

**29th
Annual Report
2018-19**

**THIRDWAVE FINANCIAL
INTERMEDIARIES LIMITED**

BOARD OF DIRECTORS	Vinay Kumar Agarwal Suman Agarwal Nirmal Kumar Agarwal Sujit Sarkar	<i>Chairman & Managing Director</i> <i>Director</i> <i>Independent Director</i> <i>Independent Director</i>
CHIEF FINANCIAL OFFICER	Samir Chakraborty	
COMPANY SECRETARY	Nidhi Jasrasaria	
AUDITORS	M L Kansal & Co <i>Chartered Accountants</i> 156A, Lenin Sarani Kolkata – 700 013	
SECRETERIAL AUDITORS	Manoj Shaw & Co Poddar Court, 18 Rabindra Sarani Gate No 1, Romm No 331 Kolkata – 700 001	
LEGAL ADVISORS	Sanjeev Kumar Bajoria Temple Chambers 6, Old Post Office Street, Kolkata – 700 001	
BANKERS	HDFC Bank Ltd.	
REGISTERED OFFICE	601 Ambuja Neotia Ecocentre EM-4, EM Block, Sector V Kolkata – 700 091	
REGISTRAR & SHARE TRANSFER AGENTS	Niche Technologies Ltd. 3A Auckland Place, 7 th Floor Kolkata – 700 017	
CORPORATE IDENTITY NO	L72300WB1989PLC046886	

NOTICE

Notice is hereby given that the 29th Annual General Meeting of members of Thirdwave Financial Intermediaries Limited will be held on Friday, the 30th August, 2019 at 12:30 P.M at 601 Ambuja Neotia Ecocentre, EM-4, EM Block, Sector V, Kolkata – 700 091 to transact the following business :

ORDINARY BUSINESS

1. To receive, consider and adopt the Directors' Report, the Audited Statement of Profit & Loss for the financial year ended 31st March, 2019 and the Balance Sheet as at that date and the Auditors' Report thereon.

2. To appoint a director in place of Mrs Suman Agarwal, Director (DIN-06955583), who retires by rotation and being eligible, offers herself for re-appointment.

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

“RESOLVED THAT pursuant to the provisions of Section 139(8) and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), M/s. J Gupta & Co. LLP, Chartered Accountants (ICAI Registration no. 314010E), be and are hereby appointed as Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. M. L. Kansal & Co., Chartered Accountants (ICAI Registration No. 312185E).”

“RESOLVED FURTHER THAT M/s. J Gupta & Co. LLP, Chartered Accountants (ICAI Registration no. 314010E), shall hold the office of the Statutory Auditors of the Company from the conclusion of this meeting until the conclusion of 31st Annual General Meeting and that they shall conduct the Statutory Audit for the period ended 31st March, 2020 on such remuneration as may be fixed by the Board of Directors in consultation with the auditors.”

“RESOLVED FURTHER THAT the Board of Directors of Company be and are hereby authorized to file the necessary e-forms with the Registrar of the Companies and to do all such acts and take all such steps as may be considered necessary, proper or expedient to give effect to this resolutions.”

SPECIAL BUSINESS

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013, and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr Sandeep Kedia (DIN: 03604353), who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act, be and is hereby re-appointed as an Independent, Non-Executive Director of the Company to hold office for a term of five consecutive years with effect from conclusion of this meeting until conclusion of 34th Annual General Meeting of the company and whose office shall not be liable to retire by rotation.

2. To consider and, if thought fit, to pass the following as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of section 4 and sections 13 and other applicable provisions if any, of the Companies Act, 2013 and rules made there under (including any statutory amendment(s) or modification(s) or re-enactment(s) thereof for the time being in force), consent of the members of the Company be and is hereby accorded for the modification, substitution, addition and deletion in Clause III i.e. the Objects Clause of the Memorandum of Association of the Company as follows:

A. The existing title of Part A of the Memorandum of Association of the Company be deleted and substituted with the following words:

To carry on in India or elsewhere the business to manufacture, contract manufacture, produce, process, prepare, disinfect, fermented, compound, mix, clean, concentrate, crush, grind, segregate, pack, repack, add, remove, grade, brand, preserve, freeze, distillate, sterilize, improve, extract, refine, buy, sell, resale, import, export, barter, transport, store, forward, distribute, dispose, develop, handle, manipulate, market, supply, make recipe for different product combination and act as wholeseller, retailer, brander, agent, broker, representative, consultant, adatia, stockists liasoner, middleman, export house, jobworker or otherwise to deal in all types, descriptions, tastes, uses and packs of foods, processed sweets, salted snack foods and consumer food items, their by-products, ingredients, derivatives, residues, maida, wheat, papad, flour, besan, suji including foods and vegetables, packed foods and rice, rice grain oil, solvent oil, rice agro product, powders, pastes, liquids, drinks, beverages, juices, jams, jelly, squashes, pickles, sausages, concentrates, extracts, essences, flavours, syrups, sarbats, flavoured drinks, health and diet drinks, extruded foods, frozen foods,

dehydrated foods, precooked foods, canned foods, preserved foods, health foods, fast foods and related materials, cream, cheese, butter, biscuits, breads, cakes, pastries, confectionary, sweets, chocolates, toffees, breakfast foods, protein foods, diet products, rice mill oil, mill, packaging-repackaging refine of all kinds of drinking water, edible oil and wheat products, stained baby foods, instant foods, cereal products, table delicacies, salt and related chemicals, glass and glassware items and allied products, all kinds of mattresses and related allied products and other items whether natural, artificial or synthetic of a character similar or analogous to the foregoing or connected there with and also establish, run foods processing unit and to carry on business as a manufacturer, contract manufacturer, wholesaler, retailer, brander, importers, exporters, buyers, sellers, traders, merchants, indenters, brokers, agents, commission agents, C&F agents and distributors of all types of consumer goods, domestic and industrial products.

To carry on the business of manufacturers, fabricators, processors, producers, makers, importers, exporters, buyers, sellers, suppliers, stockists, agents, merchants, distributors, dealers in all kinds of garments and merchandise including but not limited to sarees, kurties, leggings, inner wares, sports wares, kids wares, intimate wares, trousers, shirts, fashion accessories, woven, knitted or processed and personal care and cosmetic products.

To carry on the business of providing services as Human resource Managers, Consultants, Suppliers, Recruiters, Selecting, Interviewing, arranging workshops for imparting education and/or training, advisors, to provide contractual advise and guidance on employment matters and other human resource services associated with contractual services including termination and outplacement for all kinds of personnel including managers, senior managers, professionals, all types of executives, Higher/middle management staff, junior level staff, workers, labourers, skilled/unskilled etc. required to individuals, bodies, corporate, societies, undertakings, institutions, associations, government, local authorities etc in India or abroad.

B. The existing sub-clauses of Part III(B) be replaced with the following new sub-clauses

“RESOLVED FURTHER THAT the Company be and is hereby authorized to file the necessary e-forms with the Registrar of Companies, and to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

3. 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 13 and 14, and 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 the Rules framed there under, as amended from time to time and subject to the approval of the Central Government, the name of the Company be changed from “Thirdwave Financial Intermediaries Limited” to “Snackster Ventures Limited”.

“RESOLVED FURTHER THAT subject to above, the name “Thirdwave Financial Intermediaries Limited” wherever it occurs in the Memorandum and Articles of Association of the Company be substituted by the new name “Snackster Ventures Limited”.

“RESOLVED FURTHER THAT the board of directors of the Company, be and are hereby severally authorized to file, sign, verify and execute all such e-forms, papers or documents, as may be required and do all such acts, deeds, matters and things as may be necessary and incidental for giving effect to this Resolution, as may be required by the ROC and/or any statutory/regulatory authority.”

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

Delisting from Calcutta Stock Exchange

“RESOLVED that the company shall initiate steps for delisting of equity shares of the company from Calcutta Stock Exchange Limited (CSE). Mr Vinay Kumar Agarwal, Managing Director of the company is authorized to take necessary steps and submit documents as required for the purpose.

Place : Kolkata
Date : 18th day of July, 2019

By Order of the Board
for, Thirdwave Financial Intermediaries Ltd.
Vinay Kumar Agarwal
Managing Director
(DIN-00149999)

THIRDWAVE FINANCIAL INTERMEDIARIES LIMITED

NOTES :

1. A Member entitled to attend and vote at the above meeting is entitled to appoint a proxy to attend and vote instead of himself and a proxy need not be a Member. Proxies, in order to be valid must be received by the company not less than 48 hours before the meeting. A person can act as a proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. A Member holding more than 10% 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 Members and share Transfer Books of the Company will remain closed from 12th August 2019 to 30th August 2019 (both days inclusive) for AGM.
3. Shareholders desiring any information as regards the Accounts are requested to write to the Company at an early date so as to enable the Management to keep the information ready.
4. Members, who hold the shares in de-materialized form, are requested to bring their client ID and DP ID Nos. for easier identification of attendance at the meeting.
5. Members who hold shares in physical form are requested to notify any change in their address to the Registrar and Share Transfer Agents of the Company and always quote their Folio Number in all correspondence with the Company.
6. Members/Proxies should bring the Attendance Slip duly filled in for attending the meeting.
7. Corporate Members intending to send their authorized representative are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the Annual General Meeting.
8. **VOTING THROUGH ELECTRONIC MEANS**
 - I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligation & Disclosure Requirements), Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the 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 Central Depository Services (India) Limited (CDSL).
 - II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
 - III. **The process and manner for remote e-voting are as under:**
 - (i) The remote e-voting period commences on 27th August 2019 (10:00 am) and ends on 29th August 2019 (5:00 pm). During this period members' of the Company, holding shares either in physical form as on the cut-off date of 12th July 2019 and in dematerialized form, as on the cut-off date of 23rd August 2019, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
 - (ii) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period
 - (iii) Click on "Shareholders" tab.
 - (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company, excluding the special characters.
 - (v) Next enter the Image Verification as displayed and Click on Login.
 - (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

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(vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account with the depository or in the company records for your folio in dd/mm/yyyy format
Bank Account Number (DBD)	<p>Enter the Bank Account Number as recorded in your demat account with the depository or in the company records for your folio.</p> <ul style="list-style-type: none"> Please Enter the DOB or Bank Account Number in order to Login. If both the details are not recorded with the depository or company then please enter the member-id / folio number in the Bank Account Number details field as mentioned in above instruction (iv).

(viii) After entering these details appropriately, click on “SUBMIT” tab.

- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members 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.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant Company Name i.e. THIRDWAVE FINANCIAL INTERMEDIARIES LTD on which you choose to vote.
- (xii) 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.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) 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.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Note for Institutional Shareholders & Custodians :
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a compliance user which 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 should be mailed to 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.
- (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com

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9. Institutional Members / Bodies Corporate (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote through e-mail at shawmanoj2003@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com on or before 29th August, 2019 upto 5:00 pm without which the vote shall not be treated as valid.
10. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 23rd September 2019.
11. The notice of Annual General Meeting will be sent to the members, whose names appear in the register of members / depositories as at closing hours of business, on 12th July 2019.
12. The shareholders shall have one vote per equity share held by them as on the cut-off date of 23rd August 2019. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
13. Since the Company is required to provide members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 23rd August 2019 and those not casting their vote electronically, may only cast their vote at the Annual General Meeting.
14. Notice of the AGM along with attendance slip, proxy form along with the process, instructions and the manner of conducting e-voting is being sent electronically to all the members whose e-mail IDs are registered with the Company / Depository Participant(s). For members who request for a hard copy and for those who have not registered their email address, physical copies of the same are being sent through the permitted mode.
15. Investors who became members of the Company subsequent to the dispatch of the Notice / Email and holds the shares as on the cut-off date i.e. 23rd August 2019 are requested to send the written / email communication to the Company at investors.thirdwave@gmail.com by mentioning their Folio No. / DP ID and Client ID to obtain the Login-ID and Password for e-voting.
16. Manoj Prasad Shaw, Practicing Company Secretary (C P No 4194) has been appointed as the Scrutinizer to scrutinize the remote e-voting process and voting at the AGM in a fair and transparent manner. The Scrutinizer will submit, not later than 3 days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman of the Company or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
17. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.twfil.com and on the website of CDSL. The same will be communicated to the stock exchanges where the shares of the company are listed viz. BSE Ltd, Calcutta Stock Exchange Ltd.

Place : Kolkata
Date : 18th day of July, 2019

By Order of the Board
for, Thirdwave Financial Intermediaries Ltd.
Vinay Kumar Agarwal
Managing Director
(DIN-00149999)

ANNEXURE TO NOTICE:

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The following explanatory Statement pursuant to provisions of Section 102 of the Companies Act, 2013 (including any statutory modification(s) thereto or re-enactment(s) thereof for the time being in force), sets out all material facts relating to the business items of the accompanying Notice.

SPECIAL BUSINESS:

ITEM NO: 1

Mr. Sandeep Kedia, (DIN: 03604354) will be appointed on 30th August for a period of 5 years and his tenure shall expire on conclusion of 34th Annual General Meeting of the company. The Company has received from Mr. Sandeep Kedia (DIN: 03604354) consent in writing to act as a director in Form DIR- 2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014, (ii) Intimation in Form DIR- 8 in terms of Companies (Appointment & Qualification of Directors) Rules 2014, to the effect that he is not disqualified under sub section (2) of Section 164 of the Companies Act, 2013 and (iii) a declaration to the effect that he meets the criteria of independence as provided in sub section 6 of Section 149 of the Companies Act, 2013. The resolution seeks the approval of members for the appointment of Mr. Sandeep Kedia as an Independent Director of the Company with immediate effect for a period of 5 years up to conclusion of 34th Annual General Meeting of the company pursuant to section 149 and other applicable provisions of the Companies Act, 2013 and the rules made there under. He shall not be liable to retire by rotation as stated in section 149(13) of the Act. The Directors recommend the approval of the special resolution. None of the Directors and the Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the resolution set out at Item No. 1.

ITEM NO: 2

The Company is not carrying any NBFC activities and has also surrendered its NBFC certificate to the Reserve Bank of India (RBI) on 2nd August, 2018. As directed by the RBI, since the Company is not carrying on any NBFC activity, it is required to alter its objects clause which shall lead to alteration in clause III of the Memorandum of Association of the Company. Since section 13 of the Companies Act, 2013 requires approval of the members by special resolution for alteration in the Memorandum of Association of the Company, the Board seeks your approval for the proposed alteration. The Directors recommend the approval of the special resolution. None of the Directors and the Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the resolution set out at Item No. 2.

ITEM NO: 3

As stated above, the Company is required to alter its objects pursuant to the direction of the RBI. As required under the provisions of the Companies Act, 2013 read with rules made there under, the name of the Company should reflect the objects and business activity carried out by the Company. Keeping in view the same, the Board proposes to alter its name from "Thirdwave Financial Intermediaries Limited" to "Snackster Ventures Limited. The said alteration of name shall also lead to alteration in the Articles and Memorandum of Association of the Company including the name clause of the Memorandum of Association. Since sections 13 and 14 of the Companies Act, 2013 require approval of members by special resolution for alteration in the Memorandum of Association and Articles of Association of the Company respectively, the Board of Directors recommends and seeks the same for your approval. None of the Directors and the Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the resolution set out at Item No. 3

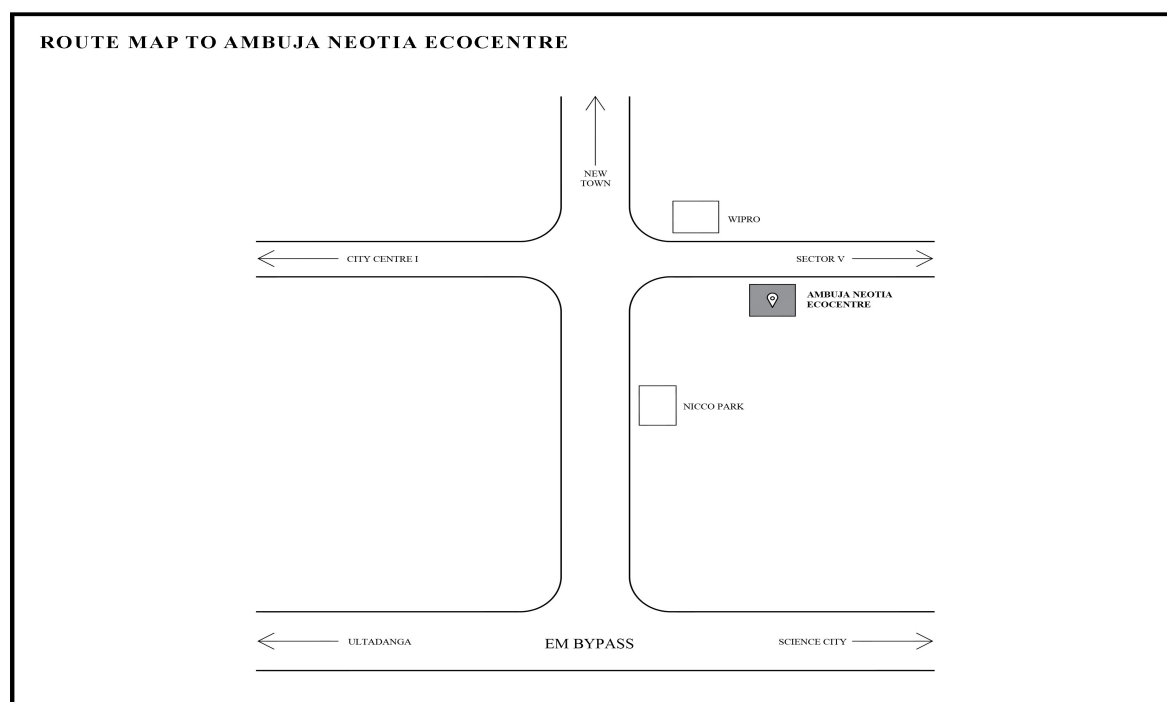
ITEM NO: 4

Since more than last 6 years Calcutta Stock Exchange Ltd (CSE) has not been operational and no trading of equity shares of the company has been done on the exchange. However the company continued to pay listing fees and comply with various listing obligations and compliances causing major hardship on the finances and working of the company with very limited means. Considering above the board of directors of the company are of the opinion that continued listing at CSE does not serve and purpose and is not beneficial to the members. Moreover equity shares of the company are listed on BSE Ltd having nationwide terminals for trading in equity shares of the company. Therefore the board recommends and seek your approval for the resolution. None of the Directors and the Key Managerial Personnel of the Company and their relatives are concerned or interested, financial or otherwise, in the resolution set out at Item No. 4

Details of Directors Proposed to be appointed/re-appointed at the Annual General Meeting:

Pursuant to Regulation 36(3) of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details of the Directors seeking appointment/re-appointment at the forthcoming Annual General Meeting are provided as under :-

Name of Director	SUMAN AGARWAL	SANDEEP KEDIA
Date of Birth (Age in years)	51 Years	37 Years
Date of Appointment	29/09/2014	To be appointed
Expertise in specific functional area (Experience in years)	Administration	Finance & Trading
Qualification	BCom	BCom, CFA
Shareholding in the Company (either personally or on beneficial basis)	NIL	NIL
List of other Public Limited Companies in which Directorship held	NIL	NIL
Chairman/Member of the Committees of the Board across all Public Companies in which he is a Director	NIL	NIL
Chairman/Member of the Committees of the Board of the Company	NIL	NIL
Disclosure of relationships between Directors inter-se and other Key Managerial Personnel	Spouse of Vinay Kumar Agarwal, Managing Director of the company	None
Terms and conditions of appointment / re-appointment	Liable to retire by rotation	For 5 years
Remuneration sought to be paid / last drawn	NIL	NIL
Number of Board Meetings attended during the year	6 (Six)	NA

LOCATION MAP FOR VENUE OF ANNUAL GENERAL MEETING ON 30TH AUGUST, 2019

THIRDWAVE FINANCIAL INTERMEDIARIES LIMITED

DIRECTOR'S REPORT

Your Directors have pleasure in presenting the 29th Annual Report together with the Audited Statement of Accounts for the year ended on 31st March, 2019.

FINANCIAL RESULTS

	Year Ended 31-03-2019 (in Lacs)	Year Ended 31-03-2018 (in lacs)
Total Operating Income	82.46	220.42
Profit/(Loss) from Operations before Interest & Exceptional Items	9.19	32.46
Interest	7.36	12.21
Profit/(Loss) from Ordinary Activities before Tax	1.83	20.25
Tax Expenses	-	4.20
Profit/(Loss) from Ordinary Activities after Tax	1.83	16.05
Exceptional Items	0.53	0.75
Net Profit/(Loss) during the period	2.36	16.80

DIVIDEND

In view of carried forward losses, your directors are unable to declare dividend for the year under consideration.

OPERATIONS

During the year your company actively participated in Capital Market and reaped benefits of booming Capital Markets. However the company has exited from inter-corporate loan portfolio due to risks aversion posed in the current lending markets. The Reserve Bank of India (RBI) has cancelled registration of the company as Non Banking Financial Company and the Board decided not to continue NBFC business. The company has identified opportunities in food and beverage business and started with trading of pulses. The company is actively indulging into snacking business.

COMPLIANCE WITH REGULATIONS

The Company has complied with various regulations formulated from time to time by the authorities.

LISTING

The Equity Shares of the Company are listed at Bombay Stock Exchange (BSE), Calcutta Stock Exchange (CSE). Listing fees for 2019-20 for all the Stock Exchanges have been paid.

DELISTING OF EQUITY SHARES FROM CALCUTTA STOCK EXCHANGE (CSE)

Process of delisting of Equity Shares of the company from CSE is on and the company hopes to get its shares delisted from CSE in the current financial year.

CAPITAL OF THE COMPANY

During the year Authorised Capital of the Company stands at Rs. 6,00,00,000/- (Rupees Six Crores Only) divided into 60,00,000 Equity Shares of Rs. 10/- each. Paid up Capital of the company is Rs. 2,20,76,000/- (Rupees Two Crores Twenty Lacs Seventy-six Thousands Only) divided into 22,07,600 fully paid up Equity Shares of Rs. 10/- each.

CORPORATE GOVERNANCE

Since the paid up capital of the Company is less than 1000 lacs presentation of Corporate Governance Report is not required for the Company.

PUBLIC DEPOSIT

The Company has not accepted any public deposit during the year under review.

KEY MANAGERIAL PERSONNEL

The Company has appointed Ms Nidhi Jasrasaria as Company Secretary & Compliance Officer of the company w.e.f 01/10/2018.

ANNUAL EVALUATION

In compliance with the Companies Act, 2013, the performance evaluation of the Board and that of its committees and individual directors was carried out during the year under review.