

**SHUKRA JEWELLERY LIMITED**

**28<sup>th</sup>  
Annual Report  
2018-19**

**SHUKRA JEWELLERY LIMITED**

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**Regd. Office: PANCHDHARA COMPLEX 3RD FLOOR NEAR THE GRAND  
BHAGAWATI HOTEL S.G. HIGHWAY BODAKDEV AHMEDABAD GUJARAT 380054  
CIN: L52393GJ1991PLC079516  
Web: [www.shukrajewellery.in](http://www.shukrajewellery.in), Email: [shukrajewellery@yahoo.co.in](mailto:shukrajewellery@yahoo.co.in), Telephone  
No. : 079-40024009**

**IMPORTANT COMMUNICATION TO MEMBERS**

The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the companies and has issued circulars stating that service of notice/ documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants.

## SHUKRA JEWELLERY LIMITED

### Board of Directors

<b>1.CHANDRAKANT HIMMATLAL SHAH</b>	<b>DIRECTOR</b>
<b>2. MAYURI CHANDRAKANT SHAH</b>	<b>DIRECTOR</b>
<b>3. AEJAZAHMED MOHAMMED HUSSAIN PUTHAWALA</b>	<b>WHOLE TIME DIRECTOR {W.E.F.11.06.2019}</b>
<b>4. ANILKUMAR MOTILAL PATEL</b>	<b>INDEPENDENT DIRECTOR</b>
<b>5. SANDIP KUSUMCHAND SHAH</b>	<b>INDEPENDENT DIRECTOR</b>
<b>6. MINTU NILESH KUMAR SHAH</b>	<b>INDEPENDENT DIRECTOR</b>
<b>SUDHIRKUMAR PRAJAPATI</b>	<b>CHIEF FINANCIAL OFFICER</b>
<b>TEJAS CHANDRAVADAN TRIVEDI JYOTI KRISHNAYA SHETTY  HARSH KULDIP SHAH</b>	<b>COMPANY SECRETARY (UPTO 12/05/18) COMPANY SECRETARY &amp; COMPLIANCE OFFICER (W.E.F 01.11.2018 to 05.03.2019) COMPANY SECRETARY &amp; COMPLIANCE OFFICER (W.E.F. 16.04.2019)</b>
<b>AUDITORS</b>	<b>S K JHA &amp; CO. Chartered Accountant 204, ISCON PLAZA, SATELLITE ROAD, SATELLITE AHMEDABAD 380015</b>
<b>BANKERS</b>	<b>ORIENTAL BANK OF COMMERCE MUMBAI ICICI BANK LIMITED MUMBAI KOTAK MAHINDRA BANK MUMBAI AXIS BANK SHUBH SHUKRA AHMEDABAD AXIS BANK SHANTI SHUKRA AHMEDABAD INDIAN BANK AHMEDABAD</b>
<b>REGISTERED OFFICE</b>	<b>PANCHDHARA COMPLEX 3RD FLOOR NEAR THE GRAND BHAGAWATI HOTEL S.G. HIGHWAY BODAKDEV AHMEDABAD GUJARAT 380054</b>
<b>FACTORY</b>	<b>6/14,CHIRAG INDUSTRIAL COMPLEX,39/40, GOLDEN INDUSTRIAL ESTAAATE,SOMNATH ROAD, DAMAN (U.T.)-396210</b>
<b>REGISTRAR &amp; TRANSFER AGENT</b>	<b>BIG SHARE SERVICES PVT LTD 1ST FLOOR, BHARAT TIN WORKS BUILDING,OPP. VASANT OASIS, MAKWANA ROAD,MAROL, ANDHERI EAST, MUMBAI 400059 MAHARASHTRA</b>

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## **VENUE OF AGM AND OTHER DETAILS**

<b>DATE</b>	: SEPTEMBER 30, 2019
<b>DAY</b>	: MONDAY
<b>TIME</b>	: 10.30 A.M.
<b>VENUE</b>	: PANCHDHARA COMPLEX, 3 <sup>RD</sup> FLOOR, NEAR THE GRAND BHAGWATI HOTEL, S.G. HIGHWAY, BODAKDEV, AHMEDABAD GUJARAT-380054
<b>BOOK CLOSURE DATE</b>	: FROM 26 <sup>TH</sup> SEPTEMBER, 2019 TO 30 <sup>TH</sup> SEPTEMBER, 2019 (BOTH DAY INCLUSIVE)

## **SHUKRA JEWELLERY LIMITED**

### **NOTICE OF THE ANNUAL GENERAL MEETING**

NOTICE is hereby given that the **28<sup>th</sup> Twenty Eight Annual General Meeting** of the Members of Shukra Jewellery Limited will be held on Monday, 30<sup>th</sup> September, 2019 at 10.30 A.M. at the Registered Office of the Company at Panchdhara Complex 3<sup>rd</sup> Floor near the Grand Bhagawati Hotel S.G. Highway Bodakdev Ahmedabad Gujarat 380054 to transact the following business:

#### **ORDINARY BUSINESS**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2019, together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Aejazahmed Mohammed Husain Puthawala (DIN 07883753), who retires by rotation and being eligible, he offers herself for re-appointment.

#### **SPECIAL BUSINESS**

3. **Regularization of the Whole Time Director Mr. Aejazahmed Mohammed Hussain Puthawala**

**“RESOLVED THAT** Pursuant to provisions of sections, 196, 198 read with schedule V and all other provisions applicable if any, of the companies Act , 2013 ( including any statutory modification or re-enactment thereof for the time being in force ) subject to such other consents, approval and permissions if needed, Mr. Aejazahmed Mohammed Hussain Puthawala be and is hereby appointed as Whole Time Director of the company for the period of 5 years with effect from 11<sup>th</sup> June, 2019.”

**“RESOLVED FURTHER THAT** as mutually agreed between the company and Mr. Aejazahmed Mohammed Hussain Puthawala, no remuneration, perquisites or any commission will be paid to him to act as Whole Time Director of the company.

4. Related party Transactions.

To consider and if thought fit, to give your assent to the following resolution as  
**Ordinary Resolution.**

**“RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions, if any of the Companies Act, 2013 and the Companies (Meeting of Board and its Power) Rules, 2014 and Regulation 23 of the Securities and Exchange Board of India( Listing Obligation and Disclosure Requirements) Regulation, 2015, (including any statutory modification (s) of enactment thereof for the time being in force) and also pursuant to the consent of the Audit committee and the Board of Directors vide Resolution in their respective meetings, the consent of shareholders of the Company be and is hereby accorded to the Material Related

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Party Transaction to be entered by the Company during the financial year 2018-19 up to Rs. 40 Crore and for the year 2019-2020, 2020-21, 2021-22 up to a value of 50 Crores (Rupees fifty Crores only), for each financial year, as per details set out under item no. 4 of the statement annexed to this notice and that the Board of Directors be and is hereby authorized to perform and execute all such deed, matters and things including delegation of such authority as may be deemed necessary or expedient to give effect to this resolution and for the matters connected therewith or incidental thereto. Provided that the said contract(s)/arrangement(s)/transaction(s) so carried out shall be at arm's length basis and in the ordinary course of business of the Company.

**RESOLVED further that** the Board of Directors be and is hereby authorized to delegate all or any of the powers conferred on it by or under this resolution to any committee of Directors of the Company and to do all acts and take such steps as may be considered necessary or expedient to give effect to the aforesaid resolutions.”

**REGISTERED OFFICE:**

PANCHDHARA COMPLEX  
3RD FLOOR NEAR THE GRAND  
BHAGAWATI HOTEL S.G. HIGHWAY  
BODAKDEV AHMEDABAD GUJARAT 380054

**By order of the Board of Directors**

For SHUKRA JEWELLERY Limited

Sd/-

Chandrakant H Shah

Place : AHMEDABAD

Date : 13.08.2019

Director

( DIN 01188001 )

**NOTES:**

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of him and the proxy need not be a member. Proxies in order to be effective must be duly stamped and received by the company at least 48 hours before the commencement of the meeting.

Pursuant to the provisions of Section 105 of the Companies Act, 2013 and the Rules framed thereunder, 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 member.

2. The business set out in the Notice may be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice under Note No. 18. The Company will also send communication relating to remote e-voting which inter alia would contain details about User ID and password along with a copy of this Notice to the members, separately.
3. Corporate members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.
4. In case of joint holders attending the Meeting, only such joint holder who is higher in order of names will be entitled to vote.
5. A statement giving the details of the Directors seeking appointed / reappointment, nature of their expertise in specific functional areas, names of the companies in which they hold directorships, memberships / chairmanships for Board / Committees, shareholding and relationship between Directors inter-se as stipulated in Regulation 36 of the SEBI (Listing Obligation and Disclosure Requirement), 2015, are provided in the Annexure.
6. The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, 26<sup>th</sup> September, 2019 to Monday, September 30, 2019 (both days inclusive)
7. 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 electronic form are, therefore, requested to submit their PAN to the Depository Participants with whom they maintain their Demat accounts. Members holding shares in physical form should submit their PAN to the Registrar /Company.

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8. A member desirous of getting any information on the accounts or operations of the Company is required to forward his/her queries to the Company at least 7 days prior to the Meeting so that the required information can be made available at the Meeting.
  9. Members / Proxies are requested to please bring their copies of the Annual Report to the meeting.
  10. The Company's shares are listed on BSE Limited, Mumbai.
  11. Members holding Shares in physical form are requested to notify immediately any change in their address with PIN CODE to the Registrar and Transfer Agent of the Company at the address given below and in case their shares are held in Demat, this information should be passed on directly to their respective Depository Participants and not to the Company.

**BIG SHARE SERVICE PRIVATE LIMITED**  
**1ST FLOOR, BHARAT TIN WORKS BUILDING,**  
**OPP. VASANT OASIS, MAKWANA ROAD,**  
**MAROL, ANDHERI EAST, MUMBAI 400059**  
**MAHARASHTRA**  
**Telephone No.-022- 62638200, Fax : 62638299**  
**mail : [info@bigshareonline.com](mailto:info@bigshareonline.com)**

12. Relevant documents referred to in the Notice and in the Explanatory Statements are open for inspection at the administrative office of the Company during office hours on all working days except public holidays between 11.00 a.m. and 1.00 p.m. up to date of Annual General Meeting.
13. Member/Proxies holding their Share in Physical Mode are requested to fill the enclosed attendance slip and handover the same at the entrance with signature. In the absence thereof, they may not be admitted to the meeting venue.
14. Members who are holding share in dematerialized form are requested to bring their Clint ID and DP ID numbers for easy identification at the meeting.
15. In all correspondence with the Company, members are requested to quote their Folio Number and in case their shares are held in Demat form, they must quote their DP ID and Client Id Number.
16. Members, who have not registered their e-mail addresses so far, are requested to register their email address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
17. Members are requested to intimate if shares are held in the same name or in the same order and names, but in more than one account to enable the company to club said accounts into one account.

## 18. VOTING THROUGH ELECTONIC MEANS`:

- (i) Pursuant Section 108 of the Companies Act, 2013 and Rule 20 of the Companies(Management and Administration) Rule, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, the Company will be providing members facility to exercise their right to vote on resolutions proposed to be considered at the ensuing Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ('remote e-voting') will be provided by National Securities Depository Limited (NSDL). The detailed procedure to be followed in this regard has been given below. The Members are requested to go through them carefully.
- (ii) The Board of Directors of the Company has appointed Mr. Pragnesh M. Joshi, Practicing Company Secretary, Ahmedabad as Scrutinizer to scrutinize the e-voting and remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.
- (iii) The members who have cast their vote by remote e-voting may also attend the Meeting but shall not entitled to cast their vote again.
- (iv) The Company has engaged the services of National Securities Depository Limited (NSDL) as the agency to provide e-voting facility.
- (v) Voting rights shall be reckoned on the paid up value of shares registered in the name of the member/beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. 23<sup>rd</sup> September, 2019.
- (vi) A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e. 23<sup>rd</sup> September, 2019 only shall be entitled to avail the facility of e-voting/remote e-voting.
- (vii) Any person who becomes a member of the Company after dispatch of the Notice of the Meeting and holding shares as on the cut-off date i.e. 23<sup>rd</sup> September, 2019 may obtain the User ID and Password from Big Share Services Private Limited (Registrar & Transfer Agent of the Company.)
- (viii) The Scrutinizer, after scrutinizing the votes cast at the meeting and through remote e-voting, will, not later than three days of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairperson. The results declared along with consolidated scrutinizer's report shall be placed on the website of the Company ([www.shukrajewellery.in](http://www.shukrajewellery.in)) and on the website of NSDL (<http://www.evotingindia.com>). The result shall simultaneously be communicated to the Stock Exchange.
- (ix) Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of Meeting, i.e. 30th September, 2019.

The e-voting facility will be available during the following voting period:

<b>Commencement of e-voting</b>	<b>FRIDAY, 27th September, 2019 at 10:00 AM IST</b>
<b>End of e-voting period</b>	<b>SUNDAY, 29<sup>th</sup> September, 2019 at 05:00 PM IST</b>

E-voting shall not be allowed beyond Sunday, 29<sup>th</sup> September, 2019 at 05:00 PM IST.



The e-voting module shall be disabled by CDSL for voting thereafter. During the e-voting period, shareholders of the Company holding shares either in physical form or in dematerialized form, as on the Cut-off-Date may cast their votes electronically. The **Cut-off-Date for the purpose of e-voting is 23<sup>RD</sup> September, 2019.**

**How do I vote electronically using NSDL e-Voting system?**

*The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:*

**Step 1 : Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>**

**Step 2 : Cast your vote electronically on NSDL e-Voting system.**

**DETAILS ON STEP 1 ARE MENTIONED BELOW:**

**How to Log-into NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a Smart Phone.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders’ section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*

4. Your User ID details are given below :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID  For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID  For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company  For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
  - c) How to retrieve your 'initial password'?
    - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
    - (ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

**DETAILS ON STEP 2 IS GIVEN BELOW:**

**How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.