

# Annual Report FY 2023-2024 of

## A K JAIN SALES & MARKETING LIMITED

(FORMERLY KNOWN AS A K JAIN SALES & MARKETINGPRIVATE LIMITED)

**Regd. Office:** Bothra House, Vinayak Nagar Gangashahar, Bikaner, Rajasthan, India, 334401.

**Corporate office:** Shop no 7, 2nd Mile, Sevoke Road, Darjiling, Siliguri, West Bengal, India, 734001.

Tel: 8800800808 Email: info@akjain.in Website: akjainindia.com

CIN No.: U46304RJ2016PLC055074

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### CORPORATE INFORMATION

<b>BOARD OF DIRECTORS</b>
<b>Kamal Chand Bothra</b> , Executive Director
<b>Ashkaran Bothra</b> , Managing Director/ chairman
<b>Rachana Bothra</b> , Executive Director
<b>Dhanpat Singh Jain</b> , Independent Director,
<b>Ashok Kumar Sethia</b> , Independent Director
<b>Divyesh Kirtikumar Chhatbar</b> , Independent Director
<b>Sanjeev Kumar Chowrasiya</b> , Chief Financial officer
<b>Megha Gusain</b> , Company Secretary and Compliance officer

<b>REGISTERED OFFICE ADDRESS</b>
Bothra House, Vinayak Nagar Gangashahar, Bikaner, Bikaner, Rajasthan, India, 334401

<b>CORPORATE OFFICE ADDRESS</b>
Shop no 7, 2nd Mile, Sevoke Road, Darjeeling, Siliguri, West Bengal, India, 734001

<b>STATUTORY AUDITORS</b>	<b>INTERNAL AUDITORS</b>
KASG & Co. Chartered Accountant FRN – 002228C Unit 406, 4 <sup>th</sup> Floor, Wing B, Haute Street, 86, Topsia Road, Kolkata – 700046 Email – <a href="mailto:rbajaj.kasg@gmail.com/">rbajaj.kasg@gmail.com/</a> <a href="mailto:nharodia@gmail.com">nharodia@gmail.com</a> Tele - +91 80174-67202/9903271562	Amit Kamal Kumar Agrawal & Associates Chartered Accountants FRN – 333031E 1 <sup>st</sup> Floor, Shop no, 125, Block B Khokan Garage Building, Golden Chamber, Church Road, Siliguri – 1. Email – <a href="mailto:caamit.slg@gmail.com">caamit.slg@gmail.com</a> Cell - 9641160649

<b>REGISTRAR AND SHARE TRANSFER AGENT</b>

Purva Sharegistry (India) Pvt. Ltd.  
Unit no. 9 Shiv Shakti Ind.  
Estate J.R. Boricha Marg  
Lower Parel (E) Mumbai 400 011  
Tele- [+91 22 4970 0138](tel:+912249700138)  
Email - [support@purvashare.com](mailto:support@purvashare.com)

**PRINCIPAL BANKERS**

**Kotak Mahindra Bank** : Raj. Krishi Vishwavidhyalaya, CP 23, Industrial Area, Sri Ganganagar Rd, Bichhwal , Bikaner, Rajasthan 334006 and Gr Floor, Shop No.1, Mittal Square Building Sevoke Road, Silliguri Jalpaiguri West Bengal Pin 734001

**ICICI**: Sky Star Building, Ground Floor, Sevoke Road, Siliguri, Darjiling, West Bengal

**SBI**: Plot No 2 Mahabali Puram Colony Gangashahar Nokha Rd Gangashahar Dist Bikaner Rajasthan 344001

**COMPOSITION OF COMMITTEES**

**1. AUDIT COMMITTEE**

<b>DIN</b>	<b>Name</b>	<b>Designation</b>	<b>Position in Committee</b>
10666393	Dhanpat Singh Jain	Additional Non-Executive Independent Director	Chairman
10666423	Ashok Kumar Sethia	Additional Non-Executive Independent Director	Member
06646553	Ashkaran Bothra	Managing Director	Member

**2. NOMINATION AND REMUNERATION COMMITTEE:**

<b>DIN</b>	<b>Name</b>	<b>Designation</b>	<b>Position in Committee</b>
10666423	Ashok Kumar Sethia	Additional Non-Executive Independent Director	Chairman
10666393	Dhanpat Singh Jain	Additional Non-Executive Independent Director	Member
10670220	Divyesh Kirtikumar Chhatbar	Additional Non-Executive Independent Director	Member

**3. STAKEHOLDERS RELATIONSHIP COMMITTEE:**

<b>DIN</b>	<b>Name</b>	<b>Designation</b>	<b>Position in Committee</b>
10670220	Divyesh Kirtikumar Chhatbar	Additional Non-Executive Independent Director	Chairman
10666393	Dhanpat Singh Jain	Additional Non-Executive Independent Director	Member
10666423	Ashok Kumar Sethia	Additional Non-Executive Independent Director	Member

**NOTICE OF 08<sup>TH</sup> ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN THAT THE EIGHTH ANNUAL GENERAL MEETING OF A K JAIN SALES & MARKETING LIMITED (FORMERLY KNOWN AS A K JAIN SALES & MARKETING PRIVATE LIMITED) WILL BE HELD ON SATURDAY, 28TH DAY OF SEPTEMBER, 2024 COMMENCED AT 10:00 AM. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT BOTHRA HOUSE, VINAYAK NAGAR GANGASHAHAR, BIKANER, RAJASTHAN, INDIA, 334401 TO TRANSACT THE FOLLOWING BUSINESS:**

**ORDINARY BUSINESS:**

**ITEM NO. 1: ADOPTION OF THE AUDITED FINANCIAL STATEMENTS AS AT 31ST MARCH, 2024 AND REPORTS OF BROAD OF DIRECTORS:**

To consider and if thought fit, to pass, with or without modification(s), the following resolutions as **Ordinary Resolutions:**

“RESOLVED THAT the Directors’ Report and the Audited Balance Sheet as on year ended 31st March, 2024 and the Profit and Loss Accounts for the Year ended on 31<sup>st</sup> March, 2024 along with the Auditors’ Report thereon are hereby considered, approved and adopted.”

**ITEM NO. 2: TO CONSIDER AND APPROVE TO APPOINT A DIRECTOR IN PLACE OF MR. ASHKARAN BOTHRA (DIN: 06646553), WHO RETIRES BY ROTATION, AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT**

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

“RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, **Mr. ASHKARAN BOTHRA (DIN: 06646553)**, who retires by rotation and being eligible, offer herself for re-appointment.”

**ITEM NO. 3: TO APPOINTMENT OF STATUTORY AUDITORS OF THE COMPANY:**

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 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time, the Company hereby appoints M/s. KASG & CO, Chartered Accountants, Firm Registration No. 002228C, Chartered Accountants, Mumbai, as Statutory Auditors for the period of 3 years at this Annual General Meeting (AGM) till the conclusion of 10<sup>th</sup> consecutive AGM of the company (subject to ratification by the shareholders) at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable and expedient for giving effect to this resolution and/or otherwise considered by them to be in the best interest of the Company including fixation of their remuneration and reimbursement of out-of-pocket expenses incurred in connection hereto.”

### **SPECIAL BUSINESS:**

#### **ITEM NO. 4: TO APPOINT MR. DHANPAT SINGH JAIN (DIN: 10666393) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY:**

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

“**RESOLVED THAT** pursuant to Sections 149, 150, 152 and other applicable provisions, if any, of The Companies Act, 2013 (“the Act”), and the rules framed under, read with Schedule IV of the Act [including any statutory modification(s) or re-enactment thereof for the time being in force] and other applicable laws and the provisions of the Articles of Association of the Company and approval of the Board of Directors of the Company, **MR. DHANPAT SINGH JAIN (DIN: 10666393)**, who was appointed as an Additional Non-Executive Independent Director of the Company on 14th June, 2024 pursuant to Section 161 of the Companies Act, 2013 to hold office up to the date of ensuing General Meeting, whose term of office expires at the ensuing Shareholders Meeting and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed, as a “Non-Executive Independent Director” of the Company to hold office for a term of 5 (five) consecutive years commencing from 14th June, 2024 to 13th June, 2029 (both days inclusive), and that she shall not be liable to retire by rotation.”

“**RESOLVED FURTHER THAT** any Director and/or Company Secretary of the Company, be and is hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable and expedient for giving effect to this resolution, matters incidental thereto and/or otherwise considered by them to be in the best interest of the Company.”

#### **ITEM NO. 5: TO APPOINT MR. ASHOK KUMAR SETHIA (DIN: 10666423) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY:**

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

“**RESOLVED THAT** pursuant to Sections 149, 150, 152 and other applicable provisions, if any, of The Companies Act, 2013 (“the Act”), and the rules framed under, read with Schedule IV of the Act [including any statutory modification(s) or re-enactment thereof for the time being in force] and other applicable laws and the provisions of the Articles of Association of the Company and approval of the Board of Directors of the Company, **ASHOK KUMAR SETHIA (DIN: 10666423)**, who was appointed as an Additional Non-Executive Independent Director of the Company on 14th June, 2024 pursuant to Section 161 of the Companies Act, 2013 to hold office up to the date of ensuing General Meeting, whose term of office expires at the ensuing Shareholders Meeting and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment,

be and is hereby appointed, as a “Non-Executive Independent Director” of the Company to hold office for a term of 5 (five) consecutive years commencing from 14th June, 2024 to 13th June, 2029 (both days inclusive), and that she shall not be liable to retire by rotation.”

“**RESOLVED FURTHER THAT** any Director and/or Company Secretary of the Company, be and is hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable and expedient for giving effect to this resolution, matters incidental thereto and/or otherwise considered by them to be in the best interest of the Company.”

**ITEM NO. 6: TO APPOINT MR. DIVYESH KIRTIKUMAR CHHATBAR (DIN: 10670220) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY:**

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

“**RESOLVED THAT** pursuant to Sections 149, 150, 152 and other applicable provisions, if any, of The Companies Act, 2013 (“the Act”), and the rules framed under, read with Schedule IV of the Act [including any statutory modification(s) or re-enactment thereof for the time being in force] and other applicable laws and the provisions of the Articles of Association of the Company and approval of the Board of Directors of the Company, **DIVYESH KIRTIKUMAR CHHATBAR (DIN: 10670220)**, who was appointed as an Additional Non-Executive Independent Director of the Company on 14th June, 2024 pursuant to Section 161 of the Companies Act, 2013 to hold office up to the date of ensuing General Meeting, whose term of office expires at the ensuing Shareholders Meeting and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed, as a “Non-Executive Independent Director” of the Company to hold office for a term of 5 (five) consecutive years commencing from 14th June, 2024 to 13th June, 2029 (both days inclusive), and that she shall not be liable to retire by rotation.”

“**RESOLVED FURTHER THAT** any Director and/or Company Secretary of the Company, be and is hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable and expedient for giving effect to this resolution, matters incidental thereto and/or otherwise considered by them to be in the best interest of the Company.”

**ITEM NO. 7: TO CONSIDER AND APPROVE FOR RELATED PARTY TRANSACTION AS PER COMPANIES ACT, 2013 FOR THE FINANCIAL YEAR 2024-2025.**

To consider and if thought fit, to pass with or without modification, the following resolution as a **Special Resolution:**

“**RESOLVED THAT** pursuant to the provision of Section 188 of the Companies Act, 2013 (“the Act”) read with Rule 15 of the Companies (Meetings of Board and its power) Rules 2014, the Companies Policy on Related party transaction, and any other applicable provision including any amendments thereto for the time being in force , the consent of the members be and is hereby accorded to the Board of Directors of the Company to enter into contract(s)/arrangement(s) /transaction(s), payment of Consultancy and Professional Services, Investments, rent, purchase &

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sale of goods, Loans and Advances with below related party within the meaning of Section 2(76) of the Act, on such terms and conditions as the Board of the Directors may deem fit, up to the maximum aggregate value as mentioned in the below table for the financial year 2024-2025 provided that the said contract(s)/arrangement(s) /transaction(s) so carried out shall be at the arm's Length Basis and in the ordinary course of business of the Company. The List of Related party transaction is as follows:

Sr. No	Name of the Related Party transaction	Relationship	Nature of Transaction	Amount of Transaction	Year
1	Neev Commercial (Partnership firm)	Group Company	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances.	30 cr	2024-2025
2	Jain International (Partnership firm)	Group Company	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances.	30 cr	2024-2025
3	Arihant Minerals (Partnership firm)	Group Company	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances.	30 cr	2024-2025
4	PBIL Food Trade (Partnership firm)	Group Company	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances.	30 cr	2024-2025
5	Moncher Outlets LLP	Group Company	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances.	30 cr	2024-2025
6	United Star Ventures LLP	Group Company	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances.	30 cr	2024-2025
7	HDKK Trade India LLP	Group Company	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances.	30 cr	2024-2025
8	A K Jain Forgings LLP	Group Company	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances.	30 cr	2024-2025
9	Hygene Wines Pvt. Ltd	Group Company	As per Section 188 and RPT Policy of the Company including Consultancy and	30 cr	2024-2025



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Sr. No	Name of the Related Party transaction	Relationship	Nature of Transaction	Amount of Transaction	Year
			Professional Services, Investments, Loans and Advances.		
10	Starlasting Construction Private Limited	Group Company	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances.	30 cr	2024-2025
11	Newtreo Global Private Limited	Group Company	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances.	30 cr	2024-2025
12	Asian Thai Foods Purvanchal Private Limited	Group Company	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances.	30 cr	2024-2025
13	Homfeel Vegh Automobiles Private Limited	Group Company	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances.	30 cr	2024-2025
14	Sunnyside Trading Pvt. Ltd.	Group Company	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances.	30 cr	2024-2025
15	Ashkaran Bothra	Promoter/ Director of the Company	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances.	30 cr	2024-2025
16	Ashkarn Bothra HUF	Karta Ashkaran Bothra is a promoter/ director of the Company	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances.	30 cr	2024-2025
17	Jayshree Bothra	Spouse of Ashkarn Bothra	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances, Rent.	30 cr	2024-2025
18	Kamal Chand Bothra	Promoter/ Director of the Company	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances.	30 cr	2024-2025
19	Rachana Bothra	Director of the Company and spouse of Kamal	As per Section 188 and RPT Policy of the Company including Consultancy and	30 cr	2024-2025

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Sr. No	Name of the Related Party transaction	Relationship	Nature of Transaction	Amount of Transaction	Year
		Chand Bothra	Professional Services, Investments, Loans and Advances.		
20	Manju Devi Bothra	Mother of Ashkaran Bothra and Kamal Chand Bothra	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances.	30 cr	2024-2025
21	Punam Chand Bothra	Father of Ashkaran Bothra and Kamal Chand Bothra	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances.	30 cr	2024-2025
22	Harshita Jain	Daughter of Ashkaran Bothra	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances.	30 cr	2024-2025

**RESOLVED FURTHER THAT** any Directors of the Company and/ or Company Secretary of the Company be and is hereby authorized to execute the agreement for rendering services to said Related Party and to do such other things, deeds and matters as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.

**ITEM NO. 8: AUTHORIZATION TO MAKE LOAN(S) AND GIVE GUARANTEE(S), PROVIDE SECURITY (IES) OR MAKE INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013:**

To consider and if thought fit, to pass with or without modification, the following resolution as a **Special Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Sections 186 read with Companies (Meetings of Board and its Power) Rules, 2014, Section 179 and other applicable provisions of the Companies Act, 2013 read with rules made thereunder (including any statutory modification (s) or re-enactment thereof for time being in force) and upon recommendation of the Board of Directors, the consent of shareholders of the Company be and is hereby accorded to authorize the Board of Directors for making Investments in other bodies corporate / giving or granting Loans to any other person (s) or body corporate (s)/ providing Guarantees / Securities or in any immovable assets on behalf of loan availed by any other person (s) or body corporate (s), from time to time, on such terms and conditions and with or without security as the Board of Directors may think fit which, together with the investments made / loans given or granted / guarantees / securities or in any immovable assets already made by the Company, which may exceed 60% of paid up capital and free reserves and securities premium OR 100% of free reserves and securities premium, that is to say, reserves not set apart for any specific purpose, whichever is more, provided that the total amount of investments made / loans given / guarantees / securities already made by the Company, shall not at any time exceed the limit of Rs. 200/- Cr (Rupees Two Hundred Crores Only).

**RESOLVED FURTHER THAT** the Board of Directors and any other Officer of the Company, be and is hereby authorized to negotiate and settle the terms and conditions of the investments / loans / guarantees / securities which may be made by the Company from time to time, finalize the agreements/ contracts and documents in this regard and to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution and to take all necessary action on behalf of the company including modification, rectification, alteration on behalf of the company, such deeds, documents, agreements, undertakings, and all other necessary papers as may be required and to do all such acts, deeds, and things that may be required or considered necessary or incidental for the same to give effect to this resolution”.

**ITEM NO. 9: AUTHORIZATION TO ADVANCE ANY LOAN OR GIVE ANY GUARANTEE OR PROVIDE ANY SECURITY UNDER SECTION 185 OF THE COMPANIES ACT, 2013:**

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

“RESOLVED THAT pursuant to Section 185 and all other applicable provisions of The Companies Act, 2013; read with The Companies (Amendment) Act, 2017 and Rules made thereunder as amended from time to time, the consent of the shareholders of the Company be and is hereby accorded to authorize the Board of Directors of the Company (hereinafter referred to as the Board, which term shall be deemed to include, unless the context otherwise required, any committee of the Board or any director or officer(s) authorized by the Board to exercise the powers conferred on the Board under this resolution) to advance any loan including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken by Company or any entity which is a subsidiary or associate or joint venture of the Company or any other person in whom any of the Directors of the Company is interested/deemed to be interested up to an aggregate sum of Rs. 200 crore (Rupees Two Hundred Crore Only), in their absolute discretion as may be deemed beneficial and in the interest of the Company, provided that such loans are utilized by the borrowing company for its principal business activities.

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the any Directors of the Company be and are hereby authorized, to approve, decide, vary or modify the terms and conditions applicable for the aforesaid loan, Investment, Corporate Guarantee and to do all such acts, deeds, matters and things as they may, in their absolute discretion deem necessary, desirable or expedient and things in connection therewith and incidental thereto as the Board in its absolute discretion deem fit without being required to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

**ITEM 10: TO CONSIDER AND APPROVE THE BORROWING POWERS OF THE COMPANY U/S 180(1)(C) OF THE COMPANIES ACT, 2013.**

To consider and if thought fit, to pass with or without modification, the following resolution as a **Special Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, and the Articles of Association of the Company, approval of the members of the Company, be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any Committee of the Board which the Board may have constituted or hereinafter constitute to exercise its powers including the power conferred by this resolution) to borrow any sum or sums of money from time to time at its discretion, for the purpose of the business of the Company, from its Members, Directors or relative of Directors, any one or more Banks, Financial Institutions and other Persons, Firms, Bodies Corporate, notwithstanding that the monies to be borrowed together with the monies already borrowed by the Company (apart from temporary loans obtained from the Company’s Bankers in the ordinary course of business) may, at any time, exceed the aggregate of the paid-up share capital of the Company and its free reserves (that is to say reserves not set apart for any specific purpose), subject to such aggregate borrowings not exceeding the amount which is Rs. 50 crore (Rupees Fifty Crore Only) over and above the aggregate of the paid-up share capital of the Company and its free reserves (that is to say reserves not set apart for any specific purpose) and that the Board be and is hereby empowered and authorized to arrange or fix the terms and conditions of all such monies to be borrowed from time to time as to interest, repayment, security or otherwise as it may, in its absolute discretion, think fit.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board of Directors of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper, or desirable and to settle any question, difficulty, doubt that may arise in respect of the borrowing(s) aforesaid and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution.”

**ITEM 11: APPROVAL UNDER SECTION 180(1)(a) OF THE COMPANIES ACT, 2013:**

To consider and if thought fit, to pass with or without modification, the following resolution as a **Special Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the Companies (Meetings of Board and its Powers) Rules, 2014 including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, and the Articles of Association of the Company, the consent of the Members of the Company, be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any Committee of the Board which the Board may have constituted or hereinafter constitute to exercise its powers including the power conferred by this resolution), be and is hereby accorded for creation of charge / mortgage / pledge / hypothecation / security in addition to existing charge / mortgage / pledge / hypothecation / security, in such form and manner and with such ranking and at such time and on such terms as the Board may determine, on all or any of the moveable and / or immovable properties, tangible or intangible assets of the Company, both present and future and / or the whole or any part of the undertaking(s) of the Company, as the case may be in

favor of the Lender(s), Agent(s) and Trustee(s), for securing the borrowings availed / to be availed by the Company by way of loan(s) (in foreign currency and / or rupee currency) and securities (comprising fully / partly convertible debentures and/or non-convertible debentures with or without detachable or non-detachable warrants and / or secured premium notes and / or floating rate notes / bonds or other debt instruments), issued / to be issued by the Company including deferred sales tax loans availed / to be availed by various Units of the Company, from time to time, subject to the limits approved under Section 180(1)(c) of the Act together with interest at the respective agreed rates, additional interest, compound interest in case of default, accumulated interest, liquidated damages, commitment charges, premium on prepayment, remuneration of the Agent(s) / Trustee(s), premium (if any) on redemption, all other costs, charges and expenses, including any increase as a result of devaluation / revaluation / fluctuation in the rates of exchange and all other monies payable by the Company in terms of the Loan Agreement(s), Debenture Trust Deed(s) or any other document, entered into / to be entered into between the Company and the Lender(s) / Agent(s) / Trustee(s) / State Government(s) / Agency(ies) representing various state government and / or other agencies etc. In respect of the said loans / borrowings / debentures / securities / deferred sales tax loans and containing such specific terms and conditions and covenants in respect of enforcement of security as may be stipulated in that behalf and agreed to between the Board and the Lender(s) / Agent(s) / Trustee(s) / State Government(s) / Agency(ies), etc.

**RESOLVED FURTHER THAT** the securities to be created by the Company as aforesaid may rank prior / pari-passu / subservient with / to the mortgages and /or charges already created or to be created in future by the Company or in such other manner and ranking as may be thought expedient by the Board and as may be agreed to between the concerned parties.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board of Directors of the Company be and are hereby authorized by the Board to finalize, settle, and execute such documents / deeds / writings / papers / agreements as may be required and to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in regard to creating mortgages / charges as aforesaid.”

**By Order of the Board  
A K Jain Sales & Marketing Limited  
(Formerly Known as A K Jain Sales &  
Marketing Private Limited)**

Sd/-  
**Megha Gusain  
Company Secretary & Compliance Officer**

**Place: Siliguri, Darjeeling  
Date: 06.09.2024**

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**NOTES:**

1. A member entitled to attend and vote at the Annual general Meeting (hereinafter known “the Meeting”) is entitled to appoint a proxy to attend and vote on poll instead of himself / herself. The proxy need not be a member of the Company. A blank form of proxy is enclosed herewith and if intended to be used, it should be deposited duly filled-up at the registered office of the Company not less than forty-eight hours before the commencement of the Meeting. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
2. The Register of Directors and their shareholding, maintained u/s 170 of the Companies Act, 2013 and Register of Contracts or Arrangements in which Directors are interested maintained u/s 189 of the Companies Act, 2013 and all other documents referred to in the notice and explanatory statement, will be available for inspection by the members of the Company at Registered office of the Company during business hours 10:00 A.M. to 06:00 P.M. (except Saturday and Sunday) up to the date of Annual General Meeting and will also be available during the Annual General Meeting.
3. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
4. A Route Map along with Prominent Landmark for easy location to reach the venue of Annual General Meeting is annexed with the notice of Annual General Meeting.
5. Members/proxies attending the meeting are requested to bring their duly filled admission/ attendance slips sent along with the notice of annual general meeting at the meeting.
6. Corporate members intending to send their authorized representatives to attend the meeting are advised to send a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the meeting.
7. Explanatory Statement as required under Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
8. The Register of Members and Share Transfer Books of the Company will remain closed from **27<sup>th</sup> September, 2024 to 28<sup>th</sup> September, 2024 (both days inclusive)** for the purpose of Annual General Meeting (AGM).

**By Order of the Board  
A K Jain Sales & Marketing Limited  
(Formerly Known as A K Jain Sales & Marketing Private  
Limited)**

Sd/-

**Place: Siliguri, Darjeeling  
Date: 06-09-2024**

**Megha Gusain  
Company Secretary & Compliance Officer**

**ANNEXURE TO NOTICE  
EXPLANATORY STATEMENT U/S 102 OF THE COMPANIES ACT, 2013**

As required by Section 102 of The Companies Act, 2013; the following explanatory statements sets out all material facts relating to the businesses mentioned under Item No. 5, 6 and 7 of the accompanying notice:

**Item No. 4**

**REGULARIZATION OF MR. DHANPAT SINGH JAIN (DIN: 10666393) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY:**

The Board of Directors in its meeting held on 14<sup>th</sup> June, 2024 has appointed MR. DHANPAT SINGH JAIN (DIN: 10666393) as an additional Non-Executive Independent Director of the Company with immediate effect. In terms of Section 161(1) of the Act, **MR. DHANPAT SINGH JAIN (DIN: 10666393)** holds office up to the date of this General Meeting and not liable to retire by rotation, for a term of 5 consecutive years from 14<sup>th</sup> June, 2024 to 13<sup>th</sup> June, 2029 (both days inclusive) subject to the approval of shareholders through a special resolution.

The appointment of Mr. Dhanpat Singh Jain shall be effective upon approval by the members in the Meeting. Mr. Dhanpat Singh Jain is not disqualified from being appointed as a Non-Executive Independent Director in terms of Section 164 of the Act and has given his consent to act as a Non-Executive Independent Director of the Company.

Pursuant to Rule 6 of The Companies (Appointment and Qualifications of Directors) Rules, 2014, Mr. Dhanpat Singh Jain has registered herself in the Independent Director's data bank maintained by the Indian Institute of Corporate Affairs. Mr. Dhanpat Singh Jain has also confirmed that he is not disqualified from being appointed as Director under the provisions of Section 164 of the Act and is not debarred from holding the office of Director by virtue of any order of the Securities and Exchange Board of India or any such other authority.

**Brief profile of Mr. Dhanpat Singh Jain**

Name of Director	Mr. Dhanpat Singh Jain
Fathers' Name:	Chandan Mal Jain
Date of Birth:	06/11/1967
First Appointment on Board:	14/06/2024
Nature of his expertise in specific functional areas:	Marketing and Business Management
Years of Experience:	30 Years
Qualification:	PH.D.

Directorship in Other Companies:	Nil
Name of other public limited Companies, where he is Director	Nil
Member/Chairman of the Committee including this company	1. Audit Committee: Chairman 2. Nomination Remuneration Committee: Member 3. Stakeholders Relationship Committee: Member
No. of shares held in own name or in the name of relatives:	Nil
Last Drawn remuneration:	NA

The resolution seeks the approval of the members for the appointment of Mr. Dhanpat Singh Jain as a Non-Executive Independent Director of the Company.

Accordingly, the Board commends the Ordinary Resolution as set out in item No. 4 of the accompanying notice.

None of the Directors or Key Managerial Personnel of the Company and / or their relatives to whom the resolution relates, is in any way, concerned or interested, financially or otherwise, in the resolution.

#### **Item No. 5**

#### **REGULARIZATION OF MR. ASHOK KUMAR SETHIA (DIN: 10666423) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY:**

The Board of Directors in its meeting held on 14<sup>th</sup> June, 2024 has appointed MR. DHANPAT SINGH JAIN (DIN: 10666393) as an additional Non-Executive Independent Director of the Company with immediate effect. In terms of Section 161(1) of the Act, **MR. ASHOK KUMAR SETHIA (DIN: 10666423)** holds office up to the date of this General Meeting and not liable to retire by rotation, for a term of 5 consecutive years from 14th June, 2024 to 13th June, 2029 (both days inclusive) subject to the approval of shareholders through a special resolution.

The appointment of Mr. Ashok Kumar Sethia shall be effective upon approval by the members in the Meeting. Mr. Ashok Kumar Sethia is not disqualified from being appointed as a Non-Executive Independent Director in terms of Section 164 of the Act and has given his consent to act as a Non-Executive Independent Director of the Company.

Pursuant to Rule 6 of The Companies (Appointment and Qualifications of Directors) Rules, 2014, Mr. Ashok Kumar Sethia has registered herself in the Independent Director's data bank maintained by the Indian Institute of Corporate Affairs. Mr. Ashok Kumar Sethia has also confirmed that he is not disqualified from being appointed as Director under the provisions of Section 164 of the Act and is not debarred from holding the office of Director by virtue of any order of the Securities and Exchange Board of India or any such other authority.



Brief profile of Mr. Ashok Kumar Sethia

Name of Director	Mr. Ashok Kumar Sethia
Fathers' Name:	Inder Chand Sethia
Date of Birth:	03/04/1977
First Appointment on Board:	14/06/2024
Nature of his expertise in specific functional areas:	Business & Trading Sector
Years of Experience:	24 Years
Qualification:	B. Com
Directorship in Other Companies:	Nil
Name of other public limited Companies, where he is Director	Nil
Member/Chairman of the Committee including this company	<ol style="list-style-type: none"> <li>1. Audit Committee: Member</li> <li>2. Nomination Remuneration Committee: Chairman</li> <li>3. Stakeholders Relationship Committee: Member</li> </ol>
No. of shares held in own name or in the name of relatives:	Nil
Last Drawn remuneration:	NA

The resolution seeks the approval of the members for the appointment of Mr. Ashok Kumar Sethia as a Non-Executive Independent Director of the Company.

Accordingly, the Board commends the Ordinary Resolution as set out in item No. 5 of the accompanying notice.

none of the Directors or Key Managerial Personnel of the Company and / or their relatives to whom the resolution relates, is in any way, concerned or interested, financially or otherwise, in the resolution.

**Item No. 6**

**REGULARIZATION OF MR. DIVYESH KIRTIKUMAR CHHATBAR (DIN: 10670220)  
AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY:**

The Board of Directors in its meeting held on 14<sup>th</sup> June, 2024 has appointed MR. DIVYESH KIRTIKUMAR CHHATBAR (DIN: 10670220) as an additional Non-Executive Independent Director of the Company with immediate effect. In terms of Section 161(1) of the Act, **MR. DIVYESH KIRTIKUMAR CHHATBAR (DIN: 10670220)** holds office up to the date of this General Meeting and not liable to retire by rotation, for a term of 5 consecutive years from 14<sup>th</sup> June, 2024 to 13<sup>th</sup> June, 2029 (both days inclusive) subject to the approval of shareholders through a special resolution.

The appointment of Mr. **Divyesh Kirtikumar Chhatbar** shall be effective upon approval by the members in the Meeting. Mr. **Divyesh Kirtikumar Chhatbar** is not disqualified from being appointed as a Non-Executive Independent Director in terms of Section 164 of the Act and has given his consent to act as a Non-Executive Independent Director of the Company.

Pursuant to Rule 6 of The Companies (Appointment and Qualifications of Directors) Rules, 2014, Mr. **Divyesh Kirtikumar Chhatbar** has registered herself in the Independent Director's data bank maintained by the Indian Institute of Corporate Affairs. Mr. **Divyesh Kirtikumar Chhatbar** has also confirmed that he is not disqualified from being appointed as Director under the provisions of Section 164 of the Act and is not debarred from holding the office of Director by virtue of any order of the Securities and Exchange Board of India or any such other authority.

Brief profile of Mr. Divyesh Kirtikumar Chhatbar

Name of Director	Divyesh Kirtikumar Chhatbar
Fathers' Name:	Kirtikumar Amritlal Chhatba
Date of Birth:	21/02/1977
First Appointment on Board:	14/06/2024
Nature of his expertise in specific functional areas:	Taxation, Financial reporting and Audit
Years of Experience:	15 Years
Qualification:	CA
Directorship in Other Companies:	Nil
Name of other public limited Companies, where he is Director	Nil
Member/Chairman of the Committee including this company	1. Audit Committee: Member 2. Nomination Remuneration Committee: Member 3. Stakeholders Relationship Committee: Chairman
No. of shares held in own name or in the name of relatives:	Nil

Last Drawn remuneration:	NA
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The resolution seeks the approval of the members for the appointment of Mr. Ashok Kumar Sethia as a Non-Executive Independent Director of the Company.

Accordingly, the Board commends the Ordinary Resolution as set out in item No. 6 of the accompanying notice.

none of the Directors or Key Managerial Personnel of the Company and / or their relatives to whom the resolution relates, is in any way, concerned or interested, financially or otherwise, in the resolution.

### Item No. 7

#### **TO CONSIDER AND APPROVE FOR RELATED PARTY TRANSACTION AS PER COMPANIES ACT, 2013 FOR THE FINANCIAL YEAR 2024-2025**

Section 188 (1) of the Companies Act, 2013 provides no company shall enter into any contracts or arrangements with a related party except with the consent of the Board of Directors given by a resolution at a meeting of the Board of Directors.

Pursuant to the provisions of Section 188 of The Companies Act, 2013 (“the Act”), read with The Companies (Meetings of Board and its Powers) Rules, 2014 (“Rules”), the Company is required to obtain consent of the Board of Directors and prior approval of the Shareholders by way of Special Resolution, in case certain transactions with related parties exceeds such sum as specified in the said Rules. The aforesaid provisions are not applicable in respect of transactions which are in the ordinary course of business and on arm's length basis.

The proposed resolution seeks to obtain approval from the members of the Company for the enter into contract(s)/arrangement(s) /transaction(s), payment of Consultancy and Professional Services, Investments, rent, purchase & sale of goods, Loans and Advances, to following parties, up to the Rupees sum not exceeding as mentioned in the below table for the financial year 2024-2025.

The following disclosure(s) for rendering of any services to the related party is made in accordance with the provisions of Section 188 of the Companies Act, 2013 and Rule 15 of Companies (Meetings of Board and its power) Rules 2014;

Sr. No	Name of the Related Party transaction	Relationship	Nature of Transaction	Amount of Transaction	Year
1	Neev Commercial (Partnership firm)	Group Company	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances.	30 cr	2024-2025
2	Jain International (Partnership firm)	Group Company	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances.	30 cr	2024-2025

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3	Arihant Minerals (Partnership firm)	Group Company	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances.	30 cr	2024-2025
4	PBIL Food Trade (Partnership firm)	Group Company	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances.	30 cr	2024-2025
5	Moncher Outlets LLP	Group Company	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances.	30 cr	2024-2025
6	United Star Ventures LLP	Group Company	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances.	30 cr	2024-2025
7	HDKK Trade India LLP	Group Company	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances.	30 cr	2024-2025
8	A K Jain Forgings LLP	Group Company	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances.	30 cr	2024-2025
9	Hygiene Wines Pvt. Ltd	Group Company	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances.	30 cr	2024-2025
10	Starlasting Construction Private Limited	Group Company	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances.	30 cr	2024-2025
11	Newtreo Global Private Limited	Group Company	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances.	30 cr	2024-2025
12	Asian Thai Foods Purvanchal Private	Group Company	As per Section 188 and RPT Policy of the Company	30 cr	2024-2025

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	Limited		including Consultancy and Professional Services, Investments, Loans and Advances.		
13	Homfeel Vegh Automobiles Private Limited	Group Company	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances.	30 cr	2024-2025
14	Sunnyside Trading Pvt. Ltd.	Group Company	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances.	30 cr	2024-2025
15	Ashkaran Bothra	Promoter/ Director of the Company	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances.	30 cr	2024-2025
16	Ashkarn Bothra HUF	Karta Ashkaran Bothra is a promoter/ director of the Company	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances.	30 cr	2024-2025
17	Jayshree Bothra	Spouse of Ashkarn Bothra	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances, Rent.	30 cr	2024-2025
18	Kamal Chand Bothra	Promoter/ Director of the Company	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances.	30 cr	2024-2025
19	Rachana Bothra	Director of the Company and spouse of Kamal Chand Bothra	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances.	30 cr	2024-2025
20	Manju Devi Bothra	Mother of Ashkaran Bothra and Kamal Chand Bothra	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances.	30 cr	2024-2025
21	Punam Chand Bothra	Father of Ashkaran Bothra and Kamal Chand	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services,	30 cr	2024-2025

		Bothra	Investments, Loans and Advances.		
22	Harshita Jain	Daughter of Ashkaran Bothra	As per Section 188 and RPT Policy of the Company including Consultancy and Professional Services, Investments, Loans and Advances.	30 cr	2024-2025

**Item No. 8**

**AUTHORIZATION TO MAKE LOAN(S) AND GIVE GUARANTEE(S), PROVIDE SECURITY (IES) OR MAKE INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013**

In order to make optimum use of funds available with the Company and also to achieve long term strategic and business objectives, the Board of Directors of the Company proposes to make use of the same by making investment in other bodies corporate or granting loans, giving guarantee or providing security to other persons or other bodies corporate as and when required.

Members may note that pursuant to Section 186 of the Companies Act, 2013 (“Act”), the Company can give loan or give any guarantee or provide security in connection with a loan to any other body corporate or person and acquire securities of any other body corporate, in excess of 60% of its paid up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more, with the approval of Members by special resolution passed at the general meeting.

In view of the aforesaid, it is proposed to take approval under Section 186 of the Companies Act, 2013, by way of special resolution, up to a limit of Rs. 200 Crores (Rs. Two Hundred Crores Only), as proposed in the Notice. The above proposal is in the interest of the Company and the Board recommends the Resolution as set out at Item No. 6 for approval by the members of the Company as Special Resolution.

None of the person specified in the Section 102 of the Companies Act, 2013 namely the promoter, Director, Key Managerial Persons, Relative of Promoter, Directors and Managerial Persons or entities comprising the interest of promoter, Director and Key Managerial Persons, are connected or interest financially or otherwise in the above resolution set out in Item No. 8.

**Item No. 9**

**AUTHORIZATION TO ADVANCE ANY LOAN OR GIVE ANY GUARANTEE OR PROVIDE ANY SECURITY UNDER SECTION 185 OF THE COMPANIES ACT, 2013.**

As per Section 185 of The Companies Act, 2013 a company may advance any loan including any loan represented by a book debt, or give guarantee or provide any security in connection with any loan taken by any person in whom any of the Director of the Company is interested, subject to the condition that:

- a. Special Resolution is passed by the Company in the general meeting
- b. The loans are utilized by the borrowing company for its principal business activities.

The Loan amount to the extent of ₹ 200,00,00,000/- (Rupees Two Hundred Crores Only) to be lent and will be used by the borrowing company for the purpose of its principle business activity. None of the Directors, Key managerial personnel or their relatives thereof is interested or concerned in the proposed resolution except to the extent to their shareholding.

The Board commends the passing of the special resolution set out at item No. 9 of accompanying notice

**Item No. 10 & 11**

As considering its further business strategies and growth plans, the Company is assessing various avenues to fund and finance its fast pace growth and future plans and hence it is also proposed to increase the various borrowing limits pursuant to section 180 of the Companies Act, 2013.

Any increase in the limits of borrowing which exceeds the aggregate of share capital and free reserves requires approval of the members of the Company by way of special resolution pursuant to section 180(1)(c). Whereas the resolution under section 180(1)(a) is an enabling section as to lease, pledge, hypothecate, sell etc. in order to borrow moneys from banks and other financial institutions. Hence the above resolution is proposed as Special Resolution for the consideration of the members of the Company.

None of the directors or key managerial personnel or relatives thereof are in any way concerned or interested, financially or otherwise, in passing the above resolutions.

The above statement is to be considered and construed as disclosures as per the provisions of section 102 of the Companies Act, 2013.

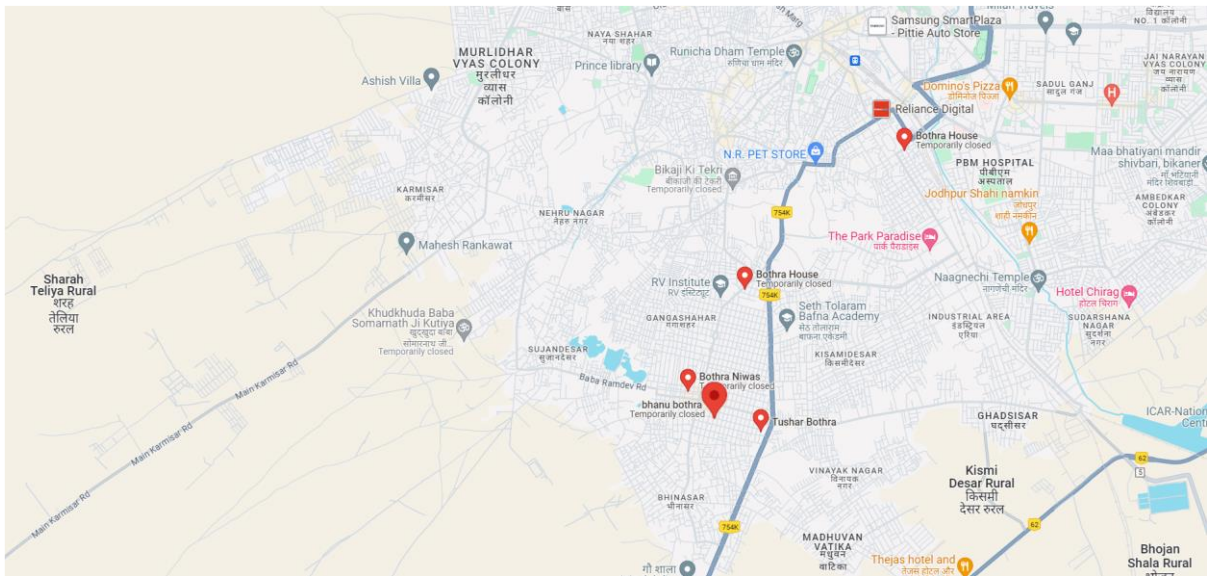
**By Order of the Board**  
**A K Jain Sales & Marketing Limited**  
**(Formerly Known as A K Jain Sales & Marketing Private Limited)**

**Place: Siliguri, Darjeeling**  
**Date: 06-09-2024**

**Sd/-**  
**Megha Gusain**  
**Company Secretary & Compliance Officer**

**ROUTE MAP TO THE VENUE OF EIGHTH ANNUAL GENERAL MEETING**

**A K JAIN SALES & MARKETING LIMITED (FORMERLY KNOWN AS A K JAIN SALES & MARKETING PRIVATE LIMITED), REGISTERED OFFICE SITUATED AT BOTHRA HOUSE, VINAYAK NAGAR GANGASHAHAR, BIKANER, RAJASTHAN, INDIA, 334401**





**ATTENDANCE SLIP**  
**(To be handed over at the Registration Counter)**

Folio No.	
DP ID	
Client ID	
No. of shares	

I certify that I am a member /proxy/ authorized representative of the member of the Company. I/We hereby record my/our presence **of A K JAIN SALES & MARKETING LIMITED (FORMERLY KNOWN AS A K JAIN SALES & MARKETING PRIVATE LIMITED)**, Eighth Annual General Meeting of the Company being held on Saturday, the **28<sup>th</sup> September 2024** at 10:00 a.m. at **Bothra House, Vinayak Nagar Gangashahar, Bikaner, Rajasthan, India, 334401.**

1. Name(s) of the Member: 1. Mr. /Ms. \_\_\_\_\_  
and Joint Holder(s) 2. Mr. /Ms. \_\_\_\_\_  
(In block letters) 3. Mr. /Ms. \_\_\_\_\_

2. Address: \_\_\_\_\_

3. Father's/Husband's Name (of the Member): Mr. \_\_\_\_\_

4. Name of Proxy : Mr. /Ms. \_\_\_\_\_

- 1.
- 2.
- 3.

\_\_\_\_\_  
**Signature of the Proxy  
Holder(s)**

\_\_\_\_\_  
**Signature(s) of Member and Joint  
Holder(s)**

Notes:

*1. Please complete the Attendance slip and hand it over at the Registration Counter at the venue.*

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**Form No. MGT-11 Proxy form**

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

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

I / We, being the member(s) of \_\_\_\_\_ Equity Shares of **A K JAIN SALES & MARKETING LIMITED (FORMERLY KNOWN AS A K JAIN SALES & MARKETING PRIVATE LIMITED)**, hereby appoint

1. Name: \_\_\_\_\_

Address: \_\_\_\_\_

E-mail Id: \_\_\_\_\_

Signature: \_\_\_\_\_, or failing him /

her

2. Name: \_\_\_\_\_

Address: \_\_\_\_\_

E-mail Id: \_\_\_\_\_

Signature: \_\_\_\_\_, or failing him /

her

3. Name: \_\_\_\_\_

Address: \_\_\_\_\_

E-mail Id: \_\_\_\_\_

Signature: \_\_\_\_\_, or failing him /

her as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Eighth Annual General Meeting (AGM) of the company, to be held on Saturday, the 28<sup>th</sup> September, 2024 at 10:00 a.m. at **Bothra House, Vinayak Nagar Gangashahar, Bikaner, Rajasthan, India, 334401** at the Registered Office of the Company and at any adjournment thereof in respect of such resolutions as are indicated below:

Nature of Resolution	Resolution No. & Description	Vote	
		For	Against
Ordinary Resolution	ITEM NO. 1: ADOPTION OF THE AUDITED FINANCIAL STATEMENTS AS AT 31ST MARCH, 2024 AND REPORTS OF BROAD OF DIRECTORS		

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Ordinary Resolution	ITEM NO. 2: TO CONSIDER AND APPROVE TO APPOINT A DIRECTOR IN PLACE OF MR. ASHKARAN BOTHRA (DIN: 06646553), WHO RETIRES BY ROTATION, AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT		
Ordinary Resolution	ITEM NO. 3: TO APPOINTMENT OF STATUTORY AUDITORS OF THE COMPANY		
Special Resolution	ITEM NO. 4: TO APPOINT MR. DHANPAT SINGH JAIN (DIN: 10666393) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY		
Special Resolution	ITEM NO. 5: TO APPOINT MR. ASHOK KUMAR SETHIA (DIN: 10666423) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY:		
Special Resolution	ITEM NO. 6: TO APPOINT MR. DIVYESH KIRTIKUMAR CHHATBAR (DIN: 10670220) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY:		
Special Resolution	ITEM NO. 7: TO CONSIDER AND APPROVE FOR RELATED PARTY TRANSACTION AS PER COMPANIES ACT, 2013 FOR THE FINANCIAL YEAR 2024-2025.		
Special Resolution	ITEM NO. 8: AUTHORIZATION TO MAKE LOAN(S) AND GIVE GUARANTEE(S), PROVIDE SECURITY (IES) OR MAKE INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013:		
Special Resolution	ITEM NO. 9: AUTHORIZATION TO ADVANCE ANY LOAN OR GIVE ANY GUARANTEE OR PROVIDE ANY SECURITY UNDER SECTION 185 OF THE COMPANIES ACT, 2013:		
Special Resolution	ITEM 10: TO CONSIDER AND APPROVE THE BORROWING POWERS OF THE COMPANY U/S 180(1)(C) OF THE COMPANIES ACT, 2013.		
Special Resolution	ITEM 11: APPROVAL UNDER SECTION 180(1)(a) OF THE COMPANIES ACT, 2013:		

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

Affix Revenue Stamp of not less than Re.1
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**Signature of Shareholder.....**  
**Holder(s).....**

**Signature of Proxy**

**Notes:**

- (1) The form of proxy in order to be effective should be duly completed and deposited at the Corporate Office of the Company, not less than 48 hours before the Commencement of the meeting.
- (2) A proxy need not be a Member of the Company.

## **DIRECTORS' REPORT**

**To**  
**The Members,**  
**A K Jain Sales & Marketing Limited**  
**(Formerly Known as A K Jain Sales & Marketing Limited)**

Your directors are pleased to present the **08<sup>th</sup> Annual Report** of your Company together with the Audited Statement of Accounts and the Auditor's Report for the financial year ended, **31<sup>st</sup> March, 2024**.

### **1. HIGHLIGHTS OF PERFORMANCE**

Particulars	<b>(Rs. In Lakhs)</b>	
	<b>31/03/2024</b>	<b>31/03/2023</b>
<b>Revenue from Operation</b>	<b>20124.59</b>	<b>27083.12</b>
<b>Other Income</b>	<b>661.71</b>	<b>483.18</b>
<b>Expense</b>	<b>20339.02</b>	<b>27278.26</b>
Profit & (loss) before	447.28	288.04
Less: Tax Expenses		
1. Current Tax	124.97	74.51
2. Deferred Tax	-20.71	(16.83)
Profit (Loss) for period from Continuing Operation	301.61	196.70
Profit (loss) after Tax	343.02	196.70
Earning Per Equity Share:		
1. Basic	3.24	11.86
2. Diluted	3.24	11.86

### **2. SHARE CAPITAL**

The Paid-up Share Capital of the Company, comprising Equity Shares, is Rs.1,394.93 (Lakhs) as on 31<sup>st</sup> March, 2024. The company has issued 46,49,750 Bonus Share to the shareholders of the company. The Company in its Extra ordinary general Meeting held on 06<sup>th</sup> December, 2023 have approved the Bonus issue of 46,49,750 Equity Shares in proportion of 1: 2 (One new Equity shares of nominal value of Rs.10/- each for every Two existing Equity shares of nominal Value of Rs. 10/- each.). The Company in its Board meeting held on 22<sup>nd</sup> December 2023 have made the allotment to the Following shareholder in ratio 1: 2:

Sr. No	Name of the Shareholders	No. of shares held before the issue of Bonus shares	Bonus Shares Issued	No. of Shares held after the Issue of Bonus Shares
1	Ashkaran Bothra	4649250	2324625	6973875

Sr. No	Name of the Shareholders	No. of shares held before the issue of Bonus shares	Bonus Shares Issued	No. of Shares held after the Issue of Bonus Shares
2	Kamal Chand Bothra	4649250	2324625	6973875
3	Jayshree Bothra	200	100	300
4	Rachana Bothra	200	100	300
5	Manju Devi Bothra	200	100	300
6	Punam Chand Bothra	200	100	300
7	Harshita Jain	200	100	300

Further the Company in its Board Meeting held on 11<sup>th</sup> May, 2024 have issued 20,00,000 Convertible Equity warrants into Equity Shares of Rs. 10/- at an issue price of Rs. 24/- each including premium of Rs. 14/- each ranking pari passu with the existing Equity shares. Further the Company on receipt of application amount of Rs. 1,20,00,000/- (being 25% of Rs. 24/-) against 20,00,000 no. of convertible equity warrants have allotted Convertible Equity Warrants on Preferential Basis to Strategic Investors Not Forming Part of The Promoter Group/ Non-Promoter.

Further the Company has allotted 1,00,000 and 50,000 Convertible Warrants into Equity shares in its Board meeting held on 31<sup>st</sup> July, 2024 and 31<sup>st</sup> August, 2024.

### **3. AUTHORISED SHARE CAPITAL**

The company has also increased the Authorized Share Capital during the year under review. The Company in its Extra ordinary general Meeting held on 06<sup>th</sup> December, 2023 have approved the increase in Authorized share Capital from Rs. 10,00,00,000/- (Rupees Ten Crore) divided into 1,00,00,000 (One Crore) equity shares of Re. 10/- (Rupees Ten Only) each to Rs. 15,00,00,000/- (Rupees Fifteen Crore) divided into 1,50,00,000 (One Crore Fifty Lakh) equity shares of Rs. 10/- (Rupees Ten Only) each by creation of additional 50,00,000 (Fifty Lakh) equity shares of Re. 10/- (Rupees Ten Only) each.

Further the Company has increased the Authorised share Capital in its Extra-Ordinary general Meeting held on 10<sup>th</sup> June, 2024 from Rs. 15,00,00,000 /- (Fifteen crore) divided into 1,50,00,000 (One crore fifty lakhs) equity shares of Rs. 10/- (Ten only) to Rs. 16,00,00,000 /- (Sixteen Crore) divided into 1,60,00,000 (One crore sixty lakhs) equity shares of Rs. 10/- (Ten only) by the creation of additional 10,00,000 (Ten Lakhs) equity shares of Rs. 10/- (Ten only) each

### **4. MEETINGS OF THE BOARD OF DIRECTOR**

During the Financial year 2023-2024, 13 (Thirteen) Board Meetings were held on the following dates:

1. 12<sup>th</sup> May, 2023
2. 26<sup>th</sup> June, 2023
3. 12<sup>th</sup> July, 2023
4. 31<sup>st</sup> August, 2023

5. 11<sup>th</sup> October, 2023
6. 08<sup>th</sup> November, 2023
7. 13<sup>th</sup> November, 2023
8. 21<sup>st</sup> November, 2023
9. 13<sup>th</sup> December, 2023
10. 18<sup>th</sup> December, 2023
11. 19<sup>th</sup> December, 2023
12. 22<sup>nd</sup> December, 2023
13. 14<sup>th</sup> January, 2024

## **5. DETAILS OF THE BOARD OF DIRECTORS AND EXTERNAL DIRECTORSHIPS**

Particulars of the Board's Composition, Directors' Attendance at Board Meetings and at the previous Annual General Meeting, number of other Directorships and Board-Committee memberships held as on **31<sup>st</sup> March 2024**, are given below:

Sr No.	Name of the Director, Designation and Category	Attendanc e of Board Meetings	Attendanc e at previous AGM	No. of other Directo r- ships (* )	Number of other Board Committee positions (@)	
					As Chairman	As Member
1	Ashkaran Bothra	13	Yes	-----	-----	----
2	Kamal Chand Bothra	13	Yes	-----	-----	----
3	Rachana Bothra	7	No	-----	-----	----
4	Jesa Ram Meghwal	5	No	-----	-----	----
5	Pavan Kumar	5	No	-----	-----	----
6	Puspendu Nath	5	No	-----	-----	----

### Notes:

(\* ) includes directorships held in public limited Companies only.

Directorships held in Private Companies, Foreign Companies and Companies registered under Companies Act, 2013 are excluded.

(@) includes only positions held in Audit Committee and Shareholders'/ Investor Grievance Committee of the Board of Directors.

## **6. ACCOUNTING POLICIES AND PROCEDURES**

The Company has adopted the Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015, for preparation and presentation of these Financial Statements.

The financial statements provide a true and fair view of the state of affairs of the Company and are compliant with the accounting standards notified in the Companies Act, 2013.

## **7. DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to the provisions of Section 134(5) of the Companies Act, 2013 the Directors of the Company hereby confirm, to the best of their knowledge and belief that-

- a. In preparation of the Annual Accounts, the applicable Accounting Standards have been followed along with proper explanations relating to material departures;
- b. The Directors have 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 loss of the Company, for that period.
- c. The Directors have 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.
- d. The Directors have prepared the Annual Accounts on a going concern basis.
- e. The Directors had laid down internal financial controls to be followed by the Company which are adequate and operating effectively and
- f. The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

## **8. STATEMENT OF DECLARATION BY AN INDEPENDENT DIRECTOR(S)**

The independent directors have submitted declaration that each of them meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and there has been no change in the circumstances which may affect their status of independence.

## **9. BOARD'S COMMENTS ON THE STATUTORY AUDITOR'S REPORT AND IN THE REPORT OF THE SECRETARIAL AUDITOR**

The Statutory Auditors have issued an Audit Report with unmodified opinion on the Financial Results of the Company for the year ended 31<sup>st</sup> March, 2024 and there were no qualifications, reservations, adverse remarks or disclaimers in the said report and also in the Secretarial Audit Report.

## **10. LOANS, GUARANTEES AND INVESTMENTS**

There were no loans, guarantees or investments made by the Company under Section 186 of the Companies Act, 2013 during the year under review and hence the said provision is not applicable.

## **11. RELATED PARTY DISCLOSURE**



All the related party transactions entered into during the financial year ended 31<sup>st</sup> March, 2024 were on arm's length price and were in the ordinary course of business. Therefore, the provisions of Section 188 of the Companies Act, 2013 were not attracted. Further there was no materially significant related party transaction during the year under review made by the Company with Promoters, Directors, Key Managerial Personnel and other designated person which may have a potential conflict with the interest of the Company at large. Thus, disclosure in Form AOC-2 is not required.

## **12. STATE OF THE COMPANY'S AFFAIRS AND FUTURE OUTLOOK**

The Company is engaged in the business of buying, selling, reselling, importing, exporting, transporting, storing, developing, promoting, marketing or supplying, trading, dealing in any manner whatsoever in all type of confectionery Items, Fruit Drink, Beverages, Soft Drink, Edible Packaged Foods, Snacks, Namkeen, All types of Cereals, Spices, Fats & Oils, Plastic Items goods, Electronics items (Mobile, Accessories, TV, Appliances), Electronic Products Including Development And Trading of Mobile/Computer Based Application Games on retail as well as on wholesale basis in India or elsewhere. The Company is del crede agent of Plastics products in Karnataka.

The company has altered Main Object of the company in its extra Ordinary general Meeting held on 24<sup>th</sup> January, 2024. The Company has received the certificate of Registration Confirming Alteration of Object from Registrar of Companies on 20<sup>th</sup> March, 2024.

## **13. CONVERSION OF COMPANY FROM PRIVATE LIMITED TO PUBLIC LIMITED**

The Company in its Extra Ordinary General Meeting held on 06<sup>th</sup> December, 2023 have approved the conversion of private Limited Company to Public Limited Company. Pursuant to provision of Section 14(1) and other applicable provision the status of the Company was converted from A K Jain Sales & Marketing Private Limited to A K Jain Sales & Marketing Limited. Fresh certificate of Incorporation upon conversion to Public Limited company was issued by Registrar of Companies, Jaipur on 14<sup>th</sup> Day of December, 2023.

## **14. TRANSFER TO RESERVES**

Your Board has considered appropriate not to transfer any amount to the General Reserves of the Company.

## **15. DIVIDEND**

In view of the planned business growth, your directors deem it proper to preserve the resources of the Company and therefore, do not propose any dividend for the financial year ended 31<sup>st</sup> March, 2024.

## **16. RISK MANAGEMENT**

The Company does not have any Risk Management Policy as the elements of risk threatening the Company's existence are very minimal.

**17. ANNUAL EVALUATION BY THE BOARD**

The evaluation framework for assessing the performance of Directors companies of the following key areas:

- i) Attendance of Board and Committee Meetings
- ii) Quality of contribution to Board deliberations
- iii) Strategic perspectives or inputs regarding future growth of Company and its performance
- iv) Providing perspectives and feedback going beyond information provided by the management
- v) Commitment to Shareholders and other stakeholder interests

The evaluation involves Self-Evaluation by the Board Member and subsequently assessment by the Board of Directors.

A member of the Board will not participate in the discussion of his/ her evaluation.

**18. DIRECTORS**

Pursuant to the provisions of section 152 of the Companies Act, 2013 and in accordance with the provisions of the Articles of Association of the Company, Mr. Kamal Chand Bothra (DIN: 06705112), retires by rotation at the forthcoming Annual General Meeting and, being eligible, offers himself for reappointment.

There were several appointment and resignation during the year under review. The following are changes in Directorship during the year:

<b>Sr. No</b>	<b>Name of the Director</b>	<b>DIN</b>	<b>Designation</b>	<b>Date of Appointment</b>	<b>Date of Cessation</b>
1	Jesa Ram Meghwal	10235221	Director	12-07-2023	21-11-2023
2	Pavan Kumar	10236058	Director	12-07-2023	21-11-2023
3	Puspendu Nath	09607942	Director	12-07-2023	21-11-2023
4	*Rachana Bothra	07682347	Executive Director	13-11-2023	Nil
5	Dhanpat Singh Jain	10666393	Additional Non-Executive Independent Director	14-06-2024	Nil
6	Ashok Kumar Sethia	10666423	Additional Non-Executive Independent Director	14-06-2024	Nil
7	Divyesh Kirtikumar Chhatbar	10670220	Additional Non-Executive Independent	14-06-2024	Nil

		Director		
--	--	----------	--	--

- Rachana Bothra was regularised from the Additional Director to Director of the Company in the Extra – ordinary general Meeting held on 06<sup>th</sup> December 2023.

As on the date of this report, the Board Strength consists of in all 6 directors. 3 directors are Executive Director and 3 Directors and Non-Executive Independent Directors.

Further none of the Directors on the Board is a member of more than 10 Committees or Chairman of more than 5 Committees across all the Companies in which they are a director. Also, necessary disclosures regarding Committee positions in other public Companies have been made to the Company by the Directors at regular intervals.

### **19. KEY MANAGERIAL PERSONNEL**

The following functioned as Key Managerial Personnel:

Sr. No	Name of the Key Managerial Personnel (KMP)	Designation	Date of Appointment	Date of Cessation
1	Sanjeev Kumar Chowrasiya	Chief Financial officer	14-05-2024	Nil
2	Megha Gusain	Company Secretary	16-05-2024	Nil

### **20. DEPOSITS**

The Company has not accepted any deposit from the public, falling within the ambit of Section 73 of the Companies Act, 2013 and The Companies (Acceptance of Deposits) Rules, 2014.

### **21. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE TRIBUNAL, COURTS AND REGULATORS**

There are no significant and material orders passed by the Tribunals, Courts and regulators that would impact the going concern status of the Company and its future operation.

### **22. INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The Company has in place adequate internal financial controls with reference to financial Statements. An independent firm of Chartered Accountants serves as an internal auditor to execute the internal audit functions. The management and the Audit Committee of the Board observe and then recommend corrective measures following such audits to improve business operations.

### **23. CORPORATE SOCIAL RESPONSIBILITY**

It is not obligatory on the part of your Company to have a Corporate Social Responsibility Policy/Committee since your Company's net worth, turnover and net profit during the financial year ended on 31st March, 2024 is below the threshold limits as specified in Section 135 of the Companies Act 2013.

#### **24. AUDIT COMMITTEE**

The Board of Directors has constituted an Audit Committee which consists of 3 (Three) Non-Executive Directors of whom two are Independent Directors possessing the requisite experience and expertise. The composition of the Audit Committee is as follows:

##### **Audit Committee as on date of this report:**

<b>DIN</b>	<b>Name</b>	<b>Designation</b>	<b>Position in Committee</b>
10666393	Dhanpat Singh Jain	Additional Non-Executive Independent Director	Chairman
10666423	Ashok Kumar Sethia	Additional Non-Executive Independent Director	Member
06646553	Ashkaran Bothra	Managing Director	Member

All recommendations of the Audit Committee were duly accepted by the Board and there were no instances of any disagreements between the Committee and the Board during the year.

#### **25. Nomination and Remuneration Committee:**

The Board of Directors has constituted a Nomination and Remuneration Committee which consists of 3 (Three) Non-Executive Directors of whom two are Independent Directors possessing the requisite experience and expertise. The composition of the Nomination and Remuneration Committee is as follows:

##### **Nomination and Remuneration Committee as on date of this report:**

<b>DIN</b>	<b>Name</b>	<b>Designation</b>	<b>Position in Committee</b>
10666423	Ashok Kumar Sethia	Additional Non-Executive Independent Director	Chairman
10666393	Dhanpat Singh Jain	Additional Non-Executive Independent Director	Member
10670220	Divyesh Kirtikumar Chhatbar	Additional Non-Executive Independent Director	Member

#### **26. Stakeholders Relationship Committee:**

Pursuant to the Companies Act, 2013, the Company has constituted a Stakeholders Relationship Committee. The Committee looks into the grievances of security holders of the Company.

**Stakeholders Relationship Committee as on date of this report:**

<b>DIN</b>	<b>Name</b>	<b>Designation</b>	<b>Position in Committee</b>
10670220	Divyesh Kirtikumar Chhatbar	Additional Non-Executive Independent Director	Chairman
10666393	Dhanpat Singh Jain	Additional Non-Executive Independent Director	Member
10666423	Ashok Kumar Sethia	Additional Non-Executive Independent Director	Member

**27. DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013**

The Company is committed to provide a safe and conducive work environment to its employees. During the year under review, no case of sexual harassment was reported.

**28. SECRETARIAL STANDARDS**

The Board of Directors affirms that the Company has, during the year, complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India.

**29. DEMATERIALISATION OF SECURITIES**

The shares of the Company are compulsorily traded in dematerialized form for all shareholders. There were several transfers during the year under review. However as on the date of this report all the shares are in dematerialized form.

**30. CHARGES CREATED BY COMPANY**

The Company has created charges during the year under review. However, there were certain previous charges which were modified and satisfied as per the Index of charges.

**31. STATUTORY AUDITORS**

M/s. KASG & Co., Chartered Accountants (Firm Regn No. 002228C), was appointed as auditors of the company to hold office for a period of 3 years from the conclusion of 8<sup>th</sup> Annual General Meeting of the Company on a remuneration to be mutually agreed upon between the Board of Directors of the Company and the Auditors.

**32. AUDITORS REPORT**

The observations and comments furnished by the Auditors in their report read together with the notes to Accounts are self-explanatory and hence do not call for any further comments under Section 134 of the Companies Act, 2013.

### **33. CORPORATE OFFICE**

The Board of Directors in its Meeting held on 11<sup>th</sup> October, 2023 has decided to keep and maintain books of accounts of the Company at its Corporate office situated at AK Jain Sales and Marketing Pvt Ltd, Shop no 7, 2nd Mile, Sevoke Road, Darjeeling, Siliguri, West Bengal, India, 734001.

### **34. AUDIT QUALIFICATIONS**

There are no Audit qualifications in the Company's financial statement for the year under review

### **35. INTERNAL AUDITORS**

M/s. Amit Kumar Agarwal & Associates, Chartered Accountant (Firm Registration Number: 333031E) have been appointed as Internal Auditors for FY 2023-2024 by complying with the provisions of Section 138 of The Companies Act, 2013 read with Rule 13 of The Companies (Accounts) Rules, 2014.

### **36. HOLDING, SUBSIDIARIES, JOINT VENTURES AND ASSOCIATES COMPANIES AS PER THE COMPANIES ACT, 2013**

The Company does not have any holding, subsidiary, joint venture and associate companies as per the Companies Act, 2013.

### **37. CONSOLIDATED FINANCIAL STATEMENT**

The Company does not require to prepare the Consolidation financials as the Company does not has any subsidiary, joint venture and associate Company

### **38. CORPORATE SOCIAL RESPONSIBILITY**

The provisions of Section 135 of The Companies Act, 2013 read with The Companies (Corporate Social Responsibility Policy) Rules, 2014 are not applicable to the Company. Hence, there is no need to develop CSR policy and to take initiative thereon.

### **39. MATERIAL CHANGES AND COMMITMENTS**

No material changes and commitments affecting the financial position of the company occurred between the end of the financial year to which these financial statements relates and the date of this report.

### **40. INSOLVENCY & BANKRUPTCY CODE/ SETTLEMENT:**

No proceedings are made or pending under the Insolvency and Bankruptcy Code, 2016 and there is no instance of one-time settlement with any Bank or Financial Institution.

#### **41. ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS & OUTGO**

Information with regard to Conservation of Energy and technology absorption is not applicable to the Company. The Company is engaged in the business of buying, selling, reselling, importing, exporting, transporting, storing, developing, promoting, marketing or supplying, trading, dealing in any manner whatsoever in all type of confectionery Items, Fruit Drink, Beverages, Soft Drink, Edible Packaged Foods, Snacks, Namkeen, All types of Cereals, Spices, Fats & Oils, Plastic Items goods, Electronics items (Mobile, Accessories, TV, Appliances), Electronic Products Including Development And Trading of Mobile/Computer Based Application Games on retail as well as on wholesale basis in India or elsewhere. The Company is del credere agent of Plastics products in Karnataka. The Company has not entered into any technical collaboration agreement. The particulars relating to the Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo as per Section 134(3)(m) of the Companies Act, 2013 read with the Rule 8(3) of the Companies (Accounts) Rules, 2014 are given as below.

**Information under Section 134(3)(m) of the Companies Act, 2013 read with rule 8(3) the Companies (Accounts) Rules, 2014 and forming part of the Report of the Directors:**

**(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
- iv) the expenditure incurred on Research and Development: NIL

**(C) Foreign exchange earnings and Outgo -**

The Company incurred expenditure on Foreign Currency;

Particulars	<i>Amount in Rs.Lacs</i>	
	Year ended 31 <sup>st</sup> March, 2024	Year ended 31 <sup>st</sup> March, 2023
<b>Expenditure in Foreign currency during the year</b>	<b>7160.25</b>	<b>4560.46</b>
<b>Total</b>	<b>7160.25</b>	<b>4560.46</b>

#### **42. ACKNOWLEDGEMENTS**

Your directors would like to place on record their sincere appreciation for the assistance and cooperation received from the financial institutions, banks, Government authorities, customers,

08<sup>th</sup> Annual Report 2024  
A K Jain Sales & Marketing Limited  
(Formerly known as A K Jain Sales & Marketing Private Limited)  
CIN: U46304RJ2016PLC055074

vendors and members during the year under review. Your directors also wish to place on record their deep sense of appreciation for the committed services by the Company's executives, staff and workers.

**For and on behalf of the Board of Directors of  
A K Jain Sales & Marketing Limited  
(Formerly known as A K Jain Sales & Marketing Private Limited)**

Place:  
Date: 06-09-2024

Sd/-  
**Ashkaran Bothra**  
Managing Director  
DIN: 06646553

Sd/-  
**Kamal Chand Bothra**  
Director  
DIN: 06705112



## **INDEPENDENT AUDITOR'S REPORT**

To

The Members of A K Jain Sales & Marketing Limited (Formerly A K Jain Sales & Marketing Private Limited.)

### **REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS**

#### **Opinion**

We have audited the financial statements of “**A K Jain Sales & Marketing Limited.**” (Formerly A K Jain Sales & Marketing Private Limited.), which comprises the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss, the Statement of Cash flow for the year then ended 31<sup>st</sup> March, 2024, and notes to the financial statements including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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 31<sup>st</sup> March, 2024 its Profit and cash flows for the year ended on that date.

#### **Basis for opinion**

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

#### **Information Other than the Financial Statements and Auditor's 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 (and any other information or Annual Report as the case may be) 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 during the course of our 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.

### **Management's Responsibility for the Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance of the Company in accordance with the accounting principles generally accepted in India, including the accounting standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

### **Auditor's Responsibilities 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 Standards on Auditing 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 Standards on Auditing, we exercise professional judgement 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.

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

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

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

## **REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS**

- 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 Act, we give in the "Annexure", a statement on the matters specified in paragraphs 3 and 4 of the Order.
- As required by Section 143(3) of the Act, we report that:

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.

- (a) 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.
- (b) The Balance Sheet, the Statement of Profit and Loss and the Statement of Cash Flow dealt with by this report are in agreement with the books of account.

- (c) 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**.
- (d) On the basis of the written representations received from the, none of the directors is disqualified as on 31st March, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.
- (e) According to the information and explanation given to us, the Company has paid/provided managerial remuneration during the year and the details of the same duly incorporated in Related Party Disclosures.
- (f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us;
- i.* The Company has disclosed the impact of pending litigations in its financial position.
  - ii.* The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii.* There was no amount 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 or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
    - b) The management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person or entity, 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 audit procedures which we 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) contain any material mis-statement.
  - v.* The company has not declared or paid any dividend during the year hence provisions of section 123 of the Companies Act, 2013 shall not be applicable.

vi. Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the company with effect from April 1, 2023.

Based on our examination which included test checks, the company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the company as per the statutory requirements for record retention.

(g) With respect to the matter to be included in the Auditors' Report under Section 197(16) of the Act, in our opinion and according to the information and explanations given to us, the limit prescribed by section 197 for maximum permissible managerial remuneration is not applicable to a private limited company.

**For KASG & Co.**

Chartered Accountants

Firm Registration No. 002228C

- Sd -

**Roshan Kumar Bajaj**

(Partner)

Membership No. 068523

Place: Kolkata

Date: 12<sup>th</sup> July 2024

**ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE TO THE MEMBERS OF A K JAIN SALES & MARKETING PRIVATE LIMITED, ON THE FINANCIAL STATEMENTS OF THE COMPANY FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2024.**

In terms of Companies (Auditor's Report) Order 2020, issued by the Central Government of India, in terms of section 143(11) of The Companies Act, 2013, we further report, on the matters specified in paragraph 3 and 4 of the said Order, that: -

- (i) (a) (A) The company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant & Equipment.  
(B) As the company has no Intangible Assets, maintenance of proper records showing full particulars of intangible Assets is not applicable.
  - (b) According to the information and explanation given to us, major Property, Plant and Equipment of the company have been physically verified by the management during the year and no material discrepancies were noticed & reported on such verification.
  - (c) According to the information and explanation given to us, the title deeds of the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favor of the lessee) are held in the name of the company.
  - (d) The company has not revalued its Property, Plant & Equipment (including Right of Use assets).
  - (e) According to the information and explanation given to us, no proceedings have been initiated or are pending against the company for holding benami property under The Benami Transactions (Prohibition) Act, 1988 and rules made thereunder during the year.
- (ii) (a) The inventories of the Company have been physically verified with the books at periodic intervals by the management and the coverage and procedure of such verification by the management is appropriate. The Company is maintaining proper records of inventory and no material discrepancies were noticed of 10% or more in the aggregate for each class of inventory on such verification' according to the provision of the Clause 3(ii) of the Order.
- (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 and credit facility from banks or financial institutions on the basis of security of current assets. The credit facilities, though in aggregate, is more than Rs. 5 Crores but individual facilities from banks are less than Rs. 5 crores each, hence the banks do not require submission of any quarterly / monthly financials as per sanction terms and conditions, hence reporting under the clause 3(ii)(b) is not applicable.
- (iii) According to the information and explanation given to us, the company has not made investments in, provided any guarantee or security, granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, LLPs, or any other parties.

- (iv) According to the information and explanation given to us, the company has not given any loans or guarantees/made any investments within the meaning of sections 185 & 186 of The Companies Act, 2013 during the year.
- (v) According to the information and explanation given to us, the company has not accepted any deposits from the public in terms of Section 73 to 76 or any other relevant provisions of the Companies Act, 2013.
- (vi) To the best of our knowledge and belief as per companies (Cost Records & Audit) Rules, 2014, the company is not liable to Cost Audit.
- (vii) (a) The company is regular in depositing undisputed statutory dues including Goods and Service Tax, Provident fund, employee state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues, as applicable, with appropriate authorities. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.
- (b) The dues outstanding in respect of Goods and Service Tax, Provident fund, employee state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues on account of any dispute, are as follows, which may be treated as contingent Liability: (A mere representation to the concerned Department has not been treated as a dispute)

<b>Name of the Statute</b>	<b>Nature of Dues</b>	<b>Amount (₹ in '000)</b>	<b>Period to which the amount relates</b>	<b>Forum where dispute is pending</b>
Goods and Services Tax Act, 2017	GST	47750.00	FY : 2019-20	GST Appeals, Joint Commissioner (State), Siliguri- Circle

- (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) In our opinion, the company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.
- (b) The company has not been declared as a willful defaulter by any bank or financial institution or other lender.

- (c) According to the information and explanation given to us, term loans have been utilised for the purposes for which they were obtained.
- (c) According to the information and explanation given to us, funds raised on short term basis have not been utilised for long term purposes.
- (d) According to the information and explanation given to us, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.
- (e) According to the information and explanation given to us, the Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.
- (x) (a) The company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year.  
  
(b) According to the information and explanation given to us, the company has not made any preferential allotment or private placement of shares/debentures during the year.
- (xi) Based upon the audit procedures performed and information and explanations given to us by the management, we report that no fraud by the company or on the company by its officers/employees have been noticed or reported during the course of our audit.
- (xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.
- (xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- (xiv) According to the information and explanations given to us, the company does not have internal audit system commensurate with the size and nature of its business.
- (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 its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.
- (xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.



- (b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
- (d) According to the information and explanations provided to us, the company neither has a subsidiary, Associate or Joint Venture nor a Core Investment Company (CIC), Hence this clause is not applicable.
- (xvii) The Company has not incurred any cash losses in the current and in the immediately preceding financial year.
- (xviii) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation 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 the 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.
- (xix) In our opinion and according to information and explanation given to us and based on the computation done as per provisions of Section 135 of Companies Act 2013, the Company is not required to spend any amount on Corporate Social Responsibility. Accordingly, clauses 3(xx)(a) & 3(xx)(b) of the Order is not applicable.

**For KASG & Co.**  
Chartered Accountants  
Firm Registration No. 002228C

- Sd -

**Roshan Kumar Bajaj**  
(Partner)  
Membership No. 068523

Place: Kolkata  
Date: 12<sup>th</sup> July 2024

**ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF A K JAIN SALES & MARKETING PRIVATE LIMITED.**

## **Report on the Internal Financial Controls under Clause (i) of Sub-Section 3 of Section 143 of the Companies Act, 2013 (“the Act”).**

We have audited the internal financial controls over financial reporting of A K Jain Sales & Marketing Private Limited (“the Company”) as of March 31st, 2024 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 the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

### **Auditor's Responsibility**

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the 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 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 bring 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 Limitation of Internal Financial Controls over Financial Reporting.**

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

### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For KASG & Co.**

Chartered Accountants

Firm Registration No. 002228C

**- Sd -**

**Roshan Kumar Bajaj**

(Partner)

Membership No. 068523

Place: Kolkata

Date: 12<sup>th</sup> July 2024

**A K Jain Sales & Marketing Limited (Formerly A K Jain Sales & Marketing Private Limited)**  
**CIN: U46304RJ2016PLC055074**  
**Balance Sheet as at 31st March, 2024**

(Rs. in Lakhs, unless otherwise stated)

Sr. No.	Particulars	Note No.	As at 31st March, 2024	As at 31st March, 2023
<b>I.</b>	<b><u>EQUITY AND LIABILITIES</u></b>			
	<b>(1) <u>Shareholders' funds</u></b>			
	(a) Share capital	3	1,394.93	929.95
	(b) Reserves and surplus	4	1,635.07	1,757.03
	<b>(2) <u>Non-current liabilities</u></b>			
	(a) Long-term borrowings	5	176.69	282.07
	(b) Deferred tax liability (net)		-	8.30
	<b>(3) <u>Current liabilities</u></b>			
	(a) Short-term borrowings	6	3,037.19	2,300.27
	(b) Trade payables	7	4,853.17	6,477.68
	(c) Other current liabilities	8	274.43	237.79
	(d) Short- term provision	9	142.09	74.51
	<b>Total Equity &amp; Liabilities</b>		<b>11,513.57</b>	<b>12,067.60</b>
<b>II.</b>	<b><u>ASSETS</u></b>			
	<b>(1) <u>Non-Current Assets</u></b>			
	(a) Property, plant and equipment	10	661.93	706.95
	(b) Deferred tax asset (net)	11	12.40	-
	(c) Non-current investments	12	1,120.83	842.70
	(d) Long term loans & advances	13	106.52	471.10
	(e) Other non-current assets	14	366.82	352.54
	<b>(2) <u>Current Assets</u></b>			
	(a) Inventories	15	1,153.50	1,685.29
	(b) Trade receivable	16	4,572.63	2,915.46
	(c) Cash and cash equivalent	17	1,280.28	2,574.49
	(d) Short-term loans and advances	18	2,166.77	2,423.96
	(e) Other current assets	19	71.89	95.09
	<b>Total Assets</b>		<b>11,513.57</b>	<b>12,067.60</b>

**IN TERMS OF OUR REPORT ATTACHED**

**For KASG & CO.**

**Chartered Accountants**

**Firm Registration Number : 002228C**

**For and on behalf of the Board of Directors**

**A K Jain Sales & Marketing Limited**

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**Roshan Kumar Bajaj**  
**Partner**  
**Membership No: 068523**

**Ashkaran Bothra**  
**Managing Director**  
**DIN: 06646553**

**Kamal Chand Bothra**  
**Director**  
**DIN: 06705112**

**Place : Kolkata**  
**Date : 12/07/2024**

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-sd-

**Megha Gusain**  
**Company Secretary**  
**Membership No: A73811**

**Sanjeev Kumar Chowrasiya**  
**Chief Financial Officer**

**A K Jain Sales & Marketing Limited (Formerly A K Jain Sales & Marketing Private Limited)**  
**CIN: U46304RJ2016PLC055074**  
**Statement of Profit and Loss for the year ended 31 March, 2024**  
(Rs. in Lakhs, unless otherwise stated)

Sr. No.	Particulars	Note No.	For the year ended 31st March, 2024	For the year ended 31st March, 2023
I.	Revenue from operation	20	20,124.59	27,083.12
II.	Other income	21	661.71	483.18
	<b>III. Total Income (I+II)</b>		<b>20,786.30</b>	<b>27,566.30</b>
IV.	Expenses:			
	Purchase of stock-in-trade	22	17,408.60	21,613.67
	Changes in Inventories of Stock-in-trade	23	531.80	2,505.60
	Employee benefits expense	24	454.47	198.45
	Finance costs	25	317.35	133.41
	Depreciation and amortization expense	10	66.53	34.72
	Other expenses	26	1,560.27	2,792.41
	<b>V. Total Expenses</b>		<b>20,339.02</b>	<b>27,278.26</b>
VI.	<b>Profit before exceptional and extraordinary items and tax (III-V)</b>		<b>447.28</b>	<b>288.04</b>
VII.	Exceptional items		-	-
VIII.	<b>Profit before extraordinary items and tax (VI-VII)</b>		<b>447.28</b>	<b>288.04</b>
IX.	Extraordinary items		-	-
X.	<b>Profit before tax (VIII-IX)</b>		<b>447.28</b>	<b>288.04</b>
XI.	Tax expense:			
	(1) Current tax		124.97	74.51
	(2) Deferred tax	11	-20.71	(16.83)
				-
XII.	Profit (Loss) for the period from continuing operation (X-XI)		301.61	196.70
XIII.	<b>Profit (Loss) for the period (XII)</b>		<b>343.02</b>	<b>196.70</b>
XIV.	Earning per equity share:			
	(1) Basic		3.24	11.86
	(2) Diluted			

**IN TERMS OF OUR REPORT ATTACHED**

**For KASG & CO.**

**Chartered Accountants**

**Firm Registration Number : 002228C**

-sd-

**Roshan Kumar Bajaj**  
**Partner**  
**Membership No: 068523**

**Place : Kolkata**  
**Date : 12/07/2024**

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

-sd-

**Ashkaran Bothra**  
**Managing Director**  
**DIN: 06646553**

-sd-

**Megha Gusain**  
**Company Secretary**  
**Membership No: A73811**

-sd-

**Kamal Chand Bothra**  
**Director**  
**DIN: 06705112**

-sd-

**Sanjeev Kumar Chowrasiya**  
**Chief Financial Officer**

## A K Jain Sales &amp; Marketing Limited (Formerly A K Jain Sales &amp; Marketing Private Limited)

CIN: U46304RJ2016PLC055074

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

(Rs. in Lakhs, unless otherwise stated)

Particulars	For the year ended 31st March, 2024	For the year ended 31st March, 2023
<b>A. Cash flow from Operating activities</b>		
Profit before tax	447.28	288.04
<u>Adjustments for:</u>		
Depreciation	66.53	34.72
Finance cost	317.35	133.41
Gratuity expense	17.61	-
Fixed assets written off	2.22	-
GST reversal & late fees	5.61	-
IGST reversal due to stock reversal	-	3.95
Dividend income	-	(0.004)
Interest income	-290.30	(279.60)
Balances written off	-24.99	(5.62)
Rent of immovable property	-24.30	(24.00)
Bad debts	28.95	27.35
(Profit)/Loss on sale of PPE	-4.58	1.07
Loss from investment in LLP	1.40	1.94
<b>Operating profit before working capital changes</b>	<b>542.77</b>	<b>181.26</b>
<b>Changes in Working Capital:</b>		
Increase / (Decrease) in trade payables	-1,624.51	(1,454.49)
Increase / (Decrease) in other current liabilities	36.64	(397.22)
Increase / (Decrease) in provisions	-17.61	-
(Increase) / Decrease in trade receivables	-1,651.40	405.83
(Increase) / Decrease in inventories	531.80	2,505.60
(Increase) / Decrease in long term loans and advances	364.58	(471.10)
(Increase) / Decrease in short term loans and advances	247.13	(323.30)
(Increase) / Decrease in other current assets	23.20	(83.22)
(Increase) / Decrease in other non-current assets	-14.27	(77.85)
<b>Cash generated from/ (used in) operations</b>	<b>-1,561.67</b>	<b>285.50</b>
Taxes paid (net of refunds)	-61.71	(57.63)
<b>Net cash generated from/ (used in) operating activities</b>	<b>-1,623.38</b>	<b>227.87</b>
<b>B. Cash flow from Investing Activities:</b>		
Receipts from sale of investments	18.75	78.12
Payment for purchase of investments	-292.30	(394.15)
Proceeds from fixed deposit with banks	576.50	836.96
Payment for creating fixed deposit with banks	-181.28	(424.28)
Interest income	289.34	279.60
Rent of immovable property	24.30	24.00
Dividend income	-	0.004
Loss from investment in LLP	-1.40	(1.94)
Disposal of PPE	-	0.09
Acquisition of PPE	-23.73	(95.07)
<b>Net cash from/ (used in) investing activities</b>	<b>410.19</b>	<b>303.32</b>
<b>C. Cash flow from Financing Activities:</b>		
Proceeds from long-term borrowings	11.11	455.75
Repayment from long-term borrowings	-116.48	(408.75)
Proceeds from short-term borrowings	1,305.64	29,524.49
Repayment from short-term borrowings	-568.72	(29,414.48)
Finance cost	-317.35	(133.41)
<b>Net cash from/ (used in) financing activities</b>	<b>314.20</b>	<b>23.60</b>
<b>Net increase/(decrease) in cash and cash equivalents (A+B+C)</b>	<b>-898.99</b>	<b>554.79</b>
Cash and cash equivalents at the beginning of the year	1,001.35	446.57
<b>Cash and cash equivalents at the end of the year</b>	<b>102.36</b>	<b>1,001.36</b>

Note:  
The statement of cash flow has been prepared under the indirect method as set out in Accounting Standard (AS 3) Statement of cash flows.

## IN TERMS OF OUR REPORT ATTACHED

For KASG &amp; CO.

Chartered Accountants

Firm Registration Number : 002228C

For and on behalf of the Board of Directors

A K Jain Sales &amp; Marketing Limited

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Roshan Kumar Bajaj

Partner

Membership No: 068523

Ashkaran Bothra

Managing Director

DIN: 06646553

Kamal Chand Bothra

Director

DIN: 06705112

Place : Kolkata

Date : 12/07/2024

-sd-

-sd-

Megha Gusain  
Company Secretary  
Membership No: A73811

Sanjeev Kumar Chowrasiya  
Chief Financial Officer

**A K Jain Sales & Marketing Limited (Formerly A K Jain Sales & Marketing Private Limited)**

CIN: U46304RJ2016PLC055074

Notes forming part of the Balance Sheet as at 31st March, 2024

**Note 1: Corporate Information**

A K Jain Sales & Marketing Limited (Formerly known as A K Jain Sales & Marketing Private Limited) (The Company) is a public 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 business of import, marketing and wholesale of confectionary, beverages, electronic items and plastic items.

**Note 2 : Significant Accounting Policies.**

**A) Basis of Accounting and Preparation of Financial Statements**

The Financial Statements of the Company have been prepared on accrual method of accounting and under the historical cost convention in accordance with Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013. The accounting policies adopted in the preparation of financial statements are consistent with those of previous year.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013.

**B) Use of estimates**

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

**C) Property, Plant & Equipment**

Property, Plant & Equipment are stated at cost of acquisition or construction less accumulated depreciation. Cost includes related taxes, duties, levies and any cost directly attributable to acquisition and installation of assets.

**D) Depreciation**

Act, 2013.

**E) Non - Current Investments**

Non- Current investments are valued at acquisition cost and the company has not provided for diminution in value of investments.

**F) Interest**

Interest Income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable

**G) Revenue recognition**

**Income from Operations**

Revenue is recognised to the extent that it is probable that the economic benefits will accrue to the Company and the revenue can be reliably measured and also when it is reasonably certain that the ultimate collection will be made and that there is buyers' commitment to make the complete payment.

**Interest Income**

Interest income is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

**H) Cash and Cash Equivalents**

Cash and cash equivalents in the balance sheet comprise cash at bank, held in current and earmarked accounts, and cash in hand.

**I) Taxes on Income :**

Tax expense comprises Current and Deferred Tax. Current Income Tax is calculated in accordance with Tax Laws applicable to the Current Financial Year. The deferred Tax Charge or Credit is recognized using the Tax Rates and Tax Laws that have been enacted by the balance sheet date. Where there are unabsorbed depreciation or carry forward losses, deferred tax assets are recognized only if there is virtual certainty of realization of such assets. Other deferred tax assets are recognized only to the extent there is reasonable certainty of realization in future. At each Balance Sheet date, recognized and unrecognized deferred tax assets are reviewed.

**J) Earnings per Share**

during the period.

**K) Provision and Contingencies**

A provision is recognised when the company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which reliable estimate can be made. Provisions are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance date and adjusted to reflect the current best estimates.

**L) Borrowing costs**

Borrowing costs are recognised as an expense in the statement of profit and loss in the period in which they are incurred.

**M) Cash flow statement**

Cash flows are reported using indirect method, whereby net profit before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from regular revenue generating, investing and financing activities of the Company

**N) Employee benefits expense**

The undiscounted amount of short term employee benefits expected to be paid in exchange for the services rendered by employees are recognised as an expense during the period when the employees render the services

**O) Inventories**

Items of inventories are measured at lower of cost and net realisable value after providing for obsolescence, if any, except in case of by-products which are valued at net realisable value. Cost of inventories comprises of cost of purchase, cost of conversion and other costs including manufacturing overheads net of recoverable taxes incurred in bringing them to their respective present location and condition.

**P) Foreign Currency Transactions**

The financial statements are presented in Indian rupee, which is the company's functional and presentation currency. Foreign currency transactions are translated into the functional currency using the exchange rate at the date of the transaction. Foreign exchange gain/losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies of all year exchange rates are recognized in the statement of profit and loss.

**NOTE :**

The Amalgamation of Banjara Farmhouse Pvt. Ltd., Feter Vintrade Pvt. Ltd., Metrodeal Commercial Pvt. Ltd., Purple dealers Pvt. Ltd. And Tycoon Vincom Pvt. Ltd. (referred to as "transferor companies") with AK Jain Sales & Marketing Pvt. Ltd. took place in the Previous year. The scheme of amalgamation between the companies became effective from the appointed date being, January 01, 2021 upon sanction of the said scheme by the Hon'ble National Comany Law Tribunal, Jaipur Bench on 30-11-2022. Upon implementation of the scheme the transferor companies merged into the company on a going concern basis and there is no change in name or nature of business.

A K Jain Sales & Marketing Limited (Formerly A K Jain Sales & Marketing Private Limited)				
CIN: U46304RJ2016PLC055074				
Notes forming part of the Balance Sheet as at 31st March, 2024				
(Rs. in Lakhs, unless otherwise stated)				
<b>Note 3 : Share Capital</b>				
Particulars	As at 31st March, 2024		As at 31st March, 2023	
	Number	Amount	Number	Amount
<b>Authorised</b>				
Fully paid up equity shares of Rs.10 each	1,50,00,000	1,500.00	1,00,00,000	1,000.00
<b>Issued, subscribed &amp; fully paid up</b>				
Fully paid up equity shares of Rs.10 each	1,39,49,250	1,394.93	92,99,500	929.95
Share suspense account			-	-
<b>Total</b>	<b>1,39,49,250</b>	<b>1,394.93</b>	<b>92,99,500</b>	<b>929.95</b>
<b>Reconciliation of the shares outstanding at the beginning and at the end of the reporting period Equity Shares</b>				
Particulars	For the year ended 31st March,2024		For the year ended 31st March,2023	
	Number	Amount	Number	Amount
At the beginning of the year	92,99,500	929.95	15,10,000	151.00
Issued during the Period	46,49,750	464.98	77,89,500	778.95
<b>At the end of the year</b>	<b>1,39,49,250</b>	<b>1,394.93</b>	<b>92,99,500</b>	<b>929.95</b>
<b>Details of the Shareholders holding more than 5% of Equity Shares of the Company</b>				
Name of Shareholder	As at 31st March, 2024	Percentage of Shareholding	As at 31st March, 2023	Percentage of Shareholding
	No. of Shares held		No. of Shares held	
Ashkaran Bothra	69,73,875.00	49.99%	46,49,750.00	50.00%
Kamal Chand Bothra	69,73,875.00	49.99%	46,49,750.00	50.00%
	<b>1,39,47,750.00</b>		<b>92,99,500.00</b>	
<b>Rights, preferences and restrictions attached to shares</b>				
<b>Equity Share</b>				
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. The dividend proposed by the Board of Directors, if any, is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.				
<b>Note 4 : Reserves and Surplus</b>				
Particulars	As at 31st March, 2024	As at 31st March, 2023		
<b>Reserves:</b>				
<b>Amalgamation Reserve</b>				
Balance at the beginning of the year	1,014.18	1,014.18		
Balance at the end of the year	<b>1,014.18</b>	<b>1,014.18</b>		
<b>Surplus (Deficit) on Profit &amp; Loss Statement:</b>				
Balance at the beginning of the year	742.85	546.39		
(+) Net Profit/(Net Loss) during the current year	344.42	196.70		
(-) TDS Adjustments	-	(0.24)		
(-) Reserve capitalised on issue of Bonus shares	-464.98	-		
(-) Transfer of Share of Profit/(Loss) and other adjustments of Partnership Firm	-1.40	-		
Balance at the end of the year	<b>620.89</b>	<b>742.85</b>		
<b>Total</b>	<b>1,635.07</b>	<b>1,757.03</b>		



A K Jain Sales & Marketing Limited (Formerly A K Jain Sales & Marketing Private Limited)

CIN: U46304RJ2016PLC055074

Notes forming part of the Balance Sheet as at 31st March, 2024

(Rs. in Lakhs, unless otherwise stated)

**Note 5 : Long term borrowings**

Particulars	As at 31st March, 2024	As at 31st March, 2023
<b>Secured Loans</b>		
<b>From Banks</b>		
<b>Car Loan</b>		
ICICI Bank	6.41	18.53
Less : Current Maturities	6.41	12.12
	<b>0.00</b>	<b>6.41</b>
<b>Term Loan</b>		
Kotak Mahindra Bank	275.65	380.02
Less : Current Maturities	98.96	104.36
<b>Total</b>	<b>176.69</b>	<b>275.65</b>
<b>Total</b>	<b>176.69</b>	<b>282.07</b>

**Term Loan**

**Kotak Mahindra Bank Ltd.**

Secured by First Charge over current assets and immovable property held as Non- Current investments and personal guarantee and collateral of directors

Interest @9.75% p.a

**Terms of Repayment**

0081- 84 Installments from April 2019 and ends on March 2026

0060- 36 Installments from october 2021 and ends on September 2024

**Car Loan**

**ICICI Bank Ltd.**

Secured by first charge over car held as property, plant and equipment

Interest @ 7.60% p.a

**Terms of Repayment**

36 Installments from october 2021 and ends on September 2024

**Loans Guaranteed by the directors**

**Loans Repayable on Demand**

**Exposure with Kotak Mahindra Bank Ltd.**

Secured by : Facility is secured by personal guarantee of the directors of the company

A K Jain Sales & Marketing Limited (Formerly A K Jain Sales & Marketing Private Limited)		
CIN: U46304RJ2016PLC055074		
Notes forming part of the Balance Sheet as at 31st March, 2024		
(Rs. in Lakhs, unless otherwise stated)		
<b>Note 6 : Short term borrowings</b>		
Particulars	As at 31st March, 2024	As at 31st March, 2023
<b>Secured</b>		
<b>From Banks</b>		
<b>Bank Overdraft</b>		
ICICI Bank	1,227.88	1,793.78
Kotak Mahindra Bank	398.30	247.24
	<b>1,626.18</b>	<b>2,041.03</b>
<b>Buyer's Credit</b>		
Kotak Mahindra Bank	-	142.76
<b>Car Loan - Current Maturities</b>		
ICICI Bank	6.41	12.12
<b>Term Loan - Current Maturities</b>		
Kotak Mahindra Bank	98.96	104.36
	<b>105.37</b>	<b>259.24</b>
<b>Unsecured</b>		
Inter Corporate Loan	1,054.50	-
Director	205.75	-
Others	45.40	-
	<b>1,305.64</b>	<b>-</b>
<b>Total</b>	<b>3,037.19</b>	<b>2,300.27</b>
<b>Note:</b>		
<b>Secured:</b>		
<b>Loans Repayable on Demand</b>		
<b>Exposure with Kotak Mahindra Bank Ltd.</b>		
Secured by :		
1. Facilities secured by first charges over current assets of the company		
2. Personal guarantee of the directors and their relatives of the company		
3. Equitable mortgage of immovable property in the name of A K Jain Sales & Marketing Limited (Formerly known as A K Jain Sales & Marketing Private Limited). & directors ( as covered in sanction letter).		
4. FDR of Rs. 17 Lakhs .		
5. Interest @ 9.75% p.a		
<b>Exposure with ICICI Bank Ltd.</b>		
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 million in the name of A K Jain Sales & Marketing Limited (Formerly known as A K Jain Sales & Marketing Private Limited)		
4. Equitable mortgage of immovable property in the name of A K Jain Sales & Marketing Limited (Formerly known as A K Jain Sales & Marketing Private Limited)		
5. Interest @ 7.60% p.a		
<b>Loans Guaranteed by directors</b>		
<b>Loans Repayable on Demand</b>		
<b>Exposure with Kotak Mahindra Bank Ltd.</b>		
Secured by : Facility is secured by personal guarantee of director of the company		
<b>Exposure with ICICI Bank Ltd.</b>		
Secured by : Facility is secured by personal guarantee of director of the company		
<b>Inter Corporate Loan</b>		
On the date of scheme becoming effective, the company has combined inter corporate loans to the transferor companies on line by line basis.		
<b>Unsecured Loans :</b>		
<b>Loans Repayable on Demand</b>		
Interest rate for unsecured loans is 9% p.a		

A K Jain Sales & Marketing Limited (Formerly A K Jain Sales & Marketing Private Limited)		
CIN: U46304RJ2016PLC055074		
Notes forming part of the Balance Sheet as at 31st March, 2024		
(Rs. in Lakhs, unless otherwise stated)		
Note 7 : Trade payables		
Particulars	As at 31st March, 2024	As at 31st March, 2023
<b>Sundry creditors for goods &amp; services (Refer Note 30.6)</b>		
Total outstanding dues of micro enterprises and small enterprises	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	4,853.17	6,477.68
<b>Total</b>	<b>4,853.17</b>	<b>6,477.68</b>

Trade payables ageing schedule is as follows:

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	
<b>For FY 2023-24</b>						
(i) MSME	-	-	-	-	-	-
(ii) Others	3,897.38	453.98	285.92	215.89	-	4,853.17
(iii) Disputed dues- MSME	-	-	-	-	-	-
(iv) Disputed dues- others	-	-	-	-	-	-
<b>Total</b>	<b>3,897.38</b>	<b>453.98</b>	<b>285.92</b>	<b>215.89</b>	<b>-</b>	<b>4,853.17</b>
<b>For FY 2022-23</b>						
(i) MSME	-	-	-	-	-	-
(ii) Others	2,851.82	3,616.09	4.78	4.66	0.33	6,477.68
(iii) Disputed dues- MSME	-	-	-	-	-	-
(iv) Disputed dues- others	-	-	-	-	-	-
<b>Total</b>	<b>2,851.82</b>	<b>3,616.09</b>	<b>4.78</b>	<b>4.66</b>	<b>0.33</b>	<b>6,477.68</b>

**A K Jain Sales & Marketing Limited (Formerly A K Jain Sales & Marketing Private Limited)**

CIN: U46304RJ2016PLC055074

Notes forming part of the Balance Sheet as at 31st March, 2024

(Rs. in Lakhs, unless otherwise stated)

**Note 8 : Other Current liabilities**

Particulars	As at 31st March, 2024	As at 31st March, 2023
<b>Other Payables</b>		
Audit fees payable	3.61	3.60
GST payable	4.18	61.78
Cess payable (liability net of input)	-	1.75
Professional tax - employee	0.07	0.15
TDS/TCS payable	22.44	18.06
EPF & ESIC payable	0.22	0.81
Salary payable	12.50	22.60
Other payables	4.66	16.93
LC Advice charges payable	0.35	-
Security deposit	8.10	8.82
Rent Payable	1.01	-
Advance from customers	217.29	103.30
<b>Total</b>	<b>274.43</b>	<b>237.79</b>

**Note 9: Short term provision**

Particulars	As at 31st March, 2024	As at 31st March, 2023
Provision for Income Tax (net of advance tax)	124.48	74.51
Provision for Gratuity	17.61	-
<b>Total</b>	<b>142.09</b>	<b>74.51</b>

A K Jain Sales & Marketing Limited (Formerly A K Jain Sales & Marketing Private Limited)

CIN: U46304RJ2016PLC055074

Notes forming part of the Balance Sheet as at 31st March, 2024

(Rs. in Lakhs, unless otherwise stated)

Particulars	Rate	GROSS BLOCK						DEPRECIATION				NET BLOCK		
		As on 31.03.2023	Revaluation	Additions	Sale Adjustment	Asset Written off	As at 31.03.2024	As on 31.03.2023	For the year	Sale Adjustment	Accumulated depreciation written off	As at 31.03.2024	P/L During the year	As on 31.03.2024
Laptop & computer	63.16%	16.26	-	1.40	-	0.16	17.49	14.67	1.23	-	-	15.91	-	1.59
Printer	45.07%	0.75	-	0.40	-	0.01	1.14	0.58	0.09	-	-	0.67	-	0.47
Motor cycle	25.89%	5.35	-	-	-	0.41	4.93	3.51	0.37	-	-	3.88	-	1.06
Office equipments & fittings	25.89%	24.50	-	18.03	-	1.14	41.39	10.44	7.11	-	-	17.55	-	23.84
Motor car	31.23%	140.53	-	-	-	-	140.53	85.79	17.09	-	-	102.89	-	37.65
Furniture & fixture	25.89%	31.03	-	2.31	-	0.25	33.08	16.50	3.90	-	-	20.40	-	12.68
Mobile	25.89%	2.53	-	1.60	-	0.24	3.89	1.33	0.45	-	-	1.78	-	2.11
Building	9.50%	402.20	-	-	-	-	402.20	0.11	36.28	-	-	36.38	-	365.81
Land	0.00%	216.74	-	-	-	-	216.74	-	-	-	-	-	-	216.74
<b>TOTAL</b>		<b>839.88</b>	<b>-</b>	<b>23.73</b>	<b>-</b>	<b>2.22</b>	<b>861.39</b>	<b>132.93</b>	<b>66.53</b>	<b>-</b>	<b>-</b>	<b>199.46</b>	<b>-</b>	<b>661.93</b>
<b>For FY 2022-23</b>		<b>741.51</b>	<b>-</b>	<b>98.46</b>	<b>0.09</b>	<b>-</b>	<b>839.88</b>	<b>98.30</b>	<b>34.72</b>	<b>0.08</b>	<b>-</b>	<b>132.93</b>	<b>-</b>	<b>706.95</b>

**A K Jain Sales & Marketing Limited (Formerly A K Jain Sales & Marketing Private Limited)**

CIN: U46304RJ2016PLC055074

Notes forming part of the Balance Sheet as at 31st March, 2024

(Rs. in Lakhs, unless otherwise stated)

**Note 6 : Deferred tax Asset / Liability (net)**

Particulars	As at 31st March, 2024	As at 31st March, 2023
WDV as per Companies Act, 2013	661.93	706.95
WDV as per Income Tax Act, 1961	709.64	675.02
Timing Difference	47.71	-31.93
Deferred tax asset (closing)	12.40	-8.30
Deferred tax asset (opening)	-8.30	8.53
<b>Total</b>	<b>20.71</b>	<b>-16.83</b>

**A K Jain Sales & Marketing Limited (Formerly A K Jain Sales & Marketing Private Limited)**

**CIN: U46304RJ2016PLC055074**

**Notes forming part of the Balance Sheet as at 31st March, 2024**

**(Rs. in Lakhs, unless otherwise stated)**

**Note 12 : Non-current Investments**

Particulars	As at 31st March, 2024	As at 31st March, 2023
Investments in mutual fund	15.00	15.00
Investments in unquoted shares	51.90	51.90
Investments in property	317.51	290.14
<b>Investment in Limited Liability Partnerships</b>		
Moncher Outlets LLP (19% Shareholding)	46.72	31.42
Starlasting Trade LLP (19% Shareholding)	35.26	10.54
<b>Investment in Associates</b>		
Neev Commercial (50% Shareholding)	574.44	443.71
Kajla Infra LLP (40% Shareholding)	80.00	0.00
<b>Total</b>	<b>1,120.83</b>	<b>842.70</b>

**Note 13 : Long term loans & advances**

Particulars	As at 31st March, 2024	As at 31st March, 2023
Loan to Related parties	106.52	471.10
<b>Total</b>	<b>106.52</b>	<b>471.10</b>

**Note 14 : Other non-current assets**

Particulars	As at 31st March, 2024	As at 31st March, 2023
Security Deposit	348.95	334.68
TDS A/C Feter	7.22	7.22
Income Tax Deposit	10.42	10.42
Income Tax Deposit_Feter	0.23	0.23
<b>Total</b>	<b>366.82</b>	<b>352.54</b>

**Note 15: Inventories**

Particulars	As at 31st March, 2024	As at 31st March, 2023
Inventories	1,153.50	1,685.29
<b>Total</b>	<b>1,153.50</b>	<b>1,685.29</b>

**Note:**

As per AS 2, Inventories have been valued at lower of cost or NRV

A K Jain Sales & Marketing Limited (Formerly A K Jain Sales & Marketing Private Limited)		
CIN: U46304RJ2016PLC055074		
Notes forming part of the Balance Sheet as at 31st March, 2024		
(Rs. in Lakhs, unless otherwise stated)		
<b>Note 16: Trade receivables</b>		
<b>Particulars</b>	<b>As at 31st March, 2024</b>	<b>As at 31st March, 2023</b>
<b>Trade receivables</b>		
- Unsecured considered good	4,572.63	2,913.45
- Disputed	-	2.01
<b>Total</b>	<b>4,572.63</b>	<b>2,915.46</b>

Trade receivables ageing schedule is as follows:

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 Months	6 Months -1Year	1-2 Years	2-3 Years	More than 3 Years	
<b>For FY 2023-24</b>						
(i) Undisputed Trade receivables						
- Considered Good	4,420.81	10.83	31.88	98.92	10.18	4,572.63
- Considered Doubtful	-	-	-	-	-	-
(ii) Disputed Trade receivables						
- Considered Goods	-	-	-	-	-	-
- Considered Doubtful	-	-	-	-	-	-
<b>Total</b>	<b>4,420.81</b>	<b>10.83</b>	<b>31.88</b>	<b>98.92</b>	<b>10.18</b>	<b>4,572.63</b>
<b>For FY 2022-23</b>						
(i) Undisputed Trade receivables						
- Considered Goods	2,734.32	45.42	103.82	9.73	20.17	2,913.45
- Considered Doubtful	-	-	-	-	-	-
(ii) Disputed Trade receivables						
- Considered Goods	2.01	-	-	-	-	2.01
- Considered Doubtful	-	-	-	-	-	-
<b>Total</b>	<b>2,736.33</b>	<b>45.42</b>	<b>103.82</b>	<b>9.73</b>	<b>20.17</b>	<b>2,915.46</b>



A K Jain Sales & Marketing Limited (Formerly A K Jain Sales & Marketing Private Limited)		
CIN: U46304RJ2016PLC055074		
Notes forming part of the Balance Sheet as at 31st March, 2024		
(Rs. in Lakhs, unless otherwise stated)		
<b>Note 17.1: Cash &amp; cash equivalents</b>		
	As at 31st March, 2024	As at 31st March, 2023
Cash in hand	18.57	51.23
Balances with banks	83.80	950.12
<b>Total</b>	<b>102.37</b>	<b>1,001.35</b>
<b>Included above</b>		
Balances that meet definition of Cash and cash equivalents as per AS 3 - Cash Flow Statements	102.37	1,001.35
<b>Note 17.2: Bank balances other than Cash &amp; cash equivalents</b>		
	As at 31st March, 2024	As at 31st March, 2023
Fixed deposits with banks	1,177.92	1,573.14
<b>Total</b>	<b>1,177.92</b>	<b>1,573.14</b>
<b>Total (Note17.1+17.2)</b>	<b>1,280.28</b>	<b>2,574.49</b>
<b>Note 18: Short term loans &amp; advances</b>		
	As at 31st March, 2024	As at 31st March, 2023
Balances with Government Authorities	170.83	180.89
Short Term advances:		
- to Suppliers	137.04	552.44
- to Employees	-	-
- to Related parties	1,138.34	1,518.64
Capital advances	289.33	
Other advances	431.22	171.99
<b>Total</b>	<b>2,166.77</b>	<b>2,423.96</b>
<b>Note 19: Other Current Assets</b>		
	As at 31st March, 2024	As at 31st March, 2023
Commission accrued not yet received	12.68	7.59
Prepaid expense	1.24	4.99
Duties & taxes	57.97	82.51
<b>Total</b>	<b>71.89</b>	<b>95.09</b>

A K Jain Sales & Marketing Limited (Formerly A K Jain Sales & Marketing Private Limited)		
CIN: U46304RJ2016PLC055074		
Notes forming part of the Statement of Profit & Loss as at 31st March, 2024		
(Rs. in Lakhs, unless otherwise stated)		
<b>Note 20: Revenue from operations</b>		
	<b>For the year ended 31st March, 2024</b>	<b>For the year ended 31st March, 2023</b>
<b>Sale of Products</b>		
Coal	-	15.69
Miscellaneous items	-	21.66
Confectionary & beverages	12,045.85	22,221.53
HDPE Granules	-	22.90
Sanitary napkins	97.50	58.55
Electronic goods & accessories	7,406.71	4,524.42
Patanjali products	34.10	-
	<b>19,584.17</b>	<b>26,864.75</b>
<b>Sale of Services</b>		
Commission Income	91.36	79.48
Business Management & Consultancy services	449.06	138.89
	<b>540.42</b>	<b>218.37</b>
<b>Total</b>	<b>20,124.59</b>	<b>27,083.12</b>
<b>Note 21: Other Income</b>		
	<b>For the year ended 31st March, 2024</b>	<b>For the year ended 31st March, 2023</b>
Claim for Custom Clearing	1.04	4.08
Commission from Reimbursement of Expenses	39.60	31.99
Contract Work	-	134.73
Commission Income from extended warranty service	0.38	0.23
Interest Income	290.30	279.60
Interest on Delay compensation	125.20	-
Foreign exchange gain	148.72	-
Partner Incentive	2.36	2.73
Profit from Sale of land	4.58	-
Rent for Immovable property	24.30	24.00
Sundry balances written back	24.99	5.62
Miscellaneous Income	0.25	0.20
<b>Total</b>	<b>661.71</b>	<b>483.18</b>
<b>Note 22: Purchases of Stock-In-Trade</b>		
	<b>For the year ended 31st March, 2024</b>	<b>For the year ended 31st March, 2023</b>
Coal	-	9.16
Confectionary & bevarages	9,907.65	17,054.19
Electronic goods & accessories	7,245.31	4,284.71
HDPE Granules	-	22.44
Patanjali products	26.34	-
Sanitary napkin	95.65	56.92
Other products	5.94	21.66
	<b>17,280.88</b>	<b>21,449.08</b>
<b>Other Operating Expenses</b>		
Brokerage & Commission	-	43.35
C & F Expenses including Import clearing	20.66	28.71
Freight charges	2.19	6.87
Laboratory/Sample testing	4.95	2.73
Loading & Unloading expenses	89.80	82.94
Royalty expense	10.00	-
Packaging & forwarding charges	0.13	-
	<b>127.72</b>	<b>164.59</b>
<b>Total</b>	<b>17,408.60</b>	<b>21,613.67</b>

**A K Jain Sales & Marketing Limited (Formerly A K Jain Sales & Marketing Private Limited)**

CIN: U46304RJ2016PLC055074

**Notes forming part of the Statement of Profit & Loss as at 31st March, 2024**

(Rs. in Lakhs, unless otherwise stated)

**Note 23: Changes in Inventories of Stock-in-Trade**

Particulars	For the year ended 31st March, 2024	For the year ended 31st March, 2023
<b><u>Inventories at the end of the year:</u></b>		
Confectionery & Beverages	704.74	1,322.32
Chora Garments	7.32	7.43
Electronic Goods & Accessories	435.47	351.90
Sanitary Napkin	5.08	3.65
Patanjali Products	0.23	-
Other products	0.65	-
	<b>1,153.50</b>	<b>1,685.29</b>
<b><u>Inventories at the beginning of the year:</u></b>		
Confectionery & Beverages	1,322.32	3,703.26
Electronic Goods & Accessories	351.90	487.63
Sanitary Napkin	3.65	-
Chora Garments	7.43	-
	<b>1,685.29</b>	<b>4,190.89</b>
<b>Net (increase) / decrease</b>	<b>531.80</b>	<b>2,505.60</b>

**Note 24: Employee Benefit expenses**

Particulars	For the year ended 31st March, 2024	For the year ended 31st March, 2023
Salary	258.45	155.79
Staff welfare	124.93	20.55
Director's Remuneration	30.00	15.00
Bonus	17.77	4.85
ESI - Employer Contribution	3.10	1.60
Provident Fund - Employer Contribution	2.60	0.66
Gratuity Expense	17.61	-
<b>Total</b>	<b>454.47</b>	<b>198.45</b>

**Note 25: Finance Costs**

Particulars	For the year ended 31st March, 2024	For the year ended 31st March, 2023
Interest on Secured loans	233.91	129.42
Interest on Unsecured Loan	82.84	-
Loan Processing Fees	0.26	3.98
Other Interest Cost	0.35	-
<b>Total</b>	<b>317.35</b>	<b>133.41</b>

**Note 26: Other expenses**

Particulars	For the year ended 31st March, 2024	For the year ended 31st March, 2023
Delivery Expense	790.62	1,567.73
Brokerage & Commission	178.01	246.05
Loading & Unloading Charges	100.92	177.56
Godown, Office, Flat and Room Rent	76.56	145.05
Digital Marketing Expenses	255.58	120.90
Foreign exchange loss	-	141.84
Contract work expenses	-	119.97
Sales Promotion	14.86	56.99
Tour & Travelling Expenses	27.22	41.53
Bad Debts	28.95	27.35
Stock Value Reversed (Godown Closure)	-	27.13
Bank Charges	12.26	19.00
Pest Control Expenses	6.31	9.99
Office & General Expenses	6.29	9.77
Event Expenses	5.85	9.19
Consultancy Charges	1.20	6.17
Conveyance Expenses	3.51	5.49
Repairs & Maintenance Expenses	8.10	5.20
ROC Fees	5.65	4.89
Insurance	2.77	4.53
Audit Fees	3.90	4.00
Meeting Expenses	4.31	3.67
Legal & Professional Fees	4.30	4.92
Printing and Stationery	4.84	3.18
GST Scrutiny Liability	0.68	9.42
Fixed Assets written off	2.22	-
Utility Expenses	0.68	2.09
Rates & Taxes	0.94	2.03
Loss incurred towards Investment in LLP	1.40	1.94
Software Expenses	0.91	1.30
Loss on Sale of PPE	-	1.07
Telephone & Internet Expenses	0.75	0.98
Discount Allowed	-	0.93
Damage Due to Accident	-	0.93
Late Payment Charges	-	0.69
Advertisement Expenses	0.03	0.54
Electricity Expense	2.82	0.49
Late Fees & GST Reversal	5.61	4.59
Computer & Accessories	-	0.12
Miscellaneous Expense	0.93	3.11
Postage Expenses	0.08	0.08
Donation	1.22	-
<b>Total</b>	<b>1,560.27</b>	<b>2,792.41</b>
(i) Payment of audit fees includes :		
Statutory audit fee	2.90	3.00
Tax audit fee	1.00	1.00

**A K Jain Sales & Marketing Limited (Formerly A K Jain Sales & Marketing Private Limited)**

CIN: U46304RJ2016PLC055074

Notes forming part of the Balance Sheet as at 31st March, 2024

(Rs. in Lakhs, unless otherwise stated)

**Note 27: Related Party Transactions**

Disclosure as per Accounting Standard 18 (AS-18) "Related Party Disclosures" Issued by the Institute of Chartered Accountants of India.

**Key Management Personnel:****SL NAME**

- 1 Mr. Kamal Chand Bothra
- 2 Mr. Ashkaran Bothra
- 3 Mrs. Rachana Bothra

**Relatives of Key Management Personnel:****SL NAME**

- 1 Jayshree Bothra
- 2 Punam Chand Bothra
- 3 Manju Devi Bothra
- 4 Diya Jain
- 5 Harshita Jain
- 6 Kaushal Bothra
- 7 Kanishk Bothra

**Entities in which the KMP or its relatives are interested:****SL NAME****NAME**

- |   |                                       |
|---|---------------------------------------|
| 1 A K Jain Forgings LLP                 | Bhairavkripa Infracon Private Limited |
| 2 AK International                      | Engage Vinimay Private Limited        |
| 3 Ak Jain Properties Private Limited    | Image Dealers Private Limited         |
| 4 Arihant Minerals                      | Kajla Infra LLP                       |
| 5 Ashkaran Bothra HUF                   | Matashree Financial Consultants LLP   |
| 6 Asian Thai Foods Purvanchal Pvt. Ltd. | Metrodeal Commercial Private Limited  |
| 7 HDKK Trade India LLP                  | Pawansathi Appartment Private Limited |
| 8 Classic Signages Private Limited      | River Valley Foods Private Limited    |
| 9 Homfeel Vegh Automobiles Pvt. Ltd.    | Shiva Multibiz Private Limited        |
| 10 Hygen Beverages Pvt Ltd              | Starlasting Exim Private Limited      |
| 11 M/s Jain International               | Starlasting Tea & Allied Products LLP |
| 12 Moncher Outlets LLP                  | Starlasting Trade LLP                 |
| 13 Neev Commercial                      | Starlasting Nuevo Private Limited     |
| 14 Newtreeo Global Pvt Ltd              |                                       |
| 15 Starlasting Construction Pvt Ltd     |                                       |
| 16 The PBIL Food Trade                  |                                       |
| 17 United Star Venture LLP              |                                       |

The Company has entered into transactions with related parties as listed below during the year under consideration. Full Disclosure has been made and the Board of Directors considers such transactions to be in normal course of business and at rates agreed between the parties. Details of transactions with related parties are as follows:

Particulars	For the year ended 31st March, 2024	For the year ended 31st March, 2023
<b>TRANSACTIONS WITH RELATED PARTIES:</b>		
<b>1 Short Term Loans and Advances</b>		
<b><u>Homfeel Vegh Automobiles Pvt. Ltd.</u></b>		
Opening	390.35	35.00
Loan Given	197.72	516.84
Loan Repaid	29.87	161.48
Outstanding	558.20	390.35
<b><u>A K Jain Forgings LLP</u></b>		
Opening	92.07	-
Loan Given	23.90	92.34
Loan Repaid	115.97	0.27
Outstanding	-	92.07
<b><u>Ashkaran Bothra</u></b>		
Opening	250.90	-
Loan Given	157.80	250.90
Loan Repaid	408.71	-
Outstanding	-	250.90
<b><u>Asian Thai Foods Purvanchal Pvt Ltd</u></b>		
Opening	50.00	-
Loan Given	27.35	50.00
Loan Repaid	0.48	-
Outstanding	76.86	50.00
<b><u>Jayshree Bothra</u></b>		
Opening	110.10	-
Loan Given	134.90	110.10
Loan Repaid	245.00	-
Outstanding	-	110.10
<b><u>Newtreo Global Pvt Ltd</u></b>		
Opening	98.89	-
Loan Given	313.26	98.90
Loan Repaid	16.18	0.01
Outstanding	395.97	98.89
<b><u>Punam Chand Bothra</u></b>		
Opening	2.50	-
Loan Given	0.25	2.50
Loan Repaid	2.50	-
Outstanding	0.25	2.50
<b><u>Starlasting Construction Pvt Ltd</u></b>		
Opening	17.60	-
Loan Given	-	17.62
Loan Repaid	17.60	0.01
Outstanding	-	17.60
<b><u>United Star Venture LLP</u></b>		
Opening	21.10	-
Loan Given	23.77	146.23
Loan Repaid	45.00	125.12
Outstanding	-0.13	21.10
<b><u>Arihant Minerals</u></b>		
Opening	52.00	-
Loan Given	21.74	52.00
Loan Repaid	73.74	-
Outstanding	-	52.00

Particulars	For the year ended 31st March, 2024	For the year ended 31st March, 2023
<b><u>Hygene Beverages Pvt. Ltd.</u></b>		
Opening	98.32	100.00
Loan Given	9.86	5.60
Loan Repaid	0.99	7.28
Outstanding	107.19	98.32
<b><u>Jain International</u></b>		
Opening	111.79	-
Loan Given	-	143.56
Loan Repaid	111.79	31.77
Outstanding	-0.00	111.79
<b><u>HDKK Trade India LLP</u></b>		
Opening	362.84	340.00
Loan Given	-	362.84
Loan Repaid	362.84	340.00
Outstanding	-	362.84
<b><u>The PBIL Food Trade</u></b>		
Opening	-	207.06
Loan Given	-	3.00
Loan Repaid	-	210.06
Outstanding	-	-
<b>2 <u>Long Term Loans and Advances</u></b>		
<b><u>Ashkaran Bothra HUF</u></b>		
Opening	220.20	-
Loan Given	17.17	220.20
Loan Repaid	130.85	-
Outstanding	106.52	220.20
<b>3 <u>Investment in LLP</u></b>		
<b><u>Kaira Infra LLP</u></b>		
Opening	-	-
Loan Given	80.00	-
Loan Repaid	-	-
Outstanding	80.00	-
<b>4 <u>Investment in Associate</u></b>		
<b><u>Moncher Outlets LLP</u></b>		
Opening	31.42	-
Loan Given	15.95	34.29
Loan Repaid	0.65	2.87
Outstanding	46.72	31.42
<b><u>Starlasting Trade LLP</u></b>		
Opening	10.54	-
Loan Given	27.52	10.90
Loan Repaid	2.80	0.36
Outstanding	35.26	10.54
<b>5 <u>Unsecured Loans taken</u></b>		
<b><u>Kamal Chand Bothra</u></b>		
Opening	-111.07	134.00
Loan Taken	415.47	9.92
Loan Repaid	269.40	254.99
Outstanding	35.00	-111.07
<b><u>Ashkaran Bothra</u></b>		
Opening	-	110.98
Loan Taken	238.00	508.72
Loan Repaid	87.25	619.70
Outstanding	150.75	-

Particulars	For the year ended 31st March, 2024	For the year ended 31st March, 2023
<b><u>Rachana Bothra</u></b>		
Opening	-	-
Loan Taken	32.00	-
Loan Repaid	12.00	-
Outstanding	20.00	-
<b><u>Shiva Multibiz Pvt Ltd</u></b>		
Opening	-	-
Loan Taken	40.00	-
Loan Repaid	40.00	-
Outstanding	-	-
<b><u>Starlasting Construction Pvt Ltd</u></b>		
Opening	-	-
Loan Taken	168.98	-
Loan Repaid	109.33	-
Outstanding	59.65	-
<b><u>Starlasting Exim Pvt Ltd</u></b>		
Opening	-	-
Loan Taken	102.91	-
Loan Repaid	102.91	-
Outstanding	-	-
<b>6 <u>Rent Expense</u></b>		
Jayshree Bothra	2.40	2.40
<b>7 <u>Director Remuneration</u></b>		
Ashkaran Bothra	24.00	15.00
Rachana Bothra	6.00	-



**A K Jain Sales & Marketing Limited (Formerly A K Jain Sales & Marketing Private Limited)**

CIN: U46304RJ2016PLC055074

**Notes forming part of the Balance Sheet as at 31st March, 2024**

(Rs. in Lakhs, unless otherwise stated)

**Note 28- Disclosure on Promoter's shareholding**

Promoter's Name	No. of Shares	% of Total Shares	%Changes during the year
Kamal Chand Bothra	69,73,875.00	49.99%	0%
Ashkaran Bothra	69,73,875.00	49.99%	0%

**Note 29: Foreign Exchange Exposure**

Particulars	For the year ended 31st March 2024	For the year ended 31st March 2023
Expenditure in Foreign currency during the year	7,160.25	4,560.46

**Note 30 - Financial Ratios**

Particulars	For the year ended 31st March		% Change	Reason for Change
	2024	2023		
(a) Current Ratio	1.11	1.07	4%	NA
(b) Debt-Equity Ratio	1.06	0.96	10%	NA
(c) Debt service coverage Ratio	0.88	3.16	-72%	Substantial Decrease in Principal Repayments
(d) Return on Equity Ratio	12.00%	7.60%	58%	Increase in Net Profit of Current year
(e) Inventory turnover ratio	13.80	9.14	51%	Substantial decrease in Purchases during the year
(f) Trade receivables turnover Ratio	5.38	8.68	-38%	Substantial decrease in Sales made during the year
(g) Trade payables turnover Ratio	3.07	3.00	2%	NA
(h) Net capital turnover Ratio	26.10	30.35	-14%	NA
(i) Net Profit Ratio	1.70%	0.73%	135%	Reduced operating expenses and other expenses substantially.
(j) Return on Capital employed	12.25%	8.00%	53%	Substantial Increase in Shareholders' Fund due to issue of Bonus Shares
(k) Return on Investment	5.49%	3.73%	47%	Substantial Increase in Shareholders' Fund due to issue of Bonus Shares

1. Current ratio = Current assets ÷ Current liabilities

2. Debt-Equity ratio = Total debt ÷ Shareholders funds

3. Debt service coverage ratio = Earnings available for debt service ÷ Debt service

Where, Earnings for debt service = Net profit before tax + Non cash operating expenses like depreciation + Interest + Other adjustments like loss on sale of fixed assets

Debt service = Interest & Lease payments + Principal repayments

4. Return on Equity ratio = Net profit ÷ shareholders funds

5. Inventory Turnover ratio = COGS ÷ average Inventory

6. Trade receivables turnover ratio = Net credit sales ÷ average receivables

7. Trade payables turnover ratio = Net credit purchases ÷ average payables

8. Net capital turnover ratio = Total turnover ÷ Average working capital

9. Net profit ratio = Net profit ÷ Total revenue

10. Return on capital employed = EBIT ÷ (Shareholders funds + total borrowings)

11. Return on Investment = Net profit ÷ (shareholders funds + total borrowings)

**A K Jain Sales & Marketing Limited (Formerly A K Jain Sales & Marketing Private Limited)**

CIN: U46304RJ2016PLC055074

**Notes forming part of the Balance Sheet as at 31st March, 2024**

**(Rs. in Lakhs, unless otherwise stated)**

**Note 31: Additional information to the financial statements**

31.1 Creation of charges for motor car provided as a collateral against car loan is pending as at 31/03/2024

31.2 Previous years figures have been regrouped / reclassified wherever necessary to

**Contingent Liabilities**

**Contingent Liabilities & claims against the company (to the extent not provided for & as certified by the management)**

31.3	Particulars	As on 31st March, 2024	As on 31st March, 2023
	Disputed GST along with interest and penalty (total demand of Rs. 5,26,81,234 less amount deposited	477.50	477.50

**Capital and Other Commitments**

31.4 There is no capital commitments made by the management as at the year ended 31st March, 2024 and 31st March, 2023.

**Note 32 : Additional Regulatory Information****1. Title deeds of Immovable Property held in name of the Company:**

Not Applicable

**2. Revaluation of PPE**

The Company has not revalued any of its Property, Plant and Equipment during the year.

**3. Loans or Advances in the nature of loans are granted to promoters, directors, KMPs and related parties**

Refer RPT Note 27

**4. Capital-Work-in Progress (CWIP)**

Not Applicable

**5. Intangible Assets under development**

Not Applicable

**6. Details of Benami Property held**

No proceedings have been initiated during the year or are pending against the Company as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

**7. Relationship with Struck Off Companies**

Not Applicable

**8. Registration of charges or satisfaction with Registrar of Companies**

Assets Under Charges	Bank with which Charge is created	Charge Amount (Rs.)	Date of creation	Date of Satisfaction
Stocks , Debtors, Property (Immovable fixed asset)	ICICI Bank	26,00,00,000.00	07-08-2023	
Land & Building - Residential (Immovable fixed asset)	Kotak Mahindra Bank	10,04,12,000.00	28-02-2024	
Land & Building (Immovable fixed asset)	ICICI Bank	3,30,00,000.00	15-09-2022	
Stocks , Debtors, Property (Immovable fixed asset)	ICICI Bank	8,00,00,000.00	04-06-2021	19-12-2023
Stocks , Debtors, Property (Immovable fixed asset)	ICICI Bank	10,00,00,000.00	30-03-2020	19-12-2023
Land & Building (Immovable fixed asset); Fixed Deposits	Kotak Mahindra Bank	8,52,88,000.00	07-03-2019	

**9. Compliance with number of layers of companies**

Not Applicable

**10. Financial Ratios**

Separately Annexed in Note 29

**11. Compliance with approved Scheme(s) of Arrangements**

Not Applicable

**12. Utilisation of Borrowed Funds and Share Premium**

Compliances Done

**13. Corporate Social Responsibility**

There is no liability of the company under the provisions of section 135 of the Companies Act, 2013, relating to Corporate Social Responsibility.

**14. Details of Crypto Currency or Virtual Currency**

No such transactions were entered by the company during the year.

**IN TERMS OF OUR REPORT ATTACHED**

For KASG &amp; CO.

Chartered Accountants

Firm Registration Number : 002228C

-sd-

Roshan Kumar Bajaj

Partner

Membership No: 068523

Place : Kolkata

Date : 12/07/2024

For and on behalf of the Board of Directors

A K Jain Sales &amp; Marketing Limited

-sd-

Ashkaran Bothra

Managing Director

DIN: 06646553

-sd-

Megha Gusain

Company Secretary

Membership No: A73811

-sd-

Kamal Chand Bothra

Director

DIN: 06705112

-sd-

Sanjeev Kumar Chowrasiya

Chief Financial Officer