

# **KABRA COMMERCIAL LIMITED**

**CIN NO : L67120WB1982PLC035410**

**Regd. Office : 2, Brabourne Road, 4<sup>th</sup> Kolkata- 700 001**

**Tele: 033-2225-4058 Fax : 033-2225-3461**

**E-mail : [contact@kcl.net.in](mailto:contact@kcl.net.in) website : [www.kcl.net.in](http://www.kcl.net.in)**

July 19, 2024

The Head -- Listing Compliance  
Bombay Stock Exchange Limited  
P. J. Towers, Dalal Street,  
Mumbai -- 400 001

Dear Sir,

**Ref : Annual Report 2023 - 24.**

**Scrip Code : 539393**

Enclosed please find the soft copy of the Annual Report for the Financial Year 2023 – 24.

Also available in our company's Website [www.kcl.net.in](http://www.kcl.net.in)

This is for your information and record.

Thanking you,

Yours faithfully

**For KABRA COMMERCIAL LIMITED**

**[ APEKSHA AGIWAL ]**

**Company Secretary & Compliance Officer**

**M No : ACS 41564**

Encl : as above



**KABRA COMMERCIAL LIMITED**  
42nd Annual Report 2023 - 2024

# **KABRA COMMERCIAL LIMITED**

**2023-24**

## **BOARD OF DIRECTORS**

*Rajesh Kumar Kabra*

*Managing Director*

*Ramawtar Kabra*

*Director*

*Chandra Prakassh Kabra*

*Non-Executive Director*

*Radhika Kabra*

*Non-Executive Director*

*Jagdish Prasad Kabra*

*Independent Director*

*Vijay Kumar Parwal*

*Independent Director*

## **COMPANY SECRETARY**

*Apeksha Agiwal*

## **CHIEF FINANCIAL OFFICER**

*Om Prakash Agarwal*

## **REGISTERED OFFICE**

*Govind Bhawan  
2, Brabourne Road, 4th Floor  
Kolkata- 700 001*

## **SHARE TRANSFER AGENT**

*Niche Technologies Pvt.Limited  
3A, Auckland Place,  
Room No. 7A & 7B, 7th Floor,  
Kolkata - 700 017*

## **BANKERS**

*Canara Bank*

## **STATUTORY AUDITOR**

*P.K.Mundra & Co.  
"Diamond Chambers" Block - II, 8th Floor, Unit No. 8K  
4, Chowringhee Lane, Kolkata - 700 016*

## **COMPANY IDENTIFICATION No.**

**CIN-L67120WB1982PLC035410**

# KABRA COMMERCIAL LIMITED

CIN NO : L67120WB1982PLC035410

Regd. Office : 2, Brabourne Road, 4<sup>th</sup> Floor, Kolkata- 700 001

Tele: 033-2225-4058 Fax No. : 033-2225-3461

E-mail : [contact@kcl.net.in](mailto:contact@kcl.net.in) website : [www.kcl.net.in](http://www.kcl.net.in)

## NOTICE

NOTICE is hereby given that the Forty Second Annual General Meeting of the Shareholders of **KABRA COMMERCIAL LIMITED** will be held at the Registered Office of the Company at 2, Brabourne Road, 4<sup>th</sup> Floor, Kolkata- 700001 on Saturday, the 10<sup>th</sup> day of August, 2024 at 11.30 A.M to transact the following business :-

### **ORDINARY BUSINESS :**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2024, with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Rajesh Kumar Kabra (DIN: 00331305) who retires by rotation and being eligible, offers himself for re-appointment.
3. To approval the appointment of Auditors for the financial year 2023-2024 and to re-appoint the Auditors for a further period of four years and in this regard to pass the following Resolution as on Ordinary Resolution.

**"RESOLVED THAT** pursuant to the provision of section 139 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rule, 2014 the appointment of M/s P. K. Mundra & Co, Chartered Accountants (FRN 322078E) for the financial year 2023-2024 be and is hereby approved and ratified".

**"RESOLVED FURTHER THAT** M/s P. K. Mundra & Co, Chartered Accountants (FRN 322078E) be and is hereby reappointed as Auditors of the Company for a period of four years to hold office from the conclusion of this Annual General Meeting till the conclusion of the 46<sup>th</sup> Annual General Meeting at a remuneration to be fixed by the Board of Directors.

### **SPECIAL BUSINESS:**

4. To appoint Ms. Sonam Agarwal ( DIN : 09185992) as an Independent Director and in this regard to consider and if thought fit, to pass the following Resolution as an **ORDINARY RESOLUTION** :

**"RESOLVED THAT** pursuant to Section 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies ( Appointment and Qualification of Directors ) Rules, 2014 ( including any statutory modification(s) or re-enactment thereof for the time being in force ) and Clause 49 of the Listing Agreement, Ms. Sonam Agarwal ( DIN : 09185992), who was appointed as a Director liable to retire by rotation and whose term expires at this ensuing Annual General Meeting and in whose respect the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director and on the recommendations of Nomination and Remuneration Committee, be and is hereby appointed as an Independent Director of the Company to hold office for 5 ( five) consecutive years for a term upto 29<sup>th</sup> May, 2029".

5. To appoint Mrs. Siddhi Singhania ( nee Dhandharia ) ( DIN : 07144036) as an Independent Director and in this regard to consider and if thought fit, to pass the following Resolution as an **ORDINARY RESOLUTION** :

**"RESOLVED THAT** pursuant to Section 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies ( Appointment and Qualification of Directors ) Rules, 2014 ( including any statutory modification(s) or re-enactment thereof for the time being in force ) and Clause 49 of the Listing Agreement, Mrs. Siddhi Singhania ( nee Dhandharia ) ( DIN : 07144036), who was appointed as a Director liable to retire by rotation and whose term expires at this ensuing Annual General Meeting and in whose respect the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director and on the recommendations of Nomination and Remuneration Committee, be and is hereby appointed as an Independent Director of the Company to hold office for 5 ( five) consecutive years for a term upto 29<sup>th</sup> May, 2029".

6. **Power to Borrow Money :**

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **SPECIAL RESOLUTION** :

**"RESOLVED THAT**, pursuant to the provisions of Section 180(1) (c ) and all other applicable provisions, if any, of the Companies Act, 2013, Board of Directors of the Company be and is hereby authorized to borrow moneys and obtain loans for the business of the Company from time to time from any one or more of the Company's Bankers and/or from any one or more other persons, firms, bodies corporate, or financial institutions whether by way of cash credit, advance or otherwise and whether secured or unsecured not withstanding that moneys to be borrowed together with the moneys already borrowed and outstanding (apart from temporary loans obtained from the company's bankers in the ordinary course of business ) may exceed the aggregate of the Paid-up Capital and Free Reserves, that is to say, Reserves not set apart for any specific purpose provided that the total of such borrowings outstanding at any time shall not exceed a sum of Rs.200 Crores ( Rupees Two Hundred Crores Only )".

7. **Power to Give Loan and Make Investments :**

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **SPECIAL RESOLUTION** :

**“RESOLVED THAT**, pursuant to Section 186 and all other applicable provisions, if any, of the Companies Act, 2013, read with Companies ( Meetings of Board and its Powers) Rules, 2014 as may be amended, from time to time and Articles of Association of the Company, approval of the Shareholders of the Company be and is hereby accorded to the Board of Directors for :-

- (i) giving any loan to any person or other body corporate,
- (ii) giving any guarantee or providing security in connection with a loan to any other body corporate or persons and /or
- (iii) acquiring whether by way of subscription, purchase or otherwise, the securities of any other body corporate.

Upto an amount, the aggregate outstanding of which should not exceed, at any given time, Rs. 200 Crores which shall be over and above the limits as specified in section 186(2) of the Companies Act, 2013.

**BY ORDER OF THE BOARD**

Registered Office :  
2, Brabourne Road, 4th Floor,  
Kolkata – 700001  
Date : 18<sup>th</sup> July, 2024

R. K. KABRA  
Managing Director  
DIN NO. : 00331305

**NOTES :**

1. The relevant Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of Special Business set out in item No(s). 4 to 7 is annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE IN THE MEETING INSTEAD OF HIMSELF/HERSELF, AND. THE PROXY NEED NOT BE A MEMBER OF THE COMPANY  
Pursuant to the provisions of section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than 50(fifty) Members and holding in aggregate not more than (10% ) of the total share capital of the Company. Members holding more than ten percent of the total share capital of the Company may appoint a single person as proxy, who shall not act as proxy for any other Member.  
**Proxy in order to be effective should be duly stamped, completed, signed and deposited at the Registered Office of the Company not less than forty-eight hours before the time for holding the Annual General Meeting.**
3. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution to the Company, authorizing their representatives to attend and vote on their behalf at the Annual General Meeting.
4. For the convenience of members and for proper conduct of the meeting, **entry to the place of meeting will be regulated by attendance slip, which is a part of the Notice. Members are requested to sign at the place provided on the attendance slip and hand it over at the entrance to the venue.**  
**Members / proxies should bring the duly filled Attendance Slip attached herewith to attend the meeting. Duplicate Attendance slip and /or copies of the Annual Report shall not be issued / available at the venue of the Meeting.**  
Members, who hold shares in dematerialized form, are requested to bring their Client ID and DP ID Nos. for easier identification of attendance at the meeting.
5. The Register of Directors and Key Managerial Personnel and their shareholding , maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
6. Additional information, pursuant to Regulation 36 of the SEBI ( Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of the directors seeking re-appointment at the Annual General Meeting as per **Item No. 2** of aforesaid notice, is furnished as Annexure to the Notice.
7. The Register of Members and the Share transfer Book of the Company shall remain closed from Monday, August 05, 2024 to Saturday, August 10, 2024 (both days inclusive) for the purpose of Annual General Meeting.
8. A member desirous of getting any information on the accounts of the Company is requested to send the queries to the Company at least 10 days in advance of the meeting.
9. Members holding shares in physical form are requested to intimate change in their registered address mentioning full address in hlock letters with Pin code of the Post Office and bank particulars to the Company's Registrar and Share Transfer Agent.
10. Members whose share holding is in electronic mode are requested to direct change of address notifications and updates of savings bank account details to their respective Depository Participant(s) . Members are encouraged to utilized the electronic clearing system ( ECS) .
11. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding share in physical form are required to submit their PAN to the Company and or its Registrars & Share Transfer Agent.

12. At present the Company's equity share are listed on the Stock Exchanges at Kolkata and Mumbai .
13. All documents referred to in accompanying Notice are open for inspection at the Registered Office of the Company on all working days between 11:00 A. M. to 1:00 P. M. up to the date of the Annual General Meeting  
**CDSL e-Voting System – For e-voting and Joining Virtual meetings.**
14. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM/EGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM/EGM through VC/OAVM.
15. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM/EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM/AGM will be provided by CDSL.
16. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
17. The attendance of the Members attending the AGM/EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
18. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, , the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-voting.
19. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM/EGM has been uploaded on the website of the Company at [www.kcl.net.in](http://www.kcl.net.in). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) respectively. The AGM/EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM/EGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).
20. The AGM/EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
21. In continuation of this Ministry's **General Circular No. 20/2020**, dated 05th May, 2020 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2020, or become due in the year 2021, to conduct their AGMs on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA circular no. 02/2021 dated January,13,2021.

**THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:**

- (i) The voting period begins on **07<sup>th</sup> August, 2024 at 9:00 A.M.** and ends on **09<sup>th</sup> August, 2024 at 5:00 P.M.** During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **03<sup>rd</sup> August, 2024** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.  
Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.  
In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants.** Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.
- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.  
Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for **Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the voting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a> The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "Register Online for IDeAS" Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL**

__ Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

(v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID.
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</b>	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details  OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li> </ul>

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.



- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz, [contact@kcl.net.in](mailto:contact@kcl.net.in) (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM / EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **7\_ days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM/AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA contact@kcl.net.in**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at 022- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futorex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542/43.

22. Mr. Babu Lal Patni, Practicing Company Secretary (Membership No. FCS 2304), has been appointed as the Scrutinizer to scrutinize the remote e-voting process and voting at the AGM in a fair and transparent manner. The Scrutinizer will submit, not later than 3 days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman of the Company or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

23. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.kcl.net.in](http://www.kcl.net.in) and on the website of CDSL. The same will be communicated to BSE Limited and Calcutta Stock Exchange Limited where the shares of the Company are listed.

**BY ORDER OF THE BOARD**

Registered Office :  
2, Brabourne Road, 4th Floor,  
Kolkata – 700001  
Date : 18<sup>th</sup> July, 2024

R. K. KABRA  
Managing Director  
DIN NO.: 00331305

**Annexure - "A"**

**ANNEXURE TO ITEM NOS. 2, OF THE NOTICE**

**Additional Information on Directors recommended for re-appointment pursuant to Regulation 36(3) of Securities and Exchange Board of India ( Listing Obligations and Disclosure Requirements ) Regulations, 2015 and under Secretarial Standard on General Meeting ( SS-2):**

**Information about Mr. Rajesh Kumar Kabra :**

<b>Name of Director</b>	Sri Rajesh Kumar Kabra
<b>Director Identification No.</b>	DIN – 00331305
<b>Date of Birth</b>	29-08-1970
<b>Educational Qualification</b>	B. COM
<b>Expertise in specific functional areas</b>	34 years
<b>Chairmanship / Membership of Committees in this Company</b>	1 (Audit Committee)
<b>Present status of Directorship in this Company</b>	Managing Director
<b>Directorship in other Public Limited Companies</b>	3
<b>Chairmanship / Membership of Committees in other Public Limited Companies</b>	2
<b>Shareholding as on 31<sup>st</sup> March, 2019</b>	713425
<b>Seeking appointment / re-appointment</b>	Retire by rotation and seeking re-appointment
<b>Rotational Status</b>	Retire by rotation

**EXPLANATORY STATEMENT**  
**PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013**

As required under Section 102 of the Companies Act, 2013, set out all material facts relating to the business under Item No. 4. to 7.

**ITEM NO. 4**

Ms. Sonam Agarwal, qualified Company Secretary are Independent Director of the Company and held the positions for a period of 5 ( five ) years.

The Securities and Exchange Board of India ( SEBI ) has amended Clause 49 of the Listing Agreement *inter alia* stipulating the conditions for the appointment of Independent Directors by a Listed Company.

On the Recommendation of Nomination and Remuneration Committee it is proposed to appoint Ms. Sonam Agarwal as an Independent Directors under Section 149 of the Act and Clause 49 of the Listing Agreement to hold office for 5 ( Five ) consecutive years for a term upto 29<sup>th</sup> May, 2029.

Ms. Sonam Agarwal is not disqualified from being appointed as Directors in terms Section 164 of the Act and have given her consent to act as Directors.

The Company has received notices in writing from members under Section 160 of the Act proposing the candidatures of Ms. Sonam Agarwal for the Office of Directors of the Company.

The Company has also received declarations from Ms. Sonam Agarwal that she meet with the criteria of Independence as prescribed both under sub-section 149 of the Act and under Clause 49 of the Listing Agreement.

In the opinion of the Board Ms. Sonam Agarwal fulfill the conditions for appointment as Independent Directors as specified in the Act and the Listing Agreement. Ms. Sonam Agarwal is independent of the management.

Copy of the draft letters for appointments of Ms. Sonam Agarwal as Independent Directors setting out the terms and conditions are available for inspection by members at the Registered Office of the Company.

This Statement may also be regarded as a Disclosure under Clause 49 of the Listing with the Stock Exchanges.

Ms. Sonam Agarwal is interested in this Resolution set out at Item No. 4 of the Notice with regard to her appointments.

Save and except the above, none of the others Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in these resolutions.

The Board recommends the Ordinary Resolution set out at Item No. 4 for approval by the Shareholders.

**ITEM NO. 5**

Mrs. Siddhi Singhania ( nee Dhandharia ) , qualified Company Secretary are Independent Director of the Company and held the positions for a period of 5 ( five ) years.

The Securities and Exchange Board of India ( SEBI ) has amended Clause 49 of the Listing Agreement *inter alia* stipulating the conditions for the appointment of Independent Directors by a Listed Company

On the Recommendation of Nomination and Remuneration Committee it is proposed to appoint Mrs. Siddhi Singhania ( nee Dhandharia ) as an Independent Directors under Section 149 of the Act and Clause 49 of the Listing Agreement to hold office for 5 ( Five ) consecutive years for a term upto 29<sup>th</sup> May, 2029.

Mrs. Siddhi Singhania ( nee Dhandharia ) is not disqualified from being appointed as Directors in terms Section 164 of the Act and have given her consent to act as Directors.

The Company has received notices in writing from members under Section 160 of the Act proposing the candidatures of Ms. Mrs. Siddhi Singhania ( nee Dhandharia ) for the Office of Directors of the Company.

The Company has also received declarations from Mrs. Siddhi Singhania ( nee Dhandharia ) that she meet with the criteria of Independence as prescribed both under sub-section 149 of the Act and under Clause 49 of the Listing Agreement.

In the opinion of the Board Mrs. Siddhi Singhania ( nee Dhandharia ) fulfill the conditions for appointment as Independent Directors as specified in the Act and the Listing Agreement. Mrs. Siddhi Singhania ( nee Dhandharia ) is independent of the management.

Copy of the draft letters for appointments of Mrs. Siddhi Singhania ( nee Dhandharia ) as Independent Directors setting out the terms and conditions are available for inspection by members at the Registered Office of the Company.

This Statement may also be regarded as a Disclosure under Clause 49 of the Listing with the Stock Exchanges.

Mrs. Siddhi Singhania ( nee Dhandharia ) is interested in this Resolution set out at Item No. 5 of the Notice with regard to her appointments.

Save and except the above, none of the others Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in these resolutions.

The Board recommends the Ordinary Resolution set out at Item No. 5 for approval by the Shareholders.

**ITEM NO. 6**

To enable the Directors to borrow, pursuant to Section 180(1 (c) of the Companies Act, 2013, moneys and obtain loans for the business of the Company from time to time from any one or more of the Company's Bankers and/or from any one or more other persons, firms, bodies corporate, or financial institutions whether by way of cash credit, advance or otherwise and whether secured or unsecured not withstanding that moneys to be borrowed together with the moneys already borrowed and outstanding (apart from temporary loans obtained from the company's bankers in the ordinary course of business) may exceed the aggregate of the Paid-up Capital and Free Reserves, that is to say, Reserves not set apart for any specific purpose provided that the total of such borrowing outstanding at any time shall not exceed a sum of Rs. 200 Crores ( Rupees Two Hundred Crores Only ) Members' consent by way of a Special Resolution is required.

The Board recommend the Resolution in the interest of the Company.

The Directors may be deemed to be interested in the Resolution set out at Item No. 6 to the extent money is borrowed from them, their relatives, their associates or related parties.

This statement may also be regarded as an appropriate disclosure under the Listing Regulations. The Board commends the Special Resolution set out at item No. .6 of the Annual General Meeting Notice for approval by the members.

**ITEM NO. 7**

Pursuant to Section 186(2) of the Companies Act, 2013 (Act) and Rule 11 and 13 of the Companies ( Meetings of Board and its Powers ) Rules 2014, the Board of Directors is authorized to give loans, guarantee or provide security in connection with a loan to any person or other body corporate or acquire by way of subscription, purchase or otherwise, the securities including shares, debentures etc. of any other body corporate, up to an amount the aggregate of which should not exceed 60% of the paid-up capital, free reserves and securities premium account or 100 % of free reserves and securities premium account of the company, whichever is higher. In the case the company exceeds the above mentioned limits then, prior approval of shareholder by way of a Special Resolution is required to be obtained.

The Company may be required to provide financial assistance / support by way of giving of loans / guarantees, providing of securities, making of investment in securities in order to expand its business activities and also for optimum utilization of funds. Accordingly, Board of Directors of the Company may be authorized to give loans, guarantees or provide securities or make investments as mentioned above, up to an amount, the aggregate outstanding of which should not exceed, at any given time, Rs. 200 Crores ( Rupees Two Hundred Crores only) which shall be over and above the said limits a specified in Section 186(2) of the Act.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 7 of the Notice. This statement may also be regarded as an appropriate disclosure under the Listing Regulations. The Board commends the Special Resolution set out at item No. 7 of the Annual General Meeting Notice for approval by the members.

**BY ORDER OF THE BOARD**

Registered Office :  
2, Brabourne Road, 4th Floor,  
Kolkata – 700001  
Date : 18<sup>th</sup> July, 2024

R. K. KABRA  
Managing Director  
DIN NO.: 00331305

# KABRA COMMERCIAL LIMITED

CIN NO : L67120WB1982PLC035410

Regd. Office : 2, Brabourne Road, 4<sup>th</sup> Floor, Kolkata- 700 001

Tele: 033-2225-4058 Fax No. : 033-2225-3461

E-mail : [contact@kcl.net.in](mailto:contact@kcl.net.in) website : [www.kcl.net.in](http://www.kcl.net.in)

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 : L67120WB1982PLC035410  
Name of the Company : KABRA COMMERCIAL LIMITED  
Regd. Office : 4<sup>th</sup> Floor, 2 Brabourne Road, Kolkata- 700 001  
Name of the Members :  
Registered Address :  
E-Mail Id :  
Folio No./Client No. :  
DP ID :

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

1 Name ..... Address .....  
E-Mail Id : ..... Signature : ..... or failing him  
2 Name ..... Address .....  
E-Mail Id : ..... Signature : ..... or failing him  
3 Name ..... Address .....  
E-Mail Id : ..... Signature : .....

as my our proxy to attend and vote (on a poll) for me/us on my / our behalf at the 42<sup>nd</sup> AGM of the Company, to be held on Saturday, the 10<sup>th</sup> day of August, 2024 at 11.30 A. M. at 2 Brabourne Road, 4<sup>th</sup> Floor, Kolkata- 700 001 and at any adjournment thereof in respect of such resolution(s) as are indicated below :

Resolution No(s)	Description of Resolution	For	Against
1.	Consider and adopt of Audited Financial Statements for the financial year ended 31 <sup>st</sup> March, 2024 and Reports of the Board of Directors and Auditors thereon (Ordinary Resolution)		
2.	Re - appointment of Mr. Rajesh Kumar Kabra (Din No : 00331305 ) as Director (Ordinary Resolution)		
3.	Ratification of Appointment & Re-appointment of Statutory Auditors (Ordinary Resolution)		
4.	Appointment of Ms. Sonam Agarwal ( DIN : 09185992) as an Independent Director (Ordinary Resolution)		
5.	Appointment of Mrs. Siddhi Singhania ( nee Dhandharia ) ( DIN : 07144036) as an Independent Director (Ordinary Resolution)		
6.	Power to Borrow Money (Special Resolution)		
7.	Power to Give Loan and Make Investments (Special Resolution)		

Affix revenue stamp Not less than Rs. 1.00

Signed this ..... day of ..... 2024

Signature of the Shareholder(s) ..... Signature of Proxy(s) .....

Notes : 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.

----- tear here -----

## KABRA COMMERCIAL LIMITED

CIN NO : L67120WB1982PLC035410

Regd. Office : 2, Brabourne Road, 4<sup>th</sup> Floor, Kolkata- 700 001

Tele: 033-2225-4058 Fax No. : 033-2225-3461

E-mail : [contact@kcl.net.in](mailto:contact@kcl.net.in) website : [www.kcl.net.in](http://www.kcl.net.in)

ATTENDANCE SLIP

(To be handed over at the entrance of the meeting Hall) (42<sup>nd</sup> Annual General Meeting – 10<sup>th</sup> August, 2024)

I hereby record my presence at the 42<sup>nd</sup> Annual General Meeting of the Company held on Saturday, 10<sup>th</sup> August, 2024 at 11:30 A. M. at Regd. Office of the Company at 2 Brabourne Road, 4<sup>th</sup> Floor, Kolkata – 700001.

Full Name of the member (In BLOCK LETTERS) : .....

Folio No. .... DP ID No. .... Client ID No. .... No. of shares .....

Full Name of Proxy (In BLOCK LETTERS) : .....

Member/Proxy(s) Signature : .....

(Please cut here and bring the Attendance Slip duly Signed, to the meeting and hand it over at the entrance.

Duplicate slips will not be issued at the venue of the meeting.)

# KABRA COMMERCIAL LIMITED

CIN NO : L67120WB1982PLC035410

Regd. Office : 2, Brabourne Road, Kolkata- 700 001

Tele: 033-2225-4058 Fax No. 033-2225-3461

E-mail : [contact@kcl.net.in](mailto:contact@kcl.net.in) website : [www.kcl.net.in](http://www.kcl.net.in)

## 42<sup>nd</sup> Annual General Meeting Ballot Form (in lieu of e-voting)

Name of the Shareholder(s) :  
(including joint holders, if any)  
Registered address of the Sole/First :  
named Shareholders  
Folio No. / DP ID & Client ID\* :  
No. of share(s) held :

I / We hereby exercise my / our vote in respect of the Resolution(s) for the business stated in the Notice dated 18<sup>th</sup> July, 2024 convening the 42<sup>nd</sup> Annual General Meeting of the Company to be held on Saturday, 10<sup>th</sup> August, 2024, at 11 : 30 A. M. by conveying my /our assent or dissent to the said Resolution(s) by placing the ( ) mark at the appropriate box below.

Particulars	Type of Resolution	I / We assent to the resolution ( FOR )	I / We dissent to the resolution ( AGAINST )
<b>Ordinary Business</b>			
1. Adoption of the Audited Financial Statements for the Financial year ended March 31, 2024 together with the Reports of the Board of Directors and Auditors thereon.	Ordinary		
2. Appointment of a Director in place of Mr. Rajesh Kumar Kabra ( holding DIN 00331305), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary		
3. Ratification of Appointment & Re-appointment of Statutory Auditors	Ordinary		
<b>Special Business</b>			
4. Appointment of Ms. Sonam Agarwal ( DIN : 09185992 ) as an Independent Director	Ordinary		
5. Appointment of Mrs. Siddhi Singhania ( nee Dhandharia) (DIN : 07144036) as an Independent Director	Ordinary		
6. Power to Borrow Money	Special		
7. Power to Give Loan and Make Investments	Special		

Place : Kolkata

Date : 10-08-2024

Signature of Shareholder

# **KABRA COMMERCIAL LTD**

## **DIRECTORS REPORT**

To  
The Members  
Kabra Commercial Limited

Your Directors have the pleasure in presenting their Forty Second Annual Report on the business and operations of your Company together with the audited financial statements of the Company for the year ended 31<sup>st</sup> March, 2024

	( Amount in Rs. )	
<b><u>FINANCIAL PERFORMANCE:</u></b>	<b><u>31.03.2024</u></b>	<b><u>31.03.2023</u></b>
<b>Profit for the year ended</b>	<b>9923040</b>	<b>15947695</b>
<b><u>Extraordinary item</u></b>		
Balance Written off	--	--
<b>Profit before Tax</b>	<b>9923040</b>	<b>15947695</b>
<b><u>Tax expenses :</u></b>		
Current Tax	3141184	2702279
Deferred Tax	13713	43933
<b>Profit for the year</b>	<b>6795570</b>	<b>13289349</b>
Add/(Less): Transfer from/to Statutory Reserve	-	-
	<b>6795570</b>	<b>13289349</b>
Less: Adjustments of Income Tax	520702	--
Add: Surplus as per last year	<u>115184652</u>	<u>101895303</u>
<b>SURPLUS CARRIED TO BALANCE SHEET</b>	<b><u>121459520</u></b>	<b><u>115184652</u></b>

### **DIVIDEND:**

Your Directors regret for not recommending Dividend on Equity Shares for the financial year 2023-24.

### **DEPOSITS:**

During the year under review, the Company has not accepted deposits from the public falling within the ambit of Section 73 of the Companies Act, 2013 and the Rules framed thereunder.

### **ANNUAL RETURN:**

Annual Return i.e. Form MGT-7 will be uploaded on the Company's website and can be viewed at [www.kcl.net.in](http://www.kcl.net.in)

### **SHARE CAPITAL:**

The paid up Equity Share Capital as at 31<sup>st</sup> March, 2024 stood at Rs. 2.94 crores. During the year under review, the Company has not issued shares with differential voting rights nor has granted any stock options or sweat equity. As on 31<sup>st</sup> March, 2024, none of the Directors of the Company hold instruments convertible into equity shares of the Company.

### **FINANCIAL STATEMENTS:**

The Company has prepared its financial statements as per IND AS requirement for the financial year 2023 -24. The estimates and judgements relating to the Financial Statements are made on a prudent basis, so as to reflect in a true and fair manner, the form and substance of transactions and reasonably present the Company's state of affairs, profits and cash flows for the year ended 31<sup>st</sup> March, 2024.

**MATERIAL CHANGES AND COMMITMENTS:**

There are no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year 2023-24 and the date of this Report.

**CHANGE IN NATURE OF BUSINESS:**

There has been no change in the nature of business of the Company during the financial year 2023-24.

**PARTICULARS IN RESPECT OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO**

The particulars in respect of conservation of energy and technology absorption are not applicable during the year under review. There is no earning and outgo in Foreign Exchange.

**RESEARCH & DEVELOPMENT:**

The Company has not incurred any sum in respect of Research & Development for any of its activity.

**CORPORATE GOVERNANCE:**

As the paid up capital of the Company is less than Rupees Ten crores and its Reserves are less than Rupees Twenty five crores, hence provisions relating to Corporate Governance are not applicable to the Company.

**CORPORATE SOCIAL RESPONSIBILITY:**

The Company is not required to adapt Corporate Social Responsibility Policy and to incur expenditure on it.

**DIRECTOR AND KEY MANAGERIAL PERSONNEL:**

**Retirement by Rotation**

Mr. Rajesh Kumar Kabra, (DIN No. 00331305) Director retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

**Appointment of an Independent Director**

At the Nomination and Remuneration Committee and Board Meeting held on 30<sup>th</sup> May, 2024 Ms. Sonam Agarwal ( DIN : 09185992) was appointed as an Additional Director to hold office as an Independent Director. Her tenure expire at the ensuing Annual General Meeting. A notice has been received from a Shareholder to propose her name for Appointment as an Independent Director. Shareholders are requested to consider the approval of her appointment as an Independent Director.

At the Nomination and Remuneration Committee and Board Meeting held on 30<sup>th</sup> May, 2024 Mrs. Siddhi Singhania ( nee Dhandharia ) ( DIN : 07144036 ) was appointed as an Additional Director to hold office as an Independent Director. Her tenure expire at the ensuing Annual General Meeting. A notice has been received from a Shareholder to propose her name for Appointment as an Independent Director. Shareholders are requested to consider the approval of her appointment as an Independent Director.



**Ceasation of an Independent Director**

Mr. Vijay Kumar Parwal, ( DIN : 00339266 ) an Independent Director has ceased to be a Director of the Company with effect from 01<sup>st</sup> April, 2024 after expiry of his Second term of appointment as an Independent Director.

The Board placed a note of appreciation for the valuable services rendered by him as an Independent Director.

Mr. Jagdish Prasad Kabra, ( DIN : 00482014 ) an Independent Director has ceased to be a Director of the Company with effect from 01<sup>st</sup> April, 2024 after expiry of his Second term of appointment as an Independent Director.

The Board placed a note of appreciation for the valuable services rendered by him as an Independent Director.

**Key Managerial Personnel (KMP)**

The following are the Key Managerial Personnel of the Company:

1. Mr Rajesh Kumar Kabra – Managing Director
2. Mr. Om Prakash Agarwal - Chief Financial Officer
3. Ms. Apeksha Agiwal - Company Secretary

None of the Directors / KMP has resigned during the year 2023 – 24.

**DECLARATION BY INDEPENDENT DIRECTORS:**

Ms. Sonam Agarwal and Mrs. Siddhi Singhania ( nee Dhandharia ) are Independent Directors on the Board of the Company. The Independent Directors hold office for a fixed term of five years and are not liable to retire by rotation.

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of Independence as prescribed both under the Companies Act, 2013 and SEBI ( Listing Obligations and Disclosure Requirements ) Regulations, 2015.

**BOARD EVALUATION**

The Board has carried out an annual evaluation of its own performance, the Directors individually as well as the evaluation of the functioning of various Committees. The Independent Directors also carried out the evaluation of the Chairman and the Non-Independent Directors.

**CRITERIA FOR EVALUATION OF DIRECTORS:**

For the purpose of proper evaluation, the Directors of the Company have been divided into 3 (three) categories i.e. Independent , Non-Independent & Non-Executive and Executive.

The criteria for evaluation includes factors such as engagement ,strategic planning and vision, team spirit and consensus building, effective leadership, domain knowledge, management qualities, team work abilities, result / achievements, understanding and awareness, motivation / commitment / diligence, integrity / ethics / values and openness / receptivity.

**NOMINATION AND REMUNERATION POLICY:**

The composition of the Nomination and Remuneration Committee is as follows:-

Name of the Committee Members	Nature of Directorship	Membership
Mr. Jagadish Prasad Kabra	Non-Executive Independent Director	Chairman
Mr. Vijay Kumar Parwal	Non-Executive Independent Director	Member
Mr. Chandra Prakash Kabra	Non Executive Director	Member

During the year no Nomination and Remuneration Committee meetings were held..

**AUDIT COMMITTEE:**

The composition of the Audit Committee is as follows:-

Name of the Committee Members	Nature of Directorship	Membership
Mr. Vijay Kumar Parwal	Non-Executive Independent Director	Chairman
Mr. Jagadish Prasad Kabra	Non-Executive Independent Director	Member
Mr. Rajesh Kumar Kabra	Executive Director	Member

During the year 4 (Four) Audit Committee meetings were held on 30-05-2023, 14-08-2023, 08-11-2023 and 12-02-2024.

The Board of Directors has accepted all the recommendations of Audit Committee.

**NUMBER OF BOARD MEETINGS:**

During the year, 6 (Six) Board Meetings were convened and held on 30-05-2023, 14-08-2023, 25-08-2023, 08-11-2023, 12-02-2024 and 26-03-2024. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013 ("Act").

**DIRECTORS RESPONSIBILITY STATEMENT:**

As required by Section 134(3)(c) of the Companies Act, 2013 your Directors state that :

- (a) in the preparation of the annual accounts for the year ended 31<sup>st</sup> March, 2024, the applicable accounting standards have been followed with proper explanation relating to material departures, if any;
- (b) the accounting policies adopted in the preparation of the annual accounts have been applied consistently except as otherwise stated in the Notes to Financial Statements and reasonable and prudent judgments and estimates have been made so as to give a true and fair view of the state of affairs of the Company at the end of the Financial Year 2023-24 and of the profit for the year ended 31<sup>st</sup> March, 2024;
- (c) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities.
- (d) the annual accounts for the year ended 31<sup>st</sup> March, 2024, have been prepared on a going concern basis;
- (e) that proper internal financial controls were in place and that the financial controls were adequate and were operating effectively;
- (f) that system to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

**DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014.**

- (i) The percentage increase in remuneration of each Director and Chief Financial Officer during the financial year 2023-24, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2023-24 and the comparison of remuneration of each Key Managerial Personnel (KMP) against the performance of the Company are as under:

Sl. No.	Name of Director/ KMP & Designation	Remuneration of Director/ KMP for the financial year 2023-24	% increase in Remuneration in the Financial year 2023-24	Ratio of remuneration of each Director/ to median remuneration of employees
1.	Rajesh Kumar Kabra Managing Director	NIL *	NIL	Not Applicable
2.	Ramawtar Kabra Director	NIL	NIL	Not Applicable
3.	Radhika Kabra Director	NIL	NIL	Not Applicable
4.	Chandra Prakash Kabra Director	NIL	NIL	Not Applicable
5.	Vijay Kumar Parwal Independent Director	NIL	NIL	Not Applicable
6.	Jagdish Prasad Kabra Independent Director	NIL	NIL	Not Applicable
7.	Om Prakash Agarwal Chief Financial Officer	1348878	N.A	Not Applicable
8.	Apeksha Agiwal Company Secretary	184000	NIL	Not Applicable

- Mr. Rajesh Kumar Kabra, Managing Director had decided to waive their remuneration from 01<sup>st</sup> December, 2015 till the remaining tenure of their appointment.
- (ii) The median remuneration of employees of the Company during the financial year was Rs.214060 /-.
- (iii) There were 4 permanent employees on the rolls of Company as on March 31, 2024;
- (iv) It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

**DISCLOSURE UNDER RULE 5(2) AND 5(3) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**

The required details are provided as below:

**INFORMATION AS PER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(2) & 5(3) OF THE COMPANIES ( APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL ) RULES, 2014 AND FORMING PART OF THE DIRECTORS' REPORT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2024**

A. List of top 10 Employees :-

Name of the Employee	Designation	Remuneration Received * 31-03-2024	Nature of Employment, whether contractual or otherwise	Qualifications and Experience	Date of commencement of employment	Age (years)	Last employment held before joining the Company	Name of the Director of the Company who is relative
Mr. Om Prakash Agarwal	Chief Financial Officer	1348878	Contractual	B.Com 38 yrs	14.11.2014	62	Coalsale Company Limited & Rajesh Manish Associates Pvt. Ltd.	NONE
Mr. Kaustav Kumar Niyogi	Back Office Executive	214060	Contractual	B. Com 7 yrs.	01.01.2017	37	NIL	NONE
Mr. Samiran Ghosh	Manager Computer	257485	Contractual	B.Com 11 yrs	01.04.2013	40	NIL	NONE
Ms. Apeksha Agiwal	Company Secretary	184000	Contractual	CS 6 yrs	14.08.2018	39	NIL	NONE

\*Remuneration includes salary , allowances, bonus and value of certain perquisites evaluated on the basis of Income Tax Act and Rules.

- B. There is no employee employed throughout the financial year who was in receipt of remuneration in excess of one crore and two lacs rupees per annum.
- C. There is no employee employed for a part of the financial year who was in receipt of remuneration in excess of eight lacs and fifty thousand rupees per annum.

**PARTICULARS OF LOANS , GUARANTEES OR INVESTMENTS**

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

**BUSINESS RESPONSIBILITY REPORT**

The Business Responsibility Report as required under Regulation 34(2) of the SEBI ( Listing Obligations and Disclosure Requirements ) Regulations, 2015. forms an integral part of this Annual Report.

**RELATED PARTY TRANSACTION:**

All Related Party Transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the Company at large. Your Directors draw attention of the members to Notes to the financial statement which sets out related party disclosures.

**SUBSIDIARY / ASSOCIATE / JOINT VENTURE COMPANY**

The Company does not has any subsidiary/associates / joint venture company during the year ended 31<sup>st</sup> March, 2024.

**LISTING AGREEMENT**

The Company is listed with both the Calcutta Stock Exchange Limited and Bombay Stock Exchange Limited.

Bombay Stock Exchange Limited – Scrip Code 539393  
Calcutta Sock Exchange Limited – Scrip Code 21038

**CODE OF CONDUCT:**

The Company has a Code of Conduct which is applicable to directors and management personnel of the Company. The Company believes in conducting business in accordance with the highest standards of business ethics and complying with applicable laws, rules and regulations.

The Code lays down the standard procedure of business conduct which is expected to be followed by the directors and management personnel in their business dealings and in particular on matters relating integrity in the work place, in business practices and complying with applicable laws etc.

All the directors and management personnel have submitted declaration confirming compliance with the code.

**ISSUE OF SHARES:**

During the Financial year ended 31<sup>st</sup> March, 2024:

- i) The Company has not granted any Employees Stock Option.
- ii) The Company has not issued any Sweat Equity Shares.
- iii) The Company has not issued any equity shares with differential rights.
- iv) The Company has not allotted any bonus shares during the year.

**PUBLIC ISSUE:**

During the year under review your Company has not issued any securities to the public.

**RISK MANAGEMENT COMMITTEE AND RISK MANAGEMENT:**

The Board of Directors, during the year, constituted 'Risk Management Committee' for laying down risk assessment at minimization procedures. A Risk Management Plan has been devised which is monitored and reviewed by this Committee. The Risk Management Committee comprises of Sri Rajesh Kumar Kabra, Chairman, Sri Jagadish Prasad Kabra and Sri Chandra Prakassh Kabra

During the year no Risk Management Committee meetings were held..

**VIGIL MECHANISM/WHISTLE BLOWER POLICY:**

The Company has framed a Vigil Mechanism / Whistle Blower Policy to deal with unethical behavior, actual or suspected fraud or violation of the company's code of conduct or ethics policy, if any. The Vigil Mechanism / Whistle Blower Policy has also been uploaded on the website of the Company.

**SECRETARIAL STANDARDS:**

The applicable Secretarial Standards i.e. SS-1 and SS-2, relating to "Meetings of the Board of Directors" and General Meetings', respectively, have been duly followed by the Company.

**PREVENTION OF INSIDER TRADING:**

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed.

All the Board of Directors and designated employees have confirmed compliance with the Code.

**MATERIAL CHANGES**

There are no material changes and commitments affecting the financial position of the company have occurred between the date financial year of the Company and date of the report. There is no change in the nature of business of the Company.

**STATUTORY AUDITORS:**

M/s. Ranjit Jain & Co. Chartered Accountants ( FRN 322505E ) Statutory Auditor resigned as Auditors of the Company on 06<sup>th</sup> May, 2024

At the Board Meeting held on 11<sup>th</sup> May, 2024 M/s P. K. Mundra & Co, Chartered Accountants (FRN 322078E) were appointed as Statutory Auditors of the Company for the financial year 2023 – 24 and to hold office till the conclusion of the ensuing Annual General Meeting, Pursuant to section 139 (8) of the Companies Act, 2013 subject to ratification of the shareholders.

It is proposed to re-appoint M/s P. K. Mundra & Co, Chartered Accountants (FRN 322078E) for a further periods of four year to hold office till the conclusion of the 46<sup>th</sup> Annual General Meeting to be held on 2028. They have confirmed their eligibility to the effect that their re-appointment, if made would be within the prescribed limits under the Act and they are not disqualified for re-appointment.

The Notes on financial statement referred for in the Auditors Report are self-explanatory and do not call any further comments. The Auditors Report does not contain any qualification, reservation or adverse remarks.

**SECRETARIAL AUDITOR:**

Pursuant to provisions of section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the Board has appointed Mrs. Dipika Jain, a Whole Time Company Secretary in Practice having Membership No. F50343, to undertake the Secretarial Audit of the Company. The Secretarial Audit Report for the financial year ended March 31, 2024 is annexed to this Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

**DISCLOSURE AS PER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE  
(PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

Your Director further state that during the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

**MEETING, ATTENDANCE OF BOARD MEETING AND ANNUAL GENERAL MEETING**

During the year 6 (Six) meeting of the Board of Directors were held i.e. on 30<sup>th</sup> May, 2023, 14<sup>th</sup> August, 2023, 25<sup>th</sup> August, 2023, 08<sup>th</sup> November, 2023, 12<sup>th</sup> February, 2024 and 26<sup>th</sup> March, 2024. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013 ("Act"). Annual General Meeting was held on 12-09-2023.

Name of Director	DIN	Attendance Particulars		Directorships in other public limited companies				Committees in which Chairman/Member of other public limited companies	
		Board Meetings	AGM	Chairman		Director		Chairman	Member
				Listed	Unlisted	Listed	Unlisted		
<b>Promoter Executive Directors</b>									
Mr. Rajesh Kr. Kabra	00331305	2	YES	--	--	2	1	--	2
Mr. Ramawtar Kabra	00341280	6	YES	2	1	-	-	-	--
<b>Promoter Non-Executive Directors</b>									
Mr. Chandra Prakash Kabra	00338838	6	YES	--	--	2	1	--	--
Mrs. Radhika Kabra	00335944	1	YES	--	--	-	1	--	--
<b>Independent Non-Executive Directors</b>									
Mr. Jagdish Prasad Kabra	00482014	6	YES	-	--	2	--	--	2
Mr. Vijay Kr. Parwal	00339266	6	YES	--	--	2	--	2	-

**APPRECIATION**

For and on behalf of the Board, the Directors wish to place on record their sincere appreciation for the positive co-operation received from Banks, SEBI, Shareholders, and all the staffs of the Company during the year.

Place: Kolkata  
Dated: 18<sup>th</sup> July, 2024

For and on behalf of the Board

**Rajesh Kumar Kabra**  
Managing Director  
Din No. 00331305

**KABRA COMMERCIAL LTD**

**2, BRABOURNE ROAD**

**KOLKATA – 700 001**

**SECRETARIAL AUDIT REPORT**

**FOR THE YEAR ENDED**

**31<sup>ST</sup> MARCH, 2024**

**DIPIKA JAIN**

**COMPANY SECRETARY**

**51, NALINI SETT ROAD**

**5<sup>TH</sup> FLOOR, ROOM NO-19**

**KOLKATA – 700 007**



**DIPIKA JAIN**  
**COMPANY SECRETARY**

**51, NALINI SETT ROAD**  
**5TH FLOOR, ROOM NO 19**  
**KOLKATA – 700 007**  
**TEL NO: 2259-7715/6**  
**Email id: csjaindipika@gmail.com**

**FORM No MR-3**

**SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2024**

*[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies  
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]*

To,  
The Members,  
**Kabra Commercial Ltd**  
**2, Brabourne Road,**  
**Kolkata – 700 001**

I have conducted the secretarial audit pursuant to Section 204 of the Companies Act, 2013, on the compliance of applicable statutory provisions and the adherence to good corporate practices by **Kabra Commercial Ltd** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Kabra Commercial Ltd'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, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2024 generally complied with the statutory provisions listed hereunder and also the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by Kabra Commercial Ltd ("the company") for the financial year ended on 31<sup>st</sup> March, 2024 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. (Not Applicable to the company during the Audit period)
  - v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
    - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
    - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
    - c) \*The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
    - d) \* The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
    - e) \*The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
    - 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 clients;
    - g) \* The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
    - h) \*The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; and
    - i) \*The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
    - j) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- \* No event took place under these regulations during the audit period.
- vi) I have been informed that no other sector/industry specific law is applicable to the Company.

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

- i) Secretarial Standards on the Meetings of the Board of Directors, Committees and General Meetings issued by The Institute of Company Secretaries of India, with which the Company has generally complied with except in some cases.
- ii) The Listing Agreement entered into by the Company with CSE and BSE.
- iii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In some cases the Company has not complied with the provisions of various Regulations issued by the Securities & Exchange Board of India (SEBI). Except this during the period under review the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines and standards etc. to the extent applicable.

**I further report that:**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, a Woman Director and Independent Directors. There was no change in composition of the Board of Directors during the year.

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, if any, are captured and recorded as part of the minutes.

**I further report** that during the year the Company has obtained shareholders approval for increasing borrowings limit upto Rs. 100 crore only.

**I further report** that during the year the Company has obtained shareholders approval for increasing limits of making loans investment and providing guarantee upto 100 crore only over above the limits as specified in section 186 of the Companies Act, 2013.

**I further report that** there are adequate systems and process in the company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**I further report that** during the Audit period there was 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., referred to above.

Place	: Kolkata	Signature	:
Dated	: 11.07.2024	Name of the Company	: DIPIKA JAIN
		Secretary in practice	
		ACS No	: 50343
		C.P.No.	: 18466
		P.R No.	: 1935/2022
		UDIN	: A050343F000718923

**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.

**DIPIKA JAIN**  
**COMPANY SECRETARY**

**51, NALINI SETT ROAD**  
**5TH FLOOR, ROOM NO 19**  
**KOLKATA – 700 007**  
**TEL NO: 2259-7715/6**  
**Email id: csjaindipika@gmail.com**

‘Annexure A’

To,  
The Members,  
Kabra Commercial Ltd  
2, Brabourne Road  
Kolkata – 700 001

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

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

**Signature:**

**Dipika Jain**  
**Practicing Company Secretary**  
**ACS No. 50343**  
**C.P.No. 18466**  
**P.R No. 1935/2022**  
**Date: 11.07.2024**  
**Place: Kolkata**

# P. K. Mundra & Co.

CHARTERED ACCOUNTANTS

"Diamond Chambers" Block - II, 8th Floor, Unit No. 8K  
4, Chowringhee Lane, Kolkata - 700016, Ph. : 4003-0204, 4001-9259  
Fax : 2252-2161, E-mail : pkmundra@gmail.com

## INDEPENDENT AUDITORS' REPORT

To

The Members of

**KABRA COMMERCIAL LIMITED**

### Report on the Audit of the Standalone Financial Statements

#### Opinion

We have audited the accompanying Ind AS Standalone Financial Statements of **KABRA COMMERCIAL LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the Ind AS financial statements including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "Ind AS financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including the Indian Accounting Standards ("Ind AS") prescribed under section 133 of the Act, of the state of affairs of the Company as at March 31, 2024, its Profit (including other comprehensive income), changes in equity and its cashflows for the year ended on that date.

#### Basis for opinion

We conducted our audit in accordance with the standards on auditing 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 Standalone 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 Standalone Financial Statements under the provisions of the Act 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 on the Ind AS financial statements.

#### Emphasis of Matter

We draw attention to clause no. D(vii) Note No.- 1 of Significant Accounting Policies & Notes to Accounts of financial statements which state "No provision for impairment loss has been made in respect of Sundry Debtors amounting to Rs.3,11,27,385/- outstanding for more than 3 years and under sub-judice. Management considers the same fully recoverable as the judgement would be in favour of the company as per legal opinion sought."

However, considering the significant time involved in the court process and delays in the realisation of amounts, we are unable to comment on the carrying value of the above referred receivable and the shortfall, if any, on the amount that would be ultimately realized by the Company.



### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Ind AS Standalone Financial Statements of the current period. These matters were addressed in the context of our audit of the Ind AS Standalone Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

### **Other information**

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Report on Corporate Governance but does not include the Ind AS financial statements and our auditor's report thereon. The above-mentioned other information are expected to be made available to us after the date of this auditor's report.

Our opinion on the Ind AS financial statements does not cover the other information and accordingly, we do not express any form of assurance conclusion thereon.

In connection with our audit of the Ind AS financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the Ind AS financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read the other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance. We have nothing to report in this regard.

### **Management's responsibility for the Standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance (including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including Ind AS prescribed under section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. 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 Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Ind AS 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 for the audit of the Ind AS Standalone Financial Statements**

Our objectives are to obtain reasonable assurance about whether the Standalone 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 Standalone Financial Statements.

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

- Identify and assess the risks of material misstatement of the Standalone 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 Standalone 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 Standalone Financial Statements, including the disclosures, and whether the Standalone 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 Standalone Financial Statements 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.

### Report on other legal and regulatory requirements

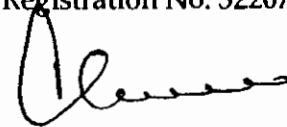
1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Act, we report in "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by 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 (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account;
  - (d) In our opinion, the aforesaid Standalone Financial Statements comply with the Ind AS prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended;
  - (e) On the basis of the written representations received from the directors as on March 31, 2024 taken on record by the board of directors, none of the directors is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164 (2) of the Act;
  - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
  - (g) In our opinion and according to the information and explanations given to us, No remuneration is paid by the Company to its directors during the year under report hence provisions of Section 197 of the Act read with Schedule V to the Act is not applicable.
3. 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 does not have any pending litigations which would impact its Standalone Financial Statements;
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and





- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
- iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (c) Based on the audit procedures that are considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v. The Company has not declared nor paid any dividend during the year. Hence, reporting the compliance with section 123 of the Act is not applicable.
- vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail(edit log) facility is applicable to the company with effect from April 1, 2023. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.  
Reporting under rule 11(g) of the Companies ( Audit and Auditors ) rules , 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended March 31, 2024.

For P K Mundra & Co.  
Chartered Accountants  
Firm Registration No. 322078E



CA. Pramod Kumar Mundra  
Proprietor  
Membership No. 052302

Place: Kolkata  
Date: 30/05/2024



UDIN- 2405 2302 BKHQNT 3587

## **Annexure -A to the Independent Auditors' Report**

Referred to in paragraph 1 under the heading 'Report on Other Legal & Regulatory Requirement' of our report of even date to the Standalone Financial Statements of the Company for the year ended March 31, 2024:

Based on the audit procedures performed for the purpose of reporting a true and fair view on the Ind AS financial statements of the Company and taking into consideration the information, explanations and written representation given to us by the management and the books of account and other records examined by us in the normal course of audit, we report that:

- i. (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of the Property, Plant and Equipment ("PPE").  
(B) The Company does not have any Intangible Assets as on 31<sup>st</sup> March 2024 nor at any time during the financial year ended 31<sup>st</sup> March 2024. Accordingly, reporting under clause 3(i)(a)(B) of the Order is not applicable to the Company.
- (b) The Property, Plant and Equipment ("PPE") have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the Property, Plant and Equipment ("PPE") has been physically verified by the management during the year and no material discrepancies between the book's records and the physical Property, Plant and Equipment ("PPE") have been noticed.
- (c) The title deeds of all the immovable properties disclosed in the Financial Statements are held in the name of the Company.
- (d) In our opinion and according to the information and explanations given to us, the Company has not revalued its PPE (including Right of Use assets) during the year. The Company does not have any intangible assets.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- ii. (a) The Company has no inventory, hence requirement of clause (ii)(a) of the above order are not applicable to the company.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits from banks or financial institution on the basis of security of current assets being Fixed Deposit with bank. Since, the loan is against Fixed Deposit in bank, there is no requirement of filing Quarterly Returns or Statements with the bank.
- iii. During the year, the company has not made any investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Therefore, the provisions of clause 3(iii) of the said Order are not applicable to the company.



- iv. In our opinion and according to the information and explanations given to us, the Company has neither granted any loan, guarantee, security, nor purchased any investments which require compliance with the provisions of Sections 185 and 186 of the Companies Act, 2013. Thus paragraph 3(iv) of the order is not applicable to the Company.
- v. In our opinion and according to the information and explanations given to us, the Company has not received any deposits during the year. Therefore, paragraph 3(v) of the order is not applicable to the Company.
- vi. To the best of our knowledge and belief, the Central Government has not specified maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of Company's products/ services. Accordingly, the provisions of clause 3(vi) of the Order are not applicable.
- vii. (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company is generally regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues, as applicable, with the appropriate authorities. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us and the records of the company examined by us, there are no dues in respect of Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues that have not been deposited with the appropriate authorities on account of any dispute.
- viii. According to the information and explanation given to us, company has no transactions, not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- ix. (a) In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of any loan or other borrowings or any interest due thereon to any lender.
- (b) According to the information and explanation provided to us, Company is not declared wilful defaulter by any bank or financial institution or other lender.
- (c) In our opinion and according to the information and explanations given to us, the term loans were applied for the purpose for which the loans were obtained.
- (d) According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the financial statements of the company, we report that there are no funds raised on short-term basis which have been utilised for long-term purpose.
- (e) The Company did not have any subsidiary or joint venture during the year. According to the information and explanations give to us and on an overall examination of the financial statements of the company, we report that the company has not taken any



funds from any entity or person on account of or to meet the obligations of its subsidiary/subsidiaries or associates.

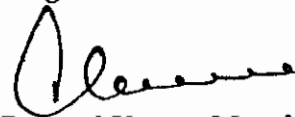
- (f) The Company did not have any subsidiary or joint venture during the year. According to the information and explanations given to us and procedures applied by us, we report that the company has not raised loans during the year on the pledge of securities held in its subsidiary or associate company/companies.
- x. (a) According to the records of the company, The Company has not raised any money by way of initial public offer or further public offer including debt instruments) during the year. Accordingly, paragraph 3 (x)(a) of the order is not applicable.
- (b) According to the records of the company, The Company has not raised any money by way of preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, paragraph 3 (x)(b) of the order is not applicable.
- xi. (a) During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the company, noticed or reported during the year, nor we have been informed of such case by the management.
- (b) According to the information and explanation given to us, no report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government;
- (c) According to the information and explanation given to us, no whistle-blower complaints, received during the year by the company;
- xii. In our opinion and to the best of our information & explanations provided by the management, Company is not a Nidhi company, accordingly provisions of the Clause 3(xii) of the Order is not applicable to the company.
- 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 section 177 and 188 of the Act., where applicable, the details of such transactions have been disclosed in the IND AS Financial Statements as required by the applicable accounting standards.
- xiv. (a) In our opinion the Company have an internal audit system commensurate with the size and nature of its business.
- (b) Reports of the Internal Auditors for the period under audit were considered by the statutory auditor.
- xv. According to the information and explanations given to us, we are of the opinion that the company has not entered into any non-cash transactions with directors or persons connected with him and accordingly, the provisions of clause 3(xv) of the Order is not applicable.



- xvi. (a) In our opinion and according to the information and explanations given to us, the Company is not required to be registered u/s 45-1A of the Reserve Bank of India Act, 1934. Hence, reporting under clauses 3(xvi)(a) & (b) is not applicable.  
(c) The company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clause 3(xvi)(c) of the Order is not applicable to the Company.  
(d) As informed by the Company, the Group to which the Company belongs has no CIC as part of the Group.
- xvii. The Company has not incurred cash losses during the financial year and immediately preceding financial year.
- xviii. There has been resignation of the statutory auditors during the year, there were no issues, objections or concerns raised by the outgoing auditors.
- xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that company is incapable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company.
- We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.
- xx. The provisions of section 135 towards corporate social responsibility are not applicable on the company. Accordingly, the provisions of clause 3(xx) of the Order is not applicable
- xxi. Reporting under clause xxi of the Order is not applicable at the standalone level

Place: Kolkata  
Date : 30/05/2024

For P K Mundra & Co.  
Chartered Accountants  
Firm Registration No. 322078E



CA. Pramod Kumar Mundra  
Proprietor  
Membership No. 052302

UDIN-24052302 0KHQNT3587



**"Annexure B" to the Independent Auditor's Report of even date on the Ind AS Standalone Financial Statements of KABRA COMMERCIAL LIMITED.**

**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 **KABRA COMMERCIAL LIMITED** ("the Company") as of March 31, 2024 in conjunction with our audit of the Ind AS Standalone 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. 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 judgement, including the assessment of the risks of material misstatement of the Standalone 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 Standalone 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 Standalone Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the Standalone Financial Statements.

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

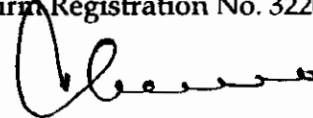
Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal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

### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2024, 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.

Place: Kolkata  
Date: 30/05/2024

For P K Mundra & Co.  
Chartered Accountants  
Firm Registration No. 322078E



CA. Pramod Kumar Mundra  
Proprietor  
Membership No. 052302

UDIN- 24052302BKHQNT 3587



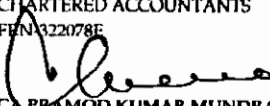
**KABRA COMMERCIAL LIMITED**  
**2 BRABOURNE ROAD KOLKATA WB 700001**  
**CIN: L67120WB1982PLC035410**  
**BALANCE SHEET AS AT 31ST March 2024**

(Amount in hundreds)

PARTICULARS	Note No.	As at 31st March 2024	As at 31st March 2023
<b>ASSETS:</b>			
<b>NON CURRENT ASSETS:</b>			
a) PROPERTY, PLANT AND EQUIPEMENT	2	54,655.48	47,817.44
b) DEFERRED TAX ASSETS	3	738.86	601.73
<b>c) FINANCIAL ASSETS:</b>			
i) Non Current Investments	4	14,64,582.77	6,72,427.54
ii) Other Non-Current Financial Asset	5	9,44,213.95	9,45,213.95
<b>CURRENT ASSETS</b>			
<b>a) FINANCIAL ASSETS:</b>			
i) Trade Receivables	6	3,87,270.91	4,09,977.80
ii) Cash and Cash Equivalents	7	12,838.69	9,364.58
iii) Other Bank Balances	8	7,11,938.58	7,11,938.58
iv) Other Financial Asset	9	70,320.66	31,910.71
<b>b) OTHER CURRENT ASSETS</b>	<b>10</b>	<b>52,526.83</b>	<b>41,492.38</b>
<b>Total</b>		<b>36,99,086.73</b>	<b>28,70,744.71</b>
<b>EQUITY &amp; LIABILITIES</b>			
<b>EQUITY</b>			
a) EQUITY SHARE CAPITAL	11	2,94,000.00	2,94,000.00
b) OTHER EQUITY	12	18,08,953.72	13,32,987.52
<b>LIABILITIES</b>			
<b>NON- CURRENT LIABILITIES</b>			
a) BORROWINGS	13	3,753.82	5,290.78
b) DEFERRED TAX LIABILITIES	14	55,282.36	25,456.26
<b>CURRENT LIABILITIES</b>			
<b>a) FINANCIAL LIABILITIES</b>			
i) Borrowings	15	12,30,582.43	10,91,971.06
ii) Trade Payables	16	2,58,750.39	92,266.55
<b>b) OTHER CURRENT LIABILITIES</b>	<b>17</b>	<b>16,352.22</b>	<b>2,152.53</b>
<b>c) PROVISIONS</b>	<b>18</b>	<b>31,411.84</b>	<b>26,620.00</b>
<b>Total</b>		<b>36,99,086.73</b>	<b>28,70,744.71</b>

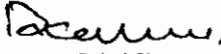

Summary of Significant Accounting Policies and Other Notes 1-25


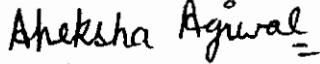
Signed in terms of our audit report of even date.

For PK Mundra & Co.  
 CHARTERED ACCOUNTANTS  
 FEN/322078E  
  
 CA PRAMOD KUMAR MUNDRA  
 PROPRIETOR  
 Membership No.052302

Place : Kolkata  
 Dated: 30/05/2024  
 UDIN: 24052302BKHQNT3587

For and on Behalf of Board of Directors

   
 Rajesh Kumar Kabra Ramawatar Kabra  
 (Director) (Director)  
 (DIN : 00331305) (DIN : 00341280)

   
 Omprakash Agarwal Apeksha Agiwal  
 (Chief Financial Officer) (Company Secretary)  
 PAN-ADAPA6569R PAN-BJNPA2846K





**KABRA COMMERCIAL LIMITED**

2 BRABOURNE ROAD KOLKATA WB 700001

CIN: L67120WB1982PLC035410

**STATEMENT OF PROFIT & LOSS A/C FOR THE YEAR ENDED ON 31st March 2024**

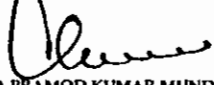
(Amount in hundreds)

Particulars	Note No.	Year Ended on 31st March 2024	Year Ended on 31st March 2023
<b>INCOME:</b>			
Revenue from Operation	19	19,57,732.80	11,66,550.70
Other Income	20	1,13,876.19	2,15,373.77
<b>Total Income(A)</b>		<b>20,71,608.99</b>	<b>13,81,924.46</b>
<b>EXPENSES:</b>			
a) Employee Benefit Expenses	21	23,300.02	19,823.90
b) Finance Cost	22	80,504.50	75,531.05
c) Depreciation & Amortisation Expenses	2	3,674.13	3,760.32
d) Other Expenses	23	18,64,899.94	11,23,332.24
<b>Total of Expenses (B)</b>		<b>19,72,378.59</b>	<b>12,22,447.52</b>
<b>Profit Before Exceptional Item &amp; Tax (A-B)</b>		<b>99,230.40</b>	<b>1,59,476.95</b>
Exceptional items		-	-
<b>Profit Before Exceptional Item &amp; Tax (A-B)</b>		<b>99,230.40</b>	<b>1,59,476.95</b>
<b>Tax Expenses:</b>			
i) Current Tax		31,411.84	27,022.79
ii) Deferred Tax		137.13	439.33
<b>Profit for the Year</b>		<b>67,955.70</b>	<b>1,32,893.49</b>
<b>Other Comprehensive Income</b>			
A (i) Items that will not be reclassified to profit or loss	24	4,46,171.95	1,69,709.69
(ii) Income Tax relating to items that will not be reclassified to profit or loss	24	29,826.09	25,456.26
B (i) Items that will be reclassified to profit or loss		-	-
(ii) Income Tax relating to items that will be reclassified to profit or loss		-	-
<b>Total of Other Comprehensive Income</b>	24	<b>4,16,345.85</b>	<b>1,44,253.43</b>
<b>Total Comprehensive Income for the period (XIII+XIV) comprising Profit/(Loss) and Other Comprehensive Income for the period</b>		<b>4,84,301.55</b>	<b>2,77,146.92</b>
<b>Earnings per Equity Share (for continuing operation)- In Rs</b>			
(1) Basic	25	2.31	4.52
(2) Diluted	25	2.31	4.52
<b>Earnings per Equity Share (for discontinued operation) - In Rs</b>			
(1) Basic		-	-
(2) Diluted		-	-
<b>Earnings per Equity Share (for discontinued and continuing operation) - In Rs</b>			
(1) Basic	25	2.31	4.52
(2) Diluted	25	2.31	4.52

Summary of Significant Accounting Policies and Other Notes 1-25

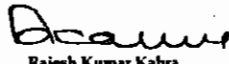
Signed in terms of our audit report of even date.


For PK Mundra & Co.  
CHARTERED ACCOUNTANTS  
FRN/02078E


  
CA PRAMOD KUMAR MUNDRA  
PROPRIETOR  
Membership No.052302

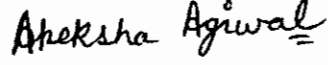
Place : Kolkata  
Dated: 30/05/2024  
UDIN: 24052302 BK HQNT 3587

For and on Behalf of Board of Directors

  
Rajesh Kumar Kabra  
(Director)  
(DIN : 00331305)

  
Omprakash Agarwal  
(Chief Financial Officer)  
PAN-ADAPA6369R

  
Ramawatar Kabra  
(Director)  
(DIN : 00341280)

  
Apeksha Agiwal  
(Company Secretary)  
PAN-BJNPA2846K



KABRA COMMERCIAL LIMITED

2 BRABOURNE ROAD KOLKATA WB 700001

CIN: L67120WB1982PLC035410

Statement of Changes in Equity for the period ended 31st of March 2024

(Amount in hundreds)

A. EQUITY SHARE CAPITAL

1) Current Reporting Period

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated Balance at the beginning of the current reporting period	Changes in Equity Share Capital during the year	Balances at the end of current reporting period
2,94,000.00	-	-	-	2,94,000.00

2) Previous Reporting Period

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated Balance at the beginning of the current reporting period	Changes in Equity Share Capital during the year	Balances at the end of current reporting period
2,94,000.00	-	-	-	2,94,000.00

B. OTHER EQUITY

1) Current Reporting Period

	Reserves and Surplus				Other items of other comprehensive income	Total
	Capital Total Reserve	Securities Premium	Revaluation Reserve	Retained Earnings	Equity Instruments through Other Comprehensive Income	
Balance at the beginning of the current reporting period	-	-	36,887.57	11,51,846.52	1,44,253.43	13,32,987.52
Changes in accounting policy or prior period items	-	-	-	-	-	-
Restated balance at the beginning of the current reporting period	-	-	36,887.57	11,51,846.52	1,44,253.43	13,32,987.52
Total Comprehensive Income for the current year	-	-	-	-	4,16,345.85	4,16,345.85
Dividends	-	-	-	-	-	-
Transfer to retained earnings	-	-	-	67,955.70	-	67,955.70
Any other changes	-	-	(3,128.32)	(5,207.02)	-	(8,335.34)
Balance at the end of the current reporting period	-	-	33,759.25	12,14,595.20	5,60,599.28	18,08,953.73

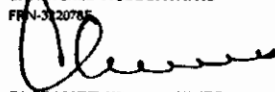
2) Previous Reporting Period

	Reserves and Surplus				Other items of other comprehensive income	Total
	Capital Total Reserve	Securities Premium	Revaluation Reserve	Retained Earnings	Equity Instruments through Other Comprehensive Income	
Balance at the beginning of the previous reporting period	-	-	40,305.77	10,18,953.03	-	10,59,258.80
Changes in accounting policy or prior period items	-	-	-	-	-	-
Restated balance at the beginning of the previous reporting period	-	-	40,305.77	10,18,953.03	-	10,59,258.80
Total Comprehensive Income for the current year	-	-	-	1,32,893.49	1,44,253.43	2,77,146.92
Dividends	-	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-	-
Any other changes	-	-	(3,418.20)	-	-	(3,418.20)
Balance at the end of the previous reporting period	-	-	36,887.57	11,51,846.52	1,44,253.43	13,32,987.52

Signed in terms of our audit report of even date.

For and on Behalf of Board of Directors

For P.K. Mundra & Co.  
CHARTERED ACCOUNTANTS  
FNN-3120798




CA PRAMOD KUMAR MUNDRA  
PROPRIETOR  
Membership No.052302

Place : Kolkata

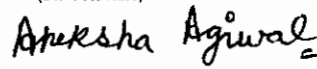
Dated: 30/05/2024

UDIN: 24052302BKHQNT3587

  
Rajesh Kumar Kabra  
(Director)  
(DIN : 00331305)

  
Omprakash Agarwal  
(Chief Financial Officer)  
PAN-ADAPA6569R

  
Ramawatar Kabra  
(Director)  
(DIN : 00941280)

  
Apeksha Agiwal  
(Company Secretary)  
PAN-BJNPA2846K



# KABRA COMMERCIAL LIMITED

2 BRABOURNE ROAD KOLKATA WB 700001

CIN: L67120WB1982PLC035410

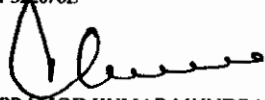
## Cash Flow Statement for the year ended 31st March 2024

(Amount in hundreds)

Particulars	For the Year ended 31st March 2024	For the Year ended 31st March 2023
<b><u>A. CASH FLOW FROM OPERATING ACTIVITIES:</u></b>		
Net Profit as per Profit & Loss A/C	99,230.40	1,59,476.95
<b>Adjustments for:</b>		
i) Dividend Received	(22,927.85)	(22,318.49)
ii) Interest received	(97,068.91)	(1,01,976.24)
iii) Finance Cost	80,504.50	75,531.05
v) Loss/(Profit) on sale of shares	42,460.31	(87,455.16)
vi) Depreciation	3,674.13	3,760.32
<b>Operating Profit before change in working capital</b>	<b>1,05,872.58</b>	<b>27,018.43</b>
Decrease / (Increase) in Trade Receivable	22,706.89	(70,138.72)
Decrease / (Increase) in Other Bank Balances	-	1,69,661.93
Decrease / (Increase) Other Financial Current Assets	(38,409.95)	1,85,575.89
Decrease / (Increase) Other Current Assets	(11,034.45)	22,663.91
Decrease / (Increase) Other Non-Current Assets	-	(4,00,433.74)
Increase / (Decrease) Current Borrowings	1,38,611.37	88,336.91
Increase / (Decrease) Other Current Liabilities	14,199.69	(44.71)
Increase / (Decrease) Trade Payables	1,66,483.84	29,199.15
<b>Profit Before Tax</b>	<b>3,98,429.97</b>	<b>51,839.06</b>
Less: Tax Paid	(6,903.15)	(26,002.77)
<b>Income Generated from Operating Activities:</b>	<b>3,91,526.82</b>	<b>25,836.29</b>
<b><u>B. CASH FLOW FROM INVESTING ACTIVITIES:</u></b>		
Proceeds from Purchase/Sale of Investments( Net)	(4,16,441.44)	(71,572.67)
Dividend Received	22,927.85	22,318.49
Interest Received	97,068.91	1,01,976.24
Security Deposit made	1,000.00	(1,000.00)
Purchase of Property, Plant & Equipment	(13,640.49)	-
<b>Income Generated from Investing Activities:</b>	<b>(3,09,085.17)</b>	<b>51,722.05</b>
<b><u>C. CASH FLOW FROM FINANCING ACTIVITIES</u></b>		
Loan taken from Bank	1,536.96	(1,272.82)
Receipt from Loan given	-	-
Interest Paid	(80,504.50)	(75,531.05)
<b>Income Generated from Financing Activities:</b>	<b>(78,967.54)</b>	<b>(76,803.88)</b>
<b>Net Increase in Cash &amp; Cash equivalents(A+B+C)</b>	<b>3,474.11</b>	<b>754.47</b>
Cash and Cash equivalents(Opening)	9,364.58	8,610.11
Cash and Cash equivalents(Closing)	12,838.69	9,364.58
<b>Net Increase in Cash &amp; Cash Equivalents</b>	<b>3,474.11</b>	<b>754.47</b>

Signed in terms of our audit report of even date.

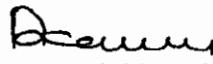
For PK Mundra & Co.  
CHARTERED ACCOUNTANTS  
FRN-322078E

  
CA PRAMOD KUMAR MUNDR  
PROPRIETOR  
Membership No.052302

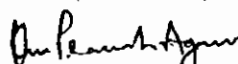
Place : Kolkata  
Dated: 30/05/2024  
UDIN: 24052302BKHGM2588

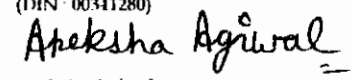


For and on Behalf of Board of Directors

  
Rajesh Kumar Kabra  
(Director)  
(DIN : 00331305)

  
Ramawatar Kabra  
(Director)  
(DIN - 00341280)

  
Omprakash Agiwal  
(Chief Financial Officer)  
PAN: ADAPA6569R

  
Apeksha Agiwal  
(Company Secretary)  
PAN: BJNPA2846K

# KABRA COMMERCIAL LIMITED

CIN: L67120WB1982PLC035410

Notes Forming Part of Financial Statements for the year ended March 31, 2024.

## Note - I Significant Accounting Policies & Notes to Accounts

### **A. Corporate Information**

Kabra Commercial Limited ("the Company") is a public company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. The Company is engaged in Transportation Services of coal and coke & investment and dealing in shares and securities. It is listed in Bombay Stock Exchange and Calcutta Stock Exchange.

### **B. Basis of Preparation and compliance with Ind AS**

The financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

The financial statements have been prepared on an accrual basis and under the historical cost convention except certain financial assets and liabilities are measured at fair value/amortised cost (refer accounting policy regarding financial instruments).

Accounting policies have been consistently applied to all period presented, unless otherwise stated.

The financial statements are presented in Indian Rupee(INR) and all values are rounded to the nearest Lakhs, except otherwise indicated.

### **C. Summary of Significant Accounting Policies:**

#### **(a)(i) Property, Plant and Equipment:**

Freehold land is carried at historical cost. All other items of Property, plant and equipment are shown at cost, less accumulated depreciation and impairment, if any. The cost of an item of property, plant and equipment comprises its cost of acquisition inclusive of inward freight, import duties, and other non-refundable taxes or levies and any cost directly attributable to the acquisition / construction of those items; any trade discounts and rebates are deducted in arriving at the cost of acquisition.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the group and the cost of the item can be measured reliably. All other repairs and maintenance are charged to statement of profit or loss during the reporting period in which they are incurred.

Gain or losses arising on disposal of property, plant and equipment are recognised in profit or loss

#### **(ii) Depreciation and amortisation:**

Depreciation on property, plant and equipment is provided on the written-down value method in accordance with Schedule II of the Companies Act, 2013 on the basis of useful lives mentioned below:

Asset Category	Estimated Useful Life
Factory Building	30 Years
Furniture and Fixtures	10 Years
Office Equipment	5 Years
Vehicles	10 Years
Mobile Phone	5 Years

#### **(b) Impairment of non financial assets**

At the date of balance sheet, if there are indications of impairment and the carrying amount of the cash generating unit exceeds its recoverable amount (i.e. the higher of the fair value less costs of disposal and value in use), an impairment loss is recognised. The carrying amount is reduced to the recoverable amount and the reduction is recognised as an impairment loss in the profit or loss. The impairment loss recognised in the prior accounting period is reversed if there has been a change in the estimate of recoverable amount. Post impairment, depreciation is provided on the revised carrying value of the impaired asset over its remaining useful life.

Reasonable assumptions are made by the management in estimating the value-in-use and fair value less costs of disposal. Management has considered the indicators required for impairment testing and estimated reliably that there is no impairment loss for the purpose of Ind AS 36.

#### **(c) Employees Retirement Benefits:**

Payment of Gratuity Act is not applicable to the company as numbers of employees are less than the minimum required for applicability of Gratuity Act

#### **(d) Revenue recognition:**

##### **Sales of goods/services**

Revenue is measured at the fair value of the consideration received or receivable. Gross Sales are excluding of GST, and Net of returns, Claims, and Discount etc.

##### **Interest Income**

Interest Income is included in the statement of profit and loss. Interest income is recognised on a time proportion basis taking into account the amount outstanding and the effective interest rate when there is a reasonable certainty as to realisation

Fixed deposit interest is accounted as per statement/documents issued by banks inclusive of related tax deducted at source.

##### **Dividend Income**

Dividend Income is accounted on receipt basis



# KABRA COMMERCIAL LIMITED

CTIN: L67120WB1982PLC035410

## (e) Taxes on Income:

Provision is made for income tax liability estimated to arise on the results for the year at the current rate of Tax in accordance with Income Tax Act, 1961.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Deferred Tax arising on account of depreciation is recognised only to the extent there is a reasonable certainty of realisation.

## (f) Provisions, Contingent liabilities and contingent assets:

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period.

A contingent liability exists when there is a possible but not probable obligation, or a present obligation that may, but probably will not, require an outflow of resources, or a present obligation whose amount cannot be estimated reliably.

All known Liabilities, wherever material, are provided for and Liabilities, which are disputed, are referred to by way of Notes on Accounts.

## (g) Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of twelve months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

## (h) Earnings Per Share:

Basic earnings per share 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 period. The weighted average number of equity shares outstanding during the period is adjusted for events of bonus issue; bonus element in a rights issue to existing shareholders; share split; and reverse share split (consolidation of shares).

## (i) Financial Instruments:

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments. All the financial assets and liabilities are measured initially at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial asset and financial liabilities (other than financial assets and liabilities carried at fair value through profit or loss) are added or deducted from the fair value measured on initial recognition of financial asset or financial liability.

## (j)(i) Classification and Measurement

(i) Recognition: Financial assets include Investments, Trade Receivables, Advances, Security Deposits, Cash and Cash equivalents. Such assets are initially recognised at transaction price when the Company becomes party to contractual obligations. The transaction price includes transaction costs unless the asset is being fair valued through the Statement of Profit and Loss

Subsequent measurement of a financial assets depends on its classification i.e., financial assets carried at amortised cost or fair value (either through other comprehensive income or through profit or loss). Such classification is determined on the basis of Company's business model for managing the financial assets and the contractual terms of the cash flows.

The Company's financial assets primarily consists of cash and cash equivalents, trade receivables, loans to employees and security deposits etc. which are classified as financial assets carried at amortised cost.

In respect of investments in equity instruments that would otherwise be measured at fair value through profit or loss, an irrevocable election at initial recognition may be made to present subsequent changes in fair value through other comprehensive income.

## (ii) Amortised cost

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a financial assets that is subsequently measured at amortised cost is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is recognised using the effective interest rate method.

## (iii) Impairment of financial assets

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost. For trade receivables, the Company provides for lifetime expected credit losses recognised from initial recognition of the receivables.

## (iv) Derecognition of financial assets

A financial asset is derecognised only when the Company has transferred the rights to receive cash flows from the financial asset or retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

## (k) Cash flow statement

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



**KABRA COMMERCIAL LIMITED**

CIN: L67120WB1982PLC035410

**(l) Borrowing Costs**

Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds including interest expense calculated using the effective interest method. Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. Other income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. Interest expense includes origination costs that are initially recognised as part of the carrying value of the financial liability and amortized over the expected life using the EIR. It also include expenses related to borrowing which are not part of effective interest as not directly related to loan origination.

**(m) Segment Reporting**

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. Revenue and expenses are identified to segments on the basis of their relationship to the operating activities of the segment. Revenue, expenses, assets and liabilities which are not allocable to segments on a reasonable basis, are included under "Unallocated revenue/ expenses/ assets/ liabilities".

**(n) Financial Liabilities**

The Company classifies all financial liabilities as subsequently measured at amortised cost, except for financial liabilities at fair value through profit or loss. Such liabilities, including derivatives that are liabilities, shall be subsequently measured at fair value.

**(o) Significant accounting judgements, estimates and assumptions**

The preparation of financial statements in conformity with the Ind AS requires the management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the accompanying disclosure and the disclosure of contingent liabilities, at the end of the reporting period. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods. In particular, information about significant areas of estimation, uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements is included in the notes.

**D. Notes on Accounts forming part of accounts****(i) Related Party Disclosures****KEY MANAGERIAL PERSONNEL**

Sri Ramavtar Kabra	Director
Sri Rajesh Kumar Kabra	Director
Smt. Radhika Kabra	Director
Sri Jagdish Prasad Kabra	Director
Sri Om Prakash Agarwal	Chief Financial Officer
Sri Chandra Prakash Kabra	Director
Sri Vijay Kumar Parwal	Director
Ms. Apeksha Agiwal	Company Secretary
Jagdamba Coal House (Partnership Firm)	Partner is Director
Rajesh Manish Associates Pvt. Ltd.	Significant Influence

**Details of transactions with related parties during the year****(In hundred)**

Particulars	Relationship	Nature of Transaction	31.03.2024	
			Volume of Transaction Rs.	Balance Outstanding Rs.
Jagdamba Coal House	Partner is Director	Electricity	384.28	384.28
Rajesh Manish Associates Pvt. Ltd.	Significant Influence	Data Processing Charges	3,000.00	-
Rajesh Manish Associates Pvt. Ltd.	Significant Influence	Insurance Charges	17.80	-
Ms. Apeksha Agiwal	Company Secretary	Salary given	1,840.00	-
Sri Om Prakash Agarwal	Chief Financial Officer	Salary given	13,488.78	-
Sri Chandra Prakash Kabra	Director	Re-imbusement of Expenses	1,145.00	-
Sri Ramavtar Kabra	Director	Re-imbusement of Expenses	12.00	-



**KABRA COMMERCIAL LIMITED**

CIN: L67120WB1982PLC035410

**Details of transactions with related parties during the previous year**

(In hundred)

Particulars	Relationship	Nature of Transaction	31.03.2023	
			Volume of Transaction	Balance Outstanding
			Rs.	Rs.
Jagdamba Coal House	Partner is Director	Electricity	201.41	-
Rajesh Manish Associates Pvt. Ltd.	Significant Influence	Data Processing Charges	3,000.00	-
Ms. Apeksha Agiwal	Company Secretary	Salary given	1,800.00	-
Sri Om Prakash Agarwal	Chief Financial Officer	Salary given	13,488.78	-

**(ii) Segment Reporting:**

The Company's Primary segment consists of Transportation Charges and Investment & Finance. Since entire Business is conducted within India there are no separate geographical segments.

(in hundreds)

Particulars	Year ended 31.03.2024	Year ended 31.03.2023
<b>SEGMENT REVENUE</b>		
A. Coal/Coke Transportation & Service/Comm.	19,57,732.80	11,66,550.70
B. Investment & Finance	12,998.49	1,09,773.65
C. Unallocated	1,00,877.69	1,05,600.12
<b>Total Segment Revenue ( A+B+C)</b>	<b>20,71,608.98</b>	<b>13,81,924.46</b>
<b>SEGMENT RESULT</b>		
(Profit before Tax from each segment)		
A. Coal/Coke Transportation & Service/Comm.	1,65,138.62	60,990.30
B. Investment & Finance	-30,868.79	1,06,704.00
Unallocated Income	1,00,877.69	1,05,600.12
<b>Total</b>	<b>2,35,147.52</b>	<b>2,73,294.41</b>
Less: i) Interest	80,504.50	75,531.05
ii) Other un-allocable expenditure	55,412.64	38,286.41
<b>Total Profit before Tax</b>	<b>99,230.38</b>	<b>1,59,476.95</b>
<b>SEGMENT ASSETS</b>		
A. Coal/Coke Transportation & Service/Comm.	3,88,596.36	4,10,977.80
B. Investment & Finance	14,64,582.81	6,72,427.54
C. Others- Unallowable	18,45,907.62	17,87,339.37
<b>Total Assets</b>	<b>36,99,086.79</b>	<b>28,70,744.71</b>
<b>SEGMENT LIABILITIES</b>		
A. Coal/Coke Transportation & Service/Comm.	2,49,533.51	76,316.23
B. Investment & Finance	1,50,573.30	15,926.03
C. Others- Unallowable	11,96,026.24	11,51,515.11
<b>Total Liabilities</b>	<b>15,96,133.05</b>	<b>12,43,757.37</b>

**(iii) Ratios**

Details of Ratios is given as attachment in Annexure - I

**(iv) MSME**

The Company has not received any intimation from its suppliers regarding their status under The Micro, Small and Medium Enterprise Development Act, 2006, hence no disclosure required under the said Act can be made.

(v) Previous year's figures have been regrouped and rearranged wherever found necessary.

(vi) The additional regulatory information has been attached as Annexure - II.

(vii) No provision for impairment loss has been made in respect of Sundry Debtors amounting to Rs.3,11,27,385/- which is outstanding for more than 3 years and under sub-judice. Management considers the same fully recoverable as the judgement would be in favour of the company as per legal opinion sought.



## KABRA COMMERCIAL LIMITED

CIN: L67120WB1982PLC035410

### Annexure - I Ratios

(Amount in Hundreds)

S No.	Ratio	Formula	Amount		Amount		Ratio as on		Variation	Reason (If variation is more than 25%)
			As at 31st March,2024		As at 31st March,2023		As at 31st March,2024	As at 31st March,2023		
			Numerator	Denominator	Numerator	Denominator				
(a)	Current Ratio	Current Assets / Current Liabilities	12,34,895.67	15,37,096.87	12,04,684.05	12,13,010.14	0.80	0.99	(0.19)	-
(b)	Debt-Equity Ratio	Debt / Equity	12,34,336.25	21,02,953.72	10,97,261.84	16,26,987.52	0.59	0.67	(0.13)	-
(c)	Debt Service Coverage Ratio	Net Operating Income / Debt Service	1,79,734.90	80,504.30	2,35,008.00	75,531.05	2.23	3.11	(0.28)	Decrease in Net operating Income
(d)	Return on Equity Ratio	Profit after tax x 100 / Shareholder's Equity	67,955.70	21,02,953.72	1,32,893.49	16,26,987.52	3.23	8.17	(0.60)	Decrease in Profit
(e)	Inventory Turnover Ratio	Sales / Average Inventory	NA	NA	NA	NA	NA	NA	NA	-
(f)	Trade Receivables Turnover Ratio	Net Credit Sales / Average Trade Receivables	19,57,732.80	3,98,624.36	11,66,550.70	3,74,908.44	4.91	3.11	0.58	Increase in Revenue from Operations
(g)	Trade Payables Turnover Ratio	Purchases & Other Expenses / Average Trade Payables & Audit Fees Payable	19,72,378.59	1,75,508.47	12,22,447.52	77,666.98	11.24	15.74	(0.29)	Increase in Purchase Cost
(h)	Net Capital Turnover Ratio	Revenue from Operations / Average Working Capital	19,57,732.80	(1,55,263.65)	11,66,550.70	2,04,433.86	(12.61)	5.71	(3.21)	Decrease in Working Capital
(i)	Net Profit Ratio	Net Profit/ Revenue from Operations	67,955.70	19,57,732.80	1,32,893.49	11,66,550.70	0.03	0.11	(0.70)	Decrease in Net Profit
(j)	Return on Capital Employed	EBIT / Capital Employed	1,79,734.90	21,61,989.86	2,35,008.00	16,57,734.57	0.08	0.14	(0.41)	Increase in Capital Employed
(k)	Return on Investment	Income from Investments / Average Investments	22,927.85	10,68,505.16	22,318.49	5,08,058.79	0.02	0.04	(0.51)	Increase in Investments





**KABRA COMMERCIAL LIMITED**

**CIN: L67120WB1982PLC035410**

**Annexure-II**

**Additional Regulatory Information (2023-24)**

- i) The title deed of Immovable Property held by the company is in its own name.
- ii) The company has not revalued its property, plant & equipment during the year.
- iii) The company has no intangible assets.
- iv) The company has not granted any loans or advances to promoters, directors, KMPs and the related parties (as defined under companies Act, 2013), either severally or jointly with any other person, that are repayable on demand or are without specifying any terms or period of repayment.
- v) There is no Capital-work-in progress at the year-end.
- vi) There is no intangible assets under development at the year-end.
- vii) The company has no benami property and no proceedings has been initiated or pending against the company for holding any benami property under The Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made there under.
- viii) The company has taken borrowings from banks or financial institutions on the basis of security of current assets . Since borrowing is taken against FD, no Quarterly return or statement of current assets is required to be filed by the company with banks or financial institutions.
- ix) The company has not been declared as a wilful defaulter by any bank or financial institution or other lenders.
- x) The company has no transactions with companies struck off u/s 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.
- xi) There is no pending case of any charge or satisfaction thereof, which is yet to be registered with ROC, beyond the statutory period.
- xii) The company has not made any investment beyond the number of layers prescribed under clause 87 of section 2 of the Company Act, 2013 read with the Companies (Restriction on number of Layers) Rules, 2017
- xiii) Ratio Analysis : Please refer Note No.- I attached herewith.
- xiv) The company has not entered into any scheme of arrangement, approved by competent authority in terms of sections 230 to 237 of the Companies Act, 2013.
- xv) (A) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or



**KABRA COMMERCIAL LIMITED**

**CIN: L67120WB1982PLC035410**

**(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,**

**(B) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:**

**(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or**

**(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,**

**xvi) The Company does not have any undisclosed income which is not recorded in the books of account that has been surrendered or disclosed as income during the year in its tax assessments or under any other provisions of the Income Tax Act, 1961.**

**xvii) The provisions contained in Section 135 of the Companies Act, 2013 relating to CSR Activities are not applicacable to the company for the year under review.**

**xyiii) The Company has not traded or invested in Crypto currency or Virtual Currency during the year.**



**KABRA COMMERCIAL LIMITED**  
CIN: L67120WB1982PLC035410  
**NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31.03.2024**

(Amount in hundreds)

Note No. : 2 PROPERTY, PLANT & EQUIPMENT

Current Reporting Period

NAME OF ASSETS	GROSS BLOCK				DEPRECIATION				NET BLOCK
	As on 01.04.2023	Addition during the year	Deductions during the year	As on 31.03.2024	Upto 31.03.2023	Provided for the year	Adjustment on sale	Upto 31.03.2024	As on 31.03.2024
Office Building	1,18,359.39	-	-	1,18,359.39	79,192.06	3,252.05	-	82,444.11	35,915.28
Furniture, fixture & Office Equipment	19,335.39	13,640.49	-	32,975.88	18,222.91	1,197.76	-	19,420.67	13,555.21
Computers	2,567.51	-	-	2,567.51	2,557.80	-	-	2,557.80	9.71
Land	160.00	-	-	160.00	-	-	-	-	160.00
Vehicles	11,074.09	-	-	11,074.09	4,108.61	2,171.26	-	6,279.87	4,794.22
Mobile Phone	1,460.00	-	-	1,460.00	1,057.56	181.38	-	1,238.94	221.06
<b>TOTAL</b>	<b>1,52,956.38</b>	<b>13,640.49</b>	<b>-</b>	<b>1,66,596.87</b>	<b>1,05,138.94</b>	<b>6,802.45</b>	<b>-</b>	<b>1,11,941.39</b>	<b>54,655.48</b>
Less: Depreciation adjusted with Revaluation Reserve	-	-	-	-	-	3,128.32	-	-	-
<b>TOTAL</b>	<b>1,52,956.38</b>	<b>13,640.49</b>	<b>-</b>	<b>1,66,596.87</b>	<b>1,05,138.94</b>	<b>3,674.13</b>	<b>-</b>	<b>1,11,941.39</b>	<b>54,655.48</b>

Previous Reporting Period

NAME OF ASSETS	GROSS BLOCK				DEPRECIATION				NET BLOCK
	As on 01.04.2022	Addition during the year	Deductions during the year	As on 31.03.2023	Upto 31.03.2022	Provided for the year	Adjustment on sale	Upto 31.03.2023	As on 31.03.2023
Office Building	1,18,359.39	-	-	1,18,359.39	75,643.02	3,549.04	-	79,192.06	39,167.33
Furniture, fixture & Office Equipment	19,335.39	-	-	19,335.39	18,079.83	143.08	-	18,222.91	1,112.48
Computers	2,567.51	-	-	2,567.51	2,557.80	-	-	2,557.80	9.71
Land	160.00	-	-	160.00	-	-	-	-	160.00
Vehicles	11,074.09	-	-	11,074.09	952.41	3,156.20	-	4,108.61	6,965.48
Mobile Phone	1,460.00	-	-	1,460.00	727.36	330.20	-	1,057.56	402.44
<b>TOTAL</b>	<b>1,52,956.38</b>	<b>-</b>	<b>-</b>	<b>1,52,956.38</b>	<b>97,960.42</b>	<b>7,178.52</b>	<b>-</b>	<b>1,05,138.94</b>	<b>47,817.44</b>
Less: Depreciation adjusted with Revaluation Reserve	-	-	-	-	-	3,418.20	-	-	-
<b>TOTAL</b>	<b>1,52,956.38</b>	<b>-</b>	<b>-</b>	<b>1,52,956.38</b>	<b>97,960.42</b>	<b>3,760.32</b>	<b>-</b>	<b>1,05,138.94</b>	<b>47,817.44</b>



**KABRA COMMERCIAL LIMITED**

CIN: L67120WB1982PLC035410

**NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31.03.2024**

(Amount in hundreds)

**Note No. 3 Deferred Tax Assets**

Particulars	As at 31st March 2024	As at 31st March 2023
<b>On Account of Depreciable Assets</b>		
Opening Balance	601.73	162.40
Add: Adjustment during the year	137.13	439.33
<b>Total</b>	<b>738.86</b>	<b>601.73</b>

**Note No. 5 Other Non Current Financial Assets**

Particulars	As at 31st March 2024	As at 31st March 2023
<b>Unsecured, Considered Good</b>		
Term Deposits - Maturity after 12 months*	9,42,888.50	9,42,888.50
Security Deposits	1,325.45	2,325.45
<b>Total</b>	<b>9,44,213.95</b>	<b>9,45,213.95</b>

\*lien with bank against overdraft

**Note No. 7 Cash & Cash Equivalents**

Particulars	As at 31st March 2024	As at 31st March 2023
<b>Balance with Scheduled Bank:</b>		
In Current Account	1,744.59	1,809.09
Debit Balance in Overdraft account	1,703.40	53.16
<b>Cash on hand</b>	<b>9,390.70</b>	<b>7,502.33</b>
<b>Total</b>	<b>12,838.69</b>	<b>9,364.58</b>

**Note No. 8 Other Bank Balances**

Particulars	As at 31st March 2024	As at 31st March 2023
Term Deposits - Maturity less than 12 months*	7,11,938.58	7,11,938.58
<b>Total</b>	<b>7,11,938.58</b>	<b>7,11,938.58</b>

\*lien with bank against overdraft

**Note No. 9 Other Financial Assets**

Particulars	As at 31st March 2024	As at 31st March 2023
Interest on FD accrued but not due	70,320.66	31,910.71
<b>Total</b>	<b>70,320.66</b>	<b>31,910.71</b>

**Note No. 10 Other Current Assets**

Particulars	As at 31st March 2024	As at 31st March 2023
Miscellaneous Petty Advance	200.00	-
Prepaid Expenses	271.28	269.56
Synet Global Technologies P.Ltd (JPR- Rent)	351.02	-
Membership Subscription with Holiday Resorts	187.71	193.38
Balance with Revenue Authorities	51,516.82	41,029.44
<b>Total</b>	<b>52,526.83</b>	<b>41,492.38</b>



**KABRA COMMERCIAL LIMITED**

CIN: L67120WB1982PLC035410

**NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31.03.2024**

**Note No. 4: Non - Current Investment**

(Amount in hundreds)

Particulars	Face Value per Share	31.03.2024		31.03.2023	
		No. of Share	Amount	No. of Share	Amount
<b>At Fair value through other comprehensive Income</b>					
<b>Equity Instruments</b>					
<b>(A) Quoted, Fully paid, Non-Trade Investments</b>					
ACC Ltd	10	7,300.00	1,81,894.10	7,300.00	1,18,690.70
Arvind SmartSpaces Ltd	10	-	-	100.00	267.10
Bharat Electronics Ltd	1	16,500.00	33,247.00	50,000.00	45,775.00
Bharat NRE Coke Ltd.	10	3,857.00	385.70	3,857.00	385.70
Birla Corporation Ltd.	10	-	-	100.00	884.00
Brightcom Group Ltd.	2	-	-	1,666.00	221.58
CBSC Ltd.	1	7,000.00	8,515.50	5,000.00	4,606
Disha Resources Ltd.	10	2,00,000.00	30,660.00	2,00,000.00	43,700.00
Emami Realty Limited	2	-	-	5,000.00	2,850.00
Future Market Networks Ltd.	10	-	-	350.00	13.48
Gail (India) Limited	10	7,000.00	12,673.50	7,000.00	7,385
Gillanders Arbuthnot & Co Ltd	10	-	-	2,500.00	1,476
Greenpanel Industries Ltd	1	-	-	2,000.00	5,135
Himadri Speciality Chemical Ltd	1	-	-	7,500.00	6,405
Hindustan Construction Co Ltd	1	-	-	10,000.00	1,390
Hindustan Zinc Ltd	2	-	-	1,000.00	2,990
Housing & Urban Development Corporation Ltd	10	-	-	10,000.00	4,340.00
Insolation Energy Ltd	10	-	-	6,000.00	7,560.00
Indian Energy Exchange	1	-	-	1,500.00	1,929.00
Infollion Research Services Ltd	10	-	-	-	-
ITC Ltd.	1	2,000.00	8,567.00	2,000.00	7,655.00
Jaiprakash Associates Ltd.	2	-	-	10,000.00	710.00
Jio Financial Services Ltd	10	-	-	-	-
JP Power	10	-	-	50,000.00	2,800
Kabra Marble Udyog Ltd	10	5,000.00	0.50	5,000.00	0.50
Kabra Steel Products Ltd	10	15,000.00	1.50	15,000.00	1.50
Kesoram Textiles Mills Ltd.	2	5,700.00	114.00	5,700.00	114.00
Life Insurance Corporation of India	10	-	-	215.00	1,143.48
Maheshwari Logistics Ltd.	10	35,000.00	21,542.50	35,000.00	28,525.00
Maharashtra seamless Ltd	1	-	-	2,500.00	8,940.00
Montari Industries Ltd.	10	500.00	34.50	500.00	34.50
Nagarjuna Fertilisers & Chemicals Ltd.	1	-	-	7,700.00	677.60
Next Gen Animation Media Ltd.	10	2,600.00	46.28	2,600.00	46.28
Oil & Natural Gas Corporation Ltd	5	2,000.00	5,361.00	2,000.00	2,987.00
Orient Cement Ltd	1	-	-	2,500.00	2,718.75
Orient Paper & Industries Ltd	1	-	-	10,000.00	3,780.00
One97 Communication Paytm Ltd	10	-	-	1,000.00	6,370.00
Padmini Technology Ltd.	10	1,000.00	100.00	1,000.00	100.00
Power Grid Corporation	10	-	-	2,000.00	4,449.00
Punjab National Bank	2	-	-	15,000.00	0.46
Raihel Corporation of India Ltd	1	-	-	2,500.00	2,491.25
REC Ltd.	10	2,000.00	9,020.00	6,000.00	6,945.00
Shera Energy Ltd	2	-	-	4,000.00	2,324.00
Silverline Technologies Ltd.	10	6,500.00	142.35	6,500.00	142.35
Suzlon Energy Ltd	2	-	-	50,000.00	3,975.00
Tata Consultancy Services	1	-	-	800.00	25,111.20
Tata Consumer Products Ltd.	1	25,200.00	2,76,242.40	13,200.00	92,076.60
Tata Power Company Ltd.	1	8,000.00	31,536.00	-	-
Tata Steel Ltd	10	1,05,000.00	1,63,642.50	1,35,000.00	1,39,860.00
Tech Mahindra Ltd.	5	3,000.00	37,443.00	3,000.00	32,433.00
Thomas Scott (I) Ltd.	10	2.00	5.80	2.00	0.75
Uniworth Textiles Ltd.	10	25.00	0.75	25.00	0.75
Vedanta Ltd	1	11,500.00	31,239.75	11,500.00	32,401.25
<b>SUB-TOTAL</b>			<b>8,52,416</b>		<b>6,64,818</b>
<b>(B) UNQUOTED, Fully Paid-up, Trade</b>					
Manushri Properties Ltd	10	2,000.00	200.00	2,000.00	200.00
Maya Texturisers Pvt Ltd	10	30,000.00	2,250.00	30,000.00	2,250.00
Gloria Chemicals Ltd	10	1,000.00	17.50	1,000.00	17.50
Hanil Era Textiles Ltd	10	100.00	7.62	100.00	7.62
Kabra Agro Industries Ltd	10	200.00	11.00	200.00	11.00
Montari Leather Ltd	10	500.00	92.40	2,800.00	92.40
<b>SUB-TOTAL</b>			<b>2,579</b>		<b>2,579</b>
<b>(C) MUTUAL FUND</b>		<b>UNITS</b>		<b>UNITS</b>	
UTI - Master Share Unit Scheme					
- Dividend Plan		13,000.00	6,470.10	13,000.00	5,031.00
<b>SUB-TOTAL</b>			<b>6,470.10</b>		<b>5,031.00</b>
<b>GRAND TOTAL(A+B+C)</b>			<b>8,61,464.25</b>		<b>6,72,427.54</b>

Cost Of Quoted Investments

3,06,062.15

5,00,139.33

Aggregate Market value of Quoted investments((A + C)

8,58,885.73

6,69,846.67



**KABRA COMMERCIAL LIMITED**  
CIN: L67120WB1982PLC035410  
**NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31.03.2024**

Particulars	Face Value per Share	31.03.2024		31.03.2023	
		No. of Share	Amount	No. of Share	Amount
<b>(A) Fair value through Profit &amp; Loss</b>					
<b>Equity Instruments</b>					
<b>(A) Quoted, Fully paid, Non-Trade Investments</b>					
Den Networks Ltd	10	1,00,000.00	47,050.00	-	-
Engineers India Ltd	5	5,000.00	10,097.50	-	-
Gail (India) Limited	10	11,500.00	20,822.25	-	-
GlaxoSmithKline Pharmaceuticals Ltd	10	1,600.00	31,145.60	-	-
Infolion Research Services Ltd	10	30,400.00	58,201	-	-
Ilo Financial Services Ltd	10	4,000.00	14,150.00	-	-
Larsen & Toubro Ltd	2	12.00	451.67	-	-
Maheshwari Logistics Ltd.	10	21,043.00	12,951.97	-	-
Motisons Jewellers Ltd	10	90,773.00	1,45,282.19	-	-
Power Grid Corporation	10	3,000.00	8,307.00	-	-
Purv Flexipack Ltd	10	72,000.00	1,51,164.00	-	-
Shera Energy Ltd	2	4,000.00	5,482.00	-	-
Tata Consultancy Services	1	100.00	3,876.30	-	-
Texmaco Rail & Engineering Ltd	1	10,000.00	16,480.00	-	-
Vedanta Ltd	1	6,500.00	17,657.25	-	-
<b>SUB-TOTAL</b>			<b>5,43,118.52</b>		
<b>(B) UNQUOTED, Fully Paid-up, Non Trade</b>					
National Stock Exchange	1	2,000.00	60,000.00	-	-
<b>SUB-TOTAL</b>			<b>60,000.00</b>		
<b>GRAND TOTAL(A+B+C)</b>			<b>6,03,118.52</b>		

Cost Of Quoted Investments	5,71,126.13	-
Aggregate Market value of Quoted investments((A + C)	5,43,118.52	-



**KABRA COMMERCIAL LIMITED**  
CIN: L67120WB1982PLC035410  
**NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31.03.2024**

(Amount in hundreds)

**Note 6 - Trade Receivable**

Sl.no	Particulars	As at 31st March, 2024						
		Outstanding for following period from due date of payment						
		Not Due	<6months	6m - 1yr	1-2yr	2-3yr	>3yr	Total
i)	Undisputed Trade receivable - considered good	-	75,997.06	-	-	-	-	75,997.06
ii)	Undisputed Trade receivable - which has significant increase in credit risk	-	-	-	-	-	-	-
iii)	Undisputed Trade receivable - credit impaired	-	-	-	-	-	-	-
iv)	Disputed Trade receivable - considered good	-	-	-	-	-	-	-
v)	Disputed Trade receivable - which has significant increase in credit risk	-	-	-	-	-	3,11,273.85	3,11,273.85
vi)	Disputed Trade receivable - credit impaired	-	-	-	-	-	-	-
	<b>Total</b>							<b>3,87,270.91</b>

Sl.no	Particulars	As at 31st March, 2023						
		Outstanding for following period from due date of payment						
		Not Due	<6months	6m - 1yr	1-2yr	2-3yr	>3yr	Total
i)	Undisputed Trade receivable - considered good	-	98,703.95	-	-	-	-	98,703.95
ii)	Undisputed Trade receivable - which has significant increase in credit risk	-	-	-	-	-	-	-
iii)	Undisputed Trade receivable - credit impaired	-	-	-	-	-	-	-
iv)	Disputed Trade receivable - considered good	-	-	-	-	-	-	-
v)	Disputed Trade receivable - which has significant increase in credit risk	-	-	-	-	-	3,11,273.85	3,11,273.85
vi)	Disputed Trade receivable - credit impaired	-	-	-	-	-	-	-
	<b>Total</b>							<b>4,09,977.80</b>



**KABRA COMMERCIAL LIMITED**

2 BRABOURNE ROAD KOLKATA WB 700001

CIN: L67120WV01502FLC035410

**NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31.03.2024**

(Amount in hundreds)

**Note No. : 11 Share Capital**

Particulars	As at 31st March 2024	As at 31st March 2023
<b>AUTHORISED</b>		
72,50,000 (P.Y 72,50,000) Equity Shares of Rs.10/- each	7,25,000.00	7,25,000.00
<b>ISSUED, SUBSCRIBED AND PAID UP</b>		
29,40,000 (P.Y 29,40,000) Equity Shares of Rs.10/- each fully paid up	2,94,000.00	2,94,000.00

**1. Reconciliation of number of shares outstanding at the beginning and end of the year**

Particulars	As at 31st March 2024	As at 31st March 2023
No. of Shares at beginning of the year	29,400.00	29,400.00
Allotment of fully paid up shares during the year	-	-
No. of Shares at end of the year	29,400.00	29,400.00

**2. Shares in respect of each class in the company held by its holding company or its ultimate holding company including shares held by subsidiaries or associates of the holding company or the ultimate holding company in aggregate**

There are nil number of shares ( Previous year Nil) in respect of each class in the company held by its holding company or its ultimate holding company including shares held by or by subsidiary or associates of the holding company or the ultimate holding company in aggregate.

**3. Rights, preference, repayability and restriction, if any, on equity share**

The Company has only one class of equity shares having a par value of Rs. 10 per share. Each Shareholder is eligible for one vote per share. The dividend proposed by the Board of Directors is subject to the approval of shareholders, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company, after distribution of all preferential amounts, in proportion of their shareholding.

**4. There was no allotment of shares for consideration other than cash, allotment of bonus shares and bought back during the last five years.**

**5. Equity Shares in the Company held by each shareholder holding more than 5 per cent shares and the number of equity shares held are as under**

Name Of Shareholder	As at 31st March 2024		As at 31st March 2023	
	Number	% of Holding	Number	% of Holding
Mr. Rajesh Kumar Kabra	713,425	24.27%	713,425	24.27%
Mr. Ramawtar Kabra	191,900	6.53%	191,900	6.53%
Ramawtar Badrinarayan Kabra HUF	218,200	7.42%	218,200	7.42%

**Details of shares held by promoters at the end of the year**

Promoter name	For the year March 31, 2024		
	No. of Shares	% of total shares	% change during the year
<b>a) Individuals/ Huf</b>			
BADRINARAYAN BANKATLAL KABRA (HUF)	12,000	0.41	-
CHANDRA MUKHI KABRA	49,000	1.67	-
CHANDRA PRAKASH RAMAWTAR KABRA (HUF)	42,000	1.43	-
CHANDRA PRAKASH KABRA	85,000	2.89	-
GOPAL LAL KABRA	35,000	1.19	-
MAHESH KABRA	27,000	0.92	-
MANISH KABRA	10,000	0.34	-
RADHIKA KABRA	72,703	2.47	-
RAJESH KUMAR KABRA	7,13,425	24.27	-
RAJESH KUMAR KABRA (HUF)	30,000	1.02	-
RAMA DEVI KABRA	43,100	1.33	-
RAMAWTAR BADRINARAYAN KABRA (HUF)	2,00,000	6.80	-
RAMAWTAR KABRA	1,91,900	6.53	-
RAMAWTAR KABRA (HUF)	1,20,000	4.08	-
SAROJ DEVI KABRA	290	0.01	-
SHRETAI KABRA	3,700	0.12	-
VEDANT RAJ KABRA	10,050	0.34	-
VIJAY KUMAR KABRA	1,01,000	3.44	-
VIJAY RAMAWTAR KABRA (HUF)	1,00,000	3.40	-
<b>b) Body corporate</b>			
KABRA MARBLE UPYOG LTD.	2,900	0.10	-
KABRA STEEL PRODUCTS LTD.	23,000	0.82	-





**KABRA COMMERCIAL LIMITED**  
2 BRABOURNE ROAD KOLKATA WB 700001  
CIN: L67120WB1962PLC035410

**NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31.03.2024**

Details of shares held by promoters at the end of the year

Promoter name	For the year March 31, 2023		
	No. of Shares	% of total shares	% change during the year
<b>a) Individuals/ Huf</b>			
BADRINARAYAN BANKATLAL KABRA (HUF)	12,000	0.41	-
CHANDRA MUKHI KABRA	49,000	1.67	-
CHANDRA PRAKASH RAMAWTAR KABRA (HUF)	42,000	1.43	-
CHANDRA PRAKASH KABRA	85,000	2.89	-
COPAL LAL KABRA	35,000	1.19	-
MAHESH KABRA	27,000	0.92	-
MANISH KABRA	10,000	0.34	-
RADHIKA KABRA	7270.3	2.47	-
RAJESH KUMAR KABRA	7,13,425	24.27	-
RAJESH KUMAR KABRA (HUF)	30,000	1.02	-
RAMA DEVI KABRA	45,100	1.53	-
RAMAWTAR BADRINARAYAN KABRA (HUF)	2,00,000	6.80	-
RAMAWTAR KABRA	1,91,900	6.53	-
RAMAWTAR KABRA (HUF)	1,20,000	4.08	-
SAROJ DEVI KABRA	290	0.99	-
SHEETAL KABRA	3,500	0.12	-
VEDANT RAJ KABRA	10,050	0.34	-
VIJAY KUMAR KABRA	1,01,000	3.44	-
VIJAY RAMAWTAR KABRA (HUF)	17,000	0.58	-
<b>b) Body corporate</b>			
KABRA MARBLE UDYOG LTD.	2,900	0.10	-
KABRA STEEL PRODUCTS LTD.	24,000	0.82	-

**Note No. 12 : OTHER EQUITY**

Particulars	As at 31st March 2024	As at 31st March 2023
<b>a) Capital Reserve</b>		
<b>i) Revaluation Reserve</b>		
Balance at the beginning of the year	36,887.57	40,305.77
Less: Adjustment during the year	3,128.32	3,418.20
<b>At the End of the year</b>	<b>33,759.25</b>	<b>36,887.57</b>
<b>b) Surplus in Statement of Profit &amp; Loss A/C</b>		
Balance at the beginning of the year	11,51,846.52	10,18,953.03
Less: Income Tax Adjustment During the year	5,207.02	-
Add: Profit/(Loss) during the year	67,955.70	1,32,893.49
<b>At the End of the year</b>	<b>12,14,595.20</b>	<b>11,51,846.52</b>
<b>c) Other Comprehensive Income</b>		
<b>Equity Instruments through Other Comprehensive Income</b>		
Balance at the beginning of the year	1,44,253.43	-
Add: Income from the year	4,16,345.85	1,44,253.43
<b>At the End of the year</b>	<b>5,60,599.28</b>	<b>1,44,253.43</b>
<b>Total (a) + (b) + (c)</b>	<b>18,08,953.72</b>	<b>13,32,987.52</b>



**KABRA COMMERCIAL LIMITED**

2 BRABOURNE ROAD KOLKATA WB 700001

CIN: L67120WB1982PLC035410

**NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31.03.2024****Note No. 13: Long Term Borrowings**

(Amount in hundreds)

Particulars	As at 31st March 2024	As at 31st March 2023
<b>Secured Loan</b>		
Term Loan		
l) From Bank <sup>4</sup>	5,184.56	6,595.26
Less: Current maturity of long term loan (Refer Note 15)	1,430.74	1,304.48
*Car loan obtained from Canara Bank Brabourne Road Branch. Repayable in 60 installments.		
<b>Total</b>	<b>3,753.82</b>	<b>5,290.78</b>

**Note No. 14: Deferred Tax Liabilities**

Particulars	As at 31st March 2024	As at 31st March 2023
On Account of Investments at FVTOCI -	55,282.36	25,456.26
<b>Total</b>	<b>55,282.36</b>	<b>25,456.26</b>

**Note No. 15: Short Term Borrowings**

Particulars	As at 31st March 2024	As at 31st March 2023
<b>Secured Loan</b>		
Loan repayable on demand:		
l) From Bank		
a) Working Capital loan From Canara Bank (Secured against Fixed deposit with the Bank)	10,78,578.39	10,90,666.58
b) Car Loan - Canara Bank (Refer Note 13)	1,430.74	1,304.48
<b>Unsecured Loan</b>		
c) Vikrant Engineering Works P.Ltd	1,50,573.30	-
<b>Total</b>	<b>12,30,582.43</b>	<b>10,91,971.06</b>

**Note No. 17: Other current Liabilities**

Particulars	As at 31st March 2024	As at 31st March 2023
Security Deposit	350.00	350.00
Statutory Dues:		
i) TDS Payables	4,733.17	1,753.11
ii) Professional Tax	3.70	4.60
iii) GST Payable	11,265.35	44.82
<b>Total</b>	<b>16,352.22</b>	<b>2,152.53</b>

**Note No. 18: Provisions**

Particulars	As at 31st March 2024	As at 31st March 2023
Provision for Income Tax	31,411.84	26,620.00
<b>Total</b>	<b>31,411.84</b>	<b>26,620.00</b>



# KABRA COMMERCIAL LIMITED

2 BRABOURNE ROAD KOLKATA WB 700001

CIN: L67120WB1982PLC035410

## NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31.03.2024

Note 16 - Trade Payable

(Amount in hundreds)

Sl.no	Particulars	As at 31st March,2024					
		Outstanding for following period from due date of payment					
		Not Due	<1yr	1-2yr	2-3yr	>3yr	Total
i)	MSME	-	2,57,037.87	-	1,712.52	-	2,58,750.39
ii)	Others	-	-	-	-	-	-
iii)	Disputed dues - MSME	-	-	-	-	-	-
iv)	Disputed Dues - Others	-	-	-	-	-	-
	Total						2,58,750.39

Sl.no	Particulars	As at 31st March,2023					
		Outstanding for following period from due date of payment					
		Not Due	<1yr	1-2yr	2-3yr	>3yr	Total
i)	MSME	-	-	-	-	-	-
ii)	Others	-	90,554.03	1,712.52	-	-	92,266.55
iii)	Disputed dues - MSME	-	-	-	-	-	-
iv)	Disputed Dues - Others	-	-	-	-	-	-
	Total						92,266.55



# KABRA COMMERCIAL LIMITED

CIN: L67120WB1982PLC035410

## NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31.03.2024

(Amount in hundreds)

### Note No. 19: Revenue from Operation

Particulars	Year Ended on 31st March 2024	Year Ended on 31st March 2023
Liasoning & Supervision Charges Received	5,70,046.01	-
Transportation Charges Received	13,87,686.79	11,66,550.70
<b>Total</b>	<b>19,57,732.80</b>	<b>11,66,550.70</b>

### Note No. 20: Other Income

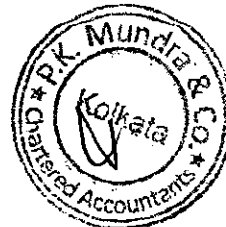
Particulars	Year Ended on 31st March 2024	Year Ended on 31st March 2023
Dividend Income	22,927.85	22,318.49
Speculation Profit	18,068.44	-
Gain on Buyback of shares	9.81	-
Profit on Sale of Shares	-	87,455.16
Interest received from Bank	-	1,00,240.77
Rent & Maintenance Received	3,808.79	3,623.88
Interest on I.T. Refund	358.08	1,735.47
Fair Value changes of Investment	(28,007.61)	-
Interest On FDR	96,710.83	-
<b>Total</b>	<b>1,13,876.19</b>	<b>2,15,373.77</b>

### Note No. 21: Employee Benefit Expenses

Particular	Year Ended on 31st March 2024	Year Ended on 31st March 2023
Salaries and allowances	23,171.60	19,733.90
Employee Welfare Expenses	128.42	90.00
<b>Total</b>	<b>23,300.02</b>	<b>19,823.90</b>

### Note No. 22: Finance Costs

Particular	Year Ended on 31st March 2024	Year Ended on 31st March 2023
Interest to Bank	75,529.76	73,650.57
Interest To Others	882.43	21.52
Bank Charges	3,494.33	1,212.57
Interest on Car Loan	597.98	646.40
<b>Total</b>	<b>80,504.50</b>	<b>75,531.05</b>



# KABRA COMMERCIAL LIMITED

CIN: L67120WB1982PLC035410

## NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31.03.2024

### Note No. 23: Other Expenses

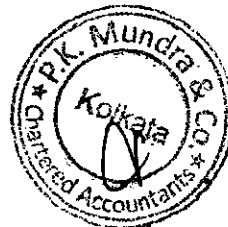
Particular	Year Ended on 31st March 2024	Year Ended on 31st March 2023
Advertisement & Publicity	459.65	421.68
Building Maintenance Charges	675.88	-
Computer Service Charges	3,000.00	3,000.00
Consultancy fees	187.00	-
Custodian and Depository Charges	650.49	626.58
Donation	2,000.00	1,000.00
Insurance Charges	312.97	137.65
Liaisoning & supervision charges paid	4,78,622.92	-
Legal & Professional fees	2,555.00	1,210.30
Loss on Sale of Shares	42,460.31	-
Listing Fees	5,280.00	3,280.00
Membership Subscription	55.67	55.67
Miscellaneous Expenses	8,789.56	3,909.46
Payment to Auditors	585.00	595.00
PF admin expenses	51.45	-
Postage & Telegram	72.14	53.00
Power & Fuel	239.27	425.70
Printing & Stationary	9.60	192.90
Registration Charges	-	54.28
Rent Rates & Taxes	882.28	587.54
Repairs & Maintenance	1,285.61	803.47
Sales Promotion Expenses	108.31	176.04
Software Expenses	257.00	-
Telecommunication Expenses	59.91	69.44
Travelling Expenses	545.14	-
Transportation Charges	13,13,971.26	11,05,506.12
Vehicle Expenses	1,783.53	1,227.42
<b>Total</b>	<b>18,64,899.94</b>	<b>11,23,332.24</b>

### Payment to Auditor

Particulars	Year Ended on 31st March 2024	Year Ended on 31st March 2023
: For Statutory Audit	350.00	350.00
: For Other Matters	235.00	245.00
	<b>585.00</b>	<b>595.00</b>

### Note No. 24: Other Comprehensive Income

Particulars	As at 31st March 2024	As at 31st March 2023
(Items that will not reclassified to profit and loss )		
Realised Gain on Sale of Investment	63,058.05	-
Fair Value change of Investments	3,83,113.89	1,69,709.69
Tax expense on the above	-29,826.09	-25,456.26
<b>Total</b>	<b>4,16,345.85</b>	<b>1,44,253.43</b>



# KABRA COMMERCIAL LIMITED

CIN: L67120WB1982PLC035410

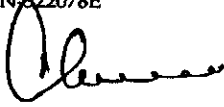
## NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31.03.2024

Note No. 25: Earning Per Share

Particulars	As at 31st March 2024	As at 31st March 2023
a) Profit after taxation for the year	67,955.70	1,32,893.49
b) No. of Equity Share	29,40,000	29,40,000
c) Nominal Value of Equity Shares (in Rs.)	10	10
d) Basic and Diluted Earnings per share (in Rs)	2.31	4.52

Signed in terms of our audit report of even date.

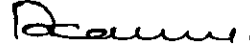
For PK Mundra & Co.  
CHARTERED ACCOUNTANTS  
FRN 822078E




CA PRAMOD KUMAR MUNDRA  
PROPRIETOR  
Membership No.052302


Place : Kolkata  
Dated: 30/05/2024

For and on Behalf of Board of Directors

  
Rajesh Kumar Kabra  
(Director)  
(DIN : 00331305)

  
Ramawatar Kabra  
(Director)  
(DIN : 00341280)

  
Omprakash Agarwal  
(Chief Financial Officer)  
PAN-ADAPA6569R

  
Apeksha Agiwal  
(Company Secretary)  
PAN-BJNPA2846K

