

25TH ANNUAL REPORT

F.Y. 2016-17

DAZZEL CONFINDIVE LIMITED

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Schedule of Annual General Meeting

25th Annual General Meeting

DATE	27TH SEPTEMBER 2017
DAY	WEDNESDAY
TIME	09:00 AM
PLACE	SBG-4, Behind Air India, Nehru Palace, Lal Kothi, Tonk Road, Jaipur - 302015
BOOK CLOSURE	20TH SEPTEMBER 2017 TO 27TH SEPTEMBER 2017

25th Annual Report 2016-2017

BOARD OF DIRECTORS

SUNIL AGARWAL: Managing Director

Sharad Mehta : Director

Sheetal Agrawal : Director

Amul Vijayvergiya : Director

Atul Vijayvergiya : Director & CFO

Ayush Gorani : Director

STATUTORY AUDITORS

M/S NAHAR V & COMPANY
(Chartered Accountants)

SECRETARIAL AUDITORS

Ramesh Chandra Bagdi & Associates
(Practicing Company Secretary)

REGISTERED OFFICE: SBG-4, BEHIND AIR INDIA, NEHRU PALACE, LAL KOTHI, TONK ROAD,
JAIPUR, RAJASTHAN - 302015

REGISTRAR AND TRANSFER AGENTS: Alankit Assignments Ltd
Alankit House, 2E/21, Jhandewalan Extension, Opp Hot
& Shot Restaurant, New Delhi, Delhi, 110055

DAZZEL CONFINDIVE LIMITED

Registered Office :- SBG-4, BEHIND AIR INDIA, NEHRU PALACE, LAL KOTHI, TONK ROAD, JAIPUR, RAJASTHAN - 302015

CIN:- L74210RJ1992PLC007010

WEBSITE:- www.dazzleconfindive.com

E-MAIL ID:- dazzelconfindivelimited@gmail.com **Phone Number :-** 9829187021

NOTICE OF 25th ANNUAL GENERAL MEETING

Notice is hereby given that 25th Annual General Meeting of the members of **DAZZEL CONFINDIVE LIMITED** will be held at the Registered office of the Company at SBG-4, Behind Air India, Nehru Palace, Lal Kothi, Tonk Road, Jaipur - 302015, on Wednesday , 27th September, 2017 at **09:00 a.m.** to transact the following business:

ORDINARY BUSINESS

- 1. Item No. 1:** To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2017 and the Profit and Loss Account for the year ended on that date and Reports of Auditors and Directors thereon.
- 2. Item No. 2:** To appoint a Director in place of **Mrs. Sheetal Agrawal (DIN: 00456785)**, who retires by rotation and being eligible offers herself for re-appointment.

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

“RESOLVED THAT Mrs. Sheetal Agrawal (DIN : 00456785), Director of the Company, who retires by rotation and being eligible has offered herself for re- appointment, be and is hereby appointed as Director of the Company, liable to retire by rotation.”

3. Item No.3: Appointment of Auditors

To ratify the appointment of auditors of the Company and to fix their remuneration and to pass the following resolution as an Ordinary Resolution thereof:

“RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification or re-enactment thereof for the time being in force) The appointment of M/s NAHAR V & COMPANY, Chartered Accountants (FIRM REG. NO. 010443C) as the Statutory Auditors of the Company to hold the office from the conclusion of this Annual General Meeting till the conclusion

of the 26TH Annual General Meeting to be held in year 2018, be and are hereby ratified on such Remuneration as may be fixed by the Board.”

SPECIAL BUSINESS-

ITEM NO.4

Item4

To consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution for appointment of Mr. PAVAN PATHAK (DIN: 07869424) as Managing Director of the Company.

“RESOLVED THAT pursuant to the provisions of Section 196,197,203 and other applicable provisions, if any, read with Schedule V of the Companies Act, 2013, the appointment of Mr Pavan Pathak (DIN: 07869424) be and is hereby appointed as the Managing Director of the Company w.e.f 25.07.2017 for a period of three years to held the office till the conclusion of Annual General Meeting of calendar year 2020 remuneration and terms and conditions as given below:-

Remuneration : Nil with such annual increments/increase as may be decided by the Board of Directors from time to time

. Perquisites •HRA & Transport allowances.

•Contribution to provident fund, superannuation fund and payment to gratuity as per rules of the company.

•Other Perquisites & Allowances as per service rules of the Company, as applicable.

Valuation of perquisites Perquisites/allowances shall be valued as per the Income Tax rules, wherever applicable, and in the absence of any such rules, shall be valued at actual cost.

Minimum remuneration

In the event of loss or inadequacy of profits in any financial year during the tenure of the appointment, the appointee shall subject to the approval of the Central Government, if required, be paid remuneration by way of salaries and perquisites as set out above, as minimum remuneration, subject to restrictions, if any, set out in Schedule V to the Companies Act, 2013 from time to time.

Other Terms

The terms and conditions of the said appointment may be altered and varied from time to time by the Board of Directors as it may, in its discretion, deem fit within the maximum amount payable to the appointee in accordance with the provisions of the said Act or any amendments made therein or with the provisions of the said Act or any amendments made therein or with the approval of the Central government, if required.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do and perform such acts, matters, deeds, and things, as may be necessary, to amend the terms and conditions of appointment, if necessary and to act as may be necessary or expedient in its own discretion, including the power to delegate, to give effect to this Resolution.

PLACE: Jaipur

DATE: 10/08/2017

By order of the Board
For DAZZEL CONFINDIVE LIMITED
Sd/-
PAVAN PATHAK
DIN: (07869424)
MANAGING DIRECTOR

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE IN THE MEETING INSTEAD OF HIMSELF / HERSELF, AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PERSON CAN ACT AS A PROXY ON BEHALF OF NOT EXCEEDING FIFTY (50) MEMBERS AND HOLDING IN AGGREGATE NOT MORE THAN TEN (10) PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY.

2. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board resolution to the Company, authorizing their representative to attend and vote on their behalf at the meeting.

3. instrument appointing the proxy, duly completed, must be deposited at the Company's registered office not less than 48 hours before the commencement of the meeting. A proxy form for the AGM is enclosed.

4. 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.

5. Members / proxies / authorized representatives should bring the duly filled Attendance Slip enclosed herewith to attend the meeting.

6. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.

7. The Register of Contracts or Arrangements, in which the directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.

8. Pursuant to Reg. 42 of SEBI(LODR) Regulations, 2015 read with section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books will remain closed from **Wednesday 20th September, 2017 to Wednesday 27th September, 2017 (Both days inclusive)** for the purpose of AGM.

9. Members are requested to notify any correction /change in their name /address including Pin Code number immediately to the Companies Register/ Depository Participant .In the event of non – availability of Members latest address either in the Companies records or in Depository Participant's records, members are likely to miss notice and other valuable correspondence sent by the company.

10. Members are requested to kindly mention their Folio Number/ Client ID Number (in case of demat shares) in all their correspondence with the Companies Registrar to enable prompt reply to their queries.

11. With a view to using natural resources responsibly, we request shareholders to update their email address, with their Depository Participants to enable the Company to send communications electronically. The Annual Report 2016-17 is being sent through electronic mode only to the members whose email addresses are registered with the Company /Depository Participant(s), unless any member has requested for a physical copy of the report. For members who have not registered their email addresses, physical copies of the Annual Report 2016-17 are being sent by the permitted mode.

12. Explanatory Statement: Explanatory Statement as required under section 102 (1) of the Companies Act, 2013, relating to the special businesses to be transacted at the meeting is annexed hereto.

13. The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form are required to submit their PAN details to the Company.

14. All documents referred to in the Notice will be available for inspection at the Company's registered office during 11:00 am to 1:00 pm normal business working days up to the date of the AGM.

15. The shareholder needs to furnish the printed 'attendance slip' along with a valid identity proof such as the PAN card, passport, AADHAR card or driving license, to enter the AGM hall.

16. As per provisions of the Companies Act, 2013, facility for making nominations is available to INDIVIDUALS holding shares in the Company. The Nomination Form-2B prescribed by the Government can be obtained from the Share Transfer Agent or may be down loaded from the website of the Ministry of Company affairs.

Information required to be furnished under Reg. 36 of SEBI (LODR) Regulations, 2015 for Directors retired by rotation/Appointment of Director /Reappointment/ratifications:

Name of Director	Mr. Pavan Pathak
Date of Birth	20/12/1980
Date of Appointment	25/07/2017
Qualification	Graduate
Expertise in Specific Functional Area	
Executive & Non-Executive Director	Executive Director
Promoter Group	No
Independent Director	No
Chairman/Member of Committees of the Boards of Which he is a Director	
Other Directorship	NA

PLACE: Jaipur
DATE: 11/08/2017

By order of the Board
For DAZZEL CONFINDIVE LIMITED
Sd/-
PAVAN PATHAK
DIN: (07869424)
MANAGING DIRECTOR

DIRECTORS' REPORT

Dear Members,

Your Directors have pleasure in presenting the Annual Report together with the Audited Accounts of the Company for the year ended 31st March, 2017.

FINANCIAL RESULTS

Your Company financial performance during the year 2016-17 is summarized below:

(Rs. In Lacs)

Particulars	Year 2016-2017	Year 2015-2016
TOTAL REVENUE	88.56	146.97
TOTAL EXPENDITURE	90.61	148.15
Profit Before Tax	-2.05	-1.18
Less: Taxation	0.77	-
Profit After Tax	-1.28	-1.18

OPERATIONS

The Company performed satisfactorily as compared to last year.

SHARE CAPITAL

During the year under review, the Company, neither increased nor decreased its Equity.

REVISION IN FIN. STATEMENTS OR BOARD'S REPORT U/S 131(1) OF THE CO. ACT, 2013

In terms of Section 131 of the Companies Act, 2013, the Financial Statements and Board's Report are in compliance with the provisions of Section 129 or Section 134 of the Companies Act, 2013 and that no revision has been made during any of the three preceding financial years.

DIVIDEND

Your Directors do not recommend any dividend on equity shares for the year ended March 31, 2017.

PUBLIC DEPOSITS

The Company has not invited any deposits from the public within the provisions of Chapter V of the Companies Act, 2013 (hereinafter "the Act" and any reference of section pertains to sections of this Act in this Annual Report unless stated otherwise) read with the Companies (Acceptance of Deposits) Rules, 2014.

PERFORMANCE AND FINANCIAL POSITION OF SUBSIDIARY AND ASSOCIATE COMPANIES:

As per Sections 2(87) and 2(6) of the Companies Act, 2013 and as on date, the Company neither has any Subsidiary Company nor any Associate Company and hence, do not call for any disclosure under this head.