

# ANNUAL REPORT



2020-21



#### **BOARD OF DIRECTORS**

Mr. Shrey Premal Parekh ~ Managing Director  
Mr. Neha Premal Parekh ~ Director  
Mr. Vinay Jaywant Nagawkar ~ Director  
Mr. Ayush Nirav Parikh ~ Director

#### **CHIEF FINANCIAL OFFICER**

Mr. Premal Shailesh Parekh

#### **AUDIT COMMITTEE**

Mr. Vinay Jaywant Nagawkar ~ Chairman  
Mr. Shrey Premal Parekh ~ Director  
Mr. Ayush Nirav Parikh ~ Director

#### **NOMINATION AND REMUNERATION COMMITTEE**

Mr. Vinay Jaywant Nagawkar ~ Chairman  
Mr. Shrey Premal Parekh ~ Director  
Mr. Ayush Nirav Parikh ~ Director

#### **STAKEHOLDERS RELATIONSHIP & GRIEVANCE COMMITTEE**

Mr. Vinay Jaywant Nagawkar ~ Chairman  
Mr. Shrey Premal Parekh ~ Director  
Mr. Ayush Nirav Parikh ~ Director

#### **AUDITORS**

Suvarna & Katdare

Chartered Accountant

80E, Mulji Mistry Bldg., 61, Tejapl Road, Opp. Parle Gluco Biscuit Factory, Vile Parle (East), Mumbai – 400057

#### **BANKERS**

HDFC Bank Limited

State Bank of India

#### **REGISTERED OFFICE**

16, India Exchange Place 1st Floor,

Room No- 19, Kolkata – 700001

Telephone : (91) (033) 2231-1038 / 1039

E-mail : [vckmarket@gmail.com](mailto:vckmarket@gmail.com) or [24plus.ventures@gmail.com](mailto:24plus.ventures@gmail.com)

Website : [www.vckgroup.com/](http://www.vckgroup.com/) [www.24plusventures.com](http://www.24plusventures.com)

**REGISTRAR AND SHARE TRANSFER AGENTS**

**C. B. MANAGEMENT SERVICES PRIVATE LIMITED**

**P-22, Bondel Road, Kolkata - 700019**

**Phone : (91) (033) 4011-6700/2280; 4011-6692/2282;  
(91) (033) 4011-3643/2487; 4011-0263;**

**Facsimile : (91) (033) 4011-6739**

**E-mail ID : rta@cbmsl.com;**

**Website : www.cbmsl.com**

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## **GREEN INITIATIVE**

**DEAR SHAREHOLDERS**

**SUB : MCA'S GREEN INITIATIVE FOR PAPERLESS COMMUNICATIONS**

Ministry of Corporate Affairs ("MCA") has recently taken a "Green Initiative in Corporate Governance" by allowing paperless compliances by the companies. Towards this, MCA has issued Circulars dated April 21, 2011 and April 29, 2011 stating that the service of notice / document by a Company to its shareholders can now be made through electronic mode, subject to a few conditions.

Our Company appreciates the initiative taken by MCA, as it believes strongly in a Greener Environment. This initiative also helps in prompt receipt of communication, apart from helping avoid losses/delays in postal transit.

We, therefore, propose to send documents, such as the Notice of the Annual General Meeting, Annual Report, Half- yearly communications etc. henceforth to shareholders in Electronic Form at the e-mail address provided by them and made available to us by the depositories from time to time.

In case you wish to receive all the above communications in electronic form; and

- hold your shares in dematerialized form, kindly register your e-mail address with your Depository Participant at the earliest; or
- hold your shares in physical form, kindly register your e-mail address with C. B. Management Services Private Limited, our Registrar and Share Transfer Agent, at the following address at the earliest;

**MR. RANA ROY CHOWDHURY, DEPUTY MANAGER**  
**C. B. MANAGEMENT SERVICES PRIVATE LIMITED P-22, BONDEL ROAD. KOLKATA - 700019**  
**E-mail Address: ranarc@cbmsl.co**

You may use the format given below for registering your e-mail address with C. B. Management Services Private Limited.

We wish to inform you that in addition to getting the documents through your registered e-mail, you can also have access to the documents through our Company Website: [www.vckgroup.com/](http://www.vckgroup.com/) [www.24plusventures.com](http://www.24plusventures.com). The document will also be available to you for inspection at the Registered Office of the Company during office hours.

We are sure you would appreciate the "Green Initiative" taken by MCA, just as it is being welcomed by companies like us. Needless to say, you will be, as a member of the Company, entitled to be furnished with a copy of the above mentioned

documents as required under the provisions of the Companies Act, 1956, free of cost, upon receipt of a requisition from you any time.

We solicit your whole-hearted co-operation in helping the Company implement the e-governance initiatives of the Government in the interest of environment, which is the need of the hour.

This communication may be ignored, if your email address is already registered with your Depository Participant/CB Management Services Private Limited

Thanking you,

Yours faithfully,

For **VCK CAPITAL MARKET SERVICES LIMITED**

SD/-

**SHREY PAREKH**

**MANGING DIRECTOR**

**DIN: 08513653**



## E-COMMUNICATION REGISTRATION FORM

*[Exclusively meant for Shareholders holding shares in physical form]*

**To**

**Mr. Rana Roy Chowdhury**

**Deputy Manager**

**C.B. MANAGEMENT SERVICES PRIVATE LIMITED**

**P-22, Bondel Road,**

**Kolkata – 700019**

Name of the Company	:																					
Folio No.	:	<table border="1" style="border-collapse: collapse; width: 100%; height: 20px;"> <tr> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> <td style="width: 20px; height: 20px;"></td> </tr> </table>																				
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Name of Joint Holder(s)	:	<table border="1" style="border-collapse: collapse; width: 100%; height: 40px;"> <tr><td style="width: 100%; height: 20px;"></td></tr> <tr><td style="width: 100%; height: 20px;"></td></tr> </table>																				
E-mail ID [to be registered]	:																					

Please register my above e-mail ID in your records for receiving communication in electronic form from the Company.

.....  
**Signature of the First Holder**

**Date :** .....

Note : Shareholder(s) are requested to keep the Company informed of change, if any, in the e-mail address.



## NOTICE

NOTICE IS HEREBY GIVEN THAT THE THIRTY EIGHT ANNUAL GENERAL MEETING OF THE MEMBERS OF VCK CAPITAL MARKET SERVICES LIMITED (CIN-L67190WB1983PLC035658) WILL BE HELD ON WEDNESDAY, THE SEPTEMBER 15, 2021 AT 04.00 P.M. THROUGH VIDEO CONFERENCE TO TRANSACT THE FOLLOWING BUSINESS:

### **AS ORDINARY BUSINESS**

- (1) To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2021, including the Audited Balance Sheet as at March 31, 2021, the Statement of Profit and Loss Account for the year ended on that date and the Report of the Board of Directors and Auditors thereon.
- (2) **To appoint a Director in place of Mrs. Neha Premal Parekh (DIN 01274835), who retires by rotation and being eligible, offers herself for re-appointment**

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

“**RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013 read with rules thereunder, Mrs. Neha Premal Parekh (DIN 01274835), who retires by rotation and being eligible, offers herself for appointment, be and is hereby re-appointed as Non-Executive Director of the Company.”

### **AS SPECIAL BUSINESS**

- (3) **Change of Name of the Company from VCK Capital Market Services Limited to 24 Plus Ventures Limited or any other Name approved by the Registrar of Companies.**

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 provisions of Section 13 and Section 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 subject to the approval of the Registrar of Companies or any other authority as may be necessary, the consent is hereby given to change the name of the Company from “**VCK Capital Market Services Limited**” To “**24 Plus Ventures Limited**”.



**"RESOLVED FURTHER THAT** the name **"VCK Capital Market Services Limited"** wherever appearing in the Memorandum and Articles of Association, documents etc. is substituted by the new name **"24 Plus Ventures Limited"**.

**"RESOLVED FURTHER THAT** any one Director of the Company be and is hereby authorized to make the necessary application to the Central Government for the approval of the aforesaid name and to take all such steps that may be required to give effect to this resolution."

**(4) Appointment of Mrs. Nirmala Lavina Menezes as a Women Director (Executive Director) of the Company**

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

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, Mrs. Nirmala Lavina Menezes, holding din 09220737 who was appointed as an additional director of the Company, by the board of directors in their meeting held on 30<sup>th</sup> June 2021, under section 161(1) of the Companies Act, 2013 and other applicable provisions of the companies Act, 2013, (including any statutory modifications or re-enactment thereof) and applicable provisions of the articles of association of the Company and who holds office upto the date of this annual general meeting, be and is hereby appointed as women director in the category of Executive Director of the Company."

**"RESOLVED FURTHER THAT** any one director of the Company, is hereby authorized to do all the acts, deeds and things which are necessary to give effect to the aforesaid resolution".

**(5) Appointment of Mr. Nag Bhushan Rao as a Director (Independent Director) of the Company**

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

**"RESOLVED THAT,** Mr. Nag Bhushan Rao holding din 07972355 who was appointed as an additional director (Independent Director) of the Company, by the board of directors in their meeting held on 30<sup>th</sup> June 2021, under Section 149,150,152 read with schedule IV and Section 161(1) of the Companies Act, 2013 and other applicable provisions of the companies Act, 2013, (including any statutory modifications or re-enactment thereof) and





applicable provisions of the articles of association of the Company and who holds office upto the date of this annual general meeting, be and is hereby appointed as director (independent director) of the Company.”

**“RESOLVED FURTHER THAT** any one director of the Company, is hereby authorized to do all the acts, deeds and things which are necessary to give effect to the aforesaid resolution”.

**(6) Increase in Borrowing Limits of the Company under Section 180(1)(c) of the Companies Act, 2013**

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

**“RESOLVED THAT** in supersession of all earlier resolutions passed on the matter and pursuant to Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to borrow from time to time, any sum or sums of monies, by way of cash credit, loan, overdraft, discounting of bills, operating of letter of credits, commercial papers, for standing guarantee or counter guarantee and any other type of credit line or in any other forms from Banks, Financial institutions, Insurance companies, Mutual Funds, or other corporate or other eligible investors, including by way of availing credits limits through Non- Funds Based Limits i.e. Bank Guarantee, Letter of Credit, etc. or by any other means as deemed fit by it, against the security of term deposits, movables, immovable's or such other assets as may be required, at any time or from time to time, any sum or sum of monies which together with the monies already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business), may exceed the aggregate of the paid-up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose, provided that the total outstanding amount so borrowed shall not at any time exceed the limit of Rs. 100 Crores (Both funded and non-funded) at any one point of time.”

**“RESOLVED FURTHER THAT** for the purpose of the aforesaid borrowing any one director of the Company, be and are hereby authorized to sign, get registered and deliver on behalf of the Company all documents and forms relating to the above credit lines and for such purpose create and place fixed deposits as collateral execute loan agreement, Demand promissory Notes, Pledge/Hypothecation agreement, and other documents and deeds, receipts, acknowledgements and discharge in connection with the borrowings of the Company within the funded and non-funded borrowing limits as prescribed above. “

**“RESOLVED FURTHER THAT** the securities to be created by the Company aforesaid may rank pari passu with the mortgages and or/ charges already created or to be created by the Company as may agreed to between the concerned parties.”



**“RESOLVED FURTHER THAT** the authority be and is hereby granted, subject to the approval of members in general meeting, to issue short term and long term debt instruments of the Company, including by way of issue of Debentures or such other instruments like commercial papers etc. in one or more tranches, such that the total outstanding borrowing by way of issue of such instruments outstanding at any one point of time shall not exceed aforesaid limit. “

**“RESOLVED FURTHER THAT** any one director of the Company be and is hereby authorized to hereby authorized to file Form MGT 14 with the Registrar of Companies and to do all such acts deeds and things as may be necessary in this regard including but not limited to the delegation of powers to any director or committee of directors or any others person as it may deem fit subject to the provision of the Companies Act, 2013.”

**(7) Acquisition of stake / Investment in Equity Share of M/s. Karefree Hygiene & Health Products Private Limited**

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

**“RESOLVED THAT** pursuant to the provisions of Section 179(3)(e) and any other applicable provisions of the Companies act 2013 read with Rules thereunder (including any statutory modification or re-enactment thereof for the time being in force) and subject to limits envisaged under Section 186 read with Rule 11 and 13 of the Companies (Meeting of Board and its Powers) Rules 2014 and provisions of Articles of Association of the Companies, consent of the Members of the Company be and is hereby accorded to invest a sum of Rs. 20,00,00,000/- (Rupees Twenty Crore Only) towards purchase of 100% Equity shares of M/s. Karefree Hygiene and Health Products Private Limited.

**RESOLVED FURTHER THAT** the draft of Share Purchase Agreement (“SPA”) between the company and M/s. Karefree Hygiene and Health Products Private Limited as placed before the Members be and is hereby approved;

**RESOLVED FURTHER THAT** any one Director of the Company, be and is hereby authorised on behalf of the Company to execute the SPA including signing any letter(s) of undertakings, declarations, agreements and other papers which the Company may be required to sign in terms of the SPA and to do all deeds and things as may be required to give effect to the same.”

**(8) Approve availing of the unsecured loan from Mr. Shrey Premal Parekh (Chairman and Managing Director) and / or Inter Corporate Deposits (ICD) from others entities/person’s with an option for conversion of the loan into Equity Shares of the Company**

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