

35th _____ Annual Report 2020-2021

NMS RESOURCES GLOBAL LIMITED



35th

ANNUAL REPORT
2020-21

NMS RESOURCES GLOBAL LIMITED
(Formerly 'IFM IMPEX GLOBAL LTD')

35TH Annual Report 2020-21



CONTENTS

BOARD OF DIRECTORS

Mr. Om Pal Yadav	Managing Director
Mr. Pankaj Chander	Non-Executive Director
Mr. Hari Prakash Gupta	Independent Director
Mr. Ujjwal Narayan	Independent Director
Mrs. Meenakshi Gupta	Woman Director
Mr. Chandan Singh	CFO

Board of Committees as on March 31, 2021

AUDIT COMMITTEE

Mr. Pankaj Chander	Chairman
Mr. Om Pal Yadav	Member
Mr. Ujjwal Narayan	Member
Ms. Deepa Baneshi	Secretary

NOMINATION AND REMUNERATION COMMITTEE

Mr. Pankaj Chander	Chairman
Mr. Hari Prakash Gupta	Member
Mr. Om Pal Yadav	Member

STAKEHOLDERS RELATIONSHIP COMMITTEE

Mr. Om Pal Yadav	Chairman
Mr. Hari Prakash Gupta	Member
Mr. Ujjivan Narayan	Member

RISK MANAGEMENT COMMITTEE

Mr. Pankaj Chander	Chairman
Mr. Hari Prakash Gupta	Member
Mr. Om Pal Yadav	Member

COMPANY SECRETARY & COMPLIANCE OFFICER

Ms. Deepa Baneshi

CORPORATE INFORMATION

CORPORATE IDENTITY NUMBER (CIN)

L74110DL1986PLC025457

BANKERS

Canara Bank,
HDFC Bank Limited

AUDITORS FOR THE FY 2020-21

M/s. Chandra Gupta & Associates
Chartered Accountants
177, Block-R, LGF, Greater Kailash
New Delhi 110048

INTERNAL AUDITOR

M/s Anju Gupta & Company
Chartered Accountants
#1558, Sector 31, HBC
Gurgaon- 122001

REGISTRAR AND SHARE TRANSFER AGENT (RTA)

M/s Skyline Financial Services Private Limited 1st
Floor, D-153A, Okhla Industrial Area, Phase I, New
Delhi – 110020, Tel No. 011 2681 2682,
40450193

REGISTERED OFFICE

H.No. 48, Hasanpur, I.P. Extension,
Delhi East Delhi -110092

35th ANNUAL GENERAL MEETING

Day: Thursday
Date: 30th September, 2021
Time: 10:30 A.M.
Mode: Video Conferencing (VC)/Other
Audio Visual Means (OAVM)

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**NMS RESOURCES GLOBAL LIMITED
(Formerly 'IFM IMPEX GLOBAL LTD')**

R.O.: H.No. 48, Hasanpur, I.P. Extension Delhi East Delhi - 110092

CIN: L74110DL1986PLC025457

Tel. No. +91 011 22248139,

Email id: info@nmsresourcesglobal.com,

Website: www.nmsresourcesglobal.com

NOTICE OF 35th ANNUAL GENERAL MEETING

NOTICE is hereby given that the 35th Annual General Meeting of the Members of NMS Resources Global Limited (Formerly 'IFM Impex Global Limited') will be held on Thursday, 30th September, 2021 at 10:30 A.M. through Video Conferencing (VC)/Other Audio Visual Means (OAVM) to transact the following businesses:

ORDINARY BUSINESSES:

ITEM NO. 1 – ADOPTION OF FINANCIAL STATEMENTS

To receive, consider and adopt the Audited Standalone and Consolidated financial statements of the Company for the financial year ended on 31st March 2021, including Audited Balance Sheet as at 31st March, 2021 and the Profit & Loss Account and Cash Flow Statement for the year ended on that date, together with the report of the Board of Directors and Auditors thereon; and in this regard, pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to section 134 of the Companies Act, 2013, and other applicable provisions of this Act, and rules made thereunder, including any amendment thereto for the time being in force, the annual financial statements for the F.Y 2020-2021 including Balance Sheet as at March 31st, 2021 the Statement of Profit And Loss for the year ending March 31st, 2021 along with the notes appended thereto and the Cash Flow Statement for the year ending March 31st, 2021 and explanatory notes annexed thereto, or forming part of any document referred above be and are hereby received, considered and approved.”

ITEM NO. 2 – APPOINTMENT OF AUDITOR

To appoint Statutory Auditors of the Company, and to fix their remuneration and in this regard to consider and if thought fit, to pass the following resolution as **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 139, 142 and all other applicable provisions of the Companies Act, 2013 (the “Act”) read with Rule 3(7) of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s SPS Associates, Chartered Accountant, (FRN: 012358N) be and is hereby appointed as the Statutory Auditors of the Company and to hold the office for a term of 5 (five) year from the conclusion of this Annual General Meeting till the conclusion of 40th Annual General Meeting of the Company to be held for the financial year 2025-26, at such remuneration and terms and conditions, as set out in the explanatory statement to this notice.”

ITEM NO. 3- APPOINTMENT OF MR. PANKAJ CHANDER, DIRECTOR RETIRE BY ROTATION

To appoint a Director in place of Mr. Pankaj Chander, who retire by rotation and being eligible, offer himself for re-appointment, and, if thought fit, to pass the following resolution as an **Ordinary Resolution:**

Resolution:

“RESOLVED THAT pursuant to the provision of section 152 of the Companies Act, 2013 Mr. Pankaj Chander, who retire by rotation at this meeting and has offered himself for re-appointment, be and is hereby re-appointed as a Director of the company, liable to retire by rotation.”

SPECIAL BUSINESS

ITEM NO-4 ALTERATION OF ARTICLES OF ASSOCIATION 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 the provision of the Section 14 of the Companies Act, 2013 and all the other applicable provisions, if any, of the companies Act, 2013 read with Rules framed thereunder (including any amendment thereto or re-enactment thereof) and subject to the approval and consent of the members of the Company be and is hereby accorded to insert a new article Via Article 7A after the Article 7 of Article of Association of the Companies as under:

Article NO. 7A

Subject to the Provisions of the Act and the rule made thereunder the Company may issue Shares to their employees including its Directors other than Independent Directors(as Provided under this Act) and such other person as the Rules may allow under, ‘Employee Stock Option Scheme (ESOP)’ or any other scheme, if authorized by a Special Resolution of the Company in General Meeting subject to the provisions of the Act, the Rules and applicable guidelines made there under, by whatever name called.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby severally authorized to take all such steps as it may deem necessary, proper or expedient to give effect to this resolution.”

ITEM NO-5 ALTERATION OF OBJECT CLAUSE 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 Section 13 of the Company Act, 2013 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and rules made there under and subject to approval of concerned Registrar of Companies, the consent of the members of the Company be and hereby accorded, for effecting the following alterations in the existing Main Object Clause of the Memorandum of Association (the “MOA”) of the Company.

RESOLVED FURTHER THAT the existing Clause III (A) of the Memorandum of Association of the Company be and is hereby stands amended as under:

(i) After sub-clause 14, the following sub-clauses shall be inserted, namely:

15. To do and undertake the task of educational and vocational skill up-gradation for the sector and to facilitate in setting up a robust and stringent certification and accreditation process for the sector to ensure consistency and acceptability of standards.
16. To trade, let on hire, import, export or otherwise deal in all type of Computers, Computer Software, Peripherals, assemblies, sub-assemblies, components, stationary, ribbons, flopies and parts used for or in connection with the above mentioned products.
17. To establish and operate data and information processing centre and Bureaus and to render services to customers in India and elsewhere by processing their jobs at data processing centres and giving out computer machine time.
18. To render organisation development services, staff recruitment, development and training services and assist in equipment handling and in establishing of system and procedure including preparation, procurement of manuals of all kinds: literature, business forms and instruction set in connection with computers.
19. To assist, set up, operate and supervise the operation of the data processing departments of other organisations.
20. To conduct, research in design, develop, engineer, alter, exchange or process in any manner, (whether directly or by sub-contract), either as principles or agent import and exports, sell or let on hire of all the stationary, accessories, ancillaries and supplies and item such as control panel, paper cards, tapes disks, diskette and ribbon related to data processing.

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby severally authorized to take necessary steps to obtain confirmation of concerned Registrar of Companies, Ministry of Corporate Affairs under Section 13 of the Companies Act, 2013 in respect of the aforesaid alteration of Clause III of the Memorandum of Association and to agree to such modifications, terms & conditions in the new proposed sub clause as may be directed by the Registrar of Companies and to modify the same accordingly.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby severally authorized, to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-form.”

**By Order of the Board of Director
NMS RESOURCES GLOBAL LIMITED**

**Date: 27.08.2021
Place: New Delhi**

**O. P. Yadav
Managing Director
DIN:- 01607006
Address:- C-351, C Block
Majlis Park, Adarsh Nagar,
N.S. Mandi, Delhi-110033**

NOTES:

1. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts concerning with respect to special business provided under the Notice, is annexed hereto.
2. The relevant details, pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at this Annual General Meeting ("AGM") are also annexed.
3. Register of Members and Share Transfer Books will remain closed from Thursday, September 23, 2021 to Thursday, September 30, 2021 (both days inclusive).
4. i) Members are requested to quote their folio, DP and client ID No. in all correspondence with the Company.

ii) If there is any change in the postal address / email ID, members may update their new address or email ID with their respective DP in case of holding shares in demat form and if holding shares in physical form they should write to the Company.

iii) Members holding shares in physical form and desirous of making nomination in respect of their shareholding in the Company may send Form SH- 13 for the purpose which is available at the Registered Office of the Company

iv) The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities Market. Members holding shares in demat form are requested to update their PAN details with their respective DPs and those holding shares in physical form may send self-attested copy of PAN card to the Company.
5. Members holding shares in physical form are advised to convert their shareholding in dematerialized form with any depository participant.
6. The Ministry of Corporate Affairs (MCA) has undertaken a "Green Initiative in Corporate Governance" and allowed Companies to send documents through electronic mode to its members. As per Regulation 36(1) (a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Companies shall send soft copies of the Annual Report and other notices to all those members who have registered their email ids for the said purpose.

Members are requested to support this Green Initiative by registering/ updating their email ids for receiving electronic communications. Members holding shares in electronic mode are requested to update their email ids with their respective DPs and those holding shares in physical mode are requested to update their email ids with the Company.