



JLA INFRVILLE SHOPPERS LIMITED

CIN: L52390KA2013PLC071372

Reg. Office: NO. 2363, First Floor, 24TH Main, 1ST Sector, HSR Layout, Bangalore-560102,

Web Site: www.infraville.info

E-mail id: infraville@yahoo.in

To,

The Department of Corporate Services

BSE Limited,

Phiroze Jeejeebhoy Towers,

Dalal Street,

Mumbai – 400 001.

BSE Scrip Code: 538765

Sub: Submission of Annual Report for the financial year 2020-2021

Dear Sir/ Madam,

Pursuant to Regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, we furnish herewith the Annual Report for the year ended on 31.03.2021.

You are requested to take the same on record and disseminate on your website.

Thanking You

For JLA Infraville Shoppers Limited

Chaitanya.

(Chaitanya Puri)

Company Secretary & Compliance Officer



Date: 25TH, August, 2021

Place: Bangalore

JLA INFRAVILLE SHOPPERS LIMITED

CIN: L52390KA2013PLC071372



2021

8TH ANNUAL REPORT

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REFERENCE INFORMATION

BOARD OF DIRECTORS	
MEENA AGARWAL	MANAGING DIRECTOR
NIKITA SHRIVASTAVA	DIRECTOR AND CHIEF FINANCIAL OFFICER
MANISH CHANDRA	INDEPENDENT DIRECTOR
DIVYA MISHRA	INDEPENDENT DIRECTOR
KEY MANAGERIAL PERSONNEL	
CHAITANYA PURI	COMPANY SECRETARY AND COMPLIANCE OFFICER
SECRETARIAL AUDITOR	
V. AGNIHOTRI & ASSOCIATES	COMPANY SECRETARIES
STATUTORY AUDITOR	
V.P. ADITYA & CO.	CHARTERED ACCOUNTANTS
INTERNAL AUDITOR	
MR. NEERAJ AGARWAL	CHARTERED ACCOUNTANT
REGISTRAR & SHARE TRANSFER AGENT	
BIGSHARES SERVICES PVT. LTD.	CIN: L52390KA2013PLC071372
REGISTERED OFFICE OF THE COMPANY: NO. 2363, FIRST FLOOR, 24TH MAIN, 1ST SECTOR, HSR LAYOUT BANGALORE - 560102	
SHARES LISTED AT BSE LIMITED (SME)	
E-MAIL: infravelle@yahoo.in	
WEBSITE: www.infraville.info	

DIRECTORS REPORT

Dear Shareholders,

Your Board of Directors is pleased to present the 8th Annual Report of your Company along with the Audited Financial Statements for the Financial Year ended on 31st March, 2021. The company has made appropriate disclosures in this Board report with the objective of accountability and transparency in the working of the Company and to make you aware about the working and future perspective of the Company. The details of the Performance of the Company during the year have been highlighted hereunder:

1. FINANCIAL SUMMARY OR HIGHLIGHTS

The financial performance of the Company for the year ended March 31, 2021 on a Standalone basis is summarized below:

RESULTS OF OUR OPERATIONS (STANDALONE)

PARTICULARS	(In Hundreds)	
	Year ended March 31 st , 2021 (Amount in Rs.)	Year ended March 31 st , 2020 (Amount in Rs.)
Net Sales/Income from operations	0.00	34,025.00
Other Operating Incomes	0.00	0.00
Other Incomes	42,26,370.00	12151210.0
Total Revenue	42,26,370.00	121,85,235.00
Total Expenses	3,605,210.00	1,18,59,890.00
Net Profit Before Taxation	621,160.00	325,346.00
Tax Expenses & DTA	254,797.00	1,04,937.00
Profit For The Period	354,062.00	2,20,409.00

- a) **TOTAL INCOME:** Your Company's Total Income during the year under review was Rs. 42 Lakhs as compared to Rs. 1.218 crores in the previous year. The Main impact for the decrease in turnover of the Company was due to the effect of COVID -19 Pandemic which have adversely affected the turnover of the Company during the last financial year.
- b) **PROFITS:** Profit Before Tax for the year 2020-2021 was Rs. 6.21 lakhs as against Rs. 3.25 lakhs in the previous year. Profit After Tax for the year 2020-2021 stood at Rs. 3.54 lakhs as against Rs. 2.20 lakhs in the previous year.

2. DETAILED REPORT ON THE PERFORMANCE AND FINANCIAL POSITION OF SUBSIDIARIES

There is no subsidiary of the company. Hence the clause would not be applicable.

3. INFORMATION ON STATUS OF AFFAIRS OF THE COMPANY

Information on the operational, financial performance, etc. of the Company is given in the Management Discussion and Analysis Report, which is annexed hereto.

4. CHANGE IN THE NATURE OF BUSINESS

There is no change in the nature of the business of the Company during the financial year 2020-2021.

5. DIVIDEND

Your Directors have recommended no Dividend during the year.

6. FIXED DEPOSITS

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

7. DIRECTORS

Mrs. Shilpi Pandey resigned as an Independent Director of the Company with effect from **08.12.2020**

Mr. Jitesh Kumar Maurya (DIN: 08542102) resigned as the Managing Director of the Company with effect from **08.12.2020**

Mr. Manish Chandra was appointed as an Additional director of the Company with effect from **08.12.2020**

Mrs. Meena Agarwal was appointed as an Additional Director and Managing Director of the Company with effect from **08.12.2020**

Ms. Nikita Srivastava was appointed as an Additional Director cum CFO of the Company with effect from **20.01.2021**

Mr. Jawahar Lal Agarwal (DIN 02648829) resigned as the director of the Company with effect from **20.01.2021**

8. DIRECTORS' RESPONSIBILITY STATEMENT

Based on the framework of Internal Financial Controls and compliance systems established and maintained by the Company, the work performed by the Internal Auditors, Statutory Auditors and Secretarial Auditors, including the Audit of Internal Financial Controls over financial reporting by the Statutory Auditors and the reviews performed by Management and the relevant Board Committees, including the Audit Committee, the Board is of the opinion that the Company's internal financial controls were adequate and effective during Financial Year 2020-2021.

Pursuant to the provisions contained in Section 134 (5) of the Companies Act, 2013, your Directors, based on the representation received from the Operating Management and after due enquiry, confirm that :

- (i) In the preparation of the annual accounts for the financial year ended on 31st March, 2021, the applicable Accounting Standards have been followed and there are no material departures from the same;
- (ii) The selected accounting policies were applied consistently and the Directors made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2021 and of the profit of the Company for that period.
- (iii) 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 fraud and other irregularities;
- (iv) The annual accounts have been prepared on a 'going concern' basis.
- (v) The Internal financial controls have been laid by the Company and such financial controls are adequate and were operating effectively.
- (vi) Proper systems had been devised in compliance with the provision of the all applicable laws and such systems were adequate and operating effectively.

9. CORPORATE GOVERNANCE REPORT

Pursuant to Regulation 15 (1) and (2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, Regulation 46 (C) (D) and (E) are not applicable on the company as the company is an SME company therefore, we are not required to attach the report on Corporate Governance together with the Practicing Company Secretaries' Certificate on compliance in this regard and Managing Director's declaration regarding compliance of Code of Conduct by Board Members and Senior Management Personnel.

10. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report as required is annexed and forms part of the Directors' Report.

11. AUDITORS REPORT

The Auditors have expressed a qualified opinion over a couple of matters the clarification of which have been provided herein below:

S.No	Details of Qualified Opinion by the Auditors	Remarks by the Board
1	Balance of Loans and advances and Unsecured Loans are subject to Confirmation	Some Confirmations were provided to the Auditors, however some were awaited due to the disruption of workings caused by the Pandemic COVID 19 upon the working of the Company and other Parties. The Offices of the Parties were Completely shutdown and hence papers could not be attained.
2.	The Company has granted Loans to Body Corporates and others. Since written terms not provided hence we cannot comment over the same	Proper Written terms have been entered into by the parties, but due to some unavoidable circumstances caused due to COVID 19, the Papers could not be handed over for the audit purpose. The office of the Company had to be completely shut down amidst Government Orders.

12. DETAILS OF THE STOCK EXCHANGES WHERE THE SHARES ARE LISTED

The Company's Equity Shares are presently listed at the following Stock Exchange:

Bombay Stock Exchange Ltd. (BSE), SME Platform

The Company has paid Annual Listing Fee of the concerned Stock Exchange.

13. SUBSIDIARY COMPANIES AND CONSOLIDATED FINANCIAL STATEMENTS

There is no subsidiary company of the Company.

14. DISCLOSURE AS PER THE REQUIREMENT OF SECTION 92(3), SECTION 134 (3) (a) AND RULE 11 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014

As per the requirements of Section 92(3) of the Act and Rules framed there under, a copy of the annual return will be displayed as and when it will be prepared on the website of the company for FY 2020-2021. The web link of the same is www.infraville.info.

15. NUMBER OF MEETINGS OF THE BOARD

There were Seven (07) meetings of the Board of Directors held during the financial year 2020-21.

First Board Meeting	:	7 th July, 2020
Second Board Meeting	:	27 th July, 2020
Third Board Meeting	:	8 th September, 2020
Fourth Meeting	:	11 th November, 2020
Fifth Meeting	:	27 th November, 2020
Sixth Meeting	:	8 th December, 2020
Seventh Meeting	:	20 th January, 2021

16. COVID-19 AND ITS IMPACT

The worldwide spread of the COVID-19 pandemic has disrupted how people buy products and services and how they perceive e-commerce. The standardized lockdown rules across India and the growing hesitation among consumers to go outside and shop for essential goods have tilted the nation towards e-commerce.

Consumers have switched from shops, supermarkets, and shopping malls to online

portals for the purchase of products, ranging from basic commodities to branded goods.

Since the norm of social distancing has been initiated for almost the entirety of 2020, the scope of online purchases and online businesses is expected to surge. Many people are embracing the concept of online retail and the surge in FTUs (First Time Users) on e-commerce sites is visible.

COVID-19 has been exceptionally different from what we have ever witnessed. As the world was forced into complete shutdown, it's safe to say that e-commerce was the saving grace, helping millions of people stay home and procure what they wanted at their doorstep.

According to IBEF, the market opportunities for online commerce in India are expected to touch \$200 billion by 2026 from \$30 billion in 2017. The report also states that the Indian e-commerce industry is expected to overtake its US counterpart to become the second-largest market for e-commerce in the world by 2034.

According to a report published by Unicommerce titled - E-commerce Trends Report 2020, as of June 2020, India's e-commerce industry noticed an overall order-volume growth of 17% post the outbreak of COVID-19.

17. DECLARATION OF INDEPENDENCE BY INDEPENDENT DIRECTORS UNDER SECTION 149(6) OF COMPANIES ACT, 2013

Pursuant to the provisions of Section 149 of the Companies Act, 2013 each independent director of the Company has submitted their declaration that each of them meet the criteria of independence as provided under Section 149(6) of the Act along with rules framed there under.

Further, the Company's Independent Directors met once during the financial year 2020-2021 held on March 10, 2021 without the presence of the Executives. The meeting was conducted to enable the Independent Directors to discuss the matters pertaining to the Company's affairs and put forth their views about the working of the Company and the Board along with the Committees.

18. DISCLOSURE IN RELATION TO THE VIGIL MECHANISM

The Company has adopted a Whistle Blower Policy to provide a formal mechanism to the Directors' and employees to report their concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct or Ethics Policy. The Policy provides for adequate safeguards against victimization of employees, who avail of the mechanism and provides to employees' direct access to the Chairman of the Audit Committee. It is affirmed that no personnel of the Company have been denied access to the Audit Committee.

The Vigil Mechanism Policy has been uploaded on company's website www.infraville.info.

19. CODE OF CONDUCT FOR BOARD MEMBERS AND SENIOR MANAGEMENT OF THE COMPANY

In accordance with the requirement of Corporate Governance the Board of Directors of the Company has formulated a code of conduct for Directors and Senior Management of the Company, the Compliance of which have been affirmed by all Board Members and Senior Management of the Company. However the requirement of declaration to this effect signed by CEO, i.e. Managing Director is exempted pursuant to Regulation 15 (1) and (2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

20. CODE FOR PREVENTION OF INSIDER TRADING

In accordance with the Securities and Exchange Board of India (Prohibition of Insider Trading), Regulation, 1992, as amended in February, 2002, the Board of Directors of the Company has formulated the Code of Conduct for prevention of Insider Trading in the Shares of the Company by its Directors and Employees. Same can also be found on company's website www.infraville.info.

21. POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION AND OTHER DETAILS

(a) Procedure for Nomination and Appointment of Directors

The Nomination and Remuneration Committee (NRC) has been mandated to oversee and develop competency requirements for the Board based on the industry requirements and business strategy of the Company. The NRC reviews and evaluates the profiles of potential candidates for appointment of Directors and meets them prior to making recommendations of their nomination to the Board. Specific requirements for the position, including expert knowledge expected, are communicated to the appointee.

On the recommendation of the NRC, the Board has adopted and framed a Remuneration Policy for the Directors, Key Managerial Personnel and other employees pursuant to the applicable provisions of the Act and 'the Listing Regulations. The remuneration determined for Executive / Independent Directors is subject to the recommendation of the NRC and approval of the Board of Directors. The Non-Executive Directors are compensated by way of profit-sharing commission and the criteria being their attendance and contribution at the Board / Committee Meetings. The Executive Directors are not paid sitting fees; however, the Non-Executive Directors are entitled to sitting fees for attending the Board / Committee Meetings.

It is affirmed that the remuneration paid to Directors, Key Managerial Personnel and all other employees are in accordance with the Remuneration Policy of the Company. The Company's Policy on Directors' Appointment and Remuneration and other matters

provided in Section 178(3) of the Act and Regulation 19 of the Listing Regulations have been disclosed in the Corporate Governance Report, which forms part of the Annual Report.

(b) Familiarization / Orientation program for Independent Directors

The Independent Directors attend a Familiarization /Orientation Program on being inducted into the Board. Further, various other programmes are conducted for the benefit of Independent Directors to provide periodical updates on regulatory front, industry developments and any other significant matters of importance. The details of Familiarization Program is also available on the Company’s Website. The Company issues a formal letter of appointment to the Independent Directors, outlining their role, function, duties and responsibilities, the format of which is available on the Company’s Website at www.infraville.info.

22. COMPOSITION OF AUDIT COMMITTEE

The composition of Audit Committee as on **31st March, 2021** is as under:

Composition of Audit Committee as on 31 st March, 2021			
Name of the Director(s)	Mr. Manish Chandra (DIN 08985816)	Mrs. Divya Mishra (DIN 08488151)	Mrs. Meena Agarwal (DIN 02649280)
Designation	Chairman	Member	Member
Category	Independent Director	Independent Director	Executive Director

There were 3 meetings held during the year i.e. on 27/07/2020, 11/11/2020 and 20/01/2021.

23. COMPOSITION OF NOMINATION AND REMUNERATION COMMITTEE

The composition of Nomination & Remuneration Committee as on **31st March, 2021** is as under:

Composition of Nomination and Remuneration Committee as on 31 st March, 2021			
Name of the Director(s)	Mrs. Divya Mishra (DIN: 08488151)	Mr. Manish Chandra (DIN 08985816)	Mrs. Meena Agarwal (DIN 02649280)

Designation	Chairman	Member	Member
Category	Independent Director	Independent Director	Executive Director

There were 3 meetings held during the year i.e. on 27/11/2020, 08/12/2020 and 20/01/2021.

24. COMPOSITION OF STAKEHOLDERS COMMITTEE

The composition of Stakeholders Committee as on **31st March, 2021** is as under:

Composition of Stakeholders Committee as on 31st March, 2021			
Name of the Director(s)	Mrs. Meena Agarwal (DIN: 02649280)	Mrs. Divya Mishra (DIN 08488151)	Nikita Srivastava (DIN 09028825)
Designation	Chairman	Member	Member
Category	Executive Director	Independent Director	Independent Director

There was only 1 meeting held during the year on 20/01/2021.

25. CORPORATE SOCIAL RESPONSIBILITY POLICY

The Company do not fall under the categories of the companies as mentioned under section 135 of Companies Act, 2013 and rule 8 (1) of Companies (CSR POLICY) Rules, 2014, therefore we still have not made any CSR policy.

26. EVALUATION BY BOARD OF ITS OWN PERFORMANCE, ITS COMMITTEES AND INDIVIDUAL DIRECTORS WITH REFERENCE TO SECTION 134 (3) (p) AND SEBI (LODR) REGULATIONS, 2015

Pursuant to the provisions of the Companies Act, 2013 and Provision of SEBI (LODR) Regulations, 2015, the Board has Carried out an evaluation of its own performance, the directors individually as well as the evaluation of the working of its Committees.

27. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

The company's operations had to be completely shut down. The Pandemic has badly affected the Business. The Company was adversely affected due to the COVID 19 Pandemic and hence in order to sustain, the Company had during the year provided unsecured Loans to the Companies to utilize its resources lying idle. The Board had passed the resolution for the same under Section 186 of the Companies Act, 2013 and the agenda has been forwarded for consideration to shareholders in the ensuing Annual General Meeting of the Company.

The details of the investments made by company are given in the notes to the financial statements.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES IN THE ANNEXUED FORM AOC-2.

The company has adopted a related party transaction policy which is also available on the company's website www.infraville.info. In the policy, material contracts has been defined as any contract or transaction or arrangement are considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds 10% of the annual consolidated turnover of the Company as per the last audited financial statement of the company.

As there are no such transactions has been entered by the company. Aoc-2 attached with this Report in **Annexure 1**

28. THE DETAILS OF DIRECTORS OR KEY MANAGERIAL PERSONNEL WHO WERE APPOINTED OR HAVE RESIGNED DURING THE YEAR

There has been change in composition of board and Key Managerial Personnel of the company.

- Resignation of **Ms. Pragya Trivedi** from the post of the Company Secretary and Compliance Officer of the Company with effect from **30.10.2020**
- Appointment of **Mr. Chaitanya Puri** as the new Company Secretary and Compliance Officer of the Company with effect from **27.11.2020**
- Resignation of **Jitesh Kumar Maurya** as Managing Director of the Company with the effect from **08.12.2020**
- Resignation of **Shilpi Pandey** as Director of the Company with the effect from **08.12.2020**
- Appointment of **Manish Chandra**, as an Additional Director of the Company with the effect from **08.12.2020**

- Appointment of **Meena Agarwal**, as an Additional Director and Managing Director of the Company with effect from **08.12.2020**
- Resignation of **Jawahar Lal Agarwal** as the Director of the Company with effect from **20.01.2021**
- Appointment of **Nikita Srivastava**, as an Additional Director cum CFO of the Company with effect from **20.01.2021**.
- Resignation of **Tanushree Asthana**, as Chief Financial officer of the Company with effect from **20.01.2021**

29. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There are no significant material orders passed by the Regulators / Courts which would impact the going concern status of the Company and its future operations.

30. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has an independent Internal Control System, commensurate with the size, scale and Complexity of its operations. The Audit Committee of the Company has been delegated power to review the internal control systems and its adequacy.

The Audit Committee monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company and its branches.

31. AUDITORS

1) STATUTORY AUDITORS

M/s V. P. Aditya & Co., Chartered Accountants (Firm Registration No. 000542C) is the Statutory Auditors of the Company. They were re- appointed as Statutory Auditors in sixth Annual General Meeting of the Company for the term of next five years to conduct Audit in the Company.

2) SECRETARIAL AUDITOR

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s V. Agnihotri and Associates (Company Secretaries), to undertake the Secretarial Audit of the Company for the FY 2020-2021. The Report of the Secretarial Audit Report is annexed herewith.

3) INTERNAL AUDITOR

The Company had appointed M/s Neeraj & Associates as the Internal Auditor of the Company for the FY 2020-2021.

32. DISCLOSURES PURSUANT TO SECTION 197 (12) AND RULE 5 OF COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

The Company has given remuneration according to the remuneration policy formulated by the Company.

1) THE RATIO OF REMUNERATION OF EACH DIRECTOR TO THE MEDIAN EMPLOYEES REMUNERATION OF THE COMPANY FOR THE FY 2020-2021

S.N O.	NAME	DESIGNATION	Salary	MEDIAN EMPLOYEE SALARY	RATIO
1	Meena Agarwal	Managing Director	132097	105281	1.254:1
2	Nikita Srivastava	Director/ CFO	33419	105281	0.3175:1
3	Pragya Trivedi/ Chaitanya Puri	Company Secretary	229500	105281	2.179:1

Due to the Scenario and Impact of Covid 19 Pandemic the Company has been badly affected as its main business activity has been hampered resulting in decreased outflow of remuneration.

2) THE PERCENTAGE INCREASE IN REMUNERATION OF EACH DIRECTOR, CHIEF FINANCIAL OFFICER, CHIEF EXECUTIVE OFFICER, COMPANY SECRETARY OR MANAGER, IN THE FINANCIAL YEAR 2020-2021

S. No.	Name	Designation	Remuneration Paid in FY 2019-2020	Remuneration Paid in FY 2020-2021	Change	Percentage	Remarks
1.	Meena Agarwal	Managing Director	0	132097	Addition of 132097	NA	
2.	Manish Chandra	Independent Director	0	0	0	0.00	
3.	Nikita	CFO	0	33419	Addition	NA	

	Srivastava				on of	
	a				33419	
4.	Chaitanya Puri/Pragya Trivedi	Company Secretary	264000	229500	Decrease of 34500	13.068

3) THE PERCENTAGE INCREASE IN THE MEDIAN REMUNERATION OF EMPLOYEES IN THE FINANCIAL YEAR

The details of percentage increase in the median remuneration of employees in the Financial Year are as follows:-

Median (Common employees between Apr-20 & Mar-21)			
Remuneration of March-20 (Total earning + Employer PF)	Remuneration of Mar-21 (Total earning + Employer PF)	Decrease	Percentage
291150	105281	185869	36.16

there is a decrease of 37.75% in profit after tax from last financial year.

4) NO. OF EMPLOYEES ON PAY ROLL IN THE COMPANY

There are a total of 6 employees on Pay Roll of the Company out of which 3 are Key Managerial Personnel.

5) AFFIRMATION

The Management hereby Confirms that the remuneration has been paid as per the Remuneration Policy of the Company.

33. DISCLOSURE OF RELATIONSHIPS BETWEEN DIRECTORS INTER-SE.

Directors of the Company are not related to each other in accordance with section 2 (77) of the Companies Act, 2013 and Rule 4 of the Companies (Specification of Definitions Details) Rules, 2014.

34. DISCLOSURE UNDER SEXUAL HARRASMENT POLICY FOR WOMEN AT WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT 2013.

During the year there were no complaint received from any employee regarding the said issue.

35. DISCLOSURE ON NO. OF SHARES AND CONVERTIBLE DEBENTURES HELD BY NON-EXECUTIVE DIRECTORS

No Equity share is held by the Non- Executive Director of the Company as on 31st March, 2021. No Convertible Debentures has been issued by the Company as on 31st March, 2021.

36. DETAILS AND INFORMATION AS REQUIRED UNDER SECTION 134 (3) (1) OF THE COMPANIES ACT, 2013

No material changes and commitments, have taken place between the end of the financial year of the company to which the balance sheet relates and the date of report, which affects the financial position of the Company.

37. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING AND OUTGO

Particulars relating to the conservation of energy, technology absorption given as Companies (Disclosure of particulars in report of Board of Directors) Rules, 1988 are not applicable to the Company due to the nature of the Company's business operations, being an Online Shopping Company.

There has been no Foreign Exchange outgo during the period under review.

38. BOARD EVALUATION

Pursuant to the applicable provisions of the Act and the Listing Regulations, the Board has carried out an Annual Evaluation of its own performance, performance of the Directors and the working of its Committees, based on the evaluation criteria defined by Nomination and Remuneration Committee (NRC) for performance evaluation process of the Board, its Committees and Directors.

The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of criteria such as the Board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the Committees was evaluated by the Board after seeking inputs from the Committee members on the basis of criteria such as the composition of committees, effectiveness of Committee meetings, etc.

The performance assessment of Non-Independent Directors, Board as a whole and the Chairman were evaluated at separate meetings of Independent Directors. The same was also discussed in the meetings of NRC and the Board. Performance evaluation of Independent Directors was done by the entire Board, excluding the Independent Director being evaluated.

39. APPRECIATION

Your Directors wish to express their grateful appreciation for the valuable support and co-operation received from sub-brokers, business associates, vendors, bankers, financial institutions, investors, stakeholders, registrar and share transfer agent, other business affiliates and media .

The Board places on record its sincere appreciation towards the Company's valued customers for the support and confidence reposed by them in the organization and the stakeholders for their continued co-operation and support to the company and looks forward to the continuance of this supportive relationship in future.

Your Directors also place on record their deep sense of appreciation for the devoted services of the employees during the year under review.

**On behalf of the Board of Directors
For JLA Infraville Shoppers Limited**

**Date:25/08/2021
Place: Bangalore**

**Sd/-
Meena Agarwal
(DIN: 02649280)
Director**

**Sd/-
Divya Mishra
(DIN: 08488151)
Director**

ANNEXURE-I
FORM NO. AOC-2

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

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

Details of contracts or arrangements or transactions not at Arm's Length basis		
1	Name(s) of the related party and nature of relationship	NA
	Nature of contracts/arrangements/ transactions	NA
	Duration of the contracts/ arrangements/ transactions	NA
	Salient terms of the contracts or arrangements or transactions including the value, if any	NA
	Justification for entering into such contracts or arrangements or transactions.	NA
	Date(s) of approval by the Board	NA
	Amount paid as advances, if any	NA
	Date on which the special resolution was passed in General Meeting as required under first proviso to section 188.	NA

Detail of material contracts or arrangement or transactions at Arm's Length basis		
2	Name(s) of the related party and nature of relationship	1. Meena Agarwal 2. Neeraj Agarwal
	Nature of contracts/arrangements /transactions	1. Managerial Remuneration paid 2. Fees and expenses paid
	Duration of the contracts/arrangements/ transactions	1. Ongoing Basis 2. Yearly
	Salient terms of the contracts or arrangements or transactions including the value, if any:	1. Managerial Remuneration 2. Internal Audit Fees
	Date(s) of approval by the Board, if any	08.12.2020 and 09.03.2020
	Amount paid as advances, if any	NA

On behalf of the Board of Directors
For JLA Infraville Shoppers Limited

Date:25/08/2021
Place: Bangalore

Sd/-
Meena Agarwal
(DIN: 02649280)
Director

Sd/-
Divya Mishra
(DIN: 08488151)
Director

ANNEXURE-II
Form No. MR-3
SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March, 2021

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

To,

The Members,
JLA INFRAVILLE SHOPPERS LIMITED
(L52390KA2013PLC071372)
Regd. office: No. 2363, First floor, 24th Main,
1st Sector, HSR Layout,
Bangalore-560102

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **JLA Infraville Shoppers Limited** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me/us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my Opinion thereon.

Based on our verification of the **JLA Infraville Shoppers Limited's** books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2021 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by **JLA Infraville Shoppers Limited** ("the Company") as given in for the financial year ended on 31st March, 2021 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings **(Not applicable during the year)**;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

- I. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- II. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;**(Not applicable during the year)**
- III. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- IV. The Securities and Exchange Board of India(Listing Obligation and Disclosure Requirements) Regulations, 2015;
- V. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(vi) Provisions of the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable to the Company under the financial year under report:-

(a) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **(Not applicable during the year);**

(b) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable during the reporting period);**

(c) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable during the reporting period);**and

(d) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not applicable during the reporting period);**

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India (as amended from time to time)

(ii) The Listing Agreements entered into by the Company with **BSE Limited**, Stock Exchange.

During the period under review and to the best of my understanding, Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act. *The following observations are hereby reported:*

- Resignation of **Ms. Pragya Trivedi** from the post of the Company Secretary and Compliance Officer of the Company with effect from **30.10.2020**
- Appointment of **Mr. Chaitanya Puri** as the new Company Secretary and Compliance Officer of the Company with effect from **27.11.2020**
- Resignation of **Jitesh Kumar Maurya** as Managing Director of the Company with the effect from **08.12.2020**
- Resignation of **Shilpi Pandey** as Director of the Company with the effect from **08.12.2020**
- Appointment of **Manish Chandra**, as an Additional Director of the Company with the effect from **08.12.2020**
- Appointment of **Meena Agarwal**, as an Additional Director and Managing Director of the Company with effect from **08.12.2020**

- Resignation of **Jawahar Lal Agarwal** as the Director of the Company with effect from **20.01.2021**
- Appointment of **Nikita Srivastava**, as an Additional Director cum CFO of the Company with effect from **20.01.2021**.
- Resignation of **Tanushree Asthana**, as Chief Financial officer of the Company with effect from **20.01.2021**

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent properly before the scheduled meeting, 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. All the requisite disclosures were duly furnished in the respective outcomes filed with the BSE and all the events/information upon occurrence were disclosed to the Stock Exchange following the guidelines of materiality pursuant to the provisions of Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. In addition to this the Company had also filed the Brief Profile of all the Appointed Directors of the Company with the Stock Exchange.

We report that the Registered Office of the Company was shifted from 85, Rukmini Venakataswamy Arcade, Ashoka Lane, Green Glen Layout Bellandur Bangalore-560103 to **2363, First Floor, 24th Main, 1st Sector, HSR Layout, Banglore-560103** and the same was duly intimated to BSE in the outcome of the duly convened Board meeting dated *January 20, 2021*.

We further report that the Company had duly informed the exchange and Registrar of Companies for maintaining the Books of the Accounts back to the Registered Office of the Company situated at **2363, First Floor, 24th Main, 1st Sector, HSR Layout, Banglore-560103** pursuant to the Closure of the Corporate Office of the Company situated at 708, Krishna Tower 15/63, Civil Lines Kanpur-208001, Uttar Pradesh pursuant to the duly convened board meeting dated *January 20, 2021*.

All the decisions are carried unanimously. The members of the Board have not expressed dissenting views on any of the agenda items during the financial year under review.

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines. We have relied on the representations made by the Company and its officers for systems and mechanisms formed by the Company for compliances under applicable laws/ Acts/Regulations to the Company.

We further report that no other specific events / actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. are reported to have taken place.

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

Place: Kanpur

Date: 25/08/2021

For V.Agnihotri & Associates

SD/-

(Prop: Vaibhav Agnihotri)

FCS No. 10363/CP No. 21596

UDIN: F010363C000813429

ANNEXURE-A" TO THE SECRETARIAL AUDIT REPORT

To,

The Members,

JLA INFRAVILLE SHOPPERS LIMITED

(L52390KA2013PLC071372)

Regd. office: No. 2363, First floor, 24th Main,

1st Sector, HSR Layout,

Bangalore-560102

Our Report of even date is to be read along with this letter:-

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

Place: Kanpur

Date: 25.08.2021

For V.Agnihotri & Associates

SD/-

(Prop: Vaibhav Agnihotri)

FCS No. 10363/CP No. 21596

UDIN: F010363C000813429

ANNEXURE-III

ANNEXURE TO DIRECTOR'S REPORT

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Industry Structure and Development

Your Company deals in the business of E-Commerce. It deals with various Online Shopping Portals. This sector of industry is growing at very fast rate and there is lot of scope of development. However, the Impact of COVID 19 has adversely affected the operations of the Company. The working of the Company has been deeply affected as the demand of the Platform has really been hampered.

Outlook, Risk and Concern

Management of risks to the business with the overall recessionary phase in the world economy is a continuous challenge for any organization growing in size and enhancing its purpose. The traditional risk factors like client risks, industry segment risks and economic risks are well understood and the means to handle them are also fairly established.

To counter all these risks, your company conducting its risk identification, assessment and management activities through a dedicated risks and audit department. Your company has also established a separate Department in the company to assess the impact of potential and economical risk factors to the business and provide guidance on how to handle them so as to minimize the impact on the business.

Adequate management control is in place to ensure quick action on early warnings, and to proactively monitor and mitigate all potential risks. A comprehensive risk management strategy developed by the risk and Audit Department forms the framework for all de-risking and risk mitigation activities undertaken by your company with the fullest involvement of top management professionals.

The policies announced by the Government have been progressive and are expected to remain likewise in future, and have generally taken an equitable view towards various stake holders, including domestic farmers, industry, consumers etc.

Opportunities and Threats

The company is optimistic about its future plans and it is banking on the increase in the customer base. Your company is planning to establish its brand presence in the more products. But we expect as the economy will move out of recession, the company expects to improve its performance. The company is facing price war from its peers which is leading to decrease in the operating profit margin of the company. The company is planning to adopt for cost minimization and cost rationalization techniques in its production to protect its margins which will benefit the company not in this current economic crisis but in the future period.

As the economy is slowly and slowly recovering from its bottoms, company is also seeing the spurt in demand and the company is seeing the ray of hope for the times to come.

Future Outlook

In the current year, your directors are putting up efforts to increase the earning speed and it is hope that the company will do better in current year as compared to last year.

Adequacy of Internal Control System

The Company has adequate internal control systems to ensure operational efficiency, protection and conservation of resources, accuracy and promptness in financial reporting and compliance of laws and regulations. The Company regularly monitors that all regulatory guidelines are complied with at all levels.

The Audit Committee constituted by the Board reviews the adequacy of internal control system.

Segment Wise Performance

The Company operates only in one segment.

Discussion of Financial Performance

The financial statements are prepared in compliance with the requirements of the Companies Act and the Accounting Standards prescribed by the Institute of Chartered Accountants of India and Generally Accepted Accounting Principles in India.

Human Resources

Management is keen on following the best practices for attracting, retaining and enhancing human resources of the Company. Internal transfer, job rotation and training have been inculcated at different levels of the organization hierarchy to evolve team

leaders and managers. The above-mentioned measures will ensure motivated workforce, promote the ownership and sharing economic growth of the Company.

Cautionary Forward Looking Statements

Statements in the Annual Report, particularly those which relate to Management Discussion and Analysis, describing the Company's objectives, projections, estimates and expectations, may constitute 'forward looking statements' within the meaning of applicable laws and regulations. Although the expectations are based on reasonable assumptions, the actual results might differ.

For those statements the Company cautions that numerous important factors could affect the Company's actual results and could cause its results to differ materially from those expressed in any such forward looking statements.

**On behalf of the Board of Directors
For JLA Infraville Shoppers Limited**

**Date: 25/08/2021
Place: Bangalore**

**Sd/-
Meena Agarwal
(DIN: 02649280)
Director**

**Sd/-
Divya Mishra
(DIN: 08488151)
Director**

GENERAL SHAREHOLDERS' INFORMATION

AGM FOR FINANCIAL YEAR 2020-21

Date and Time	29th September, 2021, 03.30 P.M.
Venue	Through Video Conferencing (VC)

CALENDAR OF FINANCIAL YEAR ENDED 31ST MARCH, 2021

The meetings of Board of Directors for approval of financial results during the Financial Year ended 31st March, 2021 were held on the following dates:

Financial Results	28th June, 2021
Book Closure date:	22nd September, 2021 to 29th September, 2021
Cut Off date:	17th September, 2021
Last date of receiving Proxy forms	NA

LISTING ON STOCK EXCHANGES

The Company's shares are listed on the following Stock Exchanges and the Listing Fees have been paid to the Exchanges:

Name & Address of the Stock Exchanges	Stock Code/Scrip Code	ISIN Number for NSDL/CDSL (Dematerialised share)
BSE Limited PhirozeJeejeebhoy Towers, Dalal Street, Mumbai 400001	538765	INE401Q01018

ADDRESS FOR CORRESPONDENCE

Ms. Chaitanya Puri	Registrar and Transfer Agent
Company Secretary and Compliance Officer	Bigshare Services Private Limited
Regd. Office: NO. 2363, FIRST FLOOR, 24TH MAIN, 1ST SECTOR, HSR LAYOUT BANGALORE , 560102 E-mail- infraville@yahoo.in	E/2 Ansa Industrial Estate, Saki Vihar Road, Saki Naka, Andheri (E), Mumbai 400072, Maharashtra Ph. - 022- 40430200 Email. - investor@bigshareonline.com Website: www.bigshareonline.com

i) **Electronic Voting.**

Pursuant to sub rule 2 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, the company is exempted from the provisions of E-Voting as given under section 108 of the Companies Act, 2013.

II) **Market Information**

Share Transfer System

The Company's shares are transferable through the depository system. However, shares in the physical form are processed by the Registrar & Transfer Agent and approved by the Shareholders'/investors' Grievance Committee. The share transfer process is reviewed by the said committee.

The company obtains from a Company Secretary in practice half-yearly certificate of compliance with the share transfer formalities as required under Regulation 40(9) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and files a copy of the Certificate with the Stock Exchange.

Nomination facility for shareholding

As per the provisions of the Companies Act, 2013, facility for making nomination is available for Members in respect of shares held by them. Members holding shares in physical form may obtain nomination form, from the Share Department of the Company or download the same from the Company's website. Members holding shares in dematerialized form should contact their Depository Participants (DP) in this regard.

Permanent Account Number (PAN)

Members who hold shares in physical form are advised that SEBI has made it mandatory that a copy of the PAN card of the transferee/s, members, surviving joint holders / legal heirs be furnished to the Company while obtaining the services of transfer, transposition, transmission and issue of duplicate share certificates.

Dematerialization of shares and liquidity

The break-up of equity shares held in Physical and Dematerialised form as on March 31, 2021, is given below:

Particulars	No. of Shares	Percentage
Physical Segment	510000	7.86
Demat Segment		
NSDL	2599500	40.05
CDSL	3380500	52.09
Total	6490000	100.00

Shareholders are advised to register their email address and any changes therein from time to time for sending notice/documents through email in reference to General circular 17/2011 dated 21st April, 2011 of Ministry of Corporate Affairs. In addition, registering and corresponding with Registrar and Share Transfer Agents and Company through email would speed up response, reduce paper work and also help to redress the complaints on fast track basis.

ii) Market Price Data

The market price data for the year ended 31 March 2021 for Company's Equity Shares as available on BSE are given as:

Month	High	Low
April 2020	19.75	14.90
May 2020	22.20	14.50
June 2020	32.90	19.90
July 2020	28.00	26.60
August 2020	30.00	25.05
September 2020	30.20	24.75
October 2020	32.80	22.40
November 2020	--	--
December 2020	22.10	22.10
January 2021	17.70	17.70
February 2021	15.95	11.20
March 2021	10.64	10.64

iii) Plant locations

Company is engaged in E-Commerce activities therefore it doesn't has any plant. It runs its operation from the registered office.

iv) Disclosures and Information

The Company has complied with the requirements of Stock Exchange/SEBI/ statutory authorities on all matters relating to Capital Market. No strictures being imposed by SEBI or Stock Exchanges during the year. The Board of Directors receives from time to time, disclosures relating to financial and commercial transactions from Key Managerial Personnel of the Company, where they and/or

their relatives have personal interest. The particulars of transactions between the Company and its related parties are as per the Accounting Standard set out in the Audited financial reports.

**On behalf of the Board of Directors
For JLA Infraville Shoppers Limited**

**Date:25/08/2021
Place: Bangalore**

**Sd/-
Meena Agarwal
(DIN: 02649280)
Director**

**Sd/-
Divya Mishra
(DIN: 08488151)
Director**

V. P. ADITYA & COMPANY

CHARTERED ACCOUNTANTS

15/198-A, CIVIL LINES, KANPUR-208001

PH: 2306882; Telefax: (0512) 2306508, 2331914

E Mails: vpaditya@rediffmail.com; vpaaditya123@gmail.com

INDEPENDENT AUDITORS' REPORT

TO,

THE MEMBERS OF JLA INFRAVILLE SHOPPERS LIMITED

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

1) QUALIFIED OPINION

We have audited the accompanying financial statements of **JLA INFRAVILLE SHOPPERS LIMITED** ("the Company"), which comprise the balance sheet as at 31st March 2021, and 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 a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, **except for the effects of the matters described in the "Basis of Qualified Opinion" section of our report**, the aforesaid financial statements give the information required by the Companies Act, 2013 as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2021 and its profit and its cash flows for the year ended on that date.

2) BASIS FOR QUALIFIED OPINION

- I. Balances of Loans and Advances and Unsecured Loans are subject to confirmation (Refer Note No. 20(ix) of Annual Accounts).
- II. The company has granted loans to body corporate and others. Since written terms of repayment of interest and principal loan were not provided during the audit, hence, we cannot comment upon the regularity and its classification as current and non-current assets as per requirement of Schedule III of the Companies Act, 2013.

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules there under, 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.

3) KEY AUDIT MATTERS

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

DESCRIPTION OF KEY AUDIT MATTERS

S. No.	Key Audit Matters	How the matter was addressed in our audit
1.	There is no income from main business of the Company during the F.Y. 2020-21. The company is generating income only from interest on loan and advances given by the company. Consequently, the Cash flows from the aforesaid activities is considered as Cash Flow from Investing Activities which is Other object of the Company. This raises doubt about the company to continue as Going Concern. However, the company's financial statements have been prepared on going concern basis by the management. Our opinion is not qualified in respect of this matter.	<ul style="list-style-type: none"> • We gained an understanding of the business of the company by referencing the memorandum of association of the company. • We discussed with the management the impact of non generation of revenue from operations. We have assured that the management of the company is in the process of modifying its e-commerce operations and is confident of revenue generation from the same in the near future. • We discussed with the management of the company the recent development and operations of the company relating to the generation of cash flows from interest on advances given by the company to ensure its consonance with the other objects of the company. • We conducted test checks on the cash inflows generated from interest on advances given by the company. • We assured the adequacy of the company's disclosures.
2.	Due to the COVID 19 induced restrictions on physical movement, we could not visit the Corporate office located at Bangalore for undertaking the required audit procedures as prescribed under ICAI issued Standards on Auditing.	The opinion expressed in the present report is based on facts and inputs made available to us through electronic means by the management.

4) INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITORS' REPORT THEREON

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the IND AS financial statements and auditors' report thereon.

Our opinion on the IND AS financial Statements does not cover the other information and 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 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. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard as Director's Report & Secretarial Audit Report were not made available to us during the audit.

5) RESPONSIBILITES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in Equity of the in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the 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 the management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

5) AUDITORS' REPONSIBILITY:

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

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

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

- From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the

financial 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.

6) REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS:

I) As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub section (11) of section 143 of the Act, we give in the Annexure "A" a statement on the matters specified in the paragraph 3 and 4 of the order, to the extent applicable.

II) 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, the Cash Flow Statement and the Statement of Change in Equity dealt with by this report are in agreement with the books of account;
- d. In our opinion, the aforesaid financial statement comply with the Accounting Standards specified under section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
- e. On the basis of written representations received from the directors, as on 31st March, 2021 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2021 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 with reference to these Ind AS financial statements and the operating effectiveness of such controls, refer to our separate report in Annexure "B" and;
- g. In our opinion and to the best of our information and according to the explanations given to us the remuneration provided by the company to its director during the year is not in accordance with the provisions of section 197 of the act:
- h. With respect to other matter 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) There are no pending litigations on the company in respect of which a provision is required to be made.
- ii) The company has made provisions , as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts including derivative contracts;
- iii) There are no amounts, required to be transferred, to the Investor Education and Protection Fund by the company.

**For V.P. ADITYA & COMPANY
CHARTERED ACCOUNTANTS
(FRN : 000542C)**

**(CA JITENDRA SHUKLA)
PARTNER
M. NO. 412422
UDIN: 21412422AAAABB5462**

Date: 28.06.2021

Place: Kanpur

Annexure 'A' referred to in para 6(I) of Independent Auditors' Report of even date to the members of JLA INFRAVILLE SHOPPERS LIMITED on the financial statements for the year ended 31st March 2021

Based on test checks and other generally accepted auditing procedures carried on by us and according to the information and explanations given to us, we report that:-

(i)(a) The management has certified that proper records showing full particulars, including quantitative details and situation of fixed assets has been maintained, however the same cannot be verified by us.

(b) All the assets have been physically verified by the Management during the year and there is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No discrepancies were noticed on such verification.

(c) There are no immovable properties in the books of Company hence, Para (i)(c) of the order is not applicable.

(ii) There are no inventories in the books of the company. Hence, Para(ii) of the order is not applicable.

(iii) The Company has not granted any loans to body corporate covered in the register maintained under section 189 of the Companies Act, 2013 ("the Act").

(iv) In our opinion and according to the information and explanations given to us, the Company has not granted any loans to directors etc. as prescribed u/s 185 of the Act. However, the company has granted loans exceeding the limit prescribed u/s 186 without complying with the formalities in this regard.

(v) The Company has not accepted any deposits from the public.

(vi) The Central Government has not prescribed the maintenance of the cost records under section 148(1) of the Act, for any of the services rendered by the company.

(vii) (a) The company is regular in depositing with appropriate authorities undisputed statutory dues including income tax, Goods and Service Tax, custom duty and other material statutory dues applicable to it.

Further to our information, no undisputed amounts in respect of statutory dues were in arrears as at 31 March, 2021 for a period of more than six months from the date these became payable.

(b) Further according to the information and explanations given to us, there are no dues of income tax, Goods and service tax and other material statutory dues which have not been deposited with the appropriate authorities on account of any dispute. Excise duty and Cess are not applicable to the Company.

(viii) The Company has taken a vehicle loan from Bank, however the Company has not defaulted in the repayment of the same.

(ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3(ix) of the order is not applicable.

(x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.

(xi) In our opinion and to the best of our information and according to the explanations given to us the remuneration provided by the company to its director during the year is not in accordance with the provisions of section 197 of the act:

Amount involved: ` 125991/- in excess of the prescribed limit and action is yet to be taken by the company.

(xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.

(xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties, as identified by the management of the Company, are in compliance with Sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.

(xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.

(xvi) The company's financial assets constitute more than 50% of the total assets and income from financial assets constitute more than 50% of the gross income, hence, the company is required to register itself with RBI as NBFC under section 45-IA of the Reserve Bank of India Act, 1934.

For V.P. ADITYA & COMPANY

(CA JITENDRA SHUKLA)

**CHARTERED ACCOUNTANTS
(FRN : 000542C)
M. NO. 412422**

DATED: 28.06.2021

PLACE: Kanpur

UDIN: 21412422AAAABB5462

Annexure 'B' referred to in paragraph 6(II)(f) of Independent Auditors' Report of even date to the members of JLA INFRAVILLE SHOPPERS LIMITED on the financial statements for the year ended 31st March, 2021.

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 JLA INFRAVILLE SHOPPERS LIMITED ("the Company") as of 31st March, 2021 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2021, based on the internal control over financial reporting criteria established by the Company

considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For V.P. ADITYA & COMPANY

(CA JITENDRA SHUKLA)

**CHARTERED
ACCOUNTANTS
(FRN : 000542C)
M. NO. 412422**

DATED: 28.06.2021

PLACE: Kanpur

UDIN: 21412422AAAABB5462

During the financial year 2020-21, the company has not generated any revenue from operations of its main business of e- commerce. Consequently, the company has proceeded to grant loans and advances, in order to utilize the idle funds and has earned interest income on the said loans and advances given. However, due to the non-generation of any revenue from operations of its main business, the ability of the company to continue as a going concern become a key audit matter.”

V. P. ADITYA & COMPANY

CHARTERED ACCOUNTANTS

15/198-A, CIVIL LINES, KANPUR-208001

PH: 2306882: Telefax: (0512) 2306508, 2331914

E Mails: vpaditya@rediffmail.com; vpaaditya123@gmail.com

AUDITOR'S REPORT ON HALF YEAR FINANCIAL RESULTS AND YEAR TO DATE RESULTS OF THE COMPANY PURSUANT TO THE REGULATION 33 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENT) REGULATIONS, 2015 AS AMENDED

Report on the audit of the Financial Results

To,
The Board of Directors of
JLA INFRAVILLE SHOPPERS LIMITED

Qualified Opinion

We have audited the accompanying half year financial results of JLA INFRAVILLE SHOPPERS LIMITED (the company) for the half year ended 31.03.2021 and the year to date results for the period from 01.04.2020 to 31.03.2021, attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us **except for the effects of the matters described in the "Basis of Qualified Opinion" section of our report**, these financial results:

i. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and

ii. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable accounting standards and other accounting principles generally accepted in India of the net profit and other comprehensive income and other financial information for the half year ended on 31.03.2021 as well as the year to date results for the period from 01.04.2020 to 31.03.2021.

Basis for Qualified Opinion

- I. Balances of Loans and Advances and Unsecured Loans are subject to confirmation (Refer Note No. 20(ix) of Annual Accounts).
- II. The company has granted loans to body corporate and others. Since written terms of repayment of interest and principal loan were not provided during the audit, hence, we cannot comment upon the regularity and its classification as current and non-current assets as per requirement of Schedule III of the Companies Act, 2013.

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013 (the Act). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Results section of our

V. P. ADITYA & COMPANY

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report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial results under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Management's Responsibilities for the Financial Results

These half year financial results as well as the year to date financial results have been prepared on the basis of the financial statements. The Company's Board of Directors are responsible for the preparation of these financial results that give a true and fair view of the net profit and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standard prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations.

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

In preparing the financial results, the Board of Directors are 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Financial Results

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

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

V. P. ADITYA & COMPANY

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- Identify and assess the risks of material misstatement of the financial results, 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, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial results, including the disclosures, and whether the financial results 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.

For V.P ADITYA AND COMPANY

Chartered Accountants

FRN: 000542C

Place: Kanpur

Date: 28.06.2021

CA JITENDRA SHUKLA

(Partner)

Membership No.:412422

**JLA INFRAVILLE SHOPPERS LTD.
BALANCE SHEET AS at 31.03.2021**

Amount in hundreds

	Particulars	Note No.	As at 31-03-2021	As at 31-03-2020
	ASSETS			
1	Non-current assets			
	Property, Plant and Equipment	1	18,213	24,585
	Other Intangible Asset	2	323	533
	Financial Asset			
	(i) Loans	3	1,64,456	2,16,718
	(ii) Deferred Tax Assets	4	3,352	4,694
2	Current assets			
	Inventories	5	-	123
	Financial Assets			
	(i) Trade Receivables		-	-
	(ii) Cash and cash equivalents	6	421	133
	(iii) Loans	7	5,42,493	4,19,165
	Other current assets	8	37,352	47,065
	TOTAL		7,66,610	7,13,016
1	EQUITY AND LIABILITIES			
	Equity			
	(a) Equity Share Capital	SOCE-I	6,49,000	6,49,000
	(b) Other Equity	SOCE-II	1,04,112	51,071
	LIABILITIES			
	Non-current liabilities			
	Financial Liabilities			
	Borrowings	9	2,400	2,981
2	Current Liabilities			
	Financial Liabilities			
	(i) Borrowings		-	-
	(ii) Trade payables	10	-	2,653
	Other current liabilities	11	9,892	6,432
	Provisions	12	1,206	879
	TOTAL		7,66,610	7,13,016

Significant Accounting Policies

19

Additional Notes

20

As per our separate report of even date attached

For V.P Aditya & Co.
Chartered Accountants
FRN-000542C

For and on behalf of the Board

CA Jitendra Shukla
Partner
M.N.-412422

DIVYA MISHRA
DIRECTOR

MEENA AGARWAL
MANAGING DIRECTOR

Place: Bangalore
Date : 28.06.2021

CHAITANYA PURI
COMPANY SECRETARY &
COMPLIANCE OFFICER

NIKITA SRIVASTAVA
CHIEF FINANCIAL
OFFICER

JLA INFRAVILLE SHOPPERS LTD.
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st March, 2021

Amount in hundreds

	Particulars	Note No.	2020-2021	2019-2020
I	Revenue From Operations	13	-	340
II	Other Income	14	42,264	1,21,512
III	Total Income		42,264	1,21,852
	EXPENSES			
IV	Cost of material consumed		-	44,117
	Purchases of stock in trade		-	-
	Changes in inventories of finished goods, Stock-in-Trade and work-in-progress		-	-
	Employee benefit expenses	15	4,996	20,992
	Finance costs	16	267	379
	Depreciation and amortization expense	1 & 2	6,582	8,928
	Other expenses	17	24,207	44,183
	Total expenses		36,052	1,18,599
V	Profit/(loss) before exceptional items and tax		6,212	3,253
	Less : Exceptional Items		123	-
VI	Profit/(loss) before tax		6,089	3,253
VII	Tax expense:			
VIII	(1) Current tax		1,206	878
	(2) Deferred tax		1,342	171
	Profit/(loss) for the period		3,541	2,204
ix	Other Comprehensive Income			
	(i) Items that will be reclassified to profit or loss		-	-
	(i) Items that will not be reclassified to profit or loss		-	-
	Total comprehensive income for the period (Comprising Profit (Loss) and Other Comprehensive Income for the period)		3,541	2,204
X	Earning per equity share :			
XI	(1) Basic	18	0.055	0.034
	(2) Diluted		0.047	0.032

Significant Accounting Policies 19

Additional Notes 20

As per our separate report of even date attached

For V.P Aditya & Co.
Chartered Accountants
FRN-000542C

For and on behalf of the Board

CA Jitendra Shukla
Partner
M.N.-412422

DIVYA MISHRA
DIRECTOR

MEENA AGARWAL
MANAGING DIRECTOR

Place: Bangalore
Date : 28.06.2021

CHAITANYA PURI
COMPANY SECRETARY &
COMPLIANCE OFFICER

NIKITA SRIVASTAVA
CHIEF FINANCIAL
OFFICER

JLA INFRAVILLE SHOPPERS LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31.03.2021

Amount in hundreds

A	Year ended 31st March, 2021		Year ended 31st March, 2020	
CASH FLOW FROM OPERATING ACTIVITIES				
Net Profit Before Tax		6089		3,253
Adjustments for:				
Depreciation	6,582		8,928	
Interest & Finance Charges	267		379	
Interest on Advances	(38,661)	(31,812)	(36,439)	(27,132)
Operating Profit before Working Capital Changes		(25,723)		(23,878)
CASH FLOW FROM WORKING CAPITAL				
Decrease/(Increase) in Receivables	-		1,418	
Decrease/(Increase) in Inventories	123		1,377	
Increase/(Decrease) in Payables	1,134	1,257	4,430	7,225
Cash generated from WORKING CAPITAL		1,257		7,225
Income Tax paid		(1,206)		(878)
Net Cash flow from Operating activities		(25,672)		(17,532)
B CASH FLOW FROM INVESTING ACTIVITIES				
Purchase of Fixed Assets	-		(640)	
Increase in Advances & others	(61,353)		(68,427)	
Interest on Advances	38,661	(22,692)	36,439	(32,628)
Net Cash used in Investing activities		(22,692)		(32,628)
C CASH FLOW FROM FINANCING ACTIVITIES				
Issue of Share Warrant	49,500		50,500	
Repayment of Long term Borrowings	(581)		(1,067)	
Interest paid	(267)	48,652	(379)	49,054
Net Cash used in financing activities		48,652		49,054
Net increase in cash & Cash Equivalents		288		(1,107)
Cash and Cash equivalents as at 01.04.2020		133		1,239
Cash and Cash equivalents as at 31.03.2021		421		133
Cash & Cash Equivalents				
Cash in Hand		51		78
Cash at Bank		370		55
FDR With Bank		-		-
Cash & Cash equivalents as stated		421	-	133

For V.P Aditya & Co.
Chartered Accountants
FRN-000542C

For and on behalf of the Board

CA Jitendra Shukla
Partner
M.N.-412422

DIVYA MISHRA
DIRECTOR

MEENA AGARWAL
MANAGING DIRECTOR

Place: Bangalore
Date : 28.06.2021

CHAITANYA PURI
COMPANY SECRETARY & COMPLIANCE
OFFICER

NIKITA SRIVASTAVA
CHIEF FINANCIAL
OFFICER

JLA INFRAVILLE SHOPPERS LTD.

1 : PROPERTY, PLANT & EQUIPMENT :

Amount in hundreds

Particulars	GROSS BLOCK			DEPRECIATION			NET BLOCK	
	as at 01.04.2020	Addition/ (Deletion)	as at 31.03.2021	as at 01.04.2020	For the Year	as at 31.03.2021	as at 31.03.2021	as at 31.03.2020
	Furniture & Fixture	10198	0	10198	5718	1160	6878	3320
Vehicle	37346	0	37346	17263	5199	22462	14884	20083
Office Equipment	60	0	60	58	1	59	1	2
Others	0	0	0	0	0	0	0	0
Computer & Data Processing Unit	3638	0	3638	3617	13	3630	8	21
TOTAL	51242	0	51242	26656	6373	33029	18213	24586
Capital work in Progress	0	0	0	0	0	0	0	0
Grand Total	51242	0	51242	26656	6373	33029	18213	24586
Previous Year Figures	50603	640	51242	18073	8583	26656	24586	32530

2 : OTHER INTANGIBLE ASSET :

Particulars	GROSS BLOCK			DEPRECIATION			NET BLOCK	
	as at 01.04.2020	Addition/ (Deletion)	as at 31.03.2021	as at 01.04.2020	For the Year	as at 31.03.2021	as at 31.03.2021	as at 31.03.2020
	Website Development	6185	0	6185	5890	116	6006	179
Website (software)	3689	0	3689	3452	93	3545	144	237
TOTAL	9875	0	9875	9342	209	9551	323	533
Previous Year Figures	9875	0	9875	8997	345	9342	533	878

JLA INFRAVILLE SHOPPERS LTD.

3 LOANS	As at 31.03.2021	As at 31.03.2020
Unsecured, Considered good	1,64,456	2,16,718
TOTAL	1,64,456	2,16,718

4 Deferred Tax Assets	As at 31.03.2021	As at 31.03.2020
Balance at the beginig of the year	4,694	4,865
Charge/Credit to statement of Profit & Loss	1,342	171
Balance at the end of the year	3,352	4,694

CURRENT ASSET

5 Inventories	As at 31.03.2021	As at 31.03.2020
Raw Material	-	-
Finished Goods	-	-
Others (Packing Material)	-	123
TOTAL	-	123

6 Cash and Cash Equivalent	As at 31.03.2021	As at 31.03.2020
Balance With Banks	370	55
Cash on Hand	51	78
TOTAL	421	133

7 LOANS	As at 31.03.2021	As at 31.03.2020
Unsecured, Considered good	5,42,493	4,19,165
TOTAL	5,42,493	4,19,165

8 OTHER CURRENT ASSETS	As at 31.03.2021	As at 31.03.2020
Security Deposit	660	7,715
Prepaid expenses	33	2
Advance Direct Tax	6,069	9,348
Advance For Property	30,000	30,000
Advance for Services	590	-
TOTAL	37,352	47,065

JLA INFRAVILLE SHOPPERS LTD.

NON CURRENT LIABILITIES FINANCIAL LIABILITIES

9	BORROWINGS	As at 31.03.2021	As at 31.03.2020
	Term Loan (Secured)		
	From Bank	-	-
	Vehicle Loans	2,400	2,981
	Unsecured Loans	-	-
	TOTAL	2,400	2,981

CURRENT LIABILITIES

FINANCIAL LIABILITIES

10	TRADE PAYABLES	As at 31.03.2021	As at 31.03.2020
	Trade payable	-	2,653.00
	TOTAL	-	2,653.00

11	Other current Liabilities	As at 31.03.2021	As at 31.03.2020
	Expenses payable	9,779	6,078
	TDS/Vat/Swachh Bharat Cess payable	113	354
	TOTAL	9,892	6,432

12	Provisions	As at 31.03.2021	As at 31.03.2020
	Provisions For income tax	1,206	879
	TOTAL	1,206	879

JLA INFRAVILLE SHOPPERS LTD.

STATEMENT OF CHANGES IN EQUITY- I

Statement of changes in equity for the year ended 31st March, 2021

A EQUITY SHARE CAPITAL

Amount in hundreds

SHARE CAPITAL	As at 31.03.2021	As at 31.03. 2020
Authorised:		
11500000 Equity shares of Rs. 10/- each	1150000	1150000
Issued, Subscribed & Paid Up		
6490000 Equity shares of Rs. 10/- each fully paid up	649000	649000
TOTAL	649000	649000

The Reconciliation of number of shares outstanding at the beginning and end of the year:

	As at 31 March 2021	As at 31 March 2020
Balance at the beginning of the year (Equity shares of Rs. 10each issued, subscribed and fully paid)	649000	649000
Changes in equity share capital during the year	-	-
Balance at the end of the reporting period (Equity shares of Rs. 10each issued, subscribed and fully paid)	6,49,000	6,49,000

Shareholders holding more than 5 % Shares in the Company

Name of Shareholder	As at 31.03.2021		As at 31.03. 20120	
	No. of Shares	% of Shares	No. of Shares	% of Shares
-	-	-	-	-
-	-	-	-	-

* There are no shareholders holding more than 5% shares in the company as at 31.03.2021.

JLA INFRAVILLE SHOPPERS LTD.

STATEMENT OF CHANGES IN EQUITY- II

B OTHER EQUITY

Particulars	Reserve and Surplus	Money received against Share Warrents	Total
	Retained Earnings		
AS ON 31 MARCH 2020			
Balance at the beginning of the reporting period i.e., 1st April, 2019	(1,633)	-	(1,633)
Total comprehensive income for the year	2,204	-	2,204
Any other change (issue of Share Warrants)	-	50,500	50,500
Balance at the end of the reporting period i.e., 31st March, 2020	571	50,500	51,071

Particulars	Reserve and Surplus	Money received against Share Warrents	Total
	Retained Earnings		
AS ON 31 MARCH 2021			
Balance at the beginning of the reporting period i.e., 1st April, 2020	571	50,500	51,071
Total comprehensive income for the year	3,541	-	3,541
Any other change (issue of Share Warrants)	-	49,500	49,500
Balance at the end of the reporting period i.e., 31st March, 2021	4,112	1,00,000	1,04,112

JLA INFRAVILLE SHOPPERS LIMITED

19- A- REEPORTING ENTITY

JLA INFRAVILLE SHOPPERS LIMITED (“the company”) is a public limited Company domiciled in India and has registered office at 2363, 24th Main , Sector-1 , HSR Layout, Banglore, Karnatka- 560102. JLA Infraville Shoppers Limited’s equity shares are listed on Bombay Stock Exchange in India. The company is engaged in e- commerce activities.

B- SIGNIFICANT ACCOUNTING POLICIES:

i) Basis of preparation of financial statements

(a) Compliance with Ind As

The financial statements have been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standards (‘Ind AS’) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013 (the Act) and other relevant provisions of the Act.

(b) Basis of measurement

These financial statements have been prepared on a historical cost basis . Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Current Assets do not include elements which are not expected to be realized within 1 year and Current Liabilities do not include items which are due after 1 year, the period of 1 year being reckoned from the reporting date.

(c) Classification of Assets and Liabilities as Current and Non-Current

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle.
- Held primarily for the purpose of trading
- Expected to be realized within twelve months after the reporting period, or
- Cash and cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is treated as current when:

- It is expected to be settled in normal operating cycle.
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or

- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

Deferred tax assets are classified as non-current assets.

The operating cycle is the time between the acquisition of the assets for processing and their realisation in cash and cash equivalents.

ii) Cash Flows

Cash flows during the period from operating, investing and financing activities have been classified in accordance with IND AS 7 and accordingly a Statement of Cash Flows have been prepared.

iii) Revenue Recognition

(a) Sale of goods

Revenue is recognized when the significant risk and rewards of ownership have been transferred to the customer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably, there is no continuing management involvement with the goods, and the amount of revenue can be measured reliably. Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are exclusive of Service Tax/GST.

- (b) Revenue (other than sale)** is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured.

iv) Inventories

Inventories are valued as follows:

Raw materials, packing materials are valued at Lower of cost and net realizable value.

Materials and other items held for use in the production of inventories are at cost.

Finished goods and traded goods are valued at lower of cost and net realizable value.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and to make the sale.

v) Property Plant & Equipment

- a) Recognition and measurement:-** Items of property plants and equipment are stated at cost less accumulated depreciation and accumulated impairment losses ,if any. The cost comprises the purchase price and directly attributable costs of bringing the assets at its working condition for the intended use. If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

b) Depreciation :- Depreciation on fixed assets is calculated on Written Down Value Method using the rates arrived at based on the estimated useful lives given in Schedule II of Companies Act, 2013.

vi) Intangible Assets

Intangible Assets are stated at cost less accumulated amortization and impairment loss, if any. Intangible Assets are amortized on Written Down Value Method basis over the estimated useful life.

vii) Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and on hand and short-term deposits with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

viii) Earning Per Shares

Basic earnings per share are computed by dividing the profit/(loss) attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the profit/(loss) for the period attributable to equity shareholders and the weighted average number of equity shares outstanding during the period are adjusted for the effects of all diluted potential equity shares.

ix) Taxation

For transactions and other events recognized in profit or loss, any related tax effects have also been recognized in profit or loss. For transactions and other events recognized outside profit or loss (either in other comprehensive income or directly in equity), the related tax effects have also been recognized outside profit or loss (either in other comprehensive income or directly in equity, Indian Accounting Standards 4 respectively). Recognition of deferred tax assets arising from unused tax losses or unused tax credits have also been done as per IND AS 12. The presentation of income taxes in the financial statements and the disclosure of information relating to income taxes has also been carried in accordance with the IND AS 12- Income Taxes

a) Income Tax

Provision for Income Tax is made on the basis of estimated taxable income for the current accounting period and in accordance with provisions as per Income Tax Act, 1961.

b) Deferred Tax

Deferred tax resulting from “timing difference” book and taxable profit for the year is accounted for using the tax rates and laws that have enhanced or substantially enacted as on the balance sheet date. The deferred tax asset is recognized and carried forward only to the extent that there is a reasonable certainty that the asset will be adjusted in future. Permanent timing difference adjustments are not accounted for in provisions.

x) Impairment Of Assets

An asset is treated as impaired when the carrying cost of an asset exceeds its recoverable value and the impairment cost is charged to profit and loss account in the year in which an asset is identified as impaired. The impairment loss recognized in prior accounting year is reversed if there has been a change in the estimate of recoverable amount.

xi) Borrowing Costs

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset has been added to the cost of that asset. Other borrowing costs are recognized as an expense. The recognition has been accordance with the IND AS 23.

xii) Investments**a) Quoted investments**

Short term investment are stated at cost or market price, whichever is lower. Long term investments are valued at cost.

b) Unquoted investment:-

Short term investments are stated at cost. Long term investments are valued at cost.

xiii) Provisions, Contingent Liabilities

Provision in respect of present obligation, arising out of past events is made in accounts When reliable estimates can be made of the amount of obligation. Contingent liabilities (if material) are disclosed by way of Notes on Accounts.

20:-Additional Notes

i) In the financial year 2020-21, the Company has operated in only one business segment, hence compliance of AS-17 regarding "Segment Reporting" is not necessary.

ii) Related party transactions:

a) As per Ind AS 24, the disclosures of transactions with the related parties are given below:

S. No.	Name of the Related Party	Relationship
1	Meena Agarwal	Key Managerial Person
2	Neeraj Agarwal	Relative of Key Managerial Person

b) Transactions during the year with related parties : (Amount in `)

S. No.	Nature of transaction	Amount (`)
1	Salary to Meena Agarwal	164667.00
2	Director's Remuneration	132097.00
3	Internal Audit Fees to Neeraj Agarwal	96000.00
4	Expenses incurred by Neeraj Agarwal on behalf of the company	259043.62

c) Outstanding Balances of related parties as on 31st March,2021 :

S. No.	Name of the Related Party	O/s Balances as on 31.03.2021
1	Meena Agarwal	332764.00(Cr.)
2	Neeraj Agarwal	325843.62(Cr.)

iii) Contingent Liabilities:

	(2020-21)	(2019-20)
Claims against the Company not acknowledged as debt	NIL	1,00,649.00

iv) Last year's figures have been regrouped and re-arranged wherever necessary to conform to the figures of the current year.

v) The Company has not provided for any retirement benefits including gratuity.

vi) The Company has not made any foreign currency transaction during the year .

vii) Statutory Auditors' Remuneration - Rs.50,000.00 has been provided for the statutory audit fees for the financial year 2020-21.

- viii)** The company has not received any memorandum (as required to be filed by the Suppliers with the notified authority under the Micro, Small and Medium Enterprises Development Act, 2006), claiming their status as micro, small or medium enterprises. Consequently, the amount paid / payable to these parties during the year is Nil.
- ix)** Balance under the head Loan, other current assets, Current Liabilities and advance recoverable in cash or kind for value to be received are unconfirmed and unreconciled.
- x)** In case where payee's receipts and/or acknowledgements thereof and supporting papers for payments etc are not made available. They are certified to be correct by the Directors of the company.
- xi)** The amount of cash received from customers/ paid to suppliers and credit purchases/ sales etc have been confirmed by the Directors of the company..
- xii)** Figures have been rounded off to the nearest hundreds.



JLA INFRAVILLE SHOPPERS LIMITED

CIN: L52390KA2013PLC071372

Reg. Office: NO. 2363, First Floor, 24TH Main, 1ST Sector, HSR Layout, Bangalore-560102,

Web Site: www.infraville.info

E-mail id: infraville@yahoo.in

NOTICE

Notice is hereby given that 8th Annual General Meeting of the Members of JLA Infraville Shoppers Limited (“the Company”) will be held on Wednesday, September 29, 2021 at 03.30 P.M. through Video Conferencing/ other Audio Visual Means(VC/OAVM) to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements for the financial year ended on 31st March, 2021 and Reports of the Board of Directors and the Auditors thereon.

“RESOLVED THAT the audited financial statement of the Company for the financial year ended on March 31, 2021 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby received, considered and adopted.”

2. To appoint a Director in place of Ms. Nikita Srivastava (DIN: 09028825), who retires by rotation and being eligible offers herself for re-appointment.

“RESOLVED THAT, pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, the approval of the members of the Company be and is hereby accorded for the reappointment of Ms. Nikita Srivastava (DIN: 09028825) as such, to the extent that he is required to retire by rotation.”

SPECIAL BUSINESS

3. TO CONSIDER AND IF THOUGHT FIT, TO PASS, WITH OR WITHOUT MODIFICATION/S, THE FOLLOWING RESOLUTION AS AN ORDINARY RESOLUTION

“RESOLVED THAT pursuant to the provisions of Section 149, 150, 152, 160, 161 and any other applicable provisions (if any) of the Companies Act, 2013, and any rules made there under read with Schedule IV of the Companies Act, 2013, and on the recommendations made by the Nomination & Remuneration Committee, Mr. Manish Chandra (DIN: 08985816) who was appointed as an Additional Director of the Company at the Board Meeting held on December 8, 2020 and who holds office upto the date of this Annual General Meeting, be and is hereby elected and appointed as an Independent Director of the Company for a term upto five consecutive years commencing from the Annual General Meeting of the Company to the date of the 13th Annual General Meeting to be held in the year 2026.

“RESOLVED FURTHER THAT any of the Directors/ KMP of the Company be and are hereby responsible to do all such acts, deeds and things as may be necessary and expedient to give effect to the aforesaid resolution.”

4. TO CONSIDER AND IF THOUGHT FIT, TO PASS, WITH OR WITHOUT MODIFICATION/S, THE FOLLOWING RESOLUTION AS AN ORDINARY RESOLUTION:

“RESOLVED THAT pursuant to the provisions of Section 149, 152, 160, 161, 197 and any other applicable provisions (if any) of the Companies Act, 2013, recommendations made by the Nomination & Remuneration Committee and any rules made thereunder read with Schedule V of the Companies Act, 2013, Ms. Nikita Shrivastava (DIN: 09028825) who was appointed as an Additional Director of the Company at the Board Meeting held on January 20, 2021 and who holds office upto the date of this Annual General Meeting, be and is hereby elected and appointed as an Executive Director of the Company for a term upto five consecutive years commencing from the date of this Annual General Meeting till the date of the 13th Annual General Meeting to be held in the year 2026.”

“RESOLVED FURTHER THAT the Board of Directors (on the recommendations of the Nomination and Remuneration Committee) be and are hereby authorized to revise, amend, alter and vary the remuneration and other terms and conditions of the appointment of the Director in such manner as may be permissible in accordance with the provisions of the Companies Act, 2013 and Schedule V as may be agreed to by and between the Board of Directors and Ms. Nikita Shrivastava, without any further reference to the shareholders in general meeting.”

“RESOLVED FURTHER THAT in the event of loss or inadequacy of profits during the tenure of service of Ms. Nikita Shrivastava as Director of the Company, the payment of salary, shall be governed by the limits prescribed under Section II of Part II of Schedule V of the Companies Act, 2013.”

“RESOLVED FURTHER THAT any of the Directors/ KMP of the Company be and are hereby responsible to do all such acts, deeds and things as may be necessary and expedient to give effect to the aforesaid resolution.”

5. 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 161 read along with the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions, if any, (including any statutory modification(s) from time to time or any re-enactment thereof for the time being in force), and upon the recommendations of the Nomination and Remuneration Committee, Mrs. Meena Agarwal who was appointed as an Additional Director of the Company at the Board Meeting held on December 8, 2020 and whose designation by virtue of that duly convened Board Meeting was changed to “Managing Director” of the Company and whose term expires at this Annual General Meeting be and is hereby appointed as a director of the Company.

“RESOLVED FURTHER THAT any of the Directors/ KMP of the Company be and are hereby responsible to do all such acts, deeds and things as may be necessary and expedient to give effect to the aforesaid resolution.”

6. TO CONSIDER AND IF THOUGHT FIT, TO PASS, WITH OR WITHOUT MODIFICATION/S, THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION

“RESOLVED THAT pursuant to provisions of Section 197(1) and any other applicable provisions of the Companies Act, 2013 read with Schedule V to the said Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory re-enactment thereof for the time being in force) and on the recommendations made by the Nomination & Remuneration Committee, consent of the members of the Company be and is hereby accorded for payment of a monthly remuneration of Rs. 50,000 (fifty thousand only) per month all inclusive to Mrs. Meena Agarwal (Managing Director) of the Company.

RESOLVED FURTHER THAT the Board of Directors (on the recommendations of the Nomination and Remuneration Committee) be and is hereby authorized to revise, amend, alter and vary the remuneration and other terms and conditions related to payments of the Executive-Director in such manner as may be permissible in accordance with the provisions of the Companies Act, 2013 and Schedule V as may be agreed to by and between the Board of Directors and Ms. Meena Agarwal, without any further reference to the shareholders in general meeting .

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits during the tenure of service of Ms. Meena Agarwal as Director of the Company, the payment of salary, shall be governed by the limits prescribed under Section II of Part II of Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the consent of the members be and is hereby accorded to waive the recovery of the amount paid as Managerial Remuneration for the period before 31st March 2021 to Smt. Meeta Agarwal , Managing Director of the Company, in excess of the limits prescribed under Section 197 read with schedule V of the Companies Act, 2013 as set out in the explanatory statement attached hereto and forming part of this notice.

“RESOLVED FURTHER THAT any of the Directors/ KMP of the Company be and are hereby responsible to do all such acts, deeds and things as may be necessary and expedient to give effect to the aforesaid resolution.”

7. TO CONSIDER AND IF THOUGHT FIT TO PASS, WITH OR WITHOUT MODIFICATION, THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION:

“RESOLVED THAT pursuant to the provisions of Section 186 of the Companies Act, 2013, read with The Companies (Meetings of Board and its Powers) Rules, 2014 as amended from time to time and other applicable provisions of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof for the time being in force), if any, consent of the shareholders of the Company be and is hereby accorded to (a) give any loan to any person(s) or other body corporate(s) ; (b) give any guarantee or provide security in connection with a loan to any person(s) or other body corporate(s) ; and (c) acquire by way of subscription, purchase or otherwise, securities of any other body corporate from time to time in one or more tranches as the Board of Directors as in their absolute discretion deem beneficial and in the interest of the Company, for an amount not exceeding Rs. 50,00,00,000 (Rupees Fifty Crores Only) at any time, notwithstanding that such investments, outstanding loans given or to be given and guarantees

and security provided are in excess of the limits prescribed under Section 186 of the Companies Act, 2013.

RESOLVED FURTHER THAT for the purpose of giving effect to the above, Executive Directors and Company Secretary of the Company, be and are hereby severally authorised to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to all matters arising out of and incidental thereto and to sign and to execute deeds, applications, documents and file returns with Registrar of Companies, that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.”

By Order of Board

Sd/-

Chaitanya Puri

Company Secretary & Compliance Officer

Bangalore, 25th Day of August, 2021

NOTES:

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs and SEBI followed by Circular No. 20/2020 dated May 05, 2020, January 13th 2021 physical attendance of the Members to the EGM/ AGM venue is not required and annual general meeting (AGM) be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
3. The Members can join the 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 AGM through VC/OAVM will be made available for 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.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

5. 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 the Circulars issued by the Ministry of Corporate Affairs 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. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the EGM/AGM will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs/ SEBI Circular No. 17/2020 dated April 13, 2020, January 13th 2021 the Notice calling the AGM has been uploaded on the website of the Company at www.infraville.info. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
7. AGM 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 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
8. The Register of Members and the Share Transfer Books of the Company will remain closed from September 22, 2021 to September 29, 2021 (both days inclusive).
9. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant rules made thereunder by SEBI, Companies can serve Annual Reports and other communications through electronic mode to those members who have registered their email address either with the Company or depository participant(s) Members holding shares in demat form must intimate the change in their address, if any, to Bigshare Services Pvt.Ltd. E/2 Ansa Industrial Estate, Saki Vihar Road, Saki Naka, Andheri (E), Mumbai 400072, Maharashtra; Ph No. - 022-40430200.
10. In accordance with the Articles of Association of the Company, all Directors (except Managing Director of the company, retire every year and if eligible, offer themselves for re-appointment at the Annual General Meeting. As per provisions of Companies Act, 2013, Independent directors are appointed for a term upto five consecutive years and are not liable to retire by rotation.
11. The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose email address are registered with the Company or the depository participant(s), unless the members have registered their request for hard copy of the same).
12. The Link for participating in the Annual General Meeting is <https://meet135.webex.com/meet135/j.php?MTID=m2b95cbcf8fbc646992bd2851d40b47b6>

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on 26th September, 2021 at 9:00 A.M. and ends on 28th September, 2021 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter.

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

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

Step 1: Access to NSDL e-Voting system

Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none">Existing IDeAS user can visit the e-Services website of NSDL Viz.https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 & voting during the meeting.If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com.

	<p>Select “Register Online for IDeASPortal” or click at https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp</p> <ol style="list-style-type: none"> 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nSDL.com/ either on a Personal Computer or on a mobile. 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 & voting during the meeting. 4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <div style="text-align: center;"> <p>NSDL Mobile App is available on</p> <p>  App Store  Google Play </p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div> </div>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL 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 & 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. NSDL and CDSL.

Login type	Helpdesk details
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 evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
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 helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in	16 Digit Beneficiary ID

demat account with CDSL.	For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
 - c) How to retrieve your ‘initial password’?
 - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
 - a) Click on “[Forgot User Details/Password?](#)”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) [Physical User Reset Password?](#)” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join General Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to fcsvaibhav@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to NSDL at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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 infraville@yahoo.in.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to infraville@yahoo.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

By Order of Board

Sd/-

Chaitanya Puri

Company Secretary & Compliance Officer

Bangalore, 25th Day of August, 2021

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

ITEM NO. 3: REGULARISE THE APPOINTMENT OF MR. MANISH CHANDRA AS AN INDEPENDENT DIRECTOR

Mr. Manish Chandra (DIN: 08985816), had been appointed as Additional (Independent) Director of the Company on 08.12.2020 subject to approval of shareholders. The present proposal is to seek the Shareholders' approval for the appointment of Mr. Manish Chandra (DIN: 08985816) as an Independent Director in terms of the applicable provisions of the Companies Act, 2013 for the term of five year .

Further, The Company has received consent in writing to act as directors in Form DIR-2 and intimation in Form DIR-8 pursuant to Rule 8 of the Companies (Appointment and Qualifications of Directors) Rules, 2014, to the effect that they are not disqualified under sub- section (2) of section 164 of the Companies Act, 2013. The declaration of independence is also received.

The Nomination and Remuneration Committee had recommended Mr. Chandra to be the Independent Director of the Company. In the opinion of the Board, he fulfills the conditions specified in this Act for such an appointment.

Board considers that his association would be of immense benefit to the Company and it is desirable to avail his services as a Director. Accordingly, the Board recommends the resolution in relation to appointment of Mr. Manish Chandra as an Independent Director, for the approval by the shareholders of the Company.

None of the following persons are interested in the aforesaid resolution, financially or otherwise:-

- (i) Any Director(s) or Manager,
- (ii) Any Other Key Managerial Personnel(s),
- (iii) Relatives of the persons mentioned in sub clauses (i) and (ii) above.

ITEM NO. 4: APPOINTMENT OF MS. NIKITA SRIVASTAVA AS EXECUTIVE DIRECTOR OF THE COMPANY:

The Board in their Meeting held on 20th day of January, 2021 had approved the appointment of Ms. Nikita Shrivastava (DIN: 09028825) as Executive Director of the company subject to approval of Shareholders and on such terms and conditions as may be mutually agreed between the Board and Ms. Nikita Shrivastava, as contained in 'Letter of Appointment of Director'. Ms. Nikita Shrivastava was appointed as Additional (Executive) Director of the Company by the Board in their meeting held on, 20.01.2021.

She has vast experience in the field of Finance and Managerial Expertise. She shall perform, on behalf of the company, in the ordinary course of business, such duties and responsibilities, including all such acts, deeds, matters and things, which he may consider necessary or proper or are in the interest of the company and take such decisions which are in the best interest of the Company.

In view of his extensive experience, knowledge and dedicated efforts made for the Company, Board is considering his involvement, a necessity for Company's future growth.

The Directors recommend the resolution for members' approval.

None of the following persons, except Ms. Nikita Shrivastava as Director and CFO is interested in the aforesaid resolution, financially or otherwise:-

- (i) Any Director(s) or Manager,
- (ii) Any Other Key Managerial Personnel(s),
- (iii) Relatives of the persons mentioned in sub clauses (i) and (ii) above.

ITEM NO. 5: APPOINTMENT OF MRS. MEENA AGARWAL AS MANAGING DIRECTOR OF THE COMPANY

The Board in their Meeting held on 8th day of December, 2020 had approved the appointment of Mrs. Meena Agarwal (DIN: 02649280) as Managing Director of the company for a period of five years, subject to the approval of Shareholders and on such terms and conditions as may be mutually agreed between the Board and Mrs. Meena Agarwal, as contained in 'Letter of Appointment of Managing Director'. Mrs. Meena Agarwal was appointed as Additional (Executive) Director of the Company by the Board in their meeting held on, 08.12.2020.

She has vast experience in the field of Finance and Managerial Expertise. She also has very rich experience in Management and Administration. She shall perform, on behalf of the company, in the ordinary course of business, such duties and responsibilities, including all such acts, deeds, matters and things, which he may consider necessary or proper or are in the interest of the company and take such decisions which are in the best interest of the Company.

In view of his extensive experience, knowledge and dedicated efforts made for the Company, Board is considering his involvement, a necessity for Company's future growth.

The Directors recommend the resolution for members' approval.

None of the following persons, except Mrs. Meena Agarwal is interested in the aforesaid resolution, financially or otherwise:-

- (i) Any Director(s) or Manager,
- (ii) Any Other Key Managerial Personnel(s),

(iii) Relatives of the persons mentioned in sub clauses (i) and (ii) above.

ITEM NO. 6: PAYMENT OF REMUNERATION OF RS. 50,000 TO MRS. MEENA AGARWAL AS MANAGING DIRECTOR

Section 197(1) provides that except with the approval of the members in a General Meeting, the remuneration payable to any one managing director; or whole-time director; or manager shall not exceed five percent of the net profits of the company and if there is more than one such director remuneration shall not exceed ten percent of the net profits to all such directors.

Based on the recommendations made by the Nomination & Remuneration Committee on the basis of Performance Evaluation of the Board had decided to increase the remuneration to Rs. 50000 (Rupees Fifty Thousand Only).

Therefore, the resolution seeks approval of the members for payment of remuneration to Mrs. Meena Agarwal over the limit of 5 percent of the net profits of the Company.

Except Mrs. Meena Agarwal, none of the Directors, Key Managerial Personnel of the Company or their relatives is in any way financially interested or concerned in the aforesaid resolution.

The Board of Directors recommends Resolution No. 6 for approval by members by way of passing a Special Resolution.

ITEM NO. 7 APPROVAL OF MEMBERS PURSUANT TO SECTION 186 OF THE COMPANIES ACT 2013

In order to make optimum use of funds available with the Company and also to achieve long term strategic and business objectives, the Board of Directors of the Company proposes to make use of the same by making investment in other bodies corporate or granting loans, giving guarantee or providing security to other persons or other body corporate as and when required. Members may note that pursuant to Section 186 of the Companies Act, 2013 ("Act"), the Company can give loan or give any guarantee or provide security in connection with a loan to any other body corporate or person and acquire securities of any other body corporate, in excess of 60% of its paid up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more, with approval of Members by special resolution passed at the general meeting.

In view of the aforesaid, it is proposed to take approval under Section 186 of the Companies Act, 2013, by way of special resolution, up to a limit of Rs.50 Crores, as proposed in the Notice. The above proposal is in the interest of the Company and the Board recommends the Resolution as set out at Item No. 7 for approval by the members of the Company. None of the Directors or Key Managerial Personnel or their relatives are in any way concerned with or interested, financially or otherwise in the resolution at Item no. 7 of the accompanying notice. The Board recommends the resolution at Item no. 7 to be passed as Special Resolution.

DISCLOSURE RELATING TO DIRECTORS PURSUANT TO REGULATION 26(4) OF LISTING REGULATIONS AND SECRETARIAL STANDARDS ON GENERAL MEETINGS:

Profile of Proposed Directors

S. No.	Disclosure Requirement	Details
1.	Name	NIKITA SHRIVASTAVA
2.	Director Identification Number (DIN)	09028825
3.	D.O.B.	03/07/1988
4.	Qualification	Professional
5.	Designation (to which appointed)	Director (Executive)
6.	Expertise in specific area	She has vast experience in Management and Administration . She is a Professional and therefore prove to be an asset for the Company.
7.	Terms and Conditions	1. She has been appointed as Director (Executive) by the Board.
8.	Date of First appointment on the Board of the Company	20.01.2020
10.	List of Directorship held in other companies	NIL
11.	Names of Listed Entities in which the person holds membership of Committees of the Board	NIL
12.	Relationship between Directors Inter-se	None

S. No.	Disclosure Requirement	Details
1.	Name	MANISH CHANDRA
2.	Director Identification Number (DIN)	08985816
3.	D.O.B. and contact	22/01/1979 and 9654745477
4.	Qualification	COST AND MANAGEMENT ACCOUNTANT
5.	Designation (to which appointed)	Director (Independent)
6.	Expertise in specific area	He has vast experience in Management and Accounts . He is a CMA by profession and also a Registered Valuer under IBBI and therefore he will prove to be very beneficial for maintaining the transparency for the Company .
7.	Terms and Conditions	NO sitting fees to be paid by the Company
8.	Date of First appointment on the Board of the Company	08.12.2020

10.	List of Directorship held in other companies	NIL
11.	Names of Listed Entities in which the person holds membership of Committees of the Board	NIL
12.	Relationship between Directors Inter-se	None

S. No.	Disclosure Requirement	Details
1.	Name	MEENA AGARWAL
2.	Director Identification Number (DIN)	02649280
3.	D.O.B. and Contact	11/02/1969 and 9935111700
4.	Qualification	Professional
5.	Designation (to which appointed)	Managing Director (Executive)
6.	Expertise in specific area	She has vast experience in Management and Administration . She has expertise in finance and therefore would be very beneficial for the Company's day to day affairs.
7.	Terms and Conditions	<ol style="list-style-type: none"> 1. She has been appointed as Managing Director) by the Board. 2. Monthly Remuneration of Rs. 50,000 3. As mentioned in the Appointment letter.
8.	Date of First appointment on the Board of the Company	20.01.2020
10.	List of Directorship held in other companies	NIL
11.	Names of Listed Entities in which the person holds membership of Committees of the Board	NIL
12.	Relationship between Directors Inter-se	None