



Ref. No. :

Date :

NOTICE OF 06TH ANNUAL GENERAL MEETING

Notice is hereby given that the 06th Annual General Meeting of the company will be held on Saturday the 31st day of December, 2022 at the registered office of the company at Bothra House, Vinayak Nagar, Gangashahar, Bikaner -334401 at 11.00 A.M. to transact the following business :

Ordinary Business:

1. To receive, consider and adopt the audited Balance Sheet as at 31st March, 2022 and the Profit & Loss Account for the financial year ended 31st March, 2022 and the report of the Directors and Auditors thereon.
2. 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 139 of the Companies Act, 2013 and the rules made there under and pursuant to the recommendation of the Board of Directors, M/s Chhalani & Co., Chartered Accountants, Bikaner (Firm Registration No.019691C) be and are hereby appointed as Statutory Auditors of the Company from the conclusion of this AGM until the conclusion of the AGM to be held for the FY 2026-27 on such remuneration as may be mutually agreed between the board of directors and the said auditors.”

**By order of the Board
For A K Jain Sales & Marketing Private Limited**

A.K. Jain Sales & Marketing Pvt. Ltd.

**Ashkaran Bothra
(Chairman)**

Director

DIN:06646553

Place: Bikaner

Date: 12th December, 2022

Notes:

1. A member entitled to attend and vote at the meeting is entitled to appoint proxy to attend and vote at the meeting. The proxy need not be member of the company. The proxy in order to be valid must be deposited at least 48 hours before the commencement of the meeting.
2. Members / Proxies should bring the duly filled Attendance Slip at the Annual General Meeting. Corporate Members are requested to send a duly certified copy of the Board Resolution authorizing their representative(s) to attend and vote on their behalf at the Meeting.
3. Corporate Members intending to send their authorized representative to attend the Meeting are requested to send a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the Meeting.
4. This meeting is being called on shorter notice pursuant to section 101 of the Companies Act, 2013.

*Ref. No. :***Director's Report***Date :*

To,

The Members,

Your Directors have pleasure in presenting their 06th Annual Report on the business and operations of the Company and the accounts for the financial year ended March 31, 2022.

1. Financial summary or Performance of the Company

The Company's Financial Summary for the year, along with previous year figures is given hereunder:

Particulars	2021-22	2020-21
Revenue from operations	4,32,53,58,477.16	278, 50,39,418.00
Other Income	2,78,63,741.38	2,09,38,997.00
Total Income	4,35,32,22,218.54	280,59,78,415.00
Expenses	4,31,23,02,473.85	277,78,76,486.00
Profit/(Loss) before taxation	4,09,19,744.69	2,81,01,929.00
Less: Provision for taxation		
Current Tax	1,05,62,426.00	74,11,211.00
Deferred Tax	(2,67,971.00)	(3,38,516.00)
Net Profit/(Loss) after Tax	3,06,25,289.69	2,10,29,234.00
Earnings per share (Basic/Diluted)	20.28	13.93

2. Brief description of the Company's working during the year/State of Company's affair

The Company has reported total income of Rs.4,32,53,58,477.16 as compared to the previous year income of Rs.278, 50,39,418.00 and has earned a net profit of Rs.3,06,25,289.69 as compared to the net profit of Rs. 2,10,29,234.00. The board express its satisfaction over the business of the Company

Following the amalgamation of Banjara Farm House Pvt Ltd, Feter Vintrade Pvt Ltd, Metrodeal Commercial Pvt Ltd, Purple Dealers Pvt Ltd, and Tycoon Vincom Pvt Ltd with and into your Company during the year under review.

3. Change in the nature of business

There was no change in the nature of the business of the Company during the year.

4. Dividend

To strengthen the position of the company, your Directors do not recommend any dividend for the current year.



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5. Share Capital

Pursuant to the effectiveness of Scheme of amalgamation, Share Capital of company is increased by Rs. 7,78,95,000.00, Consequent to the above, the issued, subscribed and paid-up equityshare capital of the Company as on March 31, 2022 is Rs. 9,29,95,000.00.

6. Reserves

No transfer to General reserve is proposed and accordingly, the entire balance available in the Statement of Profit and Loss is retained in it..

7. Significant Developments

Amalgamation of Banjara Farm House Pvt Ltd, Feter Vintrade Pvt Ltd, Metrodeal Commercial Pvt Ltd, Purple Dealers Pvt Ltd, and Tycoon Vincom Pvt Ltd (Transferor Companies) with and into the Company w.e.f. November 30, 2022.

On March 05, 2021 the Board had approved a Scheme of arrangement and amalgamation between the Company and Transferor Companies which provided for amalgamation of Transferor Companies with and into the Company on a going concern basis, subject to all necessary approvals.

The Scheme had received all regulatory approvals. The Hon'ble National Company Law Tribunal, Jaipur Bench approved the Scheme vide its order. Upon completion of other actions/conditions precedent for the Scheme to become effective and extension of time allowed by the Hon'ble NCLT, the Scheme became effective on November 30, 2022 upon filing of the certified copy of NCLT order with the Registrar of Companies.

8. Directors and Key Managerial Personnel

There are no change in the management of the Company during the year.

9. Meetings

The Board of Directors met 15 times during the financial year ended as at 31st March, 2022 in accordance with the provisions of Companies Act, 2013 and rules made there under. All the Directors actively participated in the meetings and contributed valuable inputs on the matter brought before the Board of Directors from time to time. The period between any two consecutive meetings of the Board of Directors of the Company was not more than 120 days.

**Ref. No. :****Date :****Composition of Directors/Attendance at Meeting/Directorship**

Sr. No.	Name of the Director	Category of Directors	Attendance	
			No. of Board Meeting held during the year	No. of Board Meeting attended
1	Mr. AshkaranBothra	Director	15	15
2	Mr. Kamal Chand Bothra	Director	15	15

Members Meeting

Type of Meeting	Date of Meeting	Attendance	
		No. of members entitled to attend meeting	No. of Members attended
AGM	25/11/2021	2	2

10. Details of Subsidiary/Joint Ventures/Associate Companies

As on March 31, 2022, the Company does not have any subsidiary/Joint Ventures/Associate Company.

11. Auditors.

M/s Chhalani & Co., Chartered Accountants, Bikaner (Firm Registration No.019691C), from whom a certificate has been received to the effect that their re-appointment as Statutory Auditors of the Company, if made, would be within the limits prescribed under Section 139 of the Companies Act, 2013.

It is proposed to re-appointment of M/s Chhalani & Co., Chartered Accountants, Bikaner (Firm Registration No.019691C) as the Statutory Auditors of the Company from the conclusion of the ensuing Annual General meeting until the conclusion of the Annual General Meeting to be held for the financial year 2026-27.

12. Auditors' Report

The Board has duly examined the Statutory Auditor's Report on the Standalone Financial Statements of the Company for the Financial Year ended March 31, 2022 which is self-explanatory. The report does not contain any observations, disclaimer, qualification or adverse remarks.

13. Details of fraud reported by Auditors

There is no fraud in the Company during the financial year ended 31st March, 2022. This is also being supported by the report of the auditors of the Company as no fraud has been reported in their audit report for the financial year ended 31st March, 2022.



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14. Particulars of Employees pursuant to Rule 5(2) of Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014

No person was employed throughout the year as part thereof, in respect of which particulars under Rule 5(2) of Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, are required to be furnished.

15. Declaration by Independent Directors

The Company was not required to appoint Independent Directors under Section 149(4) and Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014 hence no declaration has been obtained.

16. Risk management policy

The Company has developed and implemented a risk management policy which identifies major risks which may threaten the existence of the Company. The same has also been adopted by your Board and is also subject to its review from time to time. Risk mitigation process and measures have been also formulated and clearly spelled out in the said policy.

17. Corporate Social Responsibility

The Company is not required to constitute a Corporate Social Responsibility Committee as it does not fall within purview of Section 135(1) of the Companies Act, 2013 and hence it is not required to formulate policy on corporate social responsibility.

18. Extract of Annual Return

Pursuant to the provisions of Section 134 (3) (a) and Section 92 (3) of the Companies Act, 2013 read with Rule 12 (1) of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Amendment) Act, 2017 effective from 28th August, 2020, the requirement to annex an extract of annual return in form MGT-9 forming part of Board's Report has been omitted and inserted the following substitution:

“Every company shall place a copy of the annual return on the website of the company, if any, and the web-link of such annual return shall be disclosed in the Board's report.”

Accordingly, an extract of annual return in Form MGT-9 is not annexed in the Board Report. Also, the company does not have a functional website, therefore, the Company is not required to place the annual return on its website. Hence, web-link of such annual return is not disclosed in the Board's Report.



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19. Deposits

The Company has not invited/ accepted any deposits from the public during the financial year ended March 31, 2022.

20. Particulars of loans, guarantees or investments under section 186 of the Companies Act, 2013

The Company has made loans, guarantee and investment under section 186 of the Companies Act, 2013-

21. Particulars of contracts or arrangements with related parties

The Company has entered contract or arrangements with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 during the year. As per Note 29 of the balance sheet- Form AOC-2 is enclosed as Annexure- II.

22. Obligation of Company under The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

As per the requirement of new Companies Act, 2013 the Company has adopted a policy for prevention of Sexual Harassment of Women at workplace and during the year Company has not received any complaint of harassment.

23. Details Of Application / Any Proceeding Pending Under The Insolvency And Bankruptcy Code, 2016

During the year , there was no application pending under The Insolvency And Bankruptcy Code, 2016

24. Details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future

During the year under review there has been no such significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future, however post closure of the financial year, Hon'ble NCLT , Kolkata Bench and Hon'ble NCLT, Jaipur Bench passed their respective Orders under section 230-232 of the Companies Act, 2013 for amalgamation with the Banjara Farm House Pvt Ltd, Feter Vintrade Pvt Ltd, Metrodeal Commercial Pvt Ltd, Purple Dealers Pvt Ltd, and Tycoon Vincom Pvt Ltd

25. Conservation of energy, technology absorption and foreign exchange earnings and outgo

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:



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a) Conservation of energy

(i)	the steps taken or impact on conservation of energy	NIL
(ii)	the steps taken by the company for utilizing alternate sources of energy	NIL
(iii)	the capital investment on energy conservation equipment's	NIL

(b) Technology absorption

(i)	the efforts made towards technology absorption	NIL
(ii)	the benefits derived like product improvement, cost reduction, product development or import substitution	NIL
(iii)	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	NIL
	(a) the details of technology imported	
	(b) the year of import;	
	(c) whether the technology been fully absorbed	
	(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof	
(iv)	the expenditure incurred on Research and Development	NIL

(c) Foreign exchange earnings and Outgo-

(Amount in Thousands)

	31.03.2022	31.03.2021
Foreign Exchange earnings -	Rs.1317.64	Rs.1011.69
Foreign Exchange Outgo -	Rs.9,19,658.45	Rs.8,76,755.64

26. Directors' Responsibility Statement

The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, shall state that—

(a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

(c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;



A. K. JAIN SALES & MARKETING PVT. LTD.

GSTIN : 19AAOCA4297Q1ZL
CIN : U51909RJ2016PTC055074

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- (d) the directors had prepared the annual accounts on a going concern basis; and
(e) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

27. Acknowledgements

The Directors have placed their appreciation towards the shareholders, bankers, employees, government agencies etc. for their valuable support.

**For and on behalf of the Board of Directors
For A K Jain Sales & Marketing Private Limited**

A.K. Jain Sales & Marketing Pvt. Ltd.

Director

**Kamal Chand Bothra
(Director)
DIN-06705112**

A.K. Jain Sales & Marketing Pvt. Ltd.

Director

**Ashkaran Bothra
(Director)
DIN:06646553**

Place: Bikaner

Date: 12th December, 2022



INDEPENDENT AUDITOR'S REPORT

To the Members of A K JAIN SALES & MARKETING PRIVATE LIMITED

Report on the Financial Statement

Opinion

We have audited the accompanying financial statements of A K JAIN SALES & MARKETING PRIVATE LIMITED ("the Company"), which comprise the Balance Sheet as at 31st March, 2022, and the Statement of Profit & Loss for the year then ended and cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (herein after referred to as "financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2022, its profit/loss and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Address : 304, Chhalani Complex, Main Market,

Gangashahar, Bikaner (Raj.) PIN : -334401

E Mail : pradeepchhalani@gmail.com

Contact No. : +91-7737272359, +91-9001624777



Accounting for business combination

Effective, 30/11/2022, erstwhile A K Jain Sales & Marketing Private Limited, Banjara Farm House Pvt Ltd, Feter Vintrade Pvt Ltd, Metrodeal Commercial Pvt Ltd, Purple Dealers Pvt Ltd, and Tycoon Vincom Pvt Ltd merged pursuant to scheme of amalgamation and arrangement which resulted into formation of a joint arrangement between existing shareholders of both companies. The Company accounted for the merger under the pooling of interest method. We have determined this to be a key audit matter in view of complexity involved in selection of method of accounting for formation of the joint arrangement. We read and examined the scheme of amalgamation and arrangement pursuant to which merger was carried out along with regulatory approvals required for the scheme to take effect. We evaluated the appropriateness of pooling of interest method of accounting adopted by the management to account for the merger, with reference to the requirements of the accounting principles generally accepted in India. We have assessed the adequacy and appropriateness of the disclosures around selection of method of accounting for this transaction in accordance with the accounting standards.

Information Other than the Financial Statements and Auditor Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's Report including Annexure to Board's Report, but does not include the financial statements and our auditor's report thereon. Our opinion on the 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 financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the 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.

Responsibilities 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 with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for



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

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

That Board of Directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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.



- 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.

Materiality is the magnitude of misstatements in the Standalone Financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone Financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Standalone Financial statements.

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.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the 'Annexure A', a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.



2. As required by Section 143(3) of the Act, based on our audit we report to the extent applicable that:
- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account.
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors as on 31st March, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) With respect to the adequacy of internal financial control over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in Annexure "B".
 - (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended: Provisions of section 197 of the Act are not applicable on the Company. Hence no comment has been offered under section 197 of the Act.
 - (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts; and
 - iii. There were no amount which required to be transferred, to the Investor Education and Protection Fund by the Company.
 - iv. (a) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from



borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;


(b) The management has represented, that, to the best of it's knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on such audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material mis-statement.

- v. No dividend have been declared or paid during the year by the company.

UDIN: 22415437BFXBIH8383

**Place of Signature: Bikaner
Date: 12th day OF December, 2022**

For Chhalani & Co.
Chartered Accountants

Pradeep Chhalani
Pradeep Chhalani
(Proprietor)
M.No. 415437
FRN: 019691C

The Annexure referred to in paragraph 1 of Our Report on "Other Legal and Regulatory Requirements".

We report that:

- (i) (a) (A) The company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment;
- (B) The Company does not have any intangible assets. Accordingly, clause 3(i)(a)(B) of the Order is not applicable to the Company.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Property, Plant and Equipment have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification;
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of all the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the company,
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets during the year. Accordingly, the reporting under Clause 3(i)(d) of the Order is not applicable to the Company.
- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made there under.
- (ii) (a) As explained to us & on the basis of the records examined by us, in our opinion, physical verification of inventory has been conducted at reasonable intervals by the management. In our opinion, the coverage



and procedure of such verification by the management is appropriate. No discrepancy of 10% or more in the aggregate for each class of inventory were noticed on physical verification of stocks by the management as compared to book records.

- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has been sanctioned overdraft & credit facility from banks or financial institutions on the basis of security of current assets, however there is no requirement of submission of any quarterly/monthly financials as per sectioning conditions, hence reporting under clause 3(ii)(b) of the Order is not applicable.
- (iii) According to the information and explanations given to us and on the basis of our examination of the records of the company, the company has not made investments in, nor provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, provisions of clause 3(iii)(a), 3(iii)(b), 3(iii)(c), 3(iii)(d), 3(iii)(e) and 3(iii)(f) of the Order are not applicable to the Company.
- (iv) According to the information and explanations given to us and on the basis of our examination of the records, in respect of loans, investments, guarantees, and security, provisions of section 185 and 186 of the Companies Act, 2013 have been complied with.
- (v) The company has not accepted any deposits or amounts which are deemed to be deposits covered under sections 73 to 76 of the Companies Act, 2013. Accordingly, clause 3(v) of the Order is not applicable.
- (vi) As per information & explanation given by the management, maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act.
- (vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the company, the company is generally regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities, though there has been a slight delay in a few cases, to the extent applicable to it.



In our opinion, and according to the information and explanation given to us there were no outstanding statutory dues as on 31st of March, 2022 for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to us and on the basis of our examination of the records of the company, there is no statutory dues referred to in sub-clause (a) that have not been deposited on account of any dispute and the forum where the dispute is pending are given below:-

Nature of Statue	Nature of dues	Period to which amount relates	Fourm where dispute is pending	Amount in Thousands
WBGST Act, 2017	GST	F.Y. 2019-20	GST Appeals, Joint Commissioner (State), Siliguri - Circle	47750.00

- (viii) According to the information and explanations given to us and on the basis of our examination of the records of the company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.
- (ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the company, the company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the company, the company has not been declared a wilful defaulter by any bank or financial institution or other lender;
- (c) According to the information and explanations given to us by the management, the Company has utilized the money obtained by way of term loans during the year for the purposes for which they were obtained.



- (d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short term basis have been used for long term purposes by the company.
- (e) The Company does not hold any investment in any subsidiary, associate or joint venture (as defined under the Act) during the year ended 31 March 2022. Accordingly, clause 3(ix)(e) is not applicable.
- (f) The Company does not hold any investment in any subsidiary, associate or joint venture (as defined under the Act) during the year ended 31 March 2022. Accordingly, clause 3(ix)(f) is not applicable.
- (x) The company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, clause 3(x)(a) of the Order is not applicable.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.
- (xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the company or any fraud on the company has been noticed or reported during the course of audit.
- (b) According to the information and explanations given to us, no report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government;
- (c) According to the information and explanations given to us by the management, no whistle-blower complaints had been received by the company
- (xii) The company is not a Nidhi Company. Accordingly, clause 3(xii)(a), 3(xii)(b) and 3(xii)(c) of the Order is not applicable.




- (xiii) In our opinion and according to the information and explanations given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, where applicable and the details have been disclosed in the financial statements, as required by the applicable accounting standards;
- (xiv) (a) In our opinion and based on our examination, the company does not require to have an internal audit system. Accordingly, clause 3(xiv)(a), of the Order is not applicable
- (b) Based on information and explanations provided to us, no internal audit had been conducted of the company. Accordingly, clause 3(xiv)(a), of the Order is not applicable
- (xv) In our opinion and according to the information and explanations given to us, the company has not entered into any non-cash transactions with directors or persons connected with him and hence, provisions of Section 192 of the Companies Act, 2013 are not applicable to the Company
- (xvi) (a) In our Opinion and based on our examination, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934). Accordingly, clause 3(xvi)(a) of the Order is not applicable.
- (b) In our Opinion and based on our examination, the Company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable. ,
- (c) In our Opinion and based on our examination, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
- (d) According to the information and explanations given by the management, the Group does not have any CIC as part of the Group.
- (xvii) Based on our examination, the company has not incurred cash losses in the financial year and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.



- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.
- (xx) Based on our examination, the provision of section 135 are not applicable on the company. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.
- (xxi) The company is not required to prepare Consolidate financial statement hence this clause is not applicable.

Place of Signature: Bikaner
Date: 12th Day of December, 2022

For Chhalani & Co.
Chartered Accountants

Pradeep Chhalani
(Proprietor)
M.No. 415437
FRN: 019691C

Report on Internal Financial Controls Over Financial Reporting

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 A K JAIN SALES & MARKETING PRIVATE LIMITED ("the Company") as of March 31, 2022 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. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

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



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

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

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

1. pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
2. provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
3. provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial

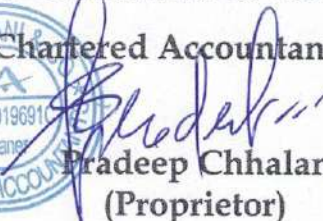



controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Place of Signature: Bikaner
Date: 12th Day of December, 2022

For Chhalani & Co.
Chartered Accountants

Pradeep Chhalani
(Proprietor)
M.No. 415437
FRN: 019691C



A K JAIN SALES & MARKETING PRIVATE LIMITED

NOTES & SIGNIFICANT ACCOUNTING POLICIES TO FINANCIAL STATEMENTS :

(Annexed to and forming part of Balance Sheet as at 31st March, 2022 and Profit & Loss Statement for the year ended on that date)

Notes 1 :-

(A) COMPANY INFORMATION

A K Jain Sales & Marketing Private Limited ("the Company") is a private limited company incorporated in India on 27th day of May, 2016 under the Companies Act, 2013 with registered office at Bothra House, Vinayak Nagar, Gangashahar, Bikaner - 334401, Rajasthan, IN. The Company is in the business of Import, Marketing and wholesale of Confectionery, Beverages, Electronic Items & Plastic Items.

The Scheme of amalgamation and arrangement between the Company and Banjara Farm House Pvt Ltd, Fetor Vintrade Pvt Ltd, Metrodeal Commercial Pvt Ltd, Purple Dealers Pvt Ltd, and Tycoon Vincom Pvt Ltd became effective on November 30, 2022. Upon implementation of the Scheme, Banjara Farm House Pvt Ltd, Fetor Vintrade Pvt Ltd, Metrodeal Commercial Pvt Ltd, Purple Dealers Pvt Ltd, and Tycoon Vincom Pvt Ltd, merged into the Company on a going concern basis.

(B) MERGER OF BANJARA FARM HOUSE PVT LTD, FETOR VINTRADE PVT LTD, METRODEAL COMMERCIAL PVT LTD, PURPLE DEALERS PVT LTD, AND TYCOON VINCOM PVT LTD (TRANSFEROR COMPANIES) WITH A K JAIN SALES & MARKETING PRIVATE LIMITED (TRANSFeree COMPANY)

Order dated 26th August, 2021 in CA (CAA) 100/KB/2021 under sub-section (1) of section 230 of the Act, the meeting of the shareholders and creditors of all the Applicant Companies for considering the Scheme of Amalgamation have been dispensed with in view of the consent affidavits received from all the shareholders and the creditors of the Applicant Companies.

The Company has received approval from National Company Law Tribunal ('NCLT'), Jaipur on Order Dated 30.11.2022. Furthermore, the Company has filed the certified copy of the NCLT order with the Registrar of Companies, Upon the Scheme becoming effective the Transferor Companies stood dissolved without being wound-up.

As a result of above scheme, Transferor Companies. contributed assets and liabilities to form a Joint arrangement with Transferee Company.



As per Indian Accounting Standards as prescribed under section 133 of the Companies Act, 2013, no specific accounting guidance is given in case of formation of a joint arrangement, hence, the Company had an option to either account for such business combination using 'Pooling of interest' method or adopt the 'fair value' method. Accordingly, all the assets, liabilities and reserves of Transferor Companies have been recorded at their carrying amounts and in the form in which they appeared in the financial statements as at the date of merger. The financial information in the financial statement in respect of prior periods are not restated as the business combination was not involving entities under common control.

On the date of Scheme becoming effective, the Company has combined assets, liabilities and components of other equity on line by line basis. Furthermore, the Company has recognised impact of alignment of accounting practices and estimates through General Reserve and through the Statement of profit and loss for the year ended March 31, 2022.

Notes 2 :- SIGNIFICANT ACCOUNTING POLICIES :

a) BASIS OF PREPARATIONS:-

The financial statements of the Company have been prepared in accordance with The Generally Accepted Accounting Principles in India (Indian GAAP) with the Accounting Standards specified under section 133 of the Companies Act, 2013 read with Rule 7 of the Companies Accounting Rules, 2014 and the relevant provision of the Companies Act, 2013 (the Act)

The accounting policies adopted in preparation of financial statements are consistent with those of previous year.

b) USE OF ESTIMATES :-

The preparation of the financial statements is in conformity with Generally Accepted Accounting Principles (GAAP) in India and requires management to make judgments, estimates and assumptions that affect the reported amounts of income and expenses of the period, assets and liabilities and disclosures relating to contingent liabilities as on the date of the financial statements. Although these estimates are based on management's best knowledge of current events and actions, uncertainty about these assumption and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liability in future periods.

c) REVENUE RECOGNITION :-

Revenue/Income and the costs/expenses are recognized to the extent that it is probable that the economic benefit will flow to the company and the revenue can be reliably measured.

Sale of goods is recognized at the time when significant risk is transferred to the customers.

Interest and Other Income are recognized on accrual basis.



d) TAXES ON INCOME:

Tax expenses comprising current tax, deferred tax and fringe benefit tax. Income Tax are computed using the tax effect accounting method, where taxes are accrued in the same period the related revenue and expenses arises. A provision is made for current tax based on tax liability computed in accordance with relevant tax rates & tax laws. Deferred tax assets and liabilities arising on account of timing differences, which are capable of reversal in subsequent periods, are recognized using tax rates and tax laws, which have been enacted or substantively enacted. Deferred tax assets are recognized only if there is reasonable certainty that they will be realized and are reviewed for the appropriateness of their respective carrying values at each Balance Sheet date.

e) PROPERTY, PLANT & EQUIPMENTS :

Property, Plant & Equipments are state at acquisition cost less accumulated depreciation. Cost includes inward freight, duties, taxes and incidental expenses related to acquisition and installation incurred up to the date of commissioning of assets.

f) DEPRECIATION ON FIXED ASSETS :

Depreciation on Fixed Assets is provided on written down value method based on the useful life of the assets as specified in Schedule II of the Companies Act, 2013. The management estimates the useful life of the assets as prescribed in Schedule II to the Companies Act, 2013.

Assets residual values and useful lives are reviewed at each financial year end considering the physical condition of the assets and benchmarking analysis or whenever there are indicators for review of residual value and useful life. Changes in the expected useful life of assets are treated as change in accounting estimates.

The gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in the Statement of Profit and Loss on the date of disposal or retirement.

g) VALUATION OF INVENTORIES :

The Company values its inventory at Cost or Net Realizable Value whichever is less. Net realizable value is the estimated selling price in the ordinary course of business, less estimated cost of completion and the estimated costs necessary to make the sale. Stock in trade is valued at lower of cost or net realizable value on a first-in-first-out (FIFO) basis.

h) BORROWING COST :

Borrowing Cost directly attributable to the acquisition of qualifying assets is capitalized as part of assets. Other borrowing costs are recognized as an expense in period in which they are incurred.



i) EARNING PER SHARE :

The earnings in ascertaining the company's EPS comprises the net profit after tax and includes the post tax effect of any extraordinary items. The number of shares used in computing basic EPS is the weighted average number of shares outstanding during the year.

j) PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS:

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of economic resources and a reliable estimate can be made of the amount of the obligation. These are reviewed at each balance sheet date and adjusted to reflect the current best estimate.

Contingent Assets are neither recognized nor disclosed in the financial statements.

Contingent Liabilities are disclosed in respect of possible obligations that arise from past events but their existence is confirmed by occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company.

- k) The financial statements have been prepared as per Division I of the Schedule III of the Companies Act, 2013. Previous year figures have been regrouped and reclassified, wherever required. Figures has been reported in Thousands.



A K JAIN SALES AND MARKETING PRIVATE LIMITED

Regd. Office -Bothra House, Vinayak Nagar, Gangashahar, Bikaner (Raj.) - 334401

CIN: U51909RJ2016PTC055074

BALANCE SHEET AS AT 31ST MARCH, 2022

(Rs In Thousands)

Particulars	Notes	Figure as at the end of Current Reporting Period 31.03.2022	Figure as at the end of Previous Reporting Period 31.03.2021
I. EQUITY AND LIABILITIES			
(1) Shareholder's Fund			
(a) Share Capital	3	92,995.00	15,100.00
(b) Reserves & Surplus	4	156,057.09	23,223.62
		249,052.09	38,323.62
(2) Non-current Liabilities			
(a) Long-Term Borrowings	5	23,505.95	26,803.10
		23,505.95	26,803.10
(3) Current Liabilities			
(a) Short-Term Borrowings	6	221,526.05	239,685.77
(b) Trade Payables	7	793,216.80	593,298.73
(Total outstanding dues of micro and small enterprises Rs. Nil)			
(c) Other Current Liabilities	8	63,501.49	45,239.67
(d) Short Term Provisions	9	4,500.40	2,311.21
		1,082,744.74	880,535.38
TOTAL		1,355,302.78	945,662.11
II. ASSETS			
(1) Non-Current Assets			
(a) Property, Plant & Equipments			
- Property, Plant & Equipments	10	10,518.59	9,166.80
(b) Non Current Investments	11	110,916.09	81,006.78
(c) Deferred Tax Asstes (Net)	12	852.91	584.93
(d) Other Non Current Assets	13	29,843.00	42,551.91
		152,130.58	133,310.42
(2) Current Assets			
(a) Inventories	14	419,089.30	341,857.67
(b) Trade Receivables	15	332,129.53	184,461.03
(c) Cash & Cash Equivalents	16	243,152.91	242,402.79
(d) Short-Term Loans & Advances	17	208,800.46	43,630.20
		1,203,172.20	812,351.69
TOTAL		1,355,302.78	945,662.11
Significant Accounting Policies	2		
Notes on Financial Statements	3-32		

The accompanying notes form an integral part of financial statements

As per our report of even date attached

For M/s A K Jain Sales & Marketing Private Limited

For Chhalani & Co.

Chartered Accountants

Firm Registration No. : 019691C

Pradeep Chhalani

Pradeep Chhalani

(Proprietor)

M.No. 415437

Date : 12th December, 2022

Place : Bikaner



Ashkan Bothra

Ashkaran Bothra [DIN: 06646553]

Kamal

Kamal Chand Bothra [06705112]

Directors

A K JAIN SALES AND MARKETING PRIVATE LIMITED

Regd. Office -Bothra House, Vinayak Nagar, Gangashahar, Bikaner (Raj.) - 334401

CIN: U51909RJ2016PTC055074

STATEMENT OF PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED ON 31ST MARCH, 2022

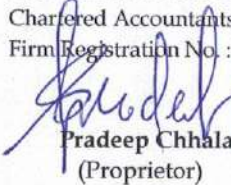
(Rs. In Thousands)

PARTICULARS	NOTES	31STMARCH, 2022	31STMARCH, 2021
INCOME			
Revenue From Operations	18	4,325,358.48	2,785,039.42
Other Income	19	27,863.74	20,939.00
Total Income		4,353,222.22	2,805,978.42
EXPENSES			
Purchase of Stock in Trade	20	3,909,127.76	2,452,962.47
Change in inventories of finished goods ,	21	(77,231.63)	(5,353.18)
Work in Progress and Stock-in-Trade		-	-
Employee benefit expenses	22	16,857.10	12,508.76
Finance Cost	23	15,402.77	10,432.52
Depreciation and amortization expenses	10	3,543.32	3,139.60
Other Expenses	24	444,603.15	304,186.31
Total Expenses		4,312,302.47	2,777,876.49
Profit/(Loss) before tax		40,919.74	28,101.93
Tax Expenses:			
Current Tax		10,562.43	7,411.21
Deferred Tax		(267.97)	(338.52)
Profit (Loss) after Tax		30,625.29	21,029.23
Earnings per equity share:			
Basic & Diluted (EPS) (Face Value of Rs. 10/- each)	25	20.28	13.93
Significant Accounting Policies	2		
Notes on Financial Statements	3-32		

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

For Chhalani & Co.

Chartered Accountants
Firm Registration No. : 019691C


Pradeep Chhalani
(Proprietor)

M.No. 415437

Date : 12th December, 2022

Place : Bikaner



For M/s A K Jain Sales & Marketing Private Limited



Ashkaran Bothra [DIN: 06646553]



Kamal Chand Bothra [06705112]

Directors

A K JAIN SALES AND MARKETING PRIVATE LIMITED

Regd. Office -Bothra House, Vinayak Nagar, Gangashahar, Bikaner (Raj.) - 334401

CIN: U51909RJ2016PTC055074

Cash Flow Statement For The Year Ended 31st March, 2022

Particulars	31st March, 2022 (Rs. In Thousands)	31st March, 2021 (Rs. In Thousands)
(A) Cash Flow From Operating Activities		
Profit Before Taxation and exception Items as per P&L Account	40,919.74	28,101.93
Adjustments for:		
Depreciation	3,543.32	3,139.60
Interest Expenses	14,521.88	10,432.52
Interest Income	(23,639.74)	(19,627.30)
Operating Cash Profit before Working Capital Changes	35,345.21	22,046.75
Working Capital Changes:		
(Increase) / Decrease in Trade Receivables	(147,668.50)	(23,622.56)
(Increase) / (Decrease) in Inventories	(77,231.63)	(5,353.18)
(Increase) / Decrease in Short Term Loans & Advances	(165,170.26)	11,527.86
(Increase) / Decrease in Long Term Loans & Advances	12,708.91	(30,967.66)
Increase / (Decrease) in Trade Payables	199,918.07	(10,874.43)
Increase / (Decrease) in Other Current Liabilities	18,261.81	26,608.23
Cash Generated from Operations	(123,836.38)	(10,634.99)
Direct Tax Paid	8,811.21	6,561.01
Net cash from operating activities (A)	(132,647.60)	(17,196.00)
(B) Cash flows from Investing Activities		
Acquisition of Fixed Assets, including CWIP and Capital Advances	(6,687.19)	(4,024.67)
Acquisition of Property & Investments (Net of Sale)	(29,909.31)	(65,074.27)
Interest Income	23,639.74	19,627.30
Disposal of Fixed Assets	1,792.09	-
Net cash used in investing activities (B)	(11,164.68)	(49,471.63)
(C) Cash flows from Financing Activities		
Effect of Amlgamation Scheme of Arrangements	180,541.15	-
(Share Capital+Reserve+Provision for Tax) of Transferor Companies		
Proceeds from Short-term borrowings (Net of Payments)	(18,159.72)	156,652.31
Proceeds from long-term borrowings	(3,297.15)	638.21
Interest Paid	(14,521.88)	(10,432.52)
Net cash used in financing activities (C)	144,562.40	146,858.00
Net increase in cash and cash equivalents (A+B+C)	750.12	80,190.38
Add: Cash and cash equivalents at beginning of period	242,402.79	162,212.41
Cash and cash equivalents at end of period	243,152.91	242,402.79

The accompanying notes form an intergral part of financial statements

As per our report of even date attached

For M/s A K Jain Sales & Marketing Private Limited

For Chhalani & Co.

Chartered Accountants

Firm Registration No. : 019691C

Pradeep Chhalani
Pradeep Chhalani
(Proprietor)



Ashkaran Bothra

Ashkaran Bothra [DIN: 06646553]

Kamal

Kamal Chand Bothra [06705112]

Directors

M.No. 415437

Date : 12th December, 2022

Place : Bikaner

A K JAIN SALES AND MARKETING PRIVATE LIMITED

Regd. Office -Bothra House, Vinayak Nagar, Gangashahar, Bikaner (Raj.) - 334401

CIN: U51909RJ2016PTC055074

	Components of Cash and Cash Equivalents	31st March, 2022 (Rs. In Thousands)	31st March, 2021 (Rs. In Thousands)
	Cash in hand	2,125.95	2,637.51
	Balance with banks	42,530.84	28,040.51
	FDR with Bank	198,496.12	211,724.76
	Total	243,152.91	242,402.79

The accompanying notes form an integral part of financial statements

As per our report of even date attached

For M/s A K Jain Sales & Marketing Private Limited

For Chhalani & Co.

Chartered Accountants

Firm Registration No. : 019691C

Pradeep Chhalani
(Proprietor)

M.No. 415437

Date : 12th December, 2022

Place : Bikaner



Ashkaran Bothra

Ashkaran Bothra [DIN: 06646553]

Kamal

Kamal Chand Bothra [06705112]

Directors

A K JAIN SALES AND MARKETING PRIVATE LIMITED

Notes to the financial statements for the year ended March 31st, 2022

Note 3:-

Share Capital	31st March, 2022		31st March, 2021	
	No. of Shares	Rs. In Thousands	No. of Shares	Rs. In Thousands
Authorised Share Capital				
Equity Shares of Rs. 10/- each with Voting Right	5,000,000	50,000.00	5,000,000	50,000.00
	5,000,000	50,000.00	5,000,000	50,000.00
Issued, Subscribed & Paid Up Capital				
Equity Shares of Rs. 10/- each with Voting Right	1,510,000	15,100.00	1,510,000	15,100.00
Share Suspense Account	-	77,895.00	-	-
Refer note (a) to (f) below	1,510,000	92,995.00	1,510,000	15,100.00

(a) Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period

PARTICULARS	31ST MARCH, 2022		31ST MARCH, 2021	
	No. of Shares	Rs. In Thousands	No. of Shares	Rs. In Thousands
At the beginning of the year	1,510,000	15,100.00	10,000	100.00
Add: Share issued during the year	-	-	1,500,000	15,000.00
Outstanding at the end of the year	1,510,000	15,100.00	1,510,000	15,100.00

(b) Details of shareholders holding more than 5% partly paid up shares in the company

PARTICULARS	31ST MARCH, 2022		31ST MARCH, 2021	
	No. of Shares	% of Holding	No. of Shares	% of Holding
Equity Shares				
Ashkaran Bothra	755000	50.00%	755000	50.00%
Kamal Chand Bothra	755000	50.00%	755000	50.00%

(c) Rights, preferences and restrictions attached to shares

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

(d) Aggregate number of bonus shares issued and shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date.

The company has not been any buy back of shares since date of the Company. However details of Bonus Share issues as under:

Particulars	As at 31 March, 2022	As at 31 March, 2021	As at 31 March, 2020	As at 31 March, 2019	As at 31 March, 2018
	Rs. In Thousands	Rs. In Thousands	Rs. In Thousands	Rs. In Thousands	Rs. In Thousands
Aggregate number and class of shares allotted as fully paid-up by way of bonus shares (15,00,000 Equity Shares)		15,000.00			

(e) The company has not reserved any shares for issue under options and contracts / commitments for the sale of shares/ disinvestment.



A K JAIN SALES AND MARKETING PRIVATE LIMITED

Notes to the financial statements for the year ended March 31st, 2022

(f) Company's Shareholding of Promoters as below :

As at 31st March, 2022

Shares held by promoters at the end of the year				% Change during the year
S.No	Promoter name	No. of Shares	%of total shares	
1	Ashkaran Bothra	755,000	50.00	
2	Kamal Chand Bothra	755,000	50.00	-
Total		1,510,000	100.00	-

As at 31st March, 2021

Shares held by promoters at the end of the year				% Change during the year
S.No	Promoter name	No. of Shares	%of total shares	
1	Ashkaran Bothra	755,000	50.00	-
2	Kamal Chand Bothra	755,000	50.00	-
Total		1,510,000	100.00	-

Note 4:-

Reserve & Surplus	31st March, 2022 (Rs. In Thousands)	31st March, 2021 (Rs. In Thousands)
<u>Surplus/(Deficit) in the statement of Profit and Loss</u>		
Opening Balance of Profit & Loss A/c	23,223.62	17,194.39
Add : Surplus/Deficit during the year	30,625.29	21,029.23
Add : Amalgamation Adjustment Reserve Account	101,418.29	
Add : Amalgamation P/L	789.89	
Less: Bonus Share issued during the year	-	(15,000.00)
Total	156,057.09	23,223.62

Note 5:-

Long Term Borrowings	31st March, 2022 (Rs. In Thousands)	31st March, 2021 (Rs. In Thousands)
(A) Secured		
- Term Loans:		
Term Loan From Kotak Mahindra Bank Ltd. (0081)	16,028.43	21,503.10
Term Loan From Kotak Mahindra Bank Ltd. (0060)	4,500.81	5,300.00
Car Loan From ICICI (0730)	2,976.71	-
	23,505.95	26,803.10

Nature of Security and Terms of Repayment

Particulars	31st March, 2022 (Rs. In Thousands)	31st March, 2021 (Rs. In Thousands)
(A) Secured		
- Term Loans:		
Term Loan From Kotak Mahindra Bank Ltd. (0081)	16,028.43	21,503.10
Secured by: First Charge over Current Assets & immovable property held as Non Current Investment & Personal Guarantee & collateral of Directors. Terms of Repayment: 84 Installments from April 2019, and ends on March, 2026		
Term Loan From Kotak Mahindra Bank Ltd. (0060)	4,500.81	5,300,000
Secured by: First Charge over Current Assets & immovable property held as Non Current Investment & Personal Guarantee & collateral of Directors. Terms of Repayment: 36 Installments from October 2021, and ends on September, 2024		
Car Loan From ICICI (0730)	2,976.71	-
Secured by: First Charge over Car held as Property, Plant & Equipments Terms of Repayment: 36 Installments from October 2021, and ends on September, 2024		



A K JAIN SALES AND MARKETING PRIVATE LIMITED

Notes to the financial statements for the year ended March 31st, 2022

Loans Gauranted by Directors

Particulars	31st March, 2022 (Rs. In Thousands)	31st March, 2021 (Rs. In Thousands)
- Loans Repayable on Demand: Exposure with Kotak Mahindra Bank Ltd.		
Secured by: Facility is secured by Personal Guarantee of Director of the Company	20,529,237	26,803,101

Note 6:-

Short Term Borrowings	31st March, 2022 (Rs. In Thousands)	31st March, 2021 (Rs. In Thousands)
(A) Secured		
- Loans Repayable on Demand:		
- Exposure from Kotak Mahindra Bank Ltd.		
(a) OD with Kotak (9156)	18,705.47	17,485.53
(b) Buyer's Credit Limit	43,181.12	58,452.09
	61,886.59	75,937.62
- Exposure with ICICI Bank Ltd.		
(a) OD with ICICI (6142)	24,003.10	92,781.70
(b) Forex OD with ICICI (0022)	22,122.00	-
(c) Forex OD with ICICI (0023)	29,653.00	-
(d) OD with ICICI Bank Ltd. (6328)	48,324.62	-
	124,102.72	92,781.70
Secured Total	185,989.31	168,719.32
(A) Unsecured		
(a) Loans Repayable on Demand:		
- Inter Corporate Loans	11,038.97	54,636.50
(b) Loan From Directors	24,497.78	16,329.95
Unsecured Total	35,536.75	70,966.45
Total	221,526.05	239,685.77

Nature of Security and Terms of Repayment

Particulars	31st March, 2022 (Rs. In Thousands)	31st March, 2021 (Rs. In Thousands)
(A) Secured		
- Loans Repayable on Demand:		
Exposure with Kotak Mahindra Bank Ltd.	61,886,588	75,937,619
Secured by: 1. Facility is secured by First Charges over Current Assets of the Company. 2. Personal Guarantee of Directors & their relatives of the Company. 3. Equitable Mortgage of Immovable Property in name of A.K. Jain Sales & Marketing P Ltd. And Directors (As covered in Sanction Letter) 4. FDR of Rs. 17 Lakhs		
Terms of Repayment: Repayable on Demand		
Exposure with ICICI Bank Ltd.	124,102,717	92,781,705
OD & Forex OD Limit from ICICI Bank Ltd.		
Secured by: 1. OD limit is secured by First Charges over Current Assets of the Company. 2. Personal Guarantee of Directors of the Company. 3. FDR of Rs. 110 milion in name of AK Jain Sales & Marketing P Ltd. 4. Equitable Mortgage of Immovable Property in name of A.K. Jain Sales & Marketing P Ltd. (As covered in Sanction Letter)		
Terms of Repayment: Repayable on Demand		



A K JAIN SALES AND MARKETING PRIVATE LIMITED

Notes to the financial statements for the year ended March 31st, 2022

Loans Gauranted by Directors

Particulars	31st March, 2022 (Rs. In Thousands)	31st March, 2021 (Rs. In Thousands)
- Loans Repayable on Demand:		
Exposure with Kotak Mahindra Bank Ltd.	61,886.59	75,937,618.60
Secured by: Facility is secured by Personal Guarantee of Director of the Company		
Exposure with ICICI Bank Ltd.	75,778,096	92,781,705
Secured by: Facility is secured by Personal Guarantee of Director of the Company		

Note 7:-

Trade Payables	31st March, 2022 (Rs. In Thousands)	31st March, 2021 (Rs. In Thousands)
Trade Payables		
Due to micro, small & medieum enterprises	-	-
Others	793,216.80	593,298.73
	<u>793,216.80</u>	<u>593,298.73</u>

Trade Payables due for payment ageing schedule as at 31st March, 2022

(Rs. In Thousands)

Particulars	Outstanding for following periods from due date of payment#				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-
(ii) Others	791,351.01	465.86	124.68	1,275.25	793,216.80
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

Trade Payables due for payment ageing schedule as at 31st March, 2021

(Rs. In Thousands)

Particulars	Outstanding for following periods from due date of payment#				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-
(ii) Others	591,898.85	124.63	1,275.25	-	593,298.73
(iii) Disputed dues - MSME	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-

Note 8:-

Other Current Liabilities	31st March, 2022 (Rs. In Thousands)	31st March, 2021 (Rs. In Thousands)
Other Payable		
(a) Statutory Remittances	5,369.82	5,000.99
(b) Advance from Customers	53,062.37	36,805.70
(c) Security Deposit from Customer	2,832.00	2,732.00
(d) Employee Related Liability	54.87	
(e) Other Payable	2,182.43	700.98
	<u>63,501.49</u>	<u>45,239.67</u>

Note 9:-

Short Term Provision	31st March, 2022 (Rs. In Thousands)	31st March, 2021 (Rs. In Thousands)
Provision for Taxes	4,500.40	2,311.21
Total	<u>4,500.40</u>	<u>2,311.21</u>



A K JAIN SALES AND MARKETING PRIVATE LIMITED

Notes to the financial statements for the year ended March 31st, 2022

Note 10:- Property, Plant & Equipments

		Gross Block					Depreciation				Net Block	
S.N	Description Of Assets	Opening Balance as on 1st April, 2021	Addition	Deduction	Total as on 31st march, 2022	Opening Balance as on 1st April, 2021	Charged during the year	Deletion / Adjustments	Total as on 31st march, 2022	As on 31st March, 2022	As on 31st March, 2021	
Tangible Assets												
1	Laptop & Computer	1,313.53	312.14	-	1,625.66	844.20	358.95	-	1,203.15	422.51	469.32	
2	Printer	68.57	9.32	-	77.89	52.45	10.25	-	62.69	15.20	16.12	
3	Motor Cycle	455.61	-	-	455.61	247.09	52.36	-	299.44	156.17	208.52	
4	Office Equipments & Fittings	1,080.55	489.90	-	1,570.46	387.39	222.60	-	610.00	960.46	693.16	
5	Van	680.76	-	-	680.76	523.58	49.09	-	572.67	108.09	157.18	
6	Furniture & Fixture	2,674.47	99.17	-	2,773.64	711.30	526.16	-	1,237.47	1,536.17	1,963.17	
7	Motor Car	7,592.33	5,437.67	1,792.09	11,237.92	3,071.93	1,982.87	-	5,054.80	6,183.12	4,520.40	
8	Mobile	240.71	-	-	240.71	39.53	51.85	-	91.38	149.34	201.19	
9	E Rikshaw	1,323.05	-	-	1,323.05	413.19	284.15	-	697.34	625.71	909.86	
10	Refrigerators	32.37	-	-	32.37	4.50	5.05	-	9.54	22.83	27.88	
Grand Total		15,461.96	6,348.20	1,792.09	20,018.07	6,295.15	3,543.32	-	9,838.47	10,179.60	9,166.80	
Previous Year		11,437.29	4,024.67	-	15,461.96	3,155.55	3,139.60	-	6,295.15	9,166.80	8,281.74	

Capital Work in Progress

1	Office Equipments (Under Installation)	-	338.99	-	338.99	-	-	-	-	338.99	-
Grand Total		15,461.96	6,687.19	1,792.09	20,357.06	6,295.15	3,543.32	-	9,838.47	10,518.59	9,166.80



A K JAIN SALES AND MARKETING PRIVATE LIMITED

Notes to the financial statements for the year ended March 31st, 2022

Note 11:-

Non-Current Investments	31st March, 2022 (Rs. In Thousands)	31st March, 2021 (Rs. In Thousands)
- Investment in Property	84,416.16	81,006.78
- Investments in Mutual Fund (Market Value as on 31.03.2022 Rs. 1499.92 (Rs. In Thousands))	1,499.93	-
- Investments in Unquoted Investment (25000 Equity Shares of Torero Corporation Pvt Ltd)	5,000.00	-
- Investments in Partnership Firm (refer footnote 1)	20,000.00	-
	110,916.09	81,006.78

Details of Investment in Partnership Firm	31st March, 2022	31st March, 2021
Footnote - 1		
S.No.	Name of Firm	% Share in P&L
1	Neev Commercials	19%
Balance with Firm		
- As Partner's Capital A/c	20,000.00	-
	20,000.00	-

Note 12:-

Deferred Tax Assets (Net)	31st March, 2022 (Rs. In Thousands)	31st March, 2021 (Rs. In Thousands)
- on account of Depreciation	852.91	584.93
	852.91	584.93

Note 13:-

Other Non Current Assets	31st March, 2022 (Rs. In Thousands)	31st March, 2021 (Rs. In Thousands)
Security Deposits	29,843.00	42,551.91
	29,843.00	42,551.91

Note 14:-

Inventories	31st March, 2022 (Rs. In Thousands)	31st March, 2021 (Rs. In Thousands)
Stock in Trade (Goods acquired for trading)	419,089.30	341,857.67
	419,089.30	341,857.67

Note 15:-

Trade Receivables -	31st March, 2022 (Rs. In Thousands)	31st March, 2021 (Rs. In Thousands)
(Unsecured, considered goods unless otherwise stated)		
Outstanding for more than six months from the date they were due for payment	22,855.26	21,116.77
Other Trade Receivables	309,274.28	163,344.26
	332,129.53	184,461.03



A K JAIN SALES AND MARKETING PRIVATE LIMITED

Notes to the financial statements for the year ended March 31st, 2022

Trade Receivables ageing schedule as at 31st March, 2022.						(Rs. In Thousands)
Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	more than 3 years	
(i) Undisputed Trade receivables -						
- considered good	309,274.28	3,773.13	9,020.36	9,960.92	100.86	332,129.53
- considered doubtful	-	-	-	-	-	-
(ii) Disputed Trade receivables -						
- considered good						
- considered doubtful						

Trade Receivables ageing schedule as at 31st March, 2021.						(Rs. In Thousands)
Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	more than 3 years	
(i) Undisputed Trade receivables -						
- considered good	163,344.26	4,408.79	15,482.64	1,158.14	67.20	184,461.03
- considered doubtful	-	-	-	-	-	-
(ii) Disputed Trade receivables -						
- considered good						
- considered doubtful						

Note 16:-

Cash & Cash Equivalents	31st March, 2022 (Rs. In Thousands)	31st March, 2021 (Rs. In Thousands)
(a) Balances with Banks	42,530.84	28,040.51
(b) Cash in Hand	2,125.95	2,637.51
(c) Others		
- Fixed Deposits (refer note below)	198,496.12	211,724.76
	243,152.91	242,402.79

Note - FDR with ICICI Bank of Rs. 1100.00 Lakhs have been pledged against loan facility from ICICI and FDR with AXIS Bank Ltd. of Rs. 300.00 Lakhs have been pledged against Loan of Hygen Beverages P Ltd & FDR with Kotak Mahindra Bank Ltd. 17.00 Lakhs have been pledged against Loan Facility.

Note 17:-

Short Term Loans & Advances	31st March, 2022 (Rs. In Thousands)	31st March, 2021 (Rs. In Thousands)
Unsecured Advances: Considered Good		
Other Loans & Advances		
(a) Advance to Supplier/Contractor	14,581.30	35.58
(b) Balances with Government Authorities (refer note1 below)	57,404.21	35,219.96
(c) Prepaid Expenses & Accrued Income	1,187.31	803.67
(d) Advances to Employee	35.00	27.12
(e) Other Advances belongings to -		
- Transfree Company	8,750.00	7,543.87
- Transferor Company (refer note2 below)	126,842.64	
	208,800.45	43,630.20

Note - 1. Balance with Govt. Authority includes excess payment of IGST Rs. 3390080/- for F.Y. 2020-21 for custom clearance of Goods and identified refundable.

2. Advances given by transferor companies incorporated in Balance sheet of transfree company pursuant to scheme of amalgamation.



A K JAIN SALES AND MARKETING PRIVATE LIMITED

Notes to the financial statements for the year ended March 31st, 2022

Note 18 :-

Revenue From Operation	31st March, 2022 (Rs. In Thousands)	31st March, 2021 (Rs. In Thousands)
Sale of Traded Goods		
- Confectionery & Beverages	3,504,646.43	2,239,790.20
- Inter Branch Transfer (Confectionery & Beverages)	282,044.24	171,399.68
- Electronics Goods & Accessories	529,829.08	359,464.24
- Inter Branch Transfer (Electronic goods & Accessories)	-	8,565.51
Total Sales of Traded Goods	4,316,519.75	2,779,219.63
Sales of Services		
- Commission Income From Main Operation Activity	8,486.26	5,268.88
	4,325,006.02	2,784,488.51
Other Operating Revenues		
- Incentive & Discount	352.46	550.91
	352.46	550.91
Total	4,325,358.48	2,785,039.42

Note 19 :-

Other Income	31st March, 2022 (Rs. In Thousands)	31st March, 2021 (Rs. In Thousands)
Interest Income		
- Other Interest Income	23,639.74	19,627.30
Other Non Operatine Income		
- Commission (refer note below)	1,317.64	1,011.69
- Rent Income	2,400.00	300.00
- Profit on Sale of Car	207.91	-
- Profit on Sale of Plot	298.46	-
Total	27,863.74	20,939.00

Note 20 :-

Purchase of Stock in Trade	31st March, 2022 (Rs. In Thousands)	31st March, 2021 (Rs. In Thousands)
Purchases of Stock in Trade		
- Confectionery & Beverages	3,079,837.12	1,843,975.09
- Electronics Goods & Accessories	527,019.36	391,225.28
- Commission on Purchases	10,146.79	30,335.79
- Clearing & Forwarding Charges	10,080.24	7,461.14
Inter Branch Transfer		
- Confectionery & Beverages	282,044.24	171,399.68
- Electronics Goods & Accessories	-	8,565.51
Total	3,909,127.76	2,452,962.47



A K JAIN SALES AND MARKETING PRIVATE LIMITED

Notes to the financial statements for the year ended March 31st, 2022

Note 21 :-

Change in Inventories	31st March, 2022 (Rs. In Thousands)	31st March, 2021 (Rs. In Thousands)
Inventory at the End of the Year		
- Confectionery & Beverages	370,326.43	302,408.90
- Electronics Goods & Accessories	48,762.87	39,448.78
Inventory at the Beginning of the Year		
- Confectionery & Beverages	302,408.90	336,504.49
- Electronics Goods & Accessories	39,448.78	-
(Increase)/Decrease in Inventories Total	(77,231.63)	(5,353.18)

Note 22 :-

Employee Benefit Expenses	31st March, 2022 (Rs. In Thousands)	31st March, 2021 (Rs. In Thousands)
- Salaries & Wages	14,483.23	10,094.54
- Director Remuneration	1,500.00	1,200.00
- Bonus to Staff	533.10	455.96
- Staff Welfare Expenses	340.78	758.26
Total	16,857.10	12,508.76

Note 23 :-

Finance Costs	31st March, 2022 (Rs. In Thousands)	31st March, 2021 (Rs. In Thousands)
(a) Interest Expenses on:		
- Bank Borrowings	11,069.90	8,143.70
- Unsecured Loan	3,451.99	2,288.82
(b) Other Borrowing Cost		
- Loan Processing Charges	880.88	-
Total	15,402.77	10,432.52



A K JAIN SALES AND MARKETING PRIVATE LIMITED

Notes to the financial statements for the year ended March 31st, 2022

Note 24 :-

Other Expenses	31st March, 2022 (Rs. In Thousands)	31st March, 2021 (Rs. In Thousands)
- Advertisemnet	50.40	15,248.39
- Bad Debts	4,073.27	2,853.69
- Bank Charges	2,789.64	4,112.30
- Carriage Outward	321,059.23	180,376.91
- Commission Charges	26,159.79	17,660.57
- Consumables	95.90	-
- Conveyance Expenses	574.68	537.76
- Customer Meet & Programme Expenses	3,546.40	2,280.00
- General Expenses & Office Expenses	890.36	940.83
- Insurance	428.72	229.43
- Interest Expenses	166.83	245.83
- Late Filing Fees & GST Reversal	20.48	15.49
- Legal, Registration Fees & ROC Filing	48.10	971.07
- Loading & Unloading Charges	50,597.75	43,813.66
- Loss on Accident	491.63	-
- Membership Fees	-	55.00
- Mess Expenses & Refreshment	532.70	726.54
- Payment to Auditors		
(a) Statutory Audit	200.00	150.00
(b) Taxation Matter	50.00	50.00
- Pest Control Charges	675.99	1,347.61
- Psotage & Courier	34.73	17.51
- Printing and Stationary	164.80	299.87
- Professional Fees	939.10	-
- Professional Tax	2.50	5.00
- Rent	23,415.88	26,137.25
- Repair & Maintenance	747.18	629.98
- Repair & Maintenance (Building)	71.14	379.82
- Sales Promotion Expenses	3,009.29	3,164.01
- Software Expenses	78.12	228.43
- Telephone & Mobile Expenses	127.17	120.63
- Travelling Expenses	3,145.42	1,319.74
- Utility Expenses	415.94	268.99
Total	444,603.15	304,186.31

Note 25 :-

Earning Per Share	31st March, 2022 (Rs. In Thousands)	31st March, 2021 (Rs. In Thousands)
i) Net Profit after tax as per Statement of P&L	30,625.29	21,029.23
ii) Weighted Average number of equity shares used	1,510,000.00	1,510,000.00
iii) Earnings per share (Basic & Diluted) (Rs.)	20.28	13.93
iv) Face Value per equity share (Rs.)	10.00	10.00



A K JAIN SALES & MARKETING PRIVATE LIMITED

Notes to the financial statements for the year ended March 31st, 2022

Notes 26 :- The following transaction in foreign currency:

(Rs. in Thousands)

Particulars	Year Ended 31 st March, 2022	Year Ended 31 st March, 2021
Earnings in Foreign Currency	1,317.64	1,011.69
Expenditure in Foreign Currency	919,658.45	876,755.64
C.I.F. of Imports	919,658.45	876,755.64

Notes 27: - Dues to Micro, Small Scale Business Industries:

The company has not entered with any type of transactions with the entities covered under the Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosures relating to amounts unpaid as at the yearend together with interest paid / payable under this act have not been given.

Notes 28:- Segment Reporting

Company is engaged in Trading & Agency business (with no distinct risk & activity) and there is no separate reportable segment as required under "Accounting Standard - 17" as notified by the Companies Accounting Standard (Rules) 2006.

Notes 29:- Contingent Liabilities:

Contingent Liabilities and Claims against the Company (to the extent not provided for and as certified by the management)

S.No.	Particulars	Year Ended 31 st March, 2022	Year Ended 31 st March, 2021
1	Disputed GST along with interest and penalty (Total Demand of Rs. 52,681,234 Less Amount Deposited for appeal proceeding Rs. 4,931,654)	47,749.58	47,749.58



A K JAIN SALES & MARKETING PRIVATE LIMITED

Notes to the financial statements for the year ended March 31st, 2022

Notes 30:- Related Party Disclosure

Following information regarding related parties has been determined on the basis of criteria specified in AS - 18

(A) Key Managerial Personnel

1. Ashkaran Bothra (Director)
2. Kamal Chand Bothra (Director)

(B) Related parties with whom transaction have taken place during the year

(i) Relatives of Key Managerial Personnel

1. Jayshree Bothra

(ii) Entities over which key managerial personnel or their relatives exercises significant influence

1. Jain International
2. The PBIL Food Trade
3. Binayak Commercial
5. HDKK Trade India LLP

(C) Details of Transaction with related parties

(i) Details of Payment to Related Party

S.No.	Name of Party	Nature of Transaction	(Rs. in Thousands)	
			March, 2022	March, 2021
1	Ashkaran Bothra	Director Salary	1,500.00	1,200.00
2	Jayshree Bothra	Rent	240.00	240.00
3	Jain International	Purchases & Labour Work	-	137,304.87
4	Jain International	Rent	7342.28	10,800.00
5	Binayak Commercial	Rent	600.00	900.00
6	Jain International	Advance Payment for Property Purchase/Purchase	43,874.57	43,874.57
7	HDKK Trade India LLP	Purchase	1544.19	-



A K JAIN SALES & MARKETING PRIVATE LIMITED

Notes to the financial statements for the year ended March 31st, 2022

(ii) Details of Sales to Related Party

S.No.	Name of Party	Nature of Transaction	Amount	
			March, 2022	March, 2021
1	Jain International	Sales	-	230.80
2	The PBIL Food Trade	Sales	2,066.40	404.00
3	HDKK Trade India LLP	Sales	168,669.33	-

(iii) Details of Loan/Advances Taken and Given to related party

(Rs. in Thousands)

S.No.	Name of Party	Loan/Advance	Amount Taken/Given		Repaid		Outstanding	
			March, 2022	March, 2021	March, 2022	March, 2021	March, 2022	March, 2021
1	Kamal Chand Bothra	Loan	12,400.00	-	-	-	13400.00	1,000.00
2	Ashkaran Bothra	Loan	17,500.00	23,929.52	21732.17	8,650.00	11097.78	15,329.95
3	Jain International	Security Deposit		4,450.00	4450.00	-	-	4,450.00
4	Binayak Commercial	Security Deposit		10,925.16	10,925.16	-	-	10,925.16
5	Jain International	Advance		446.04	446.04	-	-	446.04



A K JAIN SALES & MARKETING PRIVATE LIMITED

Notes to the financial statements for the year ended March 31st, 2022

Notes 31:- Other Disclosure Requirement in Schedule III

- a. The company does not have any transaction with the companies struck off under Section 248 of the Companies Act 2013 or section 560 of the Companies Act 1956 during the year ended March 31st, 2022 and March 31st, 2021.
- b. Details of Pending Registration of charges or satisfaction with Registrar of Companies:-

Particulars	(Rs. in Thousands)	
	March, 2022	March, 2021
- Car Loan From ICICI Bank Ltd. (0730)	2976.71	-
(a) Charge - Hyp. of Car		
(b) Registrar - ROC (Rajasthan)		
(c) Period of Delay - 1 Months		
(d) Reason for Delay - Bank has not provided Hyp. Agreement.		

Period of Delay has been taken from End of Month of Sanction of Loan up to 31st March, 2022.

- c. The company has not invested or traded in crypto currency or virtual currency during the year ended March 31st, 2022 and March 31st, 2021.
- d. The Company has borrowed funds in form of OD Limit & Fund & non fund based limit from banks or financial institution on the basis of hypothecation of current assets during the year ended March 31st, 2022 & 2021 but there is no requirement for submission of any stock or book debts statement in the facility undertaken.
- e. No proceedings have been initiated on or are pending against the company for holding Benami property under the Prohibition of Benami Property Transaction Act 1988 (as amended in 2016) (formally the Benami Transactions (Prohibition) Act 1988 (45 of 1988) and Rules made there under during the year ended March 31st, 2022 and March 31st, 2021.
- f. The company has not been declared a willful defaulter by any bank or financial institution or government or any government authorities during the year ended March 31st, 2022 and March 31st, 2021.
- g. The Scheme of arrangements of amalgamation has been approved by the NCLT vide it's order Dated 30.11.2022 in terms of Section 230 to 237 of the Companies Act, 2013 and the Company has disclosed effect of such scheme of Arrangements in the books of account of the Company in accordance with the Scheme and the same is in accordance with accounting standard.
- h. During the year ended March 31st, 2022 and March 31st, 2021, the company has not surrendered or disclosed as income any transactions not recorded in the books of accounts in the course of tax assessments under the Income Tax Act, 1961 (such as search or survey or any other relevant provisions of the Income Tax Act 1961).



A K JAIN SALES & MARKETING PRIVATE LIMITED

Notes to the financial statements for the year ended March 31st, 2022

- i. During the year ended March 31st, 2022 and March 31st, 2021, the company has not advanced or loaned or invested funds (either borrowed funds or the share premium or kind of funds) to any other person or entities, including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the intermediary shall:
 - i. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (ultimate beneficiaries) or
 - ii. provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.
- j. During the year ended 31st, 2022 and March 31st, 2021, the company has not received any funds from any persons or entities including foreign entities (Funding party) with the understanding (whether recorded in writing or otherwise) that the company shall :
 - i. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or
 - ii. provide any guarantee, security or the like on behalf of the ultimate beneficiaries.



A K JAIN SALES AND MARKETING PRIVATE LIMITED

Notes to the financial statements for the year ended March 31st, 2022

Note 32: Additional Regulatory Information

Ratios Analysis

Particulars	Numerator	Denominator	Current Period	Previous Period	% variance	Reason for variance
Current Ratio (in times)	Current assets	Current Liabilities	1.11	0.92	20%	-
Debt-Equity Ratio (in times)	Total Debt	Total equity	0.98	6.95	-86%	Retained Profit increased the equity, hence company getting stable in comparison to debt.
Debt service coverage ratio (in times)	Earning for Debt service=Net Profit before Taxes+Non cash operating expenses+interest	Debt service=Interest Payments+Principal repayments	N.A.	N.A.	-	Company is having only Car Loan and COVID Extension Loan which is small proportion of total loan.
Return on equity ratio (in %)	Net Profits after taxes	Average total equity	21.31	75.62	-72%	Increase in Equity of Company after Scheme of amalgamation.
Inventory Turnover Ratio (in times)	Cost of goods sold OR Revenue from operations	Average Inventory	10.07	17.32	-42%	Company has increased it's inventory movement period so turnover increased hence ratio improved.
Trade receivables turnover ratio (in times)	Net Credit Sales	Average Trade receivables	16.71	38.63	-57%	Company improved it's collection cycle period and also increase in turnover also reduced the ratio.
Trade payables turnover ratio (in times)	Net Credit Purchases	Average Trade Payables	5.20	8.96	-42%	Company improved it's payment cycle, and also increase in turnover reduced the ratio.
Net capital turnover ratio (in times)	Net Sales	Average working capital (i.e. Total current assets less Total current liabilities)	35.84	(97.83)	-137%	Increase in Working Capital of Company after Scheme of amalgamation.
Net profit ratio (in %)	Net Profits	Net Sales	0.71	0.76	-6%	-
Return on capital employed (in %)	Profit before tax and finance costs	Capital employed=Net worth+Total Debt+Deferred tax liabilities	11.42	12.67	-10%	-
Return on Investment (in %)	Income generated from invested funds	Average invested funds	N.A.	N.A.	N.A.	-

