

SARWAPRIY PRODUCTS LIMITED

15, Noormal Lohia Lane, Kolkata-700007

Email : pcr.kolkata@gmail.com • CIN No.: L17299WB1980PLC033057

BOARD'S REPORT

Dear Shareholders,

On behalf of of the Board of Directors, it is our pleasure to present the Annual Report together with the Audited Statement of Accounts of **SARWAPRIY PRODUCTS LIMITED** ("the Company") for the year ended **March 31, 2018**

Financial Performance

The summarized standalone results of your Company are given in the table below –

Particulars	Financial Year Ended	
	31.03.2018	31.03.2017
Total Income	100703	107097
Finance Charges	99895	106200
Depreciation	NIL	NIL
Provision for Income Tax	211	278
Net Profit/(Loss) After Tax	597	619
Profit/(Loss) brought forward from previous year	888041	887422
Profit/(Loss) carried to Balance Sheet	888638	888041

*Previous year figures have been regrouped/rearranged wherever necessary.

Summary of Operation

The Company has a land at Mira Road, Mumbai. All the interest expenses are thus transferred to Work in Progress. The total income has decreased to Rs. 1,00,703/- as compared to Rs. 1,07,097/- from the previous year.

Business Review/State of the Company's Affairs

The Company is mainly engaged in construction activities. It is currently engaged in the construction on its land holdings at Mira Road, Mumbai.

Share Capital

During the financial year 2017-18 the Company has not issued any additional Equity shares. The Company has also not offered to issue any Equity Shares as Sweat Equity Shares or through the Employee Stock Option Plans. The paid up Issued Capital of the Company as at the end of the year was Rs. 24,75,000/- divided into 2,47,500 Equity Shares of Rs. 10/- each. None of the Equity Shares have been issued with differential voting rights.

Reserves

During the Financial Year 2017-18 the Company does not propose to carry any amount to its General Reserves and proposes to keep the accumulated profits under the head of "Profit & Loss Account" itself.

Dividend

For the financial year ended 31st March, 2018 profit is not adequate therefore, the management is not desirous of recommending or issuing any Dividend.

Transfer of Amounts to Investor Education and Protection Fund

Your Company did not have any funds lying unpaid or unclaimed for a period of seven years. Therefore there were no funds which were required to be transferred to Investor Education and Protection Fund (IEPF). Further the Company has also not issued any dividends during the financial year 2017-18.

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Internal Financial Control

The internal financial controls with reference to the Financial Statements in the opinion of the Board are commensurate with the size and nature of business of the Company.

Extract of Annual Return

Pursuant to Section 92(3) of the Company's Act, 2013 ("the Act") and rule 12(1) of the Companies (Management and Administration) Rules, 2014, extract of annual return as provided in form MGT-9 is annexed as **Annexure 1** below.

Details of Board Meetings

During the financial year 2017-18, 6(Six) number of Board Meetings were held, details of which are given below:

Date of the Meeting	No. of Directors attended the Meeting
29 th April, 2017	5 (Five)
29 th May, 2017	5 (Five)
24 th July, 2017	5 (Five)
23 rd October, 2017	5 (Five)
20 th January, 2018	5 (Five)
30 th March, 2018	5 (Five)

Statutory Auditors, their Report and Notes to Financial Statements

In the last Annual General Meeting of the Company held on 11th September, 2017, M/s. R. K. Bhattar & Co., Chartered Accountants have been appointed Statutory Auditors of the Company for the financial year 2017-18. Ratification of appointment of Statutory Auditors is being sought from the members of the Company at the ensuing AGM.

Further the report of the Statutory Auditors along with notes to Schedules is enclosed to this report. The observations made in the Auditor's Report are self-explanatory and therefore do not call for any further comments.

Cost Audit

As per Cost Audit Orders in the terms of the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 Cost Audit is not applicable to the Company for the FY 2017-18.

Secretarial Audit

Pursuant to the provision of Section 204 of the CA, 2013 and the companies (appointment and remuneration of Managerial personnel) Rules, 2014 the Company has appointed Ms. Rupa Gupta (C.P. No. 11691) Company Secretary in practice for the financial year 2017-18 to conduct the secretarial audit of the company. The Secretarial Audit Report submitted by her is annexed herewith marked as "Annexure II".

Particulars of Loan, Investment and Guarantee

The Board of Directors confirm that the Company has not granted any loans or made any investment or given any guarantee in violation of the provisions of Section 186 of the CA, 2013 during the FY 2017-18.

Related Party Transactions

Pursuant to Section 188 of the CA, 2013 and revised clause 49 of the SEBI equity listing agreement the company has not entered in any related party transaction during the financial year 2017-18.

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Post-Balance Sheet Events

There has not been any material changes or commitments affecting the financial position of the Company occurring between the end of the financial year to which the financial statement relate and the date of the report.

Significant and Material Orders passed by the Regulators

During the financial year 2017-18, no significant and material orders were passed by the regulators or courts or tribunals which may have any material impact on the going concern status of the Company and its operations.

Risk Management Policy

The Company does not have a Risk Management Policy formulated as yet, but the same is being worked upon and shall be implemented soon.

Corporate Social Responsibility

The Company is not mandatorily required to invest the funds of the Company in CSR activities pursuant to Section 135 of the Companies Act, 2013 and thus also does not have a committee for the said purpose. Accordingly, none of the funds of the Company have been invested in CSR Activities during the year.

Report on Performance of Subsidiaries, Associates & Joint Ventures

In terms of the definitions as given in Section 2(87) and Section 2(6) of the Companies Act, 2013 the Board of Directors confirms that the Company neither has any subsidiaries, associates or joint ventures, nor is it a subsidiary of any other Holding Company and accordingly a statement required to be given pursuant to sub-section (3) of Section 129 of the Act, is not applicable to the Company.

Committees of the Board

Pursuant to Section 177 & 178 of the CA, 2013 the company has formed audit committee consisting of three Directors viz., (1) Sri Punam Chand Rathi (executive Director) (2) Sri Basudeo Jhanwar (Independent Director) (3) Smt. Sushila Devi Bajaj (Independent Director) During the financial year 2017-18, 4(four) audit committee meeting were held. The Company has also formed Nomination and Remuneration Committee consisting of three Directors viz., (1) Sri Omprakash Jaisraj Rathi (non-executive Director) (2) Sri Basudeo Jhanwar (Independent Director) (3) Smt. Sushila Devi Bajaj (Independent Director) During the financial year 2017-18, 4(four) nomination and remuneration committee meeting were held. Details of the Committee Meeting are given below:

Date of Audit Committee Meeting	No. of Directors attended the Meeting
28 th April, 2017	3(three)
24 th July, 2017	3(three)
23 rd October, 2017	3(three)
30 th January, 2018	3(three)

Date of Nomination and Remuneration Committee Meeting	No. of Directors attended the Meeting
28 th April, 2017	3(three)
24 th July, 2017	3(three)
23 rd October, 2017	3(three)
30 th January, 2018	3(three)

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Company's Policy on Appointment and Remuneration

In case of any prominent appointments, the Board of Directors of the Company themselves interviews the proposed candidates before appointing them and any remuneration, etc. is decided based on the desirability and qualification of the candidate. The Board of Directors are further empowered to appoint additional directors, subject to ratification by the members of the Company at a General Meeting on such terms and conditions as may be decided and deemed fit.

Directors and Key Managerial Personnel

Shri Shyam Sundar Rathi (DIN-00389556), Managing Director and CFO of the Company, Shri Omprakash Jaisraj Rathi (DIN-00389488), Shri Punam Chand Rathi (DIN-00352823) are the current Directors and Shri Basudeo Jhanwar (DIN-06653272), and Smt. Sushila Devi Bajaj (DIN-07131374) are the Independent Directors of the Company. The Company being listed Company at Calcutta Stock Exchange, the Provision of retirement on rotation basis is not applicable to it.

As per the provisions of Section 203(1), the Company has appointed Shri Shyam Sundar Rathi as Managing Director and CFO as Key Managerial Personnel of the Company. The Company was unable to appoint whole time company secretary despite giving periodical advertisement in the newspaper under review.

Declaration by Independent Directors

Sri Basudeo Jhanwar and Smt. Sushila Devi Mohta, Independent Directors have submitted their disclosures to the Board that they fulfil all the requirements as stipulated in Section 149(6) of the CA, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the CA, 2013 and the relevant rules.

Deposits

The Company did not invite or accept any deposits from the public under Section 73 of the CA, 2013.

Particulars of Employees

The Particulars of Employees, pursuant to the Section 197 of the CA, 2013 read with rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is not applicable to the Company, it not being a Public Company and accordingly such information has not been presented.

Details of Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgoings.

(a) Conservation of Energy & Technology absorption:

Since the Company does not own any manufacturing facility, the other particulars relating to conservation of energy and technology absorption stipulated in the Companies (Accounts) Rules, 2014 are not applicable.

(b) Foreign exchange earnings and Outgoings:

During the year, there was neither any inflow nor any outflow of foreign exchange currency.

Directors Responsibility Statement

Pursuant to the requirement clause (c) of Sub-Section (3) of Section 134 of the CA, 2013, your Directors confirm that:

- (a) In the preparation of Annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the company for that period;

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- (c) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (d) The Directors has prepared the annual accounts on a going concern basis; and
- (e) The internal financial controls in the opinion of the Board with reference to the Financial Statements are commensurate with the size and nature of business of the Company.
- (f) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Acknowledgement

Your Directors place on record their appreciation for employees at all levels, who have contributed to the growth and performance of your Company.

Your Directors also thanks the clients, vendors, bankers, shareholders and advisors of the Company for their continued support.

Your Directors also thank the Central and State Governments, and other statutory authorities for their continued support.

For and on behalf of the Board

SARWAPRIY PRODUCTS LIMITED

 

Managing Director

Director

(Shyam Sundar Rath)

(Punam Chand Rath)

Place: KOLKATA

Date: 22.05..2018

FORM NO. MGT 9**EXTRACT OF ANNUAL RETURN**

as on financial year ended on 31.03.2018

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.**I REGISTRATION & OTHER DETAILS:**

i	CIN	L17299WB1981PLC033763
ii	Registration Date	10.06.1981
iii	Name of the Company	SARWAPRIY PRODUCTS LIMITED
iv	Category/Sub-category of the Company	Indian Non-Government Company
v	Address of the Registered office & contact details	15, NOORMAL LOHIA LANE, KOLKATA 700007
vi	Whether listed company	YES
vii	Name, Address & contact details of the Registrar & Transfer Agent, if any.	COMPANY ITSELF

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated

SL No	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	N/A		
2	N/A		
3	N/A		
4	N/A		

III PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES

Sl No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	N/A				
2	N/A				
3	N/A				



Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year	
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares		
A. Promoters										
(1) Indian										
a) individual/HUF	0	183350	183350	74.081%	0	183350	183350	74.081%	0	0.000%
b) Central Govt. or State Govt.										
c) Bodies Corporates										
d) Bank/FI										
e) Any other	0	0	0	0.000%	0	0	0	0.000%	0	0.000%
SUB TOTAL (A) (1)	0	183350	183350	74.081%	0	183350	183350	74.081%	0	0.000%
(2) Foreign										
a) NRI- Individuals										
b) Other Individuals										
c) Bodies Corp.										
d) Banks/FI										
e) Any other...										
SUB TOTAL (A) (2)	0	0	0	0.000%	0	0	0	0.000%		
Total Shareholding of Promoter										
(A)= (A)(1)+(A)(2)	0	183350	183350	74.081%	0	183350	183350	74.081%	0	0.000%
B. PUBLIC SHAREHOLDING										
(1) Institutions										
a) Mutual Funds										
b) Banks/FI										
c) Central govt										
d) State Govt.										
e) Venture Capital Fund										
f) Insurance Companies										
g) FII's										
h) Foreign Venture Capital Funds										
i) Others (specify)										
SUB TOTAL (B)(1):										
(2) Non Institutions										
a) Bodies corporates										
i) Indian										
ii) Overseas										
b) Individuals										
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	0	64150	64150	25.919%	0	64150	64150	25.919%		
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs										
c) Others (specify)	0	0	0	0.000%	0	0	0	0.000%		
SUB TOTAL (B)(2):	0	64150	64150	25.919%	0	64150	64150	25.919%		
Total Public Shareholding (B)= (B)(1)+(B)(2)	0	64150	64150	25.919%	0	64150	64150	25.919%		
C. Shares held by Custodian for GDRs & ADRs										
Grand Total (A+B+C)		247500	247500	100%		247500	247500	100%	0	0.000%

(ii) SHARE HOLDING OF PROMOTERS

Sl No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year.
		NO of shares	% of total shares of the company	% of shares pledged encumbered to total shares	NO of shares	% of total shares of the company	% of shares pledged encumbered to	
1	Punam Chand Rathi	35650	14.404%	-	35650	14.404%	-	NIL
2	Shiyama Devi Rathi	13050	5.273%	-	13050	5.273%	-	NIL
3	P.C.R. Trustee of P R Kosh *	200	0.081%	-	200	0.081%	-	NIL
4	P.C.R. Karta of Ramanarayan Rathi HUF	13450	5.434%	-	13450	5.434%	-	NIL
5	P.C.R. Karta of R.N.R. & Sons HUF	50	0.020%	-	50	0.020%	-	NIL
6	P.C.R. trustee of RNR Pariwar Kosh	35250	14.242%	-	35250	14.242%	-	NIL
7	P.C.R. Trustee of Arun Marriage Trust	11000	4.444%	-	11000	4.444%	-	NIL
8	P.C.R. Trustee of Arun Family Trust	50	0.020%	-	50	0.020%	-	NIL
9	P.C.R. trustee of Punam Pariwar Kosh	100	0.040%	-	100	0.040%	-	NIL
10	P.C.R. Trustee of RDR Pariwar Kosh	50	0.020%	-	50	0.020%	-	NIL
11	P.C.R. Trustee of Ganadhiraj Trust	20000	8.081%	-	20000	8.081%	-	NIL
12	P.C.R. Trustee of Mahaganpati Trust	17100	6.909%	-	17100	6.909%	-	NIL
13	P.C.R. Trustee of PCR Family Trust	26000	10.505%	-	26000	10.505%	-	NIL
14	P.C.R. Trustee of Sidhi Vinayak Trust	5700	2.303%	-	5700	2.303%	-	NIL
15	P.C.R. Trustee of Sri Ganapati Sewa Trust	5700	2.303%	-	5700	2.303%	-	NIL
	Total	183350	74.08%	-	183350	74.08%	-	NIL

(iii) CHANGE IN PROMOTERS' SHAREHOLDING (SPECIFY IF THERE IS NO CHANGE)

Sl. No		Shareholding at the end of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No of shares	% of total shares of the company
	For Each of the Top 10 Shareholders				
	At the beginning of the year	NO CHANGE			
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)				
	At the end of the year (or on the date of separation, if separated during the year)				

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters & Holders of GDRs & ADRs)

Sl No.	Shareholders Name	Shareholding at the			Shareholding at the			% change in
		NO of shares	% of total shares of the company	% of shares pledged encumbered to total shares	NO of shares	% of total shares of the company	% of shares pledged encumbered to total shares	
1	B.D. Agarwal Trustee of Gannath Nidhi	15800	6.384%	-	15800	6.384%	-	
2	L.N. Bajaj Trustee of Umanandan Trust	20000	8.081%	-	20000	8.081%	-	
	Satyanarayan Bhattar	9050	3.657%	-	9050	3.657%	-	
4	Chanda Devi Mall	19300	7.798%	-	19300	7.798%	-	
		64150	25.919%	-	64150	25.919%	-	



Sl. No		Shareholding at the end of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No of shares	% of total shares of the company
	For Each of the Top 10 Shareholders				
1	Shyam Sundar Rathi (Managing Director, CFO)				
	At the beginning of the year	0	0.000%	0	0.000%
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	N/a	N/a	N/a	N/a
	At the end of the year (or on the date of separation, if separated during the year)	0	0.000%	0	0.000%
2	Punam Chand Rathi (Director)				
	At the beginning of the year	35650	14.404%	35650	14.404%
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	N/a	N/a	N/a	N/a
	At the end of the year (or on the date of separation, if separated during the year)	35650	14.404%	35650	14.404%
3	Omprasah Jaisraj Rathi (Director)				
	At the beginning of the year	0	0.000%	0	0.000%
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	N/a	N/a	N/a	N/a
	At the end of the year (or on the date of separation, if separated during the year)	0	0.000%	0	0.000%
4	Sushila Devi Bajaj (Independent Director)				
	At the beginning of the year	0	0.000%	0	0.000%
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	N/a	N/a	N/a	N/a
	At the end of the year (or on the date of separation, if separated during the year)	0	0.000%	0	0.000%
5	Basudeo Jhanwar (Independent Director)				
	At the beginning of the year	0	0.000%	0	0.000%
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	N/a	N/a	N/a	N/a
	At the end of the year (or on the date of separation, if separated during the year)	0	0.000%	0	0.000%



V INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment					
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness	
Indebtedness at the beginning of the financial year					
i) Principal Amount		-	-	-	
ii) Interest due but not paid	-	-	-	-	
iii) Interest accrued but not due	-	-	-	-	
Total (i+ii+iii)	-	-	-	-	
Change in Indebtedness during the financial year					
Addition of Principal		-		-	
Additions		-	-	-	
Reduction of Principal		-		-	
Reduction	-	-	-	-	
Net Change	-	-	-	-	
Indebtedness at the end of the financial year					
i) Principal Amount		-	-	-	
ii) Interest due but not paid	-	-	-	-	
iii) Interest accrued but not due	-	-	-	-	
Total (i+ii+iii)	-	-	-	-	

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole time director and/or Manager:

Sl.No	Particulars of Remuneration	Name of the MD/WTD/Manager			Total Amount
1	Gross salary	P.C. Rath	S.S. Rath	O.P. Rath	
1	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.	NIL	NIL	NIL	-
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	NIL	NIL	NIL	-
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	NIL	NIL	NIL	-
2	Stock option	NIL	NIL	NIL	-
3	Sweat Equity	NIL	NIL	NIL	-
4	Commission	NIL	NIL	NIL	-
	as % of profit				
	others (specify)				
5	Others, please specify	NIL	NIL	NIL	-
	Total (A)	NIL	NIL	NIL	-
	Ceiling as per the Act				

B. Remuneration to other directors:

Sl.No	Particulars of Remuneration	Name of the Directors			Total Amount	
1	Independent Directors:	Sushila Devi Baja]	Basudeo Jhanwar			
	(a) Fee for attending board committee meetings					
	(b) Commission					
	(c) Others, please specify					
	Director Remuneration					
	Director Remuneration					
	Total (1)					
2	Other Non Executive Directors:					
	(a) Fee for attending board committee meetings					
	(b) Commission					
	(c) Others, please specify.					
	Total (2)					
	Total (B)=(1+2)					
	Total Managerial Remuneration					
	Overall Cieling as per the Act.					

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

Sl. No.	Particulars of Remuneration	Key Managerial Personnel				Total
1	Gross Salary	CEO	Company Secretary	CFO	Total	
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	NOT APPLICABLE				
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961					
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961					
2	Stock Option					
3	Sweat Equity					
4	Commission					
	as % of profit					
	others, specify					
5	Others, please specify					
	Total					



PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment/Compounding fees imposed	Authority (RD/NCLT/Court)	Appeal made if any (give details)
A. COMPANY					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
B. DIRECTORS					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
C. OTHER OFFICERS IN DEFAULT					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

FOR : SARWARIY PRODUCTS LTD.

Sarwariy

Director

FOR : SARWARIY PRODUCTS LTD.

Sarwariy

Director



Independent Auditor's Report

To
The Members of
SARWAPRIY PRODUCTS LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **SARWAPRIY PRODUCTS LIMITED** ("the Company"), which comprise of the Balance Sheet as at **March 31, 2018**, the Statements of Profit and Loss, for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with rule 7 of the Companies (Accounts) Rule, 2014. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the standards on Auditing Specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatements.

An Audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risk of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessment, the auditor consider internal financial control relevant to the Company's preparation of financial statements that give true and fair view in order to design audit procedure that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the Audit evidence we have obtained sufficient and appropriate to provide a basis for our audit opinion on the financial statements.





R K BHATTER & COMPANY
CHARTERED ACCOUNTANTS

38, Netaji Subhas Road
Kolkata – 700001, West Bengal
Phone : 033-22433288
Email : rkbhatter@hotmail.com

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements, give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India;

- a) In the case of the Balance Sheet, the state of affairs of the Company as at 31st March, 2018;
- b) In the case of the statement of the Profit and Loss, the Profit for the year ended on that date;

Report on other Legal and Regulatory Requirements

As required by Section 143(3) of the Act, we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our Audit.
- b) In our opinion proper books of accounts as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet and the statement of Profit and Loss, dealt with by this Report are in agreement with the books of accounts.
- d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of written representations received from the directors as on 31st March, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2018, from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the other matters included in the Auditors Report and to our best of our information and according to the explanations given to us.
 - i) The Company does not have any pending litigation which impact its financial position.
 - ii) The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.
 - iii) The Company has not declared any dividends in the Previous Year and as such there were no amounts which required to be transferred to the Investor Education & Protection Fund.

Place : Kolkata
Date : 22.05.2018

For R. K. Bhat & Company
Chartered Accountants
(Registration No. 322247E)

R. K. Bhat
Proprietor
Membership No. 051585





Annexure to the Auditor's Report

The Annexure referred to in our report to the members of **SARWAPRIY PRODUCTS LIMITED** for the year ended **31.03.2018**. We report that:

(i)	a. whether the company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets. b. Whether these fixed assets have been physically verified by the management at reasonable intervals; whether any material discrepancies were noticed on such verification and if so, whether the same have been properly dealt with in the books of account. c. Whether these fixed assets have been physically verified by the management at reasonable intervals; whether any material discrepancies were noticed on such verification and if so whether the same have been properly dealt with in the books of account.	No Fixed Assets in the Company N.A. N.A.
(ii)	Whether physical verification or inventory has been conducted at reasonable intervals by the management and whether any material discrepancies were noticed on such verification and if so, whether the same have been properly dealt with in the books of accounts.	No Physical Inventories were found.
(iii)	Whether the Company has granted any loan, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act, If so, (a) Whether the terms and conditions of the grant of such loans are not prejudicial to the company's interest. (b) Whether receipt of the principal amount and interest are also regular, and (c) If overdue amount is more than rupees one lakh, whether reasonable steps have been taken by the company for recovery of the principal and interest;	No N.A. N.A. N.A.
(iv)	In respect of loans, investments and guarantees whether provisions of section 185 and 186 of the Companies Act, 2013 have been complied with, if not provide details thereof.	N.A.
(v)	In case the Company has accepted deposits, whether the directives issued by the Reserve Bank of India and provisions of Section 73 to 76 or any other relevant provisions of the CA, 2013 and the rules framed thereunder, where applicable, have been complied with? If not, the nature of such contraventions be stated; if an order has been passed by Company Law Tribunal or Reserve Bank of India or any court or any other tribunal, whether the same has been complied with or not.	N.A.
(vi)	Whether the Company has defaulted in repayment of dues to a financial institution or bank or debenture holders. If yes, the period and amount of default to be reported (in case of bank and financial institutions, lender wise details to be provided.)	N.A.
(vii)	Where maintenance of cost records has been specified by the Central Government under sub-Section (1) of Section 148 of the CA, 2013 and whether such amounts and records have been so made and maintained.	N.A.



R K BHATTER & COMPANY
CHARTERED ACCOUNTANTS

38, Netaji Subhas Road
Kolkata – 700001, West Bengal
Phone : 033-22433288
Email : rkbhatter@hotmail.com

(viii)	<p>(a) Whether the Company is regular in depositing undisputed statutory dues including provident fund, employees state insurance, income-tax, sales-tax, service-tax, duty of customs, duty of excise, value added tax, and any other statutory dues with the appropriate authorities and if not, the extent of the arrears of outstanding statutory dues as at the last day of the financial year concerned for a period of more than six months from the date they became payable, shall be indicated by the auditor.</p> <p>(b) Where dues of income tax or sales tax or service tax or duty of customs or duty of excise or value added tax have been deposited on account of any dispute, then the amounts involved and the forum where the dispute is pending shall be mentioned. (A mere representation to the concerned Department shall not constitute a dispute.)</p>	N.A.
(ix)	Whether moneys raised by ways of public issue/follow on offers (including debt instruments) and terms loans were applied for the purpose for which those are raised. If not, the details together with delays/default and subsequent rectification, if any, as may be applicable be reported.	N.A.
(x)	Whether any fraud by the Company or any fraud on the Company by its officers/employees has been noticed or reported during the year; if yes, the nature and the amount involved be indicated.	NIL
(xi)	Whether the company has made any preferential allotment/ private placement of shares or fully or partly convertible debentures during the year under the review and if so as to whether the requirement of Section 42 of the CA, 2013 have been complied and the amount raised have been used for the purposes for which the funds were raised. If not provide details thereof.	N.A.
(xii)	Whether all transactions with the related parties are in compliance with section 188 and 177 of CA, 2013 were applicable and the details have been disclosed in the financial statements etc. are required by the accounting standards and CA, 2013	No related Party transactions were made.
(xiii)	Whether the Company has entered into any non-cash transaction with Directors or persons connected with him and if so, whether provisions of section 192 of CA, 2013 have been complied with.	N.A.

Place : Kolkata
Date : 22.05.2018

For R. K. Bhatler & Company
Chartered Accountants
(Registration No. 322247E)

R. K. Bhatler
Proprietor
Membership No. 051585



SARWAPRIY PRODUCTS LIMITED
BALANCE SHEET AS AT 31ST MARCH, 2018

(in Rupees)

Particulars	Note No.	As at 31.03.2018	As at 31.03.2017
<u>EQUITY And LIABILITIES</u>			
<u>Shareholder's funds</u>			
(a) Share Capital	2	2,475,000.00	2,475,000.00
(b) Reserves and Surplus	3	888,638.34	888,041.34
<u>Current Liabilities</u>			
(a) Short Term Provisions	4	211.00	278.00
(b) Other Current Liabilities	5	2,000.00	2,000.00
Total		3,365,849.34	3,365,319.34
<u>ASSETS</u>			
<u>Current Assets</u>			
(a) Loan & Advances	6	855,102.00	864,399.00
(b) Inventories	7	2,402,659.89	2,402,659.89
(c) Cash and cash equivalents	8	86,930.45	77,103.45
(d) Short Term Loan & Advances	9	21,157.00	21,157.00
Total		3,365,849.34	3,365,319.34

Significant Accounting Policies

1

FOR : SARWAPRIY PRODUCTS LTD

Syam Rath
 Director

FOR : SARWAPRIY PRODUCTS LTD

[Signature]
 Director

PLACE : KOLKATA

DATE : 22.05.2018

In terms of our report of even date

For: **R. K. Bhatte & Company**

Chartered Accountants

Firm Registration No. 322247E

[Signature]

R. K. Bhatte

Proprietor

(Membership No. 051585)

SARWAPRIY PRODUCTS LIMITED
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2018

(in Rupees)

Particulars	Note No.	For the year Ended on 31.03.2018	For the year Ended on 31.03.2017
Other Income	10	100,703.00	107,097.00
Total Revenue		100,703.00	107,097.00
Expenses :			
Employees Benefit Cost	11	7,500.00	17,500.00
Other Expenses	12	92,395.00	88,700.00
Total Expenses		99,895.00	106,200.00
Profit before Tax		808.00	897.00
Tax Expenses			
(a) Current Tax		211.00	278.00
(b) Deferred Tax			
Profit/(Loss) for the Period		597.00	619.00
Earning per share of Rs. 10/-each fully paid up		0.00241	0.00250

Significant Accounting Policies

1

FOR : SARWAPRIY PRODUCTS LTD

Skyam Bhatia

Director

FOR : SARWAPRIY PRODUCTS LTD

Shyam Bhatia

Director

PLACE : KOLKATA

DATE : 22.05.2018

In terms of our report of even date

For: **R. K. Bhatia & Company**

Chartered Accountants

Firm Registration No. 322247E

R. K. Bhatia

R. K. Bhatia

Proprietor

(Membership No. 051585)

SARWAPRIY PRODUCTS LIMITED

A.Y. 2018-19

Note-1

Significant Accounting Policies

1. Basis of Accounting: These financial statements have been prepared under historical cost convention from books of accounts maintained on an accrual basis (unless otherwise stated hereinafter) in conformity with accounting principles generally accepted in India and comply with the Accounting Standards issued by the Institute of Chartered Accountants of India and referred to Section 129 & 133 of the Companies Act, 2013 of India. The accounting policies applied by the Company are consistent with those used in previous year.
2. Previous figure have been regrouped and rearranged wherever felt necessary to make them comparable with current year figures.
3. The Company has not employed any person drawing salary of Rs. 24,00,000/- or more per annum or Rs. 2,00,000/- or more per month wherever employed for part of the year.
4. Valuation of Closing Work in Progress and Closing Stock
 - a) Closing Stock work-in-progress of Mira Road, Mumbai Project is valued at accumulated cost.
5. Other particulars specified in Schedule IV of the Companies Act, 2013 are either not applicable or NIL or there is nothing to report thereon.

FOR : SARWAPRIY PRODUCTS LTD.



Director

Place: Kolkata

Date: 22.05.2018

FOR : SARWAPRIY PRODUCTS LTD.



Director

SIGNATURE OF NOTES "1" TO "12"
FOR : R. K. BHATTER & COMPANY
(Chartered Accountants)



R. K. BHATTER
Proprietor
M.No.: 051585

SARWAPRIY PRODUCTS LIMITED

Notes to the Accounts:

Note - 2

Share Capital

a) Share Capital

Share Capital	31/03/2018	31/03/2017
	Amount	Amount
Authorised		
2,50,000 Equity Shares of Rs. 10/- each	2,500,000.00	2,500,000.00
Issued, Subscribed and paid up		
247500 Equity Shares of Rs. 10/- each	2,475,000.00	2,475,000.00
Total	2,475,000.00	2,475,000.00

b) Reconciliation of number of shares

(In Rupees)

Particulars	31st March 2018		31st March 2017	
	Equity Shares		Equity Shares	
	Number	Amount	Number	Amount
Shares outstanding at the beginning of the year	247500	2,475,000.00	247500	2,475,000.00
Shares issued during the year	-	-	-	-
Shares outstanding at the end of the year	247500	2,475,000.00	247500	2,475,000.00

c) Equity Shareholder holding more than 5% of equity shares

Sr. No.	Name of Shareholders	31st March 2018		31st March 2017	
		No. of Shares held	% of Holding	No. of Shares held	% of Holding
1	Punam Chand Rathi	35650	14.404%	35650	14.404%
2	P.C.R. Trustee of PCR Family Trust	26000	10.505%	26000	10.505%
3	P.C.R. Trustee of Mahaganpati Trust	17100	6.909%	17100	6.909%
4	P.C.R. Trustee of Ganadhiraj Trust	20000	8.081%	20000	8.081%
5	P.C.R. Trustee of Umanandan Trust	20000	8.081%	20000	8.081%
6	P.C.R. Trustee of Gannath Nidhi	15800	6.384%	15800	6.384%
7	P.C.R. Trustee of RNR Pariwar Kosh	35250	14.242%	35250	14.242%
8	P.C.R. Karta of Ramnarayan Rathi HUF	13450	5.434%	13450	5.434%
9	Chanda Devi Mall	19300	7.798%	19300	7.798%
10	Shyama Devi Rathi	13050	5.273%	13050	5.273%

d) All Equity Shares carry equal rights and obligations including for dividend and with respect to voting



SARWAPRIY PRODUCTS LIMITED

Notes to the Accounts

<u>Note-3</u>	<u>2017-18</u>	<u>2016-17</u>
<u>Reserve and Surplus</u>		
<u>Profit and Loss Account</u>		
Opening Balance	888,041.34	887,422.34
Add: Profit of the year	597.00	619.00
Closing Balance	(C) 888,638.34	888,041.34
 <u>Note-4</u>		
<u>Short Term Provision</u>		
Provisions for taxation	211.00	278.00
	<u>211.00</u>	<u>278.00</u>
 <u>Note-5</u>		
<u>Other Current Liabilities</u>		
R K Bhatte & Co	2,000.00	2,000.00
Punam Chand Rathi	-	-
	<u>2,000.00</u>	<u>2,000.00</u>
 <u>Note-6</u>		
<u>Long Term Loan and Advances</u>		
Chanda Devi Mall	855,102.00	864,399.00
	<u>855,102.00</u>	<u>864,399.00</u>
 <u>Note-7</u>		
<u>Inventories</u>		
Work in Progress (Mira Road)	2,402,659.89	2,402,659.89
	<u>2,402,659.89</u>	<u>2,402,659.89</u>
 <u>Note-8</u>		
<u>Cash and Cash Equivalent</u>		
Cash in Hand	42,421.32	40,125.32
Central Bank of India	22,200.00	22,200.00
Central Bank of India (Burra Bazar)	22,309.13	14,778.13
	<u>86,930.45</u>	<u>77,103.45</u>
 <u>Note-9</u>		
<u>Short Term Loans and Advances</u>		
Advance & Deposits	3,408.00	3,408.00
TDS Receivable	17,749.00	17,749.00
	<u>21,157.00</u>	<u>21,157.00</u>

SARWAPRIY PRODUCTS LIMITED

Notes to the Accounts

Note-10

Other Income

	<u>2017-18</u>	<u>2016-17</u>
Interest Received	100,703.00	107,097.00

100,703.00	107,097.00
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Note-11

Employee Benefit Cost

Salary	7,500.00	17,500.00
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7,500.00	17,500.00
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Note-12

Other Expenses

Bank Charges	-	173.00
Printing & Stationery	14,719.00	20,495.00
General Expenses	1,276.00	1,522.00
Filing Fees	17,000.00	12,300.00
Listing Fees	28,750.00	28,625.00
Professional Tax	2,500.00	2,500.00
Licence Fees	2,150.00	1,900.00
Audit Fees	12,000.00	12,000.00
Certification Charges	2,000.00	-
Domain Expenses	4,600.00	3,435.00
Evoting Expenses	7,400.00	5,750.00

92,395.00	88,700.00
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SARWAPRIY PRODUCTS LIMITED

Cash Flow Statement

For the year Ending

31/03/2018

31/03/2017

Cash at Beginning of Year

40,125.32

1,275.32

Operations

Cash receipts from Customers

-

15,000.00

Cash from Bank Accounts

30,000.00

95,000.00

30,000.00

110,000.00

Cash Paid for

Inventory purchase

-

-

General operating and administrative expenses

(15,276.00)

(6,022.00)

Salary Expenses

(7,500.00)

(17,500.00)

Interest

-

-

Rates and Taxes

(4,928.00)

(4,628.00)

Cash Deposited into Bank

-

(25,000.00)

Net Cash Flow for Operations

(27,704.00)

(53,150.00)

Investing Activities

Cash Receipts from

Sale of Property and Equipment

-

-

Collection of Principal of Loans

-

-

Collection from Firms where Company is Partner

-

-

Sale of Investment Securities

-

-

Cash Paid For

Purchase of Property and Equipment

-

-

Making Loans to other Entities

-

18,000.00

Purchase of Investment Securities

-

-

Net Cash Flow from Investing Activities

-

(18,000.00)

Financing Activities

Cash Receipts from

Insurance of Stock

-

-

Borrowing

-

-

Cash Paid for

Repurchase of Stock (Treasury Stock)

-

-

Repayment of Loans

-

-

Dividends

-

-

Net Cash Flow from Financing Activities

-

-

Net Increase in Cash

2,296.00

38,850.00

Cash at End of Year

42,421.32

40,125.32