ Restructuring shall come from operation of the Hotel & Paper unit as per the cash flows mentioned in the Techno Economic Viability (TEV) Report.

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2. The Promoter shall have the option of making pre-payment and in such a case, the prepaid amount shall be adjusted from the subsequent installment.
3. Post repayment of the entire Settlement/Restructured amount - MVL shall provide a Non Convertible Debentures (NCD) as mentioned below.

Amount of NCD to be issued post repayment of debts

(Rs. In Lacs)

S.No.	Name of the Lenders	NCD Amount	To be issued on or Before
1	Oriental Bank of Commerce	1850	26-12-2023
2	Allahabad Bank	750	28-12-2023
3	Punjab National Bank	3500	31-12-2025
4	Indian Overseas Bank	1400	28-03-2025
5	Syndicate Bank	5800	24-09-2025

4. Default Interest-

In the event of any default in making payment of the installment(s)/transfer of shares by MVL on the respective due dates, interest on the default amount shall be charged @ 18% p.a. (compounded monthly) from the date of default till the date on which such default is cured.

5. MVL and/or Guarantors shall undertake to meet any shortfall in making payment as per terms of this proposal.

6. Conditions of Default-

- a) Failure to make any payment due under the proposed Settlement and/or transfer the NCD to AARC or failure to comply with any other terms and conditions will constitute an Event of Default;
- b) For each default of payment, a cure period of 30 days will be given for payment of defaulted amount along with default interest.
- c) In case the default of payment beyond the 30 days or in case of any other Event of Default, the Settlement shall stand revoked and entire outstanding dues of the borrowers and/or guarantor(s) shall be payable. AARC shall be entitled to initiate any legal action for recovery of outstanding dues, as it may deem fit including enforcement under SARFAESI Act/DRT/DRAT/High Court, NCLT/NCLAT & Supreme Court
- d) Upon revocation of this proposal as per sub clause c above, any amount paid shall be forfeited and adjusted against total dues. Thereafter, AARC will be entitled to recover total dues along with interest at contractual rates, further interest and other charges from the said date till date of realization after adjusting amount received.

7. Other terms & Conditions-

- a) All existing securities, guarantees and legal documents including the loan/security documents entered into with the Assignor's mentioned above shall remain in full force and effect till the entire amount is credited to the accounts of **Alchemist Trust XXVI** as per schedule of payment given above.
- b) M/s Magnum Ventures Ltd. (MVL), promoter(s) and guarantor(s) shall make arrangements for payment of any Statutory and other dues payable by it. M/s Magnum Ventures Ltd.(MVL)shall indemnify AARC and hold harmless from any dues payable towards any Statutory body or labour arising any time before or after the acceptance of proposal date.
- c) After receipt of the total amount payable as per this proposal, as indicated in repayment schedule, AARC shall issue a "No Dues Letter" towards dues payable by MVL to AARC as assignee of debt from UCO Bank and all guarantees shall stand released thereof.
- d) AARC shall have inspection and visitation rights to all documents, facilities/premises of MVL at any point of time. Till such time that the amounts payable to AARC have not been repaid, MVL shall be under obligation to provide AARC with any such information which may be requested.
- e) MVL shall arrange to file consent terms with DRT/DRAT/High Court, NCLT/NCLAT & Supreme Court where the Original Application filed by AARC and/or Assignor Bank.
- f) MVL shall withdraw all litigations which they may have filed against AARC and/or Assignor Bank. Also, MVL shall ensure that all the litigations filed by third parties against AARC shall be withdrawn. The withdrawal applications shall be filed within 3 days of acceptance of this letter.

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- g) That any expense which will be incurred in relation to resolution of MVL account, or for furtherance of this Settlement Agreement, will be borne by MVL, and if paid by AARC will be reimbursed by MVL on Actual Basis.
- h) The MVL shall not sell any of its fixed assets and/or investments save and except those as permitted in terms of the Restructuring and during normal course of business operation without prior recommendation of AARC. However, the company shall sell its non-core assets, wherever applicable and Asset sale Committee would be set up with the approval of AARC for sale of such assets.
- i) The AARC shall have 'Right of Recompense' at its discretion arising out of concessions granted under this Settlement.
- j) Promoters shall infuse fresh long terms funds by way of equity or subordinated debt to ensure flow of working capital and any capex thereon.
- k) In case during the Settlement period if there is any shortfall in the required cash flow of the MVL due to shortage of EBIDTA resulting into the shortfall of repayment to AARC as envisaged in the scheme, the promoters will make good the shortfall therein
- l) AARC shall have the option to convert the excess debt into equity shares of the company as per applicable guidelines to ARC during the currency of loan / Settlement.
- m) The MVL and/or Guarantors will not repay any unsecured loan during the currency of Settlement cum Restructuring period and without the explicit approval AARC.
- n) The MVL and/or Guarantors will take necessary Board/ shareholders approvals for the present Settlement and Restructuring proposal and submit a copy of signed resolution for our record.
- o) AARC will have right to appoint Nominee Directors on the board of MVL. The MVL and/or Guarantors will take necessary corporate and regulatory steps in this regard.

16. PLEDGING OF SHARES

Presently the promoters of company has pledged the shares of the company in favour of Lenders/AARC as Security to the tune of 70% of their shareholding in the Company.

17. Note to Schedule III of the Balance Sheet (Security for the Term Loans & Working Capital)

Paper Division

A	Working Capital Limit	First charge by way of hypothecation of raw materials, stock in process, finished goods, receivables & other current assets of the Paper Division ranking pari-passu basis with the consortium members AARC(on behalf of OBC, PNB, SYB, IOB & Allahabad Bank) & Vijaya Bank.
B	Term Loan	First charge on the entire fixed assets of the Paper Division present & future (Excluding PCC) ranking on pari-passu basis consortium members AARC(on behalf of OBC, PNB, SYB, IOB & Allahabad Bank) & Vijaya Bank.

Hotel Division

A	Term Loan	First charge on present/future blocks assets of Hotel division ranking pari-passu with other lenders of the project consortium members AARC (on behalf of OBC, PNB, SYB, IOB & Allahabad Bank) & Vijaya Bank.
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Collateral

a	Working capital facilities shall be collaterally secured by way of Second Charge on entire fixed assets (present & future) of the company on pari-passu basis with consortium members AARC(on behalf of OBC, PNB, SYB, IOB & Allahabad Bank) & Vijaya Bank.. First charge against these assets shall continue with term lending banks.
b	Term loan facilities shall be collaterally secured by way of Second Charge on entire current assets (present & future) of the company on pari-passu basis with consortium members AARC(on behalf of

MAGNUM VENTURES LIMITED
SIGNIFICANT ACCOUNTING POLICIES & NOTES TO ACCOUNTS
AS ON 31ST MARCH 2019

OBC, PNB, SYB, IOB & Allahabad Bank) & Vijaya Bank. First charge against these assets shall continue with working capital lender banks.

18. The Company had filed a case against Shree Laxmipati Balajee (Trader) for recovery of one Crore before the Hon'ble District Court Ghaziabad, Uttar Pradesh u/s 138 of Negotiable Instrument Act, 1881.
19. The paid up share capital as per books of accounts is Rs. 6260 lakh. However on MCA portal it is Rs. 3760 lakh only i.e. amount of preference share capital of Rs. 2500 lakh is not there on the portal. The company has filed grievance for the same.
20. In previous year (i.e. F.Y. 2017-18) the company had started production of Kraft paper. The company is having heavy losses in its production since inception as the cost of the product is higher than the net realizable value of the product. However the management is expecting profits in upcoming years from the production of this product and in order to capture more market the production of the same is being continued.
21. Formation of Gratuity Trust Fund which is mandatory in case of the company , in this regards the company has filed application and other required documents for the same but the approval from the Income tax department is still awaited.
22. Previous year figure have been regrouped and reclassified wherever considered necessary to make them comparable to those of the current year.
23. Figures in {brackets} pertain to the previous year.

The above Note on Significant Accounting Policies 1 to 13 and Other Note 1 to 23 forms an integral part of the Balance Sheet as at 31st March 2019 and has been authenticated as such.

As per our report of even date
For: Aggarwal&Rampal
Chartered Accountants
Firm Reg. No. 003072N

For and an behalf of the Board Of Directors

Sd/-
Vinay Aggarwal
(Partner)
M.No..082045

Sd/-
Pradeep Kumar Jain
(Managing Director)
DIN:00024879

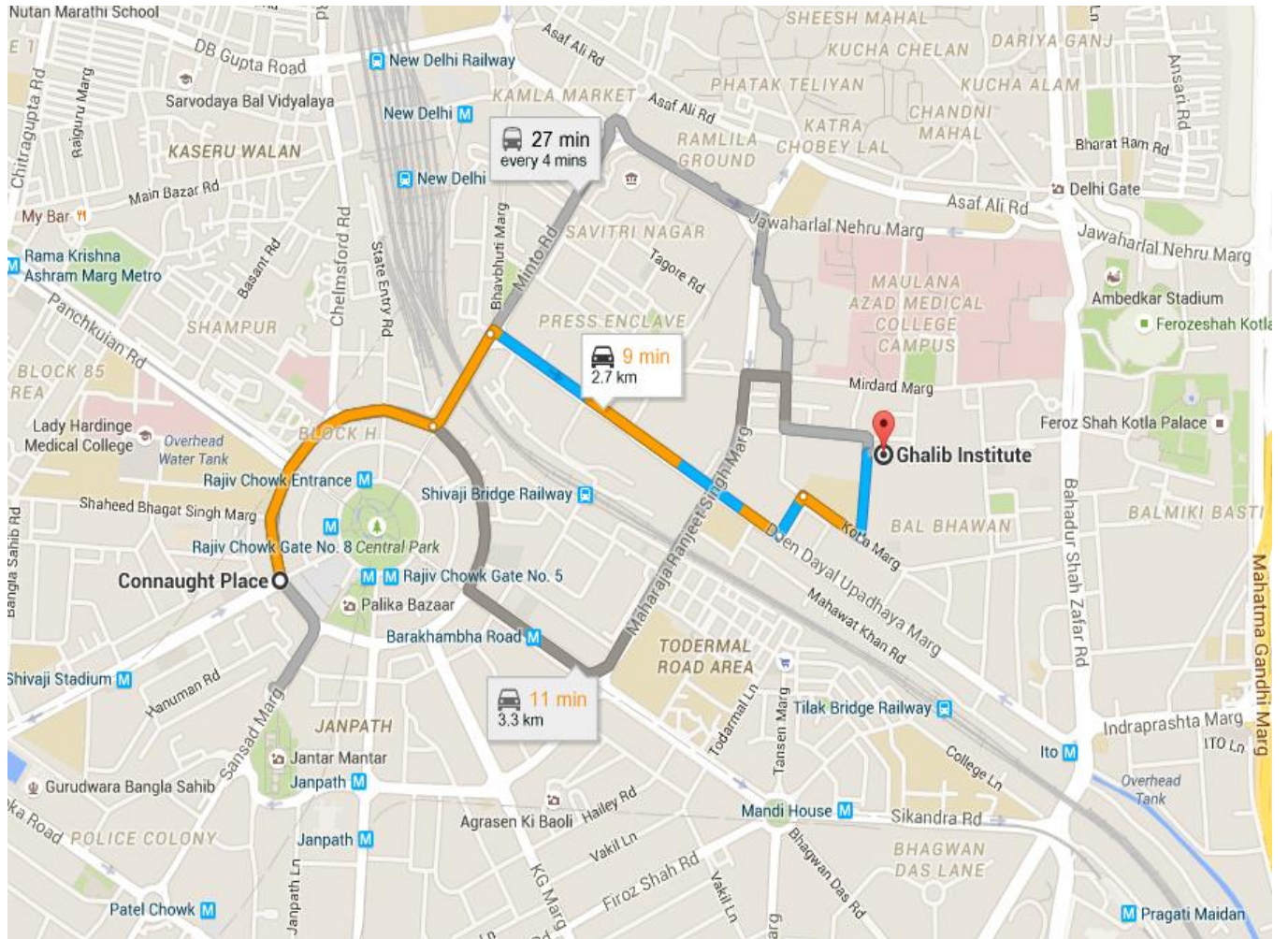
Sd/-
Abhey Jain
(Whole Time Director)
DIN:01876385

Sd/-
Parv Jain
(Chief Financial Officer)

Sd/-
Mohit Kumar Goel
(Company Secretary)
M. No. A 44288

Place: New Delhi
Date : 28.05.2019

ROUTE MAP TO THE VENUE OF THE 39TH ANNUAL GENERAL MEETING
ON MONDAY, THE 09TH SEPTEMBER, 2019 AT 11:00 A.M.



Magnum Ventures Limited

Regd. Office: Office No. 205, 2nd Floor, Building No. 4326 Street No. 3, Ansari Road Darya Ganj Delhi -110002

ATTENDANCE SLIP

Regd. Folio No./ DP ID - Client ID: _____

Name & Address of First/Sole Shareholder: _____

No. of Shares held: _____

I hereby record my presence at the 39th Annual General Meeting of the Company to be held on Monday, the 09th Day of September, 2019 at 11:00 A.M. at Galib Institute, AIWAN-E GALIB MARG, New Delhi-110002

Signature of Member/Proxy

Notes:

- a) *Only Member/Proxy can attend the meeting. No minors would be allowed at the meeting.*
- b) *Member / Proxy wish to attend the meeting must bring this attendance slip to the meeting and handover at the entrance duly filled in and signed.*

-----TEAR HERE-----

Magnum Ventures Limited

Regd. Office: Office No. 205, 2nd Floor, Building No. 4326 Street No. 3, Ansari Road Darya Ganj Delhi -110002

ATTENDANCE SLIP

Regd. Folio No./ DP ID - Client ID: _____

Name & Address of First/Sole Shareholder: _____

No. of Shares held: _____

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Signature of Member/Proxy

Notes:

- a) *Only Member/Proxy can attend the meeting. No minors would be allowed at the meeting.*
- b) *Member / Proxy wish to attend the meeting must bring this attendance slip to the meeting and handover at the entrance duly filled in and signed.*

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]

CIN: **L21093DL1980PLC010492**

Name of the Company: **Magnum Ventures Limited.**

Registered office: **Office No. 205, 2nd Floor, Building No. 4326 Street No. 3, Ansari Road Darya Ganj, Delhi-110002**

Name of the member(s):
Registered address:
E-mail Id: Folio No/ DP ID and Client Id:

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

1. Name: _____ Email Id: _____
Address: _____
Signature: _____ or failing him
2. Name: _____ Email Id: _____
Address: _____
Signature: _____ or failing him
3. Name: _____ Email Id: _____
Address: _____
Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 39th Annual General Meeting of the company, to be held on Monday, the 09th day of September, 2019 at 11:00 a.m. at Galib Institute, AIWAN-E-GALIB Marg, New Delhi-110002 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resl. No.	Description	For	Against
1.	Consideration and Adoption of Annual Financial Statements and Reports for the Financial Year ended March 31, 2019.		
2.	Re-appointment of Mr. Abhey Jain (DIN: 01876385) as Director of the Company, who retires by rotation.		
3.	Re-appointment of Mr. Praveen Kumar Jain (DIN: 00423833) as Director of the Company, who retires by rotation.		
4.	Appointment of Ms. Jyoti (DIN: 08296989) as Non Executive Independent Director of the Company		
5.	Ratification of remuneration of M/s. V. K. Dube & Co., Cost Auditors of the Company for the Financial Year 2019-20		
6.	To re-appoint Mr. Subash Chand Oswal as Independent Director of the Company for a period of 5 consecutive years commencing on September 10, 2019.		
7.	To re-appoint Mr. Rakesh Garg as Independent Director of the Company for a period of 5 consecutive years commencing on September 10, 2019.		

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

Signature of shareholder

Signature of Proxy holder(s)

Affix
Revenue
Stamp

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