

# **FUNDVISER CAPITAL (INDIA) LTD**

**(Formerly Bagadia Colourchem Ltd)**

***35<sup>th</sup> Annual Report***

# FUNDVISER CAPITAL (INDIA) LIMITED

CIN: L65100MH1985PLC205386

## THIRTY FIFTH ANNUAL REPORT 2019-20

### BOARD OF DIRECTORS

Name of the Director	Designation	DIN
Mr. Natwarlal Radheshyam Bagadia	Chairman	00899960
Mr. Rajendrakumar Ghevarchand Daga	Independent Director	08234458
Mr. Satishkumar Santilal Mehta	Independent Director	03314561
Ms. Namrata Kapil Jain	Promoter Director	07052846
Ms. Nikita Dhannalal Jain	Promoter Director	07163522

### CHIEF EXECUTIVE OFFICER

Ms. Prachi Dhannalal Jain

### CHIEF FINANCE OFFICER

Mr. Suresh Ningappa Adav

### COMPANY SECRETARY

Ms. Meenakshi Priyadarshini  
(Resigned w.e.f. 31<sup>st</sup> May, 2019)

Mr. Pushpendra Raikwar  
(Appointed w.e.f. 8<sup>th</sup> October, 2019)

### AUDITORS

Amar Bafna & Associates  
Chartered Accountants, Mumbai

### BANKERS

State Bank of India

### REGISTRAR AND SHARE TRANSFER AGENT

Satellite Corporate Services Pvt. Ltd  
Unit No. 49, Bldg No.13-A-B, 2<sup>nd</sup> Floor,  
Samhita Commercial Co-Op. Soc. Ltd.  
Off Andheri Kurla Road, MTNL Lane,  
Sakinaka, Mumbai - 400 072

### REGISTERED OFFICE

602, Floor 6<sup>th</sup>, Plot 952/954, Orbit Plaza CHS,  
New Prabhadevi Road, Nagusayajiwadi,  
Prabhadevi Mumbai -400025

### DEMAT ISIN :

INE 365H01014

### EQUITY SHARES ARE LISTED AT :

**BSE LTD. Script Code: 530197**

### Information for Shareholders

#### 35<sup>th</sup> Annual General Meeting

Date Wednesday, 30<sup>th</sup> September, 2020  
Time 2.30 P.M. through Video Conferencing or Other  
Audio Visual Means.  
Date of Book Friday, 25<sup>th</sup> September, 2020 to Wednesday,  
Closure 30<sup>th</sup> September, 2020 (both days inclusive)

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## **NOTICE**

Notice is hereby given that the 35<sup>th</sup> Annual General Meeting of the Shareholders of Fundviser Capital (India) Limited (Previously known as Bagadia Colourchem Limited) will be held on Wednesday, 30<sup>th</sup> September, 2020 at 2.30 P.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), to transact the following business:

### **ORDINARY BUSINESS:**

- 1) To receive, consider and adopt the Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2020 together with the Report of the Board of Directors and the Auditor's Report thereon.
- 2) To consider and if thought fit, to pass with or without modification, the following Resolution as the Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013 and other applicable provisions if any, Ms. Nikita Dhannalal Jain (DIN: 07163522), Director, who retires by rotation and being eligible offers herself for reappointment, be and is hereby reappointed as the Non-Executive Director of the Company, liable to retire by rotation."

### **SPECIAL BUSINESS:**

- 3) To consider and if thought fit, to pass with or without modifications the following Resolution as an Ordinary Resolution:-

"RESOLVED THAT pursuant to the provisions of Section 139(8) and all other applicable provisions if any of the Companies Act, 2013 M/s JMT & Associates, Chartered Accountants Mumbai having Firm Registration Number (FRN 104167 W) be and are hereby appointed as the new Auditors of the Company in lieu of Amar Bafna & Associates, Chartered Accountants, Mumbai, having Firm Registration No. 114854W the present Auditors of the Company which is in the process of merging with M/s JMT & Associates, Chartered Accountants Mumbai, for the remaining term of appointment of the present Auditors Amar Bafna & Associates, Chartered Accountants, Mumbai, that is for a period of One (1) year to hold office from the conclusion of this Annual General Meeting till the conclusion of 36<sup>th</sup> Annual General Meeting of the Company to be held in the Year 2021 on such remuneration as shall be determined and fixed by the Board of Directors of the Company, in consultation with the Auditors of the Company.

RESOLVED FURTHER THAT Board of Directors of the Company be and is hereby authorized to determine and fix their remuneration in consultation with the Auditors of the Company."

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By Order of the Board of Directors  
**For Fundviser Capital (India) Limited**

Place: - Mumbai  
Date: - 25/08/2020

**Natwarlal Bagadia**  
Chairman  
[DIN: 00899960]

**NOTES:-**

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming Annual General Meeting will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing Annual General Meeting through VC/OAVM.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the Annual General Meeting. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the Annual General Meeting will be provided by CDSL.
3. The Members can join the Annual General Meeting in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the Annual General Meeting through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the Annual General Meeting through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this Annual General Meeting. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the Annual General Meeting through VC/OAVM and cast their votes through e-voting.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the Annual General Meeting has been uploaded on the website of the Company at [www.fundvisercapital.in](http://www.fundvisercapital.in). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com). The Annual General Meeting Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM i.e. [www.evotingindia.com](http://www.evotingindia.com)).
7. The Annual General Meeting has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

**THE INTRUCTIONS FOR SHAREHOLDRES FOR REMOTE E-VOTING ARE AS UNDER:**

- (i) The voting period begins on Sunday, 27<sup>th</sup> September, 2020 at 9.00 a.m. (IST) and ends on Tuesday, 29<sup>th</sup> September, 2020 at 5.00 p.m. (IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Monday, 21<sup>st</sup> September, 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

- (iii) The Shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iv) Click on “Shareholders” module.
- (v) Now enter your User ID
- For CDSL: 16 digits beneficiary ID,
  - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

OR

Alternatively, if you are registered for CDSL's **EASI/EASIEST** e-services, you can log-in at <https://www.cdslindia.com> from Login – My easi using your login credentials. Once you successfully log-in to CDSL's **EASI/EASIEST** e-services, click on e-Voting option and proceed directly to cast your vote electronically.

- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

	<b>For Shareholders holding shares in Demat Form and Physical Form</b>
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</li> </ul>

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

- (xvii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Shareholders can also cast their vote using CDSL’s mobile app “m-Voting”. The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

**PROCESS FOR THOSE SHAREHOLDERS WHO’S EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:**

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to **Company/RTA email id**.

**INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:**

1. Shareholder will be provided with a facility to attend the Annual General Meeting through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
2. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
3. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a ‘Speaker’ by sending their request in advance at least **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at [info@fundvisercapital.in](mailto:info@fundvisercapital.in) . The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at [info@fundvisercapital.in](mailto:info@fundvisercapital.in). These queries will be replied to by the Company suitably by email.
6. Those shareholders who have registered themselves as a Speaker will only be allowed to express their views/ask questions during the meeting.

**INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE ANNUAL GENERAL MEETING ARE AS UNDER:-**

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. Only those shareholders, who are present in the Annual General Meeting through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the Annual General Meeting.

3. If any Votes are cast by the shareholders through the e-voting available during the Annual General Meeting and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
4. Shareholders who have voted through Remote e-Voting will be eligible to attend the Annual General Meeting. However, they will not be eligible to vote again at the Annual General Meeting.

**(xx) Note for Non – Individual Shareholders and Custodians**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporate” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz [info@fundvisercapital.in](mailto:info@fundvisercapital.in), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

If you have any queries or issues regarding attending Annual General Meeting & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact Mr. Nitin Kunder (022-23058738 ) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

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

**Scrutinizer and Scrutinizer’s Report:**

1. Mr. Shekhar S. Ghatpande, Practicing Company Secretary (FCS No: 1659, Certificate of Practice Number: 782) has been appointed as the Scrutinizer to scrutinize E-voting process in a fair and transparent manner.
2. The Scrutinizer shall after the conclusion of voting at the Annual General Meeting, will first count the votes cast in the meeting and thereafter unblock the votes cast through E-voting in the presence of at least two witnesses who are not in the employment of the Company and shall make, not later than forty-eight hours of the conclusion of the AGM, a consolidated Scrutinizer’s Report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
3. The Results declared along with the Report of the Scrutinizer shall be placed on the website of CDSL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Ltd.

**EXPLANATORY STATEMENT**

**(Pursuant to Section 102(1) of the Companies Act, 2013)**

As required by Section 102 (1) of the Companies Act, 2013 the following Explanatory Statements sets out the material facts relating to Special Business mentioned in the accompanying notice dated 25<sup>th</sup> August, 2020.

**Item No. 3**

As the Members are aware Amar Bafna & Associates, Chartered Accountants, Mumbai, having Firm Registration No. 114854W were appointed as the Auditors of the Company in the Annual General Meeting of the Shareholders held on 28<sup>th</sup> September, 2016 for a period of Five (5) years till the conclusion of 36<sup>th</sup> Annual General Meeting of the Company to be held in the Year 2021.

Amar Bafna & Associates the Auditors have informed the Company that encouraged by the initiative taken by the Institute of Chartered Accountants of India (ICAI) for "Capacity Building Initiatives for Members in Practice", and to utilise enhanced synergies, the firm, i.e. M/s Amar Bafna & Associates is in the process of merging with M/s JMT & Associates, Chartered Accountants, Mumbai having Firm Registration Number (FRN 104167 W) with effect from 16<sup>th</sup> September, 2020 or any such date as may be approved by /intimated to ICAI.

Amar Bafna & Associates the present Auditors have also informed the Company that all the present Partners of the firm will be and are joining the M/s JMT & Associates as Partners under the above Merger. Mr. Amar Bafna, the present Engagement Partner of the Audit of the Company, will continue to be Engagement Partner in the new Firm M/s JMT & Associates, Chartered Accountants.

Accordingly practically there would be no change in the Auditors except the change of the name of the firm, and hence the new firm of Auditors is proposed to be appointed only for the remaining term of the present Auditors i.e. upto Year 2021.

The said change has also been approved by the Audit Committee and Board of Directors of the Company, in their respective Meetings held on 25<sup>th</sup> August, 2020.

As the Audit Firm is getting reconstituted with the change in the name the Resolution at Item No 3 of the Notice is proposed for your approval.

None of the Directors are in any way concerned or interested in the Resolution.

The Board recommends the Resolution for your approval.

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By Order of the Board of Directors  
**For Fundviser Capital (India) Limited**

Place:- Mumbai  
Date:- 25/08/2020

**Natwarlal Bagadia**  
Chairman  
[DIN: 00899960]



## DIRECTOR'S REPORT

To,  
The Members,  
Fundviser Capital (India) Limited  
(Formerly known as Bagadia Colourchem Ltd.)

The Board of Directors have pleasure in presenting before you the 35<sup>th</sup> Annual Report and Audited Statements of Accounts for the Financial Year ended as on 31<sup>st</sup> March, 2020.

### 1. FINANCIAL RESULTS

The Financial Results for the year ended on 31<sup>st</sup> March, 2020 are briefly given below:-

PARTICULARS	2019-2020 (₹)	2018-2019 (₹)
Revenue from Operations & Other Income	28,96,703	37,83,552
Profit before Interest, Depreciation & Income Tax	6,51,352	8,68,549
Less : Interest	9,047	93,054
Depreciation	-	55,229
Profit/(Loss) for the Year before tax	6,42,305	7,20,266
Less : Provision for Tax		
Current Tax	1,00,200	4,00,000
Deferred Tax	3,30,327	4,06,322
Earlier Year	7,141	16,974
Profit/(Loss) after Tax	2,04,637	7,09,614

### 2. COMPANY'S AFFAIRS, PERFORMANCE AND MANAGEMENT DISCUSSION & ANALYSIS REPORT

#### Reclassification of Promoters:

As the Member are aware that during the Previous Financial Year i.e. 2018-19 the incoming Promoters viz. Mrs. Namrata Jain, Miss. Prachi Jain and Sureshchand Chhotelal Jain (HUF) have been classified as the Promoters. However the re-classification of the earlier Promoters viz. Mr. Natwarlal Bagadia, Mr. Sushil Bagadia and Mrs. Sangeeta Bagadia, Mr. Mohit S. Bagadia & Ms. Sneha A. Tekriwal from Promoter Category to Public Category is still pending, and the same is in process.

#### Change of Name:

BSE Limited has taken on record the change of name of the Company from Bagadia Colourchem Limited to Fundviser Capital (India) Limited.

#### Review of Operations:

Though the Company has not started its NBFC activities in a full-fledged manner, the entire Revenue of the Company consists of the said new activities.

As the office of the Company is located in a prime & centrally located area, the Company had to close down the office during COVID-19 pandemic, and as such the major working of the Company was stand still.

During the year under review the Revenue from Operations of the Company was ₹ 27.65 Lakh as against of ₹ 25.15 Lakh. The Company has earned a Profit before Tax of ₹ 6.42 Lakh as against the Profit of ₹ 7.20 Lakh of the previous year.

**3. CAUTIONARY STATEMENT**

Statements in this report, particularly those which relate to Management Discussion and Analysis, describing the Company's objectives, projections, estimates and expectations may constitute 'forward looking statements' within the meaning of applicable laws and regulations. Actual results might differ materially from those either expressed or implied.

**4. TRANSFER TO RESERVES**

Your Company has not proposed to transfer any amount to the General Reserve.

**5. DIVIDEND**

With a view to augment Long Term Resources and to plough back the earnings in the Business itself, your Directors do not recommend any Dividend on the Shares of the Company.

**6. PUBLIC DEPOSITS**

During the Financial Year 2019-20, your Company had not accepted any Deposit within the meaning of Sections 73 and 74 of the Companies Act, 2013 read together with the Companies (Acceptance of Deposits) Rules, 2014.

The Central Government Ministry of Corporate Affairs vide its notification dated 22<sup>nd</sup> January, 2019 read with further notification dated 30<sup>th</sup> April, 2019 required the Companies to file 'Return of Deposits' or 'Particulars of Transactions not considered as Deposit'. The Company will comply with the said notification.

**7. INTERNAL CONTROL SYSTEMS AND IT'S ADEQUACY**

The Company has adequate internal control systems to ensure operational efficiency, accuracy and promptness in financial reporting and compliance of various laws and regulations.

The internal control system is supported by the internal audit process. An Internal Auditor has been appointed for this purpose.

The Audit Committee of the Board reviews the Internal Audit Report and the adequacy and effectiveness of internal controls periodically.

**8. LISTING AGREEMENT & FEES**

The annual listing fees for the Financial Year 2019-2020 have been paid to BSE Limited, where your Company's shares are listed.

**9. HOLDING COMPANIES, SUBSIDIARY COMPANIES AND ASSOCIATE COMPANIES**

Company does not have any Holding Company, Subsidiary Company and Associate Company.

**10. EXTRACT OF ANNUAL RETURN**

The details forming part of the extract of the Annual Return in Form MGT- 9 in accordance with Section 92(3) of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 are set out herewith as **Annexure I** to this Report.

**11. NUMBER OF MEETINGS OF THE BOARD**

During the year under review, Seven (7) Board Meetings were convened and held. In addition to that, the Meeting of the Independent Directors was held on 23<sup>rd</sup> March, 2020, the details of which are given in the Corporate Governance Report.

The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013 and the Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.