



---

---

Shree Global TradeFin Limited

---

---

*33<sup>rd</sup>  
Annual Report  
2018 - 19*

# Shree Global Tradefin Limited

## CORPORATE INFORMATION

### BOARD OF DIRECTORS & KEY MANAGERIAL PERSONNEL

Mr. Rajesh R. Gupta *Chairman & Managing Director*  
(DIN: 00028379)

Mr. Ravindra Deshpande *Non-executive Director*  
(DIN: 01003990)

Mr. Mohan Krishnamoorthy *Independent Director*  
(DIN: 02542406)

Ms. Mohinder Anand *Independent Director*  
(DIN: 08156946)

**Chief Financial Officer** **Company Secretary**  
Mr. Viresh Sohoni Mrs. Priyanka Agrawal

### Statutory Auditor

M/s Todarwal & Todarwal LLP  
12, Maker Bhavan No. 03,  
1st Floor, 21, New Marine  
Lines, Mumbai- 400020,  
Maharashtra

### Secretarial Auditor

M/s K.C. Nevatia & Associates  
J-2, Jolly Highrise Apartments,  
10th Floor, 241-A, Pali Mala  
Road, Bandra (West),  
Mumbai – 400050,  
Maharashtra

### Internal Auditor

M/s Vijay H. Shah & Co.  
1001 B Wing, Veena Vihar,  
Mahavir Nagar,  
Kandivali – West,  
Mumbai- 400067, Maharashtra

### CORPORATE IDENTIFICATION NUMBER

CIN: L27100MH1986PLC041252

### BANKERS

Union Bank of India  
Punjab & Maharashtra Co-operative Bank Limited

### REGISTERED OFFICE

35, Ashok Chambers, Broach Street, Devji Ratansey Marg,  
Masjid Bunder, Mumbai-400 009 Maharashtra.

### REGISTRAR & SHARE TRANSFER AGENT

#### BIGSHARE SERVICES PRIVATE LIMITED

1st Floor, Bharat Tin Works Building,  
Opp. Vasant Oasis, Makwana Road,  
Marol, Andheri (E), Mumbai - 400059,  
Phone : 022 - 6263 8200  
Fax : 022 - 6263 8299  
E-Mail : investor@bigshareonline.com

CONTENTS	PAGE NO.
Notice	3-8
Directors' Report	9-26
Corporate Governance Report	27-40
<b>Standalone</b>	
Auditors' Report	41-45
Balance Sheet	46
Profit & Loss Account	47
Cash Flow Statement	48
Note to Financial Statements	49-67
<b>Consolidated</b>	
Auditors' Report	68-71
Balance Sheet	72
Profit & Loss Account	73
Cash Flow Statement	74
Note to Financial Statements	75-86
Proxy Form & Attendance Slip	

### 33rd Annual General Meeting

Date: 25th September, 2019 Time: 11.00 AM

#### Venue

The Qube, CTS No. 1498 A/2, Asan Pada  
Road, Opp. Hotel Sunshine, Marol, Andheri  
East, Mumbai 400059, Maharashtra

**NOTICE**

**NOTICE** is hereby given that the **Thirty Third (33<sup>rd</sup>)** Annual General Meeting (“**AGM**”) of the Members of the **Shree Global Tradefin Limited** will be held on **Wednesday, 25<sup>th</sup> September, 2019 at 11.00 a.m.** at The Qube, CTS No. 1498 A/2, Asan Pada Road, Opp. Hotel Sunshine, Marol, Andheri East, Mumbai 400059, Maharashtra, to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2019, including the Audited Balance Sheet as at 31<sup>st</sup> March, 2019 and the Statement of Profit and Loss of the Company for the year ended on that date, along with the reports of the Board of Directors and Auditors thereon.
2. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2019 and Auditors Report thereon.
3. To appoint a Director in place of Mr. Rajesh R. Gupta (DIN: 00028379), who retires by rotation and being eligible, offers himself for re-appointment.
4. **Ratification of Re-appointment of M/s Todarwal & Todarwal LLP, Chartered Accountants, Mumbai (ICAI Firm Registration No. 111009W/W100231) as the Statutory Auditors 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** pursuant to the resolution passed by the Members of the Company at the 30<sup>th</sup> Annual General Meeting held on 29<sup>th</sup> September, 2016 and pursuant to the provisions of Sections 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the consent of the Members of the Company be and is hereby accorded for ratification of the appointment of M/s Todarwal & Todarwal LLP, Chartered Accountants (ICAI Registration No: 111009W/W100231) as the Statutory Auditor of the Company, to hold office from the conclusion of Thirty third Annual General Meeting until the conclusion of Thirty fourth Annual General Meeting of the Company to be held in the year 2020, on such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.

”**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds and things as may be necessary for the purpose of giving effect to this resolution.”

**SPECIAL BUSINESS:**

5. **Re-appointment of Mr. Mohan Krishnamoorthy as an Independent Non-Executive Director.**

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

“**RESOLVED THAT** pursuant to recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors in their respective meetings held on 13<sup>th</sup> August, 2019 and pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as “Listing Regulations”) (including any statutory modification(s) or re-enactment thereof for the time being in force), the approval of the Members of the Company be and is hereby accorded for re-appointment of Mr. Mohan Krishnamoorthy (DIN:02542406) whose current period of office is expiring on 13<sup>th</sup> January, 2020 and who has submitted a declaration confirming the criteria of Independence under Section 149(6) of the Companies Act, 2013 read with the Listing Regulations, as amended from time to time, and who is eligible for re-appointment for a second term under the provisions of the Companies Act, 2013, Rules made thereunder and Listing Regulations and in respect of whom the Company has received a notice in writing from a Member proposing his candidature for the office of Director pursuant to Section 160 of the Companies Act, 2013, as an Independent Non-Executive Director of the Company, whose term shall not be subject to retirement by rotation, to hold office for a further term of 5 years on the Board of the Company w.e.f. 14<sup>th</sup> January, 2020 to 13<sup>th</sup> January, 2025.”

“**RESOLVED FURTHER THAT** the Board of Directors (which term shall, unless repugnant to the context or meaning thereof, be deemed to include a duly authorised ‘Committee’ thereof) be and is hereby authorised to do and perform all such acts, deeds, matters or things as may be considered necessary, appropriate, expedient or desirable to give effect to above resolution.”

**By Order of the Board  
For Shree Global Tradefin Limited  
Sd/-**

**Priyanka Agrawal  
Company Secretary**

**Place: Mumbai  
Date: 13<sup>th</sup> August, 2019**

# SHREE GLOBAL TRADEFIN LIMITED

## NOTES:

1. **A member entitled to attend and vote at the Annual General Meeting (the "Meeting") is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy/proxies need not be a member of the Company.**
2. **The instrument appointing proxy, in order to be effective, must be received by the Company at the Registered Office not later than 48 hours before the commencement of the Meeting. Members / Proxies are requested to sign the attendance slip annexed to the proxy form and hand it over at the gate of the venue of the Meeting.**
3. A person can act as a proxy on behalf of members not exceeding 50 (fifty) and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. 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.
4. The proxy form should be in writing and be signed by the appointer or his/her attorney duly authorized in writing or, if the appointer is a body corporate, be under its seal or be signed by an officer or an attorney duly authorized by it.
5. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
6. The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, 19<sup>th</sup> September, 2019 to Wednesday, 25<sup>th</sup> September, 2019 (both days inclusive) in terms of the provisions of Section 91 of the Companies Act, 2013.
7. The information regarding the Directors who is proposed to be re-appointed, as required to be provided under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standard on General Meetings issued, is annexed hereto.
8. An explanatory Statement setting out details relating to the special business to be transacted at the Annual General meeting pursuant to Section 102(1) of the Companies Act, 2013, is annexed hereto.
9. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore requested to submit the PAN to their Depository Participants with whom they are maintaining their Demat accounts. Members holding shares in physical form can submit their PAN details to the Company or to the Registrar and Share Transfer Agent.
10. Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of Companies Act, 2013 and Register of Contracts or arrangements in which directors are interested maintained under section 189 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting.
11. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice under Note No. 19.
12. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
13. In line with the Green Initiative of the Ministry of Corporate Affairs, hard copy of the Annual Report containing the Balance Sheet, the Statement of Profit and Loss, the Cash Flow Statement etc. will be sent to those shareholders who have not registered their e-mail addresses. Shareholders who have registered their e-mail addresses will be sent the soft copies by e-mail. However, a shareholder continues to retain the right to request the Company for a hard copy of the Report.
14. Relevant documents referred to in the accompanying Notice and the Explanatory Statement, the Statutory Registers, the Audited Financial Statements, the Directors' Report and the Auditor's Report, will remain open for inspection at the Registered Office of the Company on all working days between 09:00 a.m. to 5:00 p.m. excluding Saturdays, Sundays and public holidays upto the date of the AGM. The Audited Financial Statements, the Directors' Report and the Auditor's Report will be placed on the Company's website on **www.sgtl.in**.
15. Shareholder's of the Company holding shares either in physical form or in Dematerialized forms as on Benpos date i.e. 23<sup>rd</sup> August, 2019 will receive Annual Report for the financial year 2018-19.
16. Members desiring any information as regards to Accounts are requested to write 7 days in advance to the Company before the date of the meeting to enable the Management to keep full information ready.
17. Members are requested to notify any changes in their address to the Company's Registrar & Share Transfer Agent, M/s. Bigshare Services Pvt. Ltd., 1<sup>st</sup> Floor, Bharat Tin Works Building, Opp. Vasant Oasis Makwana Road, Marol, Andheri East, Mumbai – 400059.
18. Members are requested to quote their Folio No. or DP ID / Client ID, in case shares are in physical / dematerialized form, as the case may be, in all correspondence with the Company / Registrar and Share Transfer Agent.

19. **Information and other instructions relating to e-voting are as under:**

- a. Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to its members facility to exercise their right to vote on resolutions proposed to be passed in the Meeting by electronic means. The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting (**'Remote e-voting'**).
- b. The facility for voting through ballot shall be made available at the Meeting and the members attending the Meeting who have not cast their vote by remote e-voting shall be able to vote at the Meeting through **'Ballot'**.
- c. The members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again. Please note that if a Member casts vote by both the modes, then votes cast through e-voting shall prevail and voting at the Meeting will be treated invalid.
- d. The Company has engaged the services of Central Depository Services Limited ("CDSL") as the Agency to provide e-voting facility.
- e. The Board of Directors of the Company has appointed Mr. Saurabh Arora, Practicing Company Secretary (Membership No. ACS 43368, CP No.19371), as the Scrutinizer, to scrutinize the voting and remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.
- f. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member / beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. **18<sup>th</sup> September, 2019**.
- g. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e. **18<sup>th</sup> September, 2019** only shall be entitled to avail the facility of remote e-voting /Ballot.
- h. The Scrutinizer, after scrutinizing the votes cast at the meeting (**"Ballot"**) and through remote e-voting, will, not later than three days of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company www.sgtl.in. The results shall simultaneously be communicated to the Stock Exchange.

- i. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting, i.e. **25<sup>th</sup> September, 2019**.
- j. Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently or cast the vote again.

**The instructions for shareholders voting electronically are as under:**

- i) The voting period begins on 21<sup>st</sup> September, 2019 at 09.00 a.m. (IST) and ends on 24<sup>th</sup> September, 2019 at 5.00 p.m. (IST). During this period, Shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 18<sup>th</sup> September, 2019 may cast their vote electronically. The E-Voting module shall be disabled by CDSL for voting thereafter.
- 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.
- 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.
- vii) If you are first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• 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.</li> <li>• 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.</li> </ul>

## SHREE GLOBAL TRADEFIN LIMITED

DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. <ul style="list-style-type: none"> <li>Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or Company please enter the Member ID / folio number in the Dividend Bank details field as mentioned in instruction (v).</li> </ul>

- 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 “ **SHREE GLOBAL TRADEFIN LIMITED** ” 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 Resolutions 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.

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](http://www.evotingindia.com) under help section or write an E-Mail to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

20. The route map of the venue of the 33<sup>rd</sup> Annual General Meeting is given in this Annual Report.
21. The shareholder needs to furnish the printed attendance slip along with a valid identity proof to enter the Annual General Meeting.

**By Order of the Board**  
**For Shree Global Tradefin Limited**  
**Sd/-**  
**Priyanka Agrawal**  
**Company Secretary**

**Place: Mumbai**  
**Date: 13<sup>th</sup> August, 2019**

### STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (“the Act”)

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice.

#### Item No. 5

#### **Re-appointment of Mr. Mohan Krishnamoorthy (DIN: 02542406) as an Independent Director of the Company**

Pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder and the erstwhile Clause 49 of the Listing Agreement with the stock exchange, Mr. Mohan Krishnamoorthy was appointed as an Independent Director of the Company for a period of 5 (five) consecutive years for a term upto 13<sup>th</sup> January, 2020 through postal ballot the result of which was declared on 14<sup>th</sup> January, 2015. Since, Mr. Mohan Krishnamoorthy will complete his initial term as an Independent Director of the Company on 13<sup>th</sup> January, 2020, he is eligible for re-appointment for one more term.

Mr. Mohan Krishnamoorthy aged 59 years and resident of Mumbai is Commerce Graduate.

He is having vast experience of more than 30 years in steel, glass manufacturing and trading industry and worked with some major companies like Lloyds Steel Industries Limited, Shree Vindhya Paper Mills Ltd., Paragon Group etc. at senior level. He has expertise in the areas of accounts, finance, taxation and provident fund matters. Apart from this, he is also having exposure in MIS, excise, service tax and sales tax matters.

The Company has received a declaration from Mr. Mohan Krishnamoorthy, being eligible for re-appointment as Independent Director for the second term providing his consent in writing to act as director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014, as amended from time to time. The

Company has also received a declaration from Mr. Mohan Krishnamoorthy confirming the criteria of Independence as prescribed under Section 149(6) of the Companies Act, 2013 and under Regulation 16(b) of the Listing Regulations, as amended from time to time. Mr. Mohan Krishnamoorthy is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013, as amended from time to time. In the opinion of the Board, he fulfills the conditions specified in the Companies Act, 2013 and is independent of the management.

In terms of Section 160 of the Companies Act, 2013, the Company has received a notice in writing from a member for proposing the candidature of Mr. Mohan Krishnamoorthy to be re-appointed as an Independent Non-Executive Director of the Company as per the provisions of the Companies Act, 2013.

A copy of the draft letter for re-appointment of Mr. Mohan Krishnamoorthy setting out the terms and conditions of re-appointment is available for inspection between 11.00 a.m. to 05.00 p.m. during office hours on all working days except Saturdays, Sundays and Holidays at the Registered Office of the Company.

Disclosure under Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 issued by the Institute of Company Secretaries of India is annexed hereto and forms part of this Notice of Annual General Meeting

The Board after taking into consideration his skills, rich experience, knowledge, contribution, continued valuable guidance provided to the management and outcome of performance evaluation of the Independent Directors, is of the opinion that his continued association would be of immense benefit to the Company and it is desirable to continue to avail his services. Accordingly, consent of the Members is sought for passing Special Resolution as set out in this item of the Notice for re-appointment of Mr. Mohan Krishnamoorthy as an Independent Director of the Company.

Except Mr. Mohan Krishnamoorthy, being an appointee, none of the other Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 5. This Explanatory Statement may also be regarded as an appropriate disclosure under the Listing Regulations.

**By Order of the Board  
For Shree Global Tradefin Limited**

**Priyanka Agrawal  
Company Secretary**

**Place: Mumbai  
Date: 13<sup>th</sup> August, 2019**



# SHREE GLOBAL TRADEFIN LIMITED

## Details of Director seeking re-appointment

Disclosure required under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 in respect of Directors seeking reappointment:

Name of Director	Rajesh R. Gupta	Mohan Krishnamoorthy
DIN	00028379	02542406
Date of Birth	10th October, 1964	28th July, 1960
Age	54 years	59 years
Date of first appointment on the Board	01st May, 2014	31st January, 2009
A Brief Resume of the Director & Nature of his Expertise in Specific Functional Areas;	Mr. Rajesh R. Gupta is a successful industrialist having vast knowledge and rich experience of over 25 years in Production, Management, Consultancy and other areas in Steel, Power and Trading Industry. Under his Leadership, companies like Uttam Value Steels Ltd (Formerly Lloyds Steel Industries Ltd.) and Lloyds Metals and Energy Ltd. implemented several projects in Steel Sector, including power plant.	Mr. Mohan Krishnamoorthy is a Commerce Graduate from Mumbai University. He is having vast experience of more than 30 years in steel, glass manufacturing and trading industry and worked with some major companies like Lloyds Steel Industries Limited, Shree Vindhya Paper Mills Ltd., Paragon Group etc. at senior level. He has expertise in the areas of accounts, finance, taxation and provident fund matters. Apart from this, he is also having exposure in MIS, excise, service tax and sales tax matters.
Disclosure of Relationships Between Directors Inter-Se;	None	None
Names of Listed Entities in which the person also holds the Directorship and the Membership / Chairmanship of Committees of the Board	Directorship Shree Global Tradefin Limited Lloyds Metals and Energy Limited <u>Membership of Committees-</u> \$ Nil <u>Chairmanship of Committees-</u> \$ Nil	Directorship Shree Global Tradefin Limited <u>Membership of Committees-</u> \$ Nil <u>Chairmanship of Committees-</u> \$ Shree Global Tradefin Limited- Chairman of Audit Committee & Stakeholder Relationship Committee
No. of Shares held in the Company	Nil	Nil
No. of Board meetings attended during last Financial Year	6 (Six)	6 (Six)
Terms and conditions of appointment	Managing Director, Liable to retire by rotation.	Non-Executive Independent Director not liable to retire by rotation.

Note :-\$ Includes only Audit Committee and Shareholders' / Investors' Grievance Committee.



**DIRECTORS' REPORT**

Dear Members,

Your Directors are pleased to present the Company's Thirty Third Annual Report and the Company's Audited Financial Statement for the financial year ended 31<sup>st</sup> March, 2019.

**FINANCIAL PERFORMANCE AND THE STATE OF THE COMPANY'S AFFAIRS**

Figures in ₹ Lakhs

Particulars	Standalone		Consolidated	
	Current Year	Previous Year	Current Year	Previous Year
	2018-19	2017-18	2018-19	2017-18
Revenue from operations	1,457.89	24,276.54	1,457.89	24,276.54
Other Income	0.29	0.63	0.29	0.63
<b>Total Income</b>	<b>1,458.18</b>	<b>24,277.17</b>	<b>1,458.18</b>	<b>24,277.17</b>
Expenses	2,261.81	24,871.28	2,261.81	24,871.28
Profit/(Loss) before tax	(803.63)	(594.11)	(803.63)	(594.11)
Tax expenses	-	-	-	-
Profit/(Loss) after tax	(803.63)	(594.11)	(803.63)	(594.11)
Share of Profit/(Loss) of associate	-	-	(3,547.81)	227.57
Profit/(Loss) for the Period	(803.63)	(594.11)	(4,351.44)	(366.54)
Other comprehensive income (net of tax)	(1,627.46)	(6,397.37)	(1,627.03)	(6,396.66)
<b>Total Comprehensive Income of the Year</b>	<b>(2,431.09)</b>	<b>(6,991.48)</b>	<b>(5,978.47)</b>	<b>(6,763.20)</b>

**On Standalone Basis**

The Company has a net loss of ₹ **806.63** Lakhs for the year under review as against ₹ **594.11** Lakhs loss in the last year. The total Income of the Company was ₹ **1,458.18** Lakhs as against ₹ **24,277.17** Lakhs during the last year.

**On Consolidated Basis**

The Company has consolidated net loss of ₹ **4,351.44** Lakhs for the year under review as against ₹ **366.54** Lakhs loss in the last year. The total consolidated income of the Company was ₹ **1,458.18** Lakhs for the year under review as against ₹ **24,277.17** Lakhs during the last year.

**MANAGEMENT DISCUSSION AND ANALYSIS**

The core business of the Company is trading in Iron & Steel products. The Management discussions and analysis is given hereunder:-

- Industry structure and development:** Company is engaged in trading activity primarily having vast potential & now being getting attention of the organised sector.
- Opportunities and threats:** Sustained economic growth in the country may affect the business of the Company and sector overall. However, the Company is taking proper steps to mitigate the business risk.
- Segment-wise performance:** The Company is operating on only one broad segment and hence separate segmental reporting is not applicable. The Company has no activity outside India.
- Outlook:** The outlook for 2019-2020 has to be viewed in the context of overall economic scenario etc.
- Risk and concerns:** The Company is exposed to general market risk and is initiating adequate step.
- Internal control system:** The Company maintains adequate internal control systems, which provide adequate safeguards and proper monitoring of the transactions.
- Discussion on financial performance with respect to operating performance:** The operating performance of the Company has been discussed in Directors Report under the head "**Financial Performance and the state of the Company's Affairs**" in the current year.
- Human resources and industrial relations:** During the year under review the Employee/Industrial relations remained cordial.
- Key Financial Ratios**

In accordance with the SEBI (Listing Obligations and Disclosure Requirements 2018) (Amendment) Regulations, 2018, the Company is required to give details of significant changes (change of 25% or more as compared to the immediately previous financial year) in key financial ratios.

**The Company has identified the following ratios as key financial ratios:**

Particulars	2018-19	2017-18
Debtor Turnover Ratio (times)	3.26	27.15
Current Ratio	1.22	34.40

**Ratios where there has been a significant change as compared to immediately preceding financial year.**

The Debt to Equity Ratio has decreased significantly due to reduction in sales and the Current ratio has decreased significantly due to the reduction in current assets.

# SHREE GLOBAL TRADEFIN LIMITED

## Return on Networth

The details of return on net worth are given below :

Particulars	2018-19	2017-18
Return on networth (%)	(0.07)	(0.05)

The return on networth has decreased due to the increase in the loss of the Company from ₹ **594.11 Lakhs** in the previous Financial Year 2017-18 to ₹ **803.63 Lakhs** in the Current Financial Year 2018-19.

- j) **Cautionary Statement:** The Management Discussion and Analysis describe Company's projections, expectations or predictions and are forward looking statements' within the meaning of applicable laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand and supply and price conditions in domestic and international market, changes in Government regulations, tax regimes, economic developments and other related and incidental factors.

## **CONSOLIDATED FINANCIAL STATEMENTS**

The Consolidated Financial Statements of the Company and its associate, prepared in accordance with the Companies Act, 2013 and applicable Indian Accounting Standards along with all relevant documents and the Auditors' Report form part of this Annual Report. The Consolidated Financial Statements presented by the Company include the financial results of its associate.

The Financial Statements as stated above are also available on the website of the Company at [www.sgtl.in](http://www.sgtl.in)

## **SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES**

As on 31<sup>st</sup> March, 2019, we have 1 associate Company "**Indrajit Properties Private Limited**". None of the companies have become or ceased to be the associate companies during the year under review.

In accordance with Section 129(3) of the Companies Act, 2013, we have prepared the consolidated financial statements of the Company, which form part of this Annual Report. Further, a statement containing the salient features of the financial statement of our associate in the prescribed format AOC-1 is appended as "**Annexure A**" to the Board's report. The statement also provides details of the performance and financial position of the associate.

## **SHARE CAPITAL**

During the financial year under review, there is no change in the capital structure of the Company and accordingly, the issued, subscribed and paid-up share capital of the company stand at ₹ 1,13,95,05,465 as on 31<sup>st</sup> March, 2019.

## **DEMATERIALIZATION OF SHARES**

As on 31<sup>st</sup> March 2019, there are 1,13,91,62,100 Equity Shares dematerialized through depositories viz. National Securities

Depository Limited and Central Depository Services (India) Limited, which represents about 99.97 % of the total issued, subscribed and paid-up capital of the Company.

## **DIVIDEND**

In view of the losses incurred by the Company, your Directors have not recommended any dividend for the year ended 31<sup>st</sup> March, 2019.

## **TRANSFER TO RESERVES**

During the year under review, no amount was transferred to general reserves.

## **CHANGE IN THE NATURE OF BUSINESS ACTIVITIES**

During the year under review, there is no change in the nature of the business of the Company.

## **MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY**

There have been no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of this report.

## **BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

### **Mr. Rajesh R. Gupta (DIN 00028379)**

In accordance with the provisions of Companies Act, 2013 and the Articles of Association of the Company, Mr. Rajesh R. Gupta (DIN 00028379), Chairman and Managing Director of the Company, retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for reappointment.

### **Mrs. Uniza Shaikh (DIN 06975961)**

Mrs. Uniza Shaikh (DIN 06975961) resigned as a director of the company w.e.f 04<sup>th</sup> June, 2018. The Board places on record its sincere appreciation for her valuable guidance & contribution to the Company.

### **Ms. Mohinder Anand (DIN 08156946)**

The Board appointed Ms. Mohinder Anand as an Additional Independent Woman Director of the Company w.e.f 26<sup>th</sup> June, 2018 to hold office upto the date of the 32<sup>nd</sup> Annual General Meeting of the Company. The Shareholders in the 32<sup>nd</sup> Annual General Meeting held on 29<sup>th</sup> August, 2018 appointed Ms. Mohinder Anand as an Independent Woman Director of the Company for a term of five years commencing from 26<sup>th</sup> June, 2018 to 25<sup>th</sup> June, 2023.

### **Mr. Mohan Krishnamoorthy (DIN 02542406)**

Mr. Mohan Krishnamoorthy, an Independent Director of the Company will be completing his present term on 13<sup>th</sup> January, 2020. On the recommendation of the Nomination and Remuneration Committee, the Board of Directors subject to the approval of shareholders in the ensuing Annual General Meeting has re-appointed Mr. Mohan Krishnamoorthy as an

Independent Director of the Company for a further term of five years w.e.f. 14<sup>th</sup> January, 2020 to 13<sup>th</sup> January, 2025.

## DIRECTORS' RESPONSIBILITY STATEMENT

Your Directors state that:

1. in the preparation of the annual accounts for the year ended 31<sup>st</sup> March, 2019, the applicable accounting standards have been followed and there are no material departures from the same;
2. the Directors have 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 as at 31<sup>st</sup> March, 2019 and of the profit of the Company for the year ended on that date;
3. the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4. the Directors have prepared the annual accounts on a 'going concern' basis;
5. the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
6. the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

## DISCLOSURE RELATED TO BOARD AND COMMITTEES

### Board Meetings

The Board met 6 times during the financial year 2018-19 on 25<sup>th</sup> May, 2018, 26<sup>th</sup> June, 2018, 30<sup>th</sup> July, 2018, 31<sup>st</sup> October, 2018, 29<sup>th</sup> January, 2019 and 30<sup>th</sup> March, 2019. The meeting details are provided in the Corporate Governance Report that forms part of this Annual Report. The maximum interval between any two meetings did not exceed 120 days as prescribed in the Companies Act, 2013.

### Committees of the Board

As on 31<sup>st</sup> March, 2019, the Board had 3 (Three) Statutory Committees viz: Audit Committee, Nomination and Remuneration Committee and Stakeholder Relationship Committee. A detailed note on the composition of the Board and its Statutory Committees is provided in the Corporate Governance Report that forms part of this Annual Report.

### Board Evaluation

Pursuant to the corporate governance requirements as prescribed in the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015, the Board of Directors has carried out an annual evaluation of its own performance, Board Committees and of individual directors.

In a separate meeting of independent directors, performance of non-independent directors, performance of the Board as a whole, performance of the Committee(s) of the Board and performance of the Chairman was evaluated, taking into account the views of other directors. Performance evaluation of independent directors was done by the entire Board, excluding the independent director being evaluated.

### Declaration by Independent Directors

The Company has received necessary declaration from each Independent Director under section 149(7) of the Companies Act, 2013, stating that he/she meets the criteria of independence laid down in section 149(6) of the Companies Act, 2013 and Regulation 16(b) of the SEBI (Listing Obligations and Disclosures Requirements), Regulations 2015

### Familiarization Programme for Independent Directors

The Company has formulated a Programme for Familiarization of Independent Directors with regard to their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates. The detail of such Familiarization programme can be accessed on the company's website at <http://sgtl.in/pdf/Familiarisation%20Programme%20-%20DID%202018-19.pdf>

### Meeting of Independent Directors

During the year under review, the Independent Directors met on 29<sup>th</sup> January, 2019, inter alia, to:

- a) Review the performance of Non Independent Directors, and the Board of Directors as a whole;
- b) Review the performance of the Chairman of the Company, taking into account the views of the Executive and Non-Executive Directors.
- c) Assess the quality, content and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the Independent Directors were present at this meeting. The observations made by the Independent Directors have been adopted and put into force.

## VARIOUS COMPANY'S POLICIES

In accordance with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013 the Company has formulated and implemented the following policies. All the Policies are available on Company's website ([www.sgtl.in](http://www.sgtl.in)) under the heading "Policies". The policies are reviewed periodically by the Board and updated based on need and requirements.

### Whistle Blower & Vigil Mechanism Policy

In pursuant to regulation 9A(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015 the Company has revised Whistle Blower Policy to include in its scope any instances related to Insider Trading and has also provided access to the employees of the Company to report the instances of leak of Unpublished Price Sensitive Information or suspected leak of

## SHREE GLOBAL TRADEFIN LIMITED

Unpublished Price Sensitive Information. The Company has established Vigil Mechanism for the directors and employees of the Company to report, serious and genuine unethical behavior, actual or suspected fraud and violation of the Company's code of conduct or ethics policy. It also provides adequate safeguards against victimization of persons, who use such mechanism and makes provision for direct access to the chairperson of the Audit Committee in appropriate or exceptional cases. None of the employees of the Company has been denied access to the Audit Committee.

Mr. Rajesh Gupta, Chairman and Managing Director of the Company, has been designated as Vigilance and Ethics Officer for various matters related to Vigil Mechanism.

The Whistle Blower & Vigil Mechanism policy can be accessed on the company's website at <http://sgtl.in/pdf/Whistle%20Blower%20Policy%20&%20Vigil%20Mechanism.pdf>

### **Policy for Related Party Transactions**

In pursuant to SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, the Company has revised the Policy on Related Party Transactions. The policy regulates all transactions taking place between the Company and its related parties in accordance with the applicable provisions

The policy on Related Party Transaction can be accessed on the company's website at <http://sgtl.in/pdf/Policy%20on%20Related%20Party%20Transaction.pdf>

### **Code of conduct for Director(s) and Senior Management Personnel**

The Company has adopted a Code of Conduct for the Senior Management Personnel, Directors (executive / non-executive) including a code of conduct for Independent Directors which suitably incorporates the duties of Independent Directors as laid down in the Act.

The above code can be accessed on the company's website at <http://sgtl.in/pdf/Code%20of%20Conduct%20for%20Board.pdf>

### **Risk Management Policy**

The Risk Management policy is formulated and implemented by the Company in compliance with the provisions of the new Companies Act, 2013. The policy helps to identify the various elements of risks faced by the Company, which in the opinion of the Board threatens the existence of the Company.

The Risk Management Policy can be accessed on the company's website at <http://sgtl.in/pdf/Risk%20Management%20Policy.pdf>

### **Nomination and Remuneration Policy**

In pursuant to SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 and Companies (Amendment) Act, 2017, the Company has revised Nomination & Remuneration Policy. The key changes include, inter alia, addition of the definition of senior management along with recommendations about their remuneration.

The Nomination & Remuneration policy provides guidelines to the Nomination & Remuneration Committee relating to

the Appointment, Removal & Remuneration of Directors, Key Managerial Personnel and Senior Management. This policy formulates the criteria for determining qualifications, competencies, positive attributes and independence for the appointment of a director (executive / non-executive) and also the criteria for determining the remuneration of the directors, key managerial personnel, senior management and other employees. It also provides the manner for effective evaluation of performance of Board, its committees and individual directors.

The Nomination and Remuneration Policy can be accessed on the company's website at <http://sgtl.in/pdf/Remuneration%20Policy.pdf>

### **Policy for Determination of Materiality of an Event or Information**

In pursuant to SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, the Company has revised this policy for determination of materiality based events

The Policy for Determination of materiality of an event or information policy can be accessed on the company's website at <http://sgtl.in/pdf/Policy%20for%20Determining%20Materiality%20of%20Events.pdf>

### **Policy on Preservation of Documents**

In pursuant to Regulation 9 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has adopted the policy on preservation of the documents.

The policy on preservation of documents can be accessed on the company's website at <http://sgtl.in/pdf/1.%20Policy%20on%20Preservation%20of%20Documents.pdf>

### **Insider Trading -Code of Conduct**

In pursuant to SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018 and SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2019 the Company has adopted revised Insider Trading Code. The Code provides framework for dealing with the securities of Company in mandated manner.

The above Insider Trading-code of conduct can be accessed on the company's website at <http://sgtl.in/pdf/Insider%20Trading%20Code%20of%20Conduct.pdf>

### **Policy for Procedure of Inquiry in Case of Leak of Unpublished Price Sensitive Information ("UPSI")**

The SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018 ("PIT Amendment Regulations") mandates every listed company to formulate a written policy and procedures for inquiry in case of leak of unpublished price sensitive information and initiate appropriate action on becoming aware of leak of unpublished price sensitive information and inform the Board promptly of such leaks, inquiries and results of such inquiries. In pursuant to this regulation, the Company has adopted the Policy for Procedure of Inquiry in Case of Leak of Unpublished Price Sensitive Information ("UPSI").

Policy for procedure of Inquiry in case of Leak of Unpublished Price Sensitive information (“upsi”) can be accessed on the company’s website at <http://sgtl.in/pdf/Policy%20for%20leak%20of%20UPSI.pdf>

### **Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information**

The Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information was revised pursuant to SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2018 to include therein the policy for determination of “Legitimate purposes for sharing UPSI”

The code of Practices and Procedures for Fair Disclosure of the Unpublished Price Sensitive Information can be accessed on the company’s website at <http://sgtl.in/pdf/Code%20of%20Practices%20and%20Procedures%20for%20Fair%20Disclosure%20of%20UPSI.pdf>

### **CORPORATE GOVERNANCE**

The Company has taken adequate steps to ensure that all mandatory provisions of Corporate Governance as prescribed under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are complied with. The report on Corporate Governance as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate section on corporate governance, together with a certificate from the Company’s Statutory Auditors, forms part of this Report.

### **AUDITORS**

#### **Statutory Auditor**

Pursuant to the provisions of Section 139 of Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as amended, M/s Todarwal & Todarwal LLP, Chartered Accountants (ICAI Registration No: 111009W/ W100231), the Statutory Auditors of the Company, hold office upto the conclusion of Thirty Fifth (35<sup>th</sup>) Annual General Meeting. The Company has received a certificate from the said Auditors that they are eligible to hold office as the Auditors of the Company and are not disqualified for being so appointed.

Further, the provision of ratification of appointment of Statutory Auditor every year has been omitted by the Companies (Amendment) Act, 2017. Therefore ratification of Auditor is not required, although your company is proposing ratification of auditor in ensuing Annual General Meeting for the financial year 2019-20.

The Auditors’ Report for the financial year 2018-19 does not contain any qualification, reservation or adverse remark. The Auditors’ Report is enclosed with the financial statement in this Annual Report.

#### **Statutory Audit Report**

During the financial 2018-19 there is no fraud occurred, noticed and/or reported by the Statutory Auditors under Section 143(12) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (as amended from time to time).

The observations made by the Statutory Auditor in their Audit Report read with the relevant notes thereof as stated in the Notes to the Audited Financial Statements of Company for the Financial Year ended 31<sup>st</sup> March, 2019 are self explanatory and being devoid of any reservation(s), qualification(s) or adverse remark(s) etc do not call for any further information(s)/ explanation(s) or comments from the Board under Section 134(3)(f)(i) of the Companies Act, 2013.

### **Secretarial Auditor**

Pursuant to Section 204 of the Companies Act, 2013 and the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, the Board has appointed M/s Saurabh Arora & Co., Practicing Company Secretary (Membership No. ACS 43368 CP No. 19371) as the Secretarial Auditor of your Company to conduct Secretarial Audit for the financial year 2019-20.

### **Secretarial Audit Report**

As required under provisions of Section 204 of the Companies Act, 2013, the report in respect of the Secretarial Audit carried out by M/s. K. C. Nevatia & Associates, a firm of Company Secretaries, in Form MR-3 for the FY 2018-19 is annexed hereto marked as “**Annexure B**” and forms part of this Report. The said Secretarial Audit Report being devoid of any reservation(s), adverse remark(s) and qualification(s) etc. does not call for any further explanation(s)/ information or comment(s) from the Board under Section 134(3) (f)(ii) of the Companies Act, 2013.

### **MAINTENANCE OF COST RECORDS**

The maintenance of cost accounts and records as prescribed under section 148(1) of the Companies Act, 2013 is not applicable to the Company.

### **INTERNAL FINANCIAL CONTROLS**

The Internal Financial Controls with reference to financial statements as designed and implemented by the Company are adequate. During the year under review, no material or serious observation has been received from the Statutory Auditors and the Internal Auditors of the Company on the inefficiency or inadequacy of such controls.

### **PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEE GIVEN AND SECURITIES PROVIDED**

During the year under review, the Company has not made any investment or given any loan to any person or any other body corporate. The Company has given corporate guarantee of Rs. 20 Crores to Bank of Baroda for providing loan to M/s Indrajit Properties Private Limited, an associate Company.

### **PARTICULARS OF CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES**

Particulars of contracts or arrangements or transactions with related party referred to in section 188 of the Companies Act, 2013, in the prescribed form AOC-2, are enclosed with this report as “**Annexure C**”.



## SHREE GLOBAL TRADEFIN LIMITED

There were no materially significant related party transactions entered by the Company which may have a potential conflict with the interest of Company. All related party transaction(s) are first placed before Audit Committee for approval and thereafter such transactions are also placed before the Board for seeking their approval. The details of Related Party Transactions, as required pursuant to respective Indian Accounting Standards, have been stated in Note No. 28 to the Audited Standalone Financial Statement of Company forming part of this Annual Report.

### **PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES**

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1), 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended are annexed hereto marked as “Annexure D” and forms part of this report.

### **DISCLOSURE RELATING TO EMPLOYEE STOCK OPTION SCHEME AND EMPLOYEE STOCK PURCHASE SCHEME**

The Company has not issued any shares pursuant to Employee Stock Option Scheme and Employee Stock Purchase Scheme during the year under review and hence no information as per provisions of Companies Act, 2013 is furnished.

### **DISCLOSURE RELATING TO EQUITY SHARES WITH DIFFERENTIAL RIGHTS**

The Company has not issued any equity shares with differential rights during the year under review and hence no information as per provisions of Rule 4(4) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

### **DISCLOSURE RELATING TO SWEAT EQUITY SHARES**

The Company has not issued any sweat equity shares during the year under review and hence no information as per provisions of Rule 8(13) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

### **COMPLIANCE WITH SECRETARIAL STANDARDS**

The Company confirms compliance with the applicable requirements of Secretarial Standards 1 and 2.

### **DEPOSITS**

During the year under review, your Company neither accepted any deposits nor there were any amounts outstanding at the beginning of the year which were classified as ‘Deposits’ in terms of Section 73 of the Companies Act, 2013 read with the

Companies (Acceptance of Deposit) Rules, 2014 and hence, the requirement for furnishing of details of deposits which are not in compliance with the Chapter V of the Companies Act, 2013 is not applicable.

### **DISCLOSURE OF ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNAL**

No significant and material orders have been passed by any Regulator or Court or Tribunal which can have impact on the going concern status and the Company’s operations in future.

### **PREVENTION OF SEXUAL HARASSMENT**

Disclosures in relation to the sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 have been provided in the Report on Corporate Governance.

### **ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO**

The Information on conservation of energy, technology absorption, foreign exchange earnings and out go, in accordance with provisions of section 134(3)(m) of the Companies Act, 2013, read with Rule 8 of Companies (Account) Rules, 2014 is not applicable to the Company.

### **EXTRACT OF THE ANNUAL RETURN**

The Extract of the Annual Return for the Financial Year 2018-19 is enclosed with this report pursuant to section 92 (3) of the Companies Act, 2013 as “Annexure E” and forms part of this report.

### **LISTING FEES**

The listing fees payable for the financial year 2019-2020 have been paid to Bombay Stock Exchange within due date.

### **ACKNOWLEDGEMENT**

Your Directors place on record their sincere appreciation and gratitude for the assistance and generous support extended by all Government authorities, Financial Institutions, Banks, Customers and Vendors during the year under review. Your Directors wish to express their immense appreciation for the devotion, commitment and contribution shown by the employees of the company while discharging their duties.

**For and on behalf of the Board of Directors**  
Sd/-

**Rajesh R. Gupta**  
Chairman  
DIN: 00028379

**Date: 30<sup>th</sup> May, 2019**  
**Place: Mumbai**

## Annexure A

Part B: Associates and Joint Ventures  
AOC 1

Name of Associates/Joint Ventures	Latest Audited Balance Sheet Date	Shares of Associate/Joint Ventures held by the company on the year end		Network	Description of how there is significant influence	Reason why the associate/Joint-Ventures is not consolidated	Net worth attributable to shareholding as per latest audited Balance Sheet	Profit/Loss for the year	
		No.	Amount of Investment in Associates/Joint-Ventures					Extent of Holding%	Considered in Consolidation
Indrajit Properties Private Limited (Consolidated)	31st March, 2019	21,472	16,926.99	18,687.46	Due to percentage of Shareholding	-	8,025.14	(3,547.81)	-

(₹ in Lakhs)

For and behalf of the Board

**Rajesh R. Gupta**  
Managing Director  
DIN:00028379

**Ravindra Deshpande**  
Director  
DIN:01003990

**Viresh Sohoni**  
Chief Financial Officer

**Priyanka Agrawal**  
Company Secretary  
ACS 45692

Date: 30<sup>th</sup> May, 2019  
Place : Mumbai



# SHREE GLOBAL TRADEFIN LIMITED

## Annexure B

### Form No. MR-3 SECRETARIAL AUDIT REPORT

For the Company's Financial Year from 01<sup>st</sup> April, 2018 to  
31<sup>st</sup> March, 2019

[Pursuant to section 204(1) of the Companies Act, 2013 and  
Rule 9 of the Companies (Appointment and Remuneration of  
Managerial Personnel) Rules, 2014]

To,  
The Members,  
**Shree Global Tradefin Limited**  
35, Ashok Chambers, Broach Street,  
Devji Ratansey Marg,  
Masjid Bunder, Mumbai 400009

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Shree Global Tradefin Limited** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conduct/ statutory compliances and expressing our opinion thereon.

Based on our verification of **Shree Global Tradefin Limited's** books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended **31<sup>st</sup> March, 2019**, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on **31<sup>st</sup> March, 2019** according to the provisions of:

1. The Companies Act, 2013 (the Act) and the rules made thereunder;
2. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings were not attracted to the Company during the financial year under report;
3. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder.
4. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder.
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

- a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- c. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
6. Employees Provident Fund and Miscellaneous Provisions Act, 1952
7. Employers Liability Act, 1938
8. Equal Remuneration Act, 1976
9. Indian Contract Act, 1872
10. Income Tax Act, 1961 to the extent of Tax Deducted at Source under various Sections and T.D.S. Returns filed.
11. Indirect Tax Laws relating to collections, deductions, wherever applicable, payments made and returns filed.
12. Indian Stamp Act, 1899
13. The Maharashtra Stamp Act, 1958
14. Maternity Benefits Act, 1961
15. Minimum Wages Act, 1948
16. Negotiable Instruments Act, 1881
17. Payment of Bonus Act, 1965
18. Payment of Gratuity Act, 1972
19. Payment of Wages Act, 1936 and other applicable labour laws
20. Companies (Indian Accounting Standards) Rules, 2015

We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above to extent applicable.

We further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non- Executive Directors and Independent Directors. The appointment of and resignation by directors during the year under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for

seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All the Board/Committee decisions are taken unanimously.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period, there were no instances of:

- (i) Public / Rights / debentures / sweat equity/ Preferential issue of share.
- (ii) Redemption / buy-back of securities.
- (iii) Major decisions taken by the Members in pursuance to Section 180 of the Companies Act, 2013.
- (iv) Merger / amalgamation / reconstruction etc.
- (v) Foreign technical collaborations.

**For K. C. Nevatia & Associates**  
Company Secretaries

K. C. Nevatia  
Proprietor  
FCS No.: 3963  
C P No.: 2348

**Place:** Mumbai

**Date:** 30<sup>th</sup> May, 2019

This report is to be read with our letter of even date which is annexed and forms an integral part of this report.

To,  
The Members  
**Shree Global Tradefin Limited**  
35, Ashok Chambers, Broach Street,  
Devji Ratansey Marg,  
Masjid Bunder, Mumbai 400009

Our report of even date is to be read along with this letter.

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, Rules, Regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For K. C. Nevatia & Associates**  
Company Secretaries

K. C. Nevatia  
Proprietor  
FCS No.: 3963  
C P No.: 2348

**Place:** Mumbai

**Date:** 30<sup>th</sup> May, 2019

# SHREE GLOBAL TRADEFIN LIMITED

Annexure C

## FORM NO. AOC 2

(Pursuant to clause (h) of subsection (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arms length transaction under third proviso thereto.

### 1 Details of contracts or arrangements or transactions not at Arm's length basis.

There were no contracts or arrangements or transactions not at Arm's length basis for the year ended 31st March, 2019.

### 2 Details of contracts or arrangements or transactions at Arm's length basis.

SL No	Particulars	Details
a	Name (s) of the Related Party	Indrajit Properties Private Limited
b	Nature of Relationship	Indrajit Properties Private Limited is an associate Company of Shree Global Tradefin Limited.
c	Nature of Contracts/ Arrangements/ Transaction	Providing Corporate Guarantee
d	Duration of the Contracts/ Arrangements/ Transaction	Not Applicable
e	Salient terms of the Contracts or Arrangements or Transaction including the value, if any	Given Corporate Guarantee of Rs. 20 Crores in favour of Bank of Baroda for providing loan to Indrajit Properties Private Limited an associate Company of Shree Global Tradefin Limited.
f	Date of approval by the Board	29-01-2019
g	Amount paid as advances, if any	-

**For & on Behalf of Board**  
**Shree Global Tradefin Limited**  
sd/  
**Rajesh R. Gupta**  
Chairman  
DIN:00028379

Date: 30<sup>th</sup> May, 2019

Place: Mumbai

**DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**

- (i) The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2018-19 and ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2018-19 are as under:

Sr. No	Name of Director/ KMP and Designation	Remuneration of Director/ KMP for Financial year 2018-19 (in ₹)	% increase in Remuneration in the Financial Year 2018-19	Ratio of Remuneration of each Director to median remuneration of employees
1.	Mr. Rajesh R. Gupta Chairman & Managing Director	80,00,004	Nil	21.19
2.	Mr. Ravindra Deshpande Non Executive Director	Nil	Nil	Nil
3.	Mr. Mohan Krishnamoorthy Non Executive Independent Director	Nil	Nil	Nil
4.	Ms. Mohinder Anand Non Executive Independent Woman Director	Nil	Nil	Nil
5.	Mr. Viresh Sohoni Chief Financial Officer	18,87,055	8.40%	Not Applicable
6.	Mrs. Priyanka Agrawal Company Secretary and Compliance Officer	11,45,102	38.55%	Not Applicable

- ii. The median remuneration of employees of the Company during the financial year was ₹ 3,77,602.
- iii. In the financial year, there was an increase of 14.68% in the median remuneration of employees.
- iv. There were 9 permanent employees on the rolls of Company as on 31<sup>st</sup> March, 2019.
- v. Average percentage increase made in the salaries of employees other than the managerial personnel in the last financial year i.e. 2018-19 was 5.24% whereas 7.54 % increase in the managerial remuneration for the same financial year.
- vi. It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

# SHREE GLOBAL TRADEFIN LIMITED

Annexure -D

Particulars of Employees

Information as per Rule 5(2) & 5(3) of Chapter XIII, the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014

Top Ten Employees in terms of remuneration drawn during the year

Sr. No.	Name	Designation / Nature of Duties	Remuneration	Qualification	Experience (in years)	Date of Commencement of Employment	Age (in years)	Last Employment Held
1	Rajesh R. Gupta	Chairman & Managing Director	80,00,004	B.COM	36	01-05-2014	54	Lloyds Steels Industries Limited
2	Viresh Sohoni	Chief Financial Officer	18,87,055	B.COM	25	02-02-1998	47	J. B. Palekar & Co. Chartered Accountants
3	Nandakumar Patkar	Manager- Accounts	8,02,164	B.COM	25	21-03-1994	50	Lloyds Capital Services Limited
4	Sejal Parkar	Assistant- Accounts	3,11,437	B.COM	27	13-11-2006	43	Prakash Roadlines Limited
5	Ashok G. Pavlekar	Assistant	2,51,127	B.A	40	01-01-1988	61	R. N. Gupta & Co.
6	Deepak Chawan	Senior Assistant	3,77,602	B.A	34	10-10-1988	46	-
7	Prakash Gurav	Assistant P & A	2,96,628	B.A	33	05-01-1990	51	S.N.D.T College
8	Laxman Kamble	Assistant	2,39,067	B.A	38	04-05-1989	61	Diamond Market
9	Priyanka Agrawal	Company Secretary	11,45,102	B.COM, ACS, LLB	3	21-09-2017	36	Duli Trade & Commodities Private Limited

## Notes:

### 1 Details of Employees who were :

- (A) Employed throughout the Financial Year under review and in receipt of remuneration for the Financial Year in the aggregate of not less than ₹ 1,02,00,000 per annum- **None**
  - (B) Employed for the part of the Financial Year under review and in receipt of remuneration at the rate of not less than ₹ 8,50,000/- per month : **None**
- 2 There was no employee either throughout the financial year or part thereof who was in receipt of remuneration which in the aggregate was in excess of that drawn by the Managing Director or Whole-time Director and who held by himself or alongwith his spouse or dependent children two percent or more of the Equity Shares of the Company.
  - 3 None of the above employees is a relative of any Director of the Company.

**Form No. MGT-9  
EXTRACT OF ANNUAL RETURN**

**As on the financial year ended on 31<sup>st</sup> March, 2019**

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies  
(Management and Administration) Rules, 2014]

**I. REGISTRATION AND OTHER DETAILS:**

1.	<b>CIN</b>	L27100MH1986PLC041252
2.	<b>Registration Date</b>	15/10/1986
3.	<b>Name of the Company</b>	Shree Global TradeFin Limited
4.	<b>Address of the Registered office and contact details.</b>	35, Ashok Chambers, Broach Street, Devji Ratansey Marg, Masjid Bunder, Mumbai - 400 009 Tel: 022 23480526
5.	<b>Category/Sub Category of the Company</b>	Company Limited by Shares/Indian Non Government Company
6.	<b>Whether Listed Company (Yes/No)</b>	Yes (Listed on BSE)
7.	<b>Name, Address and Contact details of Registrar and Transfer Agent, if any</b>	<b>M/s Bigshare Services Private Limited</b> 1 <sup>st</sup> Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai 400059, Maharashtra. Phone: 022-62638200, Fax: 022-62638299. Email Id : investor@bigshareonline.com

**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 and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the Company
1	Trading in Iron & Steel	24102	100%

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:**

Sr No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/Associate of the Company	% of Shares held	Applicable Section
1.	Indrajit Properties Private Limited	U40100MH2011PTC215074	Associate	42.94	2(6)

**IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)****i) Category-wise Share Holding**

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		
<b>A. Promoter</b>										
<b>1. Indian</b>										
a. Individual /HUF	43,53,330	0	43,53,330	0.38204	43,53,330	0	43,53,330	0.38204	0.00000	
b. Central Govt.	0	0	0	0.00000	0	0	0	0.00000	0.00000	
c. State Govt.	0	0	0	0.00000	0	0	0	0.00000	0.00000	
d. Bodies Corp.	77,04,59,000	0	77,04,59,000	67.61345	77,04,59,000	0	77,04,59,000	67.61345	0.00000	
e. Bank/FI	0	0	0	0.00000	0	0	0	0.00000	0.00000	
f. Any Other	0	0	0	0.00000	0	0	0	0.00000	0.00000	
<b>Sub Total-A(1)</b>	<b>77,48,12,330</b>	<b>0</b>	<b>77,48,12,330</b>	<b>67.99549</b>	<b>77,48,12,330</b>	<b>0</b>	<b>77,48,12,330</b>	<b>67.99549</b>	<b>0.00000</b>	

# SHREE GLOBAL TRADEFIN LIMITED

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	
<b>2. Foreign</b>									
a. NRI Individuals	0	0	0	0.00000	0	0	0	0.00000	0.00000
b. Other Individuals	0	0	0	0.00000	0	0	0	0.00000	0.00000
c. Body Corporate	0	0	0	0.00000	0	0	0	0.00000	0.00000
d. Bank/FI	0	0	0	0.00000	0	0	0	0.00000	0.00000
e. Any Other	0	0	0	0.00000	0	0	0	0.00000	0.00000
<b>Sub Total-A(2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00000</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00000</b>	<b>0.00000</b>
<b>Total Shareholders of Promoters (1+2)</b>	<b>77,48,12,330</b>	<b>0</b>	<b>77,48,12,330</b>	<b>67.99549</b>	<b>77,48,12,330</b>	<b>0</b>	<b>77,48,12,330</b>	<b>67.99549</b>	<b>0.00000</b>
<b>B. Public Shareholding</b>									
<b>1. Institution</b>									
a. Mutual Funds	0	0	0	0.00000	0	0	0	0.00000	0.00000
b. Bank/FI	0	0	0	0.00000	0	0	0	0.00000	0.00000
c. Central Govt.	0	0	0	0.00000	0	0	0	0.00000	0.00000
d. State Govt.	0	0	0	0.00000	0	0	0	0.00000	0.00000
e. Venture Capital	0	0	0	0.00000	0	0	0	0.00000	0.00000
f. Insurance Co.	0	0	0	0.00000	0	0	0	0.00000	0.00000
g. FIs	0	0	0	0.00000	0	0	0	0.00000	0.00000
h. Foreign portfolio Corporate	0	0	0	0.00000	0	0	0	0.00000	0.00000
i. Foreign Venture Capital Fund	0	0	0	0.00000	0	0	0	0.00000	0.00000
j. Others	0	0	0	0.00000	0	0	0	0.00000	0.00000
<b>Sub Total-B(1)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00000</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00000</b>	<b>0.00000</b>
<b>2. Non-Institution</b>									
a. Body Corp	18,60,41,670	0	18,60,41,670	16.32652	18,63,72,528	0	18,63,72,528	16.35556	0.02904
b. Individual									
i. Individual Shareholders holding nominal share capital upto ₹ 2 lakh	33,08,265	3,43,365	36,51,630	0.32046	32,91,451	3,43,365	36,34,816	0.31898	-0.00148
ii. Individual Shareholders holding nominal share capital in excess of ₹ 2 lakh	17,36,77,234	0	17,36,77,234	15.24146	17,27,54,486	0	17,27,54,486	15.16048	-0.08098
c. Others									
i. NRI (Rep)	59,839	0	59,839	0.00525	60,083	0	60,083	0.00527	0.00002
ii. NRI (Non Rep)	60,000	0	60,000	0.00527	60,000	0	60,000	0.00527	0.00000
iii. Foreign National	0	0	0	0	0	0	0	0	0.00000
iv. OCB	0	0	0	0	0	0	0	0	0.00000
v. Trust	0	0	0	0	0	0	0	0	0.00000
vi. In Transit	1,14,262	0	1,14,262	0.01003	7,22,722	0	7,22,722	0.06342	0.05340
vii. Unclaimed Suspense Account	10,88,500	0	10,88,500	0.09552	10,88,500	0	10,88,500	0.09552	0.00000
<b>Sub Total-B(2)</b>	<b>36,43,49,770</b>	<b>3,43,365</b>	<b>36,46,93,135</b>	<b>32.00451</b>	<b>36,43,49,770</b>	<b>3,43,365</b>	<b>36,46,93,135</b>	<b>32.00448</b>	<b>0.00000</b>
<b>Net Total(1+2)</b>	<b>36,43,49,770</b>	<b>3,43,365</b>	<b>36,46,93,135</b>	<b>32.00451</b>	<b>36,43,49,770</b>	<b>3,43,365</b>	<b>36,46,93,135</b>	<b>32.00448</b>	<b>0.00000</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>									
Promoter & Promoter Group	0	0	0	0.00000	0	0	0	0.00000	0.00000
Public	0	0	0	0.00000	0	0	0	0.00000	0.00000
<b>Grand Total (A+B+C)</b>	<b>1,13,80,73,600</b>	<b>14,31,865</b>	<b>1,13,95,05,465</b>	<b>100.00000</b>	<b>1,13,91,62,100</b>	<b>3,43,365</b>	<b>1,13,95,05,465</b>	<b>100.00000</b>	<b>0.00000</b>



## ii) Share Holding of Promoters:

Sl No.	Shareholder's Name	Shareholding at the beginning of the Year			Shareholding at the end of the Year			% Change in Shareholding 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 total Shares	
1	Teamwork Properties Developments LLP	38,65,55,000	33.92	0.00	38,65,55,000	33.92	0.00	0.00
2	Blossom Trade & Interchange LLP	38,39,04,000	33.69	0.00	38,39,04,000	33.69	0.00	0.00
3	Abha M. Gupta	43,53,330	0.38	0.00	43,53,330	0.38	0.00	0.00

## iii) Change in Promoters' Shareholding (please specify, if there is no change)

Sl. No.	Shareholder's Name	Date	Reason	Shareholding at the beginning of the year		Cumulative Share holding during the year	
				No. of Shares	% of total shares of the company	No of shares	% of total shares of the company
No change in Promoter Shareholding							

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

Sl. No.	Shareholder's Name	Date	Reason	Shareholding at the beginning of the year		Cumulative Share holding during the year	
				No. of Shares	% of total shares of the company	No of shares	% of total shares of the company
1	Pragya Realty Developers Private Limited	01-04-18	At the beginning of the year	11,69,05,465	10.26	11,69,05,465	10.26
		29-03-19	Purchase(s) during the year	51,81,500	0.45	12,20,86,965	10.71
		31-03-19	<b>At the end of the year</b>	-	-	<b>12,20,86,965</b>	<b>10.71</b>
2	Ravi Agarwal	01-04-18	At the beginning of the year	7,27,84,740	6.39	7,27,84,740	6.39
		31-03-19	<b>At the end of the year</b>	-	-	<b>7,27,84,740</b>	<b>6.39</b>
3	Aristo Realty Developers Limited	01-04-18	At the beginning of the year	4,51,79,900	3.96	4,51,79,900	3.96
		31-03-19	<b>At the end of the year</b>	-	-	<b>4,51,79,900</b>	<b>3.96</b>
4	Kiran B. Agarwal	01-04-18	At the beginning of the year	2,45,85,000	2.16	2,45,85,000	2.16
		31-03-19	<b>At the end of the year</b>	-	-	<b>2,45,85,000</b>	<b>2.16</b>
5	Pooja Agarwal	01-04-18	At the beginning of the year	2,44,00,000	2.14	2,44,00,000	2.14
		31-03-19	<b>At the end of the year</b>	-	-	<b>2,44,00,000</b>	<b>2.14</b>
6	Shine Star Build-Cap Private Limited	01-04-18	At the beginning of the year	61,50,000	0.54	61,50,000	0.54
		31-03-19	<b>At the end of the year</b>	-	-	<b>61,50,000</b>	<b>0.54</b>
7	Pace Stock Broking Services Private Limited	01-04-18	At the beginning of the year	45,50,000	0.40	45,50,000	0.40
		31-03-19	<b>At the end of the year</b>	-	-	<b>45,50,000</b>	<b>0.40</b>

## SHREE GLOBAL TRADEFIN LIMITED

Sl. No.	Shareholder's Name	Date	Reason	Shareholding at the beginning of the year		Cumulative Share holding during the year	
				No. of Shares	% of total shares of the company	No of shares	% of total shares of the company
8	Monica Subodh Shah	01-04-18	At the beginning of the year	39,00,000	0.34	39,00,000	0.34
		31-03-19	<b>At the end of the year</b>	-	-	<b>39,00,000</b>	<b>0.34</b>
9	Anuj Miglani	01-04-18	At the beginning of the year	36,29,000	0.32	36,29,000	0.32
		31-03-19	<b>At the end of the year</b>	-	-	<b>36,29,000</b>	<b>0.32</b>
10	Ankit Miglani	01-04-18	At the beginning of the year	36,29,000	0.32	36,29,000	0.32
		31-03-19	<b>At the end of the year</b>	-	-	<b>36,29,000</b>	<b>0.32</b>

### v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	Shareholder's Name	Date	Reason	Shareholding at the beginning 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
Directors and Key Managerial Personnel are not holding any shares							

### V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

(Figures in ₹ Lakhs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
1) Principal Amount	-	-	-	-
2) Interest due but not paid	-	-	-	-
3) Interest accrued but not due	-	-	-	-
<b>Total of (1+2+3)</b>	-	-	-	-
<b>Change in Indebtedness during the financial year</b>				
Additions	-	-	-	-
Reduction	-	-	-	-
<b>Net Change</b>	-	-	-	-
<b>Indebtedness at the end of the financial year</b>				
1) Principal Amount	-	-	-	-
2) Interest due but not paid	-	-	-	-
3) Interest accrued but not due	-	-	-	-
<b>Total of (1+2+3)</b>	-	-	-	-

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

## A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sl. No	Particulars of Remuneration	Name of the MD/ WTD/Manager	Total Amount
		Rajesh R. Gupta Managing Director	
1	<b>Gross salary</b>		
	(a) Salary as per provisions contained in section 17(1) of the Income Tax 1961.	78,56,004	78,56,004
	(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	<b>Stock option</b>	-	-
3	<b>Sweat Equity</b>	-	-
4	<b>Commission</b>	-	-
	As % of profit	-	-
	others (specify)	-	-
5	<b>Others, please specify Provident Fund &amp; other Funds</b>	1,44,000	1,44,000
<b>Total (A)</b>		<b>80,00,004</b>	<b>80,00,004</b>
<b>Ceiling as per the Act</b>		<b>Rs. 1,20,00,000 per annum</b>	

## B. Remuneration to other directors:

Sl. No	Particulars of Remuneration	Name of the Directors			Total Amount
		Mohan Krishnamoorthy	Mohinder Anand#	Uniza Shaikh*	
1	<b>Independent Directors</b>				
	Fee for attending board/ committee meetings	-	-	-	-
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	<b>Total (1)</b>	-	-	-	-
2	<b>Other Non Executive Directors</b>	<b>Ravindra Deshpande</b>			-
	Fee for attending board/ committee meetings		-		-
	Commission		-		-
	Others, please specify.		-		-
	<b>Total (2)</b>		-		-
<b>Total (B)=(1+2)</b>			-		-
<b>Overall Ceiling as per the Act.</b>		<b>Not Applicable</b>			

# Ms. Mohinder Anand was appointed as an Additional Non-Executive–Independent Director w.e.f. 26th June, 2018.

\* Mrs. Uniza Shaikh resigned from the Board of Directors of the Company w.e.f. 04th June, 2018.

# SHREE GLOBAL TRADEFIN LIMITED

## C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

Sl. No	Particulars of Remuneration	Name of Key Managerial Personnel		Total Amount
		CFO Viresh Sohoni	Company Secretary Priyanka Agrawal	
1	<b>Gross salary</b>			
	(a) Salary as per provisions contained in section 17(1) of the Income Tax 1961	16,89,059	10,71,593	27,60,652
	(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	<b>Stock option</b>	-	-	-
3	<b>Sweat Equity</b>	-	-	-
4	<b>Commission</b>	-	-	-
	As % of profit	-	-	-
	others (specify)	-	-	-
5	<b>Others, please specify Provident Fund &amp; other Funds</b>	1,97,996	73,509	2,71,505
<b>Total (C)</b>		<b>18,87,055</b>	<b>11,45,102</b>	<b>30,32,157</b>

## VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES (under the Companies Act):

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)
<b>A. COMPANY</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
<b>B. DIRECTORS</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

For & on Behalf of Board  
Shree Global Tradefin Limited  
sd/-  
Rajesh R. Gupta  
Chairman  
DIN:00028379

Date: 30<sup>th</sup> May, 2019  
Place: Mumbai

**REPORT ON CORPORATE GOVERNANCE FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2019****COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE**

The Company's philosophy on Corporate Governance envisages the attainment of the highest levels of transparency, accountability and equity, in all facets of its operation, and all its interactions with the stakeholders including shareholders, employees, customers, government and suppliers.

Your Company is in compliance with the requirements on Corporate Governance as they stood during FY 2018-19.

A report on the compliances of Corporate Governance requirements under the Listing Regulations and the practices/ procedures followed by your Company for the year ended 31<sup>st</sup> March, 2019 is detailed below:

**BOARD OF DIRECTORS AND ITS COMMITTEES****1. Composition and Category of Directors / Attendance at Meetings/Directorships and Committee Memberships in other companies as on 31<sup>st</sup> March, 2019**

Your Company has the combination of Executive and Non-Executive Directors in conformity with Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

The present strength of the Board of Directors is a mix of Three Non-Executive Directors including a woman director, and one Executive Director. Of the Three Non-Executive Directors, Two Directors are Independent Directors.

The Chairman of the Board is an Executive Director.

As per the declarations received by the Company from each of the Directors, none of them are disqualified under Section 164(2) of the Companies Act, 2013.

The Independent Directors of the Company are in compliance with the provisions of Regulation 16(1)(b) of the Listing Regulations. Further, disclosures have been made by the Directors regarding their Chairmanships/ Memberships of the mandatory Committees of the Board and that the same are within the maximum permissible limit as stipulated under Regulation 26(1) of the Listing Regulations.

The composition of Board of Directors and other relevant details during the financial year 2018-19 are as follows:

Sr. No	Name and Designation (DIN)	Status /Category	Attendance in FY 2018-19		Number of Directorships in other Companies		Committee Membership and Chairmanship in other public \$		Shareholding in the Company
			Board Meetings (6 Meetings held)	AGM	Private	Public	Chairmanship	Membership	
1.	Mr. Rajesh R. Gupta Chairman & Managing Director (DIN: 00028379)	Executive	6	Yes	-	1	-	-	-
2.	Mr. Ravindra Deshpande Director (DIN:01003990)	Non Executive	6	No	-	-	-	-	-
3.	Mr. Mohan Krishnamoorthy Director (DIN:02542406)	Non Executive and Independent	6	Yes	-	-	-	-	-
4.	Ms. Mohinder Anand# Director (DIN:08156946)	Non Executive and Independent	4	No	-	-	-	-	-
5.	Mrs. Uniza Shaikh* Director (DIN:06975961)	Non Executive and Independent	1	No	-	-	-	-	-

# Ms. Mohinder Anand was appointed as an Additional Non-Executive -Independent Director w.e.f. 26<sup>th</sup> June, 2018.

\* Mrs. Uniza Shaikh resigned from the Board of Directors of the Company w.e.f. 04<sup>th</sup> June, 2018

**Note:**

\$ Includes only Audit Committee and Shareholders' / Investors' Grievance Committee in all public limited companies (whether listed or not) and excludes private limited companies, foreign companies and Section 8 companies.

# SHREE GLOBAL TRADEFIN LIMITED

## Relationship between the Directors inter-se

There is no relationship between the Directors inter-se.

## The names of the listed entities where the person is a director and the category of directorship

Sr. No	Name and Designation (DIN)	Indian-Listed Companies	
		Name of the company	Category of Directorship
1.	Mr. Rajesh R. Gupta	Lloyds Metals and Energy Limited	Promoter and Non – Executive Non Independent Director
		Shree Global Tradefin Limited	Chairman & Managing Director

## 2. Board & Independent Directors' Meeting

### Board Meeting

The Board meets at regular intervals to discuss and decide on Company's business policies and strategy apart from other regular business matters. Board Meetings are held at the Registered Office of the Company at Mumbai. During the financial year ended on 31<sup>st</sup> March, 2019, **Six** Meetings of the Board of Directors were held on 25<sup>th</sup> May, 2018, 26<sup>th</sup> June, 2018, 30<sup>th</sup> July, 2018, 31<sup>st</sup> October, 2018, 29<sup>th</sup> January, 2019, and 30<sup>th</sup> March, 2019. Maximum time gap between two consecutive meetings had not exceeded 120 days.

The agenda and notes are circulated to the Directors in advance. All material information is included in the agenda for facilitating meaningful discussions at the meeting. In case of urgent necessity, resolutions are passed by circulation in accordance with the provisions of Companies Act, 2013. The Board is updated on the discussions held at the Committee meetings and the recommendations made by various Committees.

The information as required under Regulation 17(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is made available periodically to the Board. The Board periodically reviews the compliance status of the Company.

### Independent Director Meeting

During the year under review, the Independent Directors met on 29<sup>th</sup> January, 2019, inter alia, to:

- Review the performance of Non Independent Directors, and the Board of Directors as a whole;
- Review the performance of the Chairman of the Company, taking into account the views of the Executive and Non-Executive Directors.
- Assess the quality, content and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the Independent Directors were present at this meeting. The observations made by the Independent Directors have been adopted and put into force.

## Familiarization programme for Independent Directors

Whenever any person joins the Board of the Company as an Independent Director, an induction programme is arranged for him / her wherein he / she is familiarized with the Company, their roles, rights and responsibilities in the Company, the code of conduct to be adhered, nature of the industry in which the Company operates, business model of the Company, meeting with the senior management team members, etc.

The detail of such familiarization programme can be accessed on the Company's website at <http://sgtl.in/pdf/Familiarisation%20Programme%20-%20ID%202018-19.pdf>

## 3. Board Committees

The Board Committees play a vital role in strengthening the Corporate Governance practices and focus effectively on the issues and ensure expedient resolution of the diverse matters. The Committees also make specific recommendations to the Board on various matters when required. All observations, recommendations and decisions of the Committees are placed before the Board for information or for approval. The Board of Directors has, from time to time, constituted the following Statutory Committees, namely:

### Audit Committee

The Company had re-constituted Audit Committee in the Board meeting held on 26<sup>th</sup> June, 2018 in line with the provisions of Section 177 of the Companies Act, 2013 read with Regulation 18 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

### Role of the Audit Committee, inter alia, includes the following

- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible
- Recommending the appointment, remuneration and terms of appointment of statutory auditors of the Company
- Approving payment to statutory auditors, for any other services rendered by them
- Reviewing with the management, the annual financial statements and auditors report thereon before submission to the Board for approval, with particular reference to:
  - Matters required to be included in the Directors' Responsibility Statement to be included in the Board's Report in terms of clause (c) of sub-section 3 of Section 134 of the Companies Act, 2013;

- Changes, if any, in accounting policies and practices and reasons for the same;
  - Major accounting entries involving estimates based on the exercise of judgment by the management;
  - Significant adjustments made in financial statements arising out of audit findings;
  - Compliance with listing and other legal requirements relating to financial statements;
  - Disclosure of any related party transactions; and
  - Modified opinions in draft audit report.
5. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval
  6. Monitoring and reviewing with the management, the statement of uses/ application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter
  7. Reviewing and monitoring the auditors independence and performance, and effectiveness of audit process
  8. Approval or any subsequent modification of transactions of the Company with related parties
  9. Scrutiny of inter-corporate loans and investments
  10. Valuation of undertakings or assets of the Company, wherever it is necessary
  11. Evaluation of internal financial controls and risk management systems
  12. Reviewing, with the management, the performance of statutory auditors and internal auditors, adequacy of internal control systems. Formulating the scope, functioning, periodicity and methodology for conducting the internal audit
  13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit
  14. Discussion with internal auditors of any significant findings and follow-up thereon
  15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board
16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post audit discussion to ascertain any area of concern
  17. To look into the reasons for substantial defaults, if any, in the payment to depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors
  18. To review the functioning of the Whistle Blower mechanism
  19. Approval of appointment of the CFO (i.e. the whole time Finance Director or any other person heading the finance function or discharging that function) after assessing qualifications, experience and background, etc. of the candidate
  20. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
  21. Reviewing the following information:
    - The Management Discussion and Analysis of financial condition and results of operations;
    - Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
    - Management letters/letters of internal control weaknesses issued by the statutory auditors;
    - Internal audit reports relating to internal control weaknesses; and
    - Reviewing the appointment, removal and terms of remuneration of the Chief internal auditor / internal auditor(s)
    - Statement of deviations:
      - (a) quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
      - (b) annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7).

### **Powers of the Audit Committee**

- a. To investigate any activity within its terms of reference
- b. To seek information from any employee
- c. To obtain outside legal or other professional advice
- d. To secure attendance of outsiders with relevant expertise, if it considers necessary

### **Recommendations by the Audit Committee**

All the recommendations made by the Audit Committee are accepted and implemented by the Board of Directors.



## SHREE GLOBAL TRADEFIN LIMITED

The composition of the Audit Committee and the details of meetings attended by the Directors during FY 2018-19, are given below

Sr. No	Name of Directors	Status	Category	Meetings held	Meetings Attended
1.	Mr. Mohan Krishnamoorthy	Chairman	Non-executive & Independent	5	5
2.	Ms. Mohinder Anand#	Member	Non-executive & Independent	5	3
3.	Mr. Ravindra Deshpande	Member	Non-executive & Non Independent	5	5
4.	Mrs. Uniza Shaikh*	Member	Non-executive & Independent	5	2

# Ms. Mohinder Anand was appointed as an Additional Non-Executive -Independent Director w.e.f. 26<sup>th</sup> June, 2018 and was inducted as the member of the Audit Committee.

\* Mrs. Uniza Shaikh resigned from the Board of Directors of the Company w.e.f. 04<sup>th</sup> June, 2018.

The Company Secretary acts as a Secretary to the Audit Committee. During the year under review, the Audit Committee met five times on 25<sup>th</sup> May, 2018, 01<sup>st</sup> June, 2018, 30<sup>th</sup> July, 2018, 31<sup>st</sup> October, 2018 and 30<sup>th</sup> March, 2019.

Mr. Mohan Krishnamoorthy, Chairman of the Audit Committee was present at the last Annual General Meeting held on 29<sup>th</sup> August, 2018.

Audit Committee meetings are attended by the Chief Financial Officer, Statutory Auditor and Internal Auditor. The Managing Director/other persons are invited to the meetings as and when required.

### **Nomination and Remuneration Committee**

The Company had re-constituted as '**Nomination and Remuneration Committee**' in the Board meeting held on 26<sup>th</sup> June, 2018 in line with the provisions of Section 178 of the Companies Act, 2013 read with Regulation 19 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**Terms of Reference of the Committee, inter alia, includes the following:**

- To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment and/or removal
- To carry out evaluation of every Director's performance
- To formulate the criteria for determining qualifications, positive attributes and independence of a Director, and recommend to the Board a policy, relating to the remuneration for the Directors, key managerial personnel and other employees
- To formulate the criteria for evaluation of Independent Directors and the Board

- To decide whether to extend or continue the term of appointment of Independent Director, on the basis of the report of performance evaluation of independent directors.
- To devise a policy on Board diversity
- To recommend/review remuneration of the Managing Director(s) and Whole-time Director(s) based on their performance and defined assessment criteria
- To recommend to the board, all remuneration, in whatever form, payable to senior management.
- To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable;

The composition of the Nomination and Remuneration Committee and the details of meetings attended by the Directors are given below

Sr. No	Name of Directors	Status	Category	Meetings held	Meetings Attended
1.	Mr. Mohan Krishnamoorthy	Chairman	Non-executive & Independent	2	2
2.	Ms. Mohinder Anand#	Member	Non-executive & Independent	2	1
3.	Mr. Ravindra Deshpande	Member	Non-executive & Non Independent	2	2
4.	Mrs. Uniza Shaikh*	Member	Non-executive & Independent	2	1

# Ms. Mohinder Anand was appointed as an Additional Non-Executive -Independent Director w.e.f. 26<sup>th</sup> June, 2018 and was inducted as the member of the Audit Committee.

\* Mrs. Uniza Shaikh resigned from the Board of Directors of the Company w.e.f. 04<sup>th</sup> June, 2018.

During the year under review, the Nomination and Remuneration Committee met twice on 01<sup>st</sup> June, 2018 and 30<sup>th</sup> March, 2019.

### **Appointment and Nomination and Remuneration Policy for Directors, Key Managerial Personnel and Senior Management**

The Nomination and Remuneration Committee ("NRC") has adopted a policy which, inter alia, deals with the manner of selection of Board of Directors, Managing Director/ Executive Director, other Key Managerial Personnel and their remuneration. The Nomination and Remuneration Policy can be accessed on the Company's website at <http://sgtl.in/pdf/Remuneration%20Policy.pdf>

### **Performance Evaluation Criteria for IDs**

The performance evaluation criteria for IDs is determined by the NRC. An indicative list of factors on which evaluation was carried out includes participation and contribution by the director, commitment, effective deployment of knowledge and expertise, integrity and maintenance of confidentiality and independence of behaviour and judgement.

Mr. Mohan Krishnamoorthy, Chairman of the NRC, was present at the last AGM.

**Stakeholders' Relationship Committee**

The Board at its meeting held on 26<sup>th</sup> June, 2018 reconstituted the "Stakeholders' Relationship Committee" in compliance with the provisions of Section 178 of the Companies Act, 2013, for redressal of Shareholders' grievances like transfer of shares, non-receipt of balance sheet, non-receipt of declared dividend etc.

**Report on number of shareholder complaints received and resolved by the Company during the year ended 31<sup>st</sup> March, 2019**

No. of complaints pending as on 1 <sup>st</sup> April, 2018.	0
No. of complaints identified and reported during FY 2018-19	0
No. of Complaints disposed of during the year ended 31 <sup>st</sup> March, 2019	0
No. of pending complaints as on 31 <sup>st</sup> March, 2019	0

**The composition of the Stakeholders' Relationship Committee and the details of meetings attended by the Directors during FY 2018-19, are given below:****4. Directors' Appointment, Tenure and Remuneration**

In terms of Section 152 read with Section 149(13) of the Companies Act, 2013, Mr. Rajesh R. Gupta is liable to retire by rotation. The said Director has offered himself for reappointment and resolution for his reappointment, is incorporated in the Notice of the ensuing Annual General Meeting. The brief profile and other information as required under Regulation 36(3) of the Listing Regulations relating to Mr. Rajesh R. Gupta forms part of the Notice of ensuing Annual General Meeting.

The remuneration paid for the financial year ended 31<sup>st</sup> March, 2019 to Mr. Rajesh R. Gupta as the Managing Director of the Company is in accordance with the terms and conditions of his appointment. The tenure of office of Mr. Rajesh R. Gupta, Managing Director is for three years w.e.f. 01<sup>st</sup> January, 2018. There is no provision for notice period and payment of severance fees.

Details of remuneration / sitting fees paid to Executive and Non-Executive Directors for the year ended 31<sup>st</sup> March, 2019 is as follows:

S. No	Name of the Director	Salary	Perquisites and allowances	Performance Linked Incentive	Sitting Fees	Total	Stock options granted
1.	Mr. Rajesh R. Gupta	80,00,004	-	-	-	80,00,004	-
2.	Mr. Ravindra Deshpande	-	-	-	-	-	-
3.	Mr. Mohan Krishnamoorthy	-	-	-	-	-	-
4.	Ms. Mohinder Anand#	-	-	-	-	-	-
5.	Mrs. Uniza Shaikh*	-	-	-	-	-	-

# Ms. Mohinder Anand was appointed as an Additional Non-Executive -Independent Director w.e.f. 26<sup>th</sup> June, 2018.

\* Mrs. Uniza Shaikh resigned from the Board of Directors of the Company w.e.f. 04<sup>th</sup> June, 2018.

**Note: There were no pecuniary relationships or transactions of Non-Executive Directors vis-à-vis the Company. The Company has not granted any stock option to any of its Directors.**

Sr. No.	Name of Directors	Status	Category	Meetings held	Meetings Attended
1.	Mr. Mohan Krishnamoorthy	Chairman	Non-executive & Independent	1	1
2.	Ms. Mohinder Anand#	Member	Non-executive & Independent	1	1
3.	Mr. Ravindra Deshpande	Member	Non-executive & Non Independent	1	1
4.	Mrs. Uniza Shaikh*	Member	Non-executive & Independent	1	0

# Ms. Mohinder Anand was appointed as an Additional Non-Executive -Independent Director w.e.f. 26<sup>th</sup> June, 2018 and was inducted as the member of the Audit Committee.

\* Mrs. Uniza Shaikh resigned from the Board of Directors of the Company w.e.f. 04<sup>th</sup> June, 2018.

During the year under review, the Stakeholders' Relationship Committee met once on 08<sup>th</sup> February, 2019.

# SHREE GLOBAL TRADEFIN LIMITED

## 5. Board Evaluation

Pursuant to the provisions of the Companies Act, 2013 and in compliance with the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Committees. A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance.

A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgement, safeguarding the interest of the Company and its minority shareholders etc. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors who also reviewed the performance of the Key Managerial Personnel. The Directors expressed their satisfaction with the evaluation process.

## 6. Skills/Expertise/ Competence of the Board of Directors of the Company

The following is the list of core skills/expertise/competencies possessed by the Board of Directors of the Company, which are essential for the functioning of the Company in an effective manner.

### a) Market Exploration & Potential Marketing:-

Experience in developing promotional strategies to increase the sales in the existing and explore potential market for the Company.

### b) Financial Expertise:-

Expertise in accounting and financial control functions. Possessing analytical skills. Expertise in preparation of financial strategies for the long term growth of the business of the Company.

### c) Law & policies:-

Awareness of the existing law and economical policies applicable to the Company thereby ensuring proper legal and statutory compliances and appropriate application of policies to the advantage of the Company.

## OTHER DISCLOSURES

### 1. Disclosures on materially significant related party transactions that may have potential conflict with the interests of listed entity at large;

During the year under review, there were no materially significant related party transactions that may have potential conflict with the interests of listed entity at large.

However the Company has entered into a related party transaction as per section 188 of the Companies Act, 2013 with Indrajit Properties Private Limited. Particulars of transactions with Indrajit Properties Private Limited in the prescribed form AOC-2, is enclosed with this Annual Report as "Annexure C". The policy on dealing with related party transaction is placed on the Company's website at [www.sgtl.in](http://www.sgtl.in).

### 2. Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has always believed in providing a safe and harassment-free workplace for every individual working in the Company. The Company has complied with the applicable provisions of the aforesaid Act and the Rules framed thereunder, including constitution of the Internal Complaints Committee (ICC). The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. All employees (permanent, contractual, temporary and trainees, etc.) are covered under this Policy. The Policy is gender neutral. During the year under review, no complaint of sexual harassment was filed with the Internal Complaints Committee

### 3. Details of non-compliance by the listed entity, penalties, strictures imposed on the listed entity by stock exchange(s) or the board or any statutory authority, on any matter related to capital markets, during the last three years:

Neither there were any non-compliances, nor any penalties or strictures have been imposed on your Company by the Stock Exchanges or SEBI or any statutory authority, on any matter related to capital markets, during the last three years.

### 4. Details of establishment of vigil mechanism, whistle blower policy, and affirmation that no personnel have been denied access to the audit committee:

The Company has formulated Whistle Blower Policy & established Vigil Mechanism for the directors and employees of the Company to report, serious and genuine unethical behavior, actual or suspected fraud and violation of the Company's code of conduct or ethics policy. During the year under review no personnel have either approached the Audit Committee or been denied access to the Audit Committee.

### 5. Details of Compliance with mandatory requirements and adoption of the non-mandatory requirements of this clause:

The company has complied with all the mandatory requirements. As regards the Non-Mandatory requirements they are complied with to the extent possible.

### 6. Web link where policy for determining material subsidiaries is disclosed

Not Applicable

(Figures in ₹ Lakhs)

**7. Weblink where policy on dealing with Related Party Transactions**<http://sgtl.in/pdf/Policy%20on%20Related%20Party%20Transaction.pdf>**8. Disclosure of Commodity Price Risks and Commodity Hedging Activities:**

Not Applicable

**9. Details of total fees paid to statutory auditors**

The details of total fees for all services paid by the Company, on a consolidated basis, to the statutory auditor are as follows:

Type of Service	2018-19	2017-18
Statutory Audit fees	1.50	1.50
Tax Audit Fees & Certifications	0.50	0.50
Secretarial Audit Fees	0.30	0.30
<b>Total</b>	<b>2.30</b>	<b>2.30</b>

**DISCLOSURE OF COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS****GENERAL SHAREHOLDERS INFORMATION****1. General Body Meeting****i. Annual General Meeting**

Financial Year Ended	Date	Time	Venue	Brief Description of Special Resolution
31 <sup>st</sup> March, 2018	29 <sup>th</sup> August, 2018	11.00 a.m.	The Qube, CTS No. 1498 A/2, Asan Pada Road, Opp. Hotel Sunshine, Marol, Andheri East, Mumbai 400059, Maharashtra	Appointment of Ms. Mohinder Anand as an Independent Woman Director of the Company with effect from 26th June, 2018 to 25th June, 2023.
31 <sup>st</sup> March, 2017	13 <sup>th</sup> July, 2017	10.30 a.m.	The Qube, CTS No. 1498 A/2, Asan Pada Road, Opp. Hotel Sunshine, Marol, Andheri East, Mumbai 400059, Maharashtra	Revision of Remuneration of Mr. Rajesh R. Gupta, Managing Director of the Company w.e.f 1 <sup>st</sup> April, 2017 to 31 <sup>st</sup> December, 2017. To re-appoint Mr. Rajesh R. Gupta (DIN: 00028379) as the Managing Director [designated as Chairman & Managing Director] of the Company
31 <sup>st</sup> March, 2016	29 <sup>th</sup> September, 2016	11.00 a.m.	The Qube, CTS No. 1498 A/2, Asan Pada Road, Opp. Hotel Sunshine, Marol, Andheri East, Mumbai 400059, Maharashtra	Sub-division of Equity Shares from the Face Value of ₹ 5/- per share to Face Value of ₹ 1/- per share. Alteration of the Capital Clause of Memorandum of Association of the Company.

**ii. Extra Ordinary General Meeting (EGM)**

No Extra Ordinary General Meeting (EGM) was held during the last financial year i.e 2018-2019.

**iii. Postal Ballot**

During the financial year 2018-19, Company has not passed any resolution through postal ballot.

At the ensuing Annual General Meeting, there is no resolution proposed to be passed through postal ballot.

**2. Company's Means of Communication**

Website	Information like quarterly / half yearly / annual financial results and press releases on significant developments in the Company that have been made available from time to time, are hosted on the Company's website <a href="http://www.sgtl.in">www.sgtl.in</a> and have also been submitted to the Stock Exchange to enable them to put them on its website and communicate to its members.
Quarterly/ Annual Financial Results	The quarterly / half-yearly / annual financial results are published in Business Standard (English) and Mumbai Lakshadweep (Marathi) newspapers. The results are also uploaded by BSE on its website <a href="http://www.bseindia.com">www.bseindia.com</a> .
Stock exchange	All periodical information, including the statutory filings and disclosures, are filed with BSE. The filings required to be made under the Listing Regulations, including the Shareholding pattern and Corporate Governance Report for each quarter are also filed on BSE Listing Centre.

## SHREE GLOBAL TRADEFIN LIMITED

### 3. Other Information

<b>CIN</b>	L27100MH1986PLC041252
<b>Registered office address</b>	35, Ashok Chambers, Broach Street, Devji Ratansey Marg, Masjid Bunder, Mumbai-400009 Maharashtra.
<b>Date, Time and Venue of Annual General Meeting</b>	25th September, 2019 at 11:00 a.m. <b>Address:</b> The Qube, CTS No. 1498 A/2, Asan Pada Road, Opp. Hotel Sunshine, Marol, Andheri East, Mumbai 400059, Maharashtra.
<b>Financial Year</b>	The financial year of the Company starts from April 1 <sup>st</sup> and ends on March 31 <sup>st</sup> of the succeeding year
<b>Rate of dividend and dividend declaration date</b>	No Dividend was declared during the financial year 2018-19.
<b>Dates of Book Closure</b>	19th September, 2019 to 25th September, 2019 (Both days inclusive)
<b>Listing on stock exchanges</b>	The Equity Shares of the Company are listed on BSE Limited. <b>Address:-</b> <b>BSE Limited (BSE)</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001.
<b>Listing fees</b>	The listing fees of BSE for FY 2019-20 has been paid
<b>Stock code</b>	The BSE scrip code of equity shares is 512463
<b>ISIN Number</b>	<b>INE080I01025</b>
<b>Custodian fees</b>	The custodian fees is payable to each of the depositories based on the number of folios as on 31 <sup>st</sup> March, 2019. The custodian fees to CDSL and NSDL has been paid.
<b>Subsidiary/Associate Company</b>	The Company has one associate Company "Indrajit Properties Private Limited"
<b>Suspension of trading in securities</b>	There was no suspension of trading in securities of the Company during the year under review.
<b>Registrar and Transfer agents</b>	Bigshare Services Private Limited 1 <sup>st</sup> Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai 400059. Phone : 022- 6263 8200 Fax : 022- 6263 8299 E-mail : investor@bigshareonline.com
<b>Share Transfer system</b>	99.97 % of the equity shares of the Company are in electronic form. Transfers of these shares are done through the depositories with no involvement of the Company. The Registrars and Share Transfer Agent have put in place an appropriate Share Transfer system to ensure timely share transfers. Share transfers are registered and returned in the normal course within an average period of 15 days from the date of receipt, if the documents are clear in all respects. Requests for dematerialisation of shares are processed and confirmation is given to the respective depositories i.e. NSDL and CDSL within 21 days.
<b>Liquidity</b>	The Company's Shares are traded on the Bombay Stock Exchange.
<b>Information on Deviation from Accounting Standards, if any</b>	There has been no deviation from the Accounting Standards in preparation of annual accounts for the financial year 2018-19.
<b>Outstanding GDRs/ ADRs/ Warrants/ Convertible Instruments and their impact on Equity</b>	There are no outstanding convertible instruments as on 31 <sup>st</sup> March, 2019. The Company has not issued any GDRs / ADRs /Warrants or any other Convertible Instruments.
<b>Commodity price risk or foreign exchange risk and hedging activities</b>	Not Applicable
<b>Plant locations</b>	The Company does not have any plant.

<b>Tentative calendar of the Board Meetings for FY 2019-20</b>	<b>For the quarter ended June 30, 2019 –</b> On or before 14 <sup>th</sup> August, 2019
	<b>For the quarter and half year ended September 30, 2019 –</b> On or before 14 <sup>th</sup> November, 2019
	<b>For the quarter ended December 31, 2019 –</b> On or before 14 <sup>th</sup> February, 2020
	<b>For the quarter and year ended March 31, 2020 -</b> On or before 30 <sup>th</sup> May, 2020
	<b>Annual General Meeting –</b> On or before 30 <sup>th</sup> September, 2020

#### 4. Reconciliation of Share Capital Audit

As stipulated by SEBI, a qualified Practicing Company Secretary carries out the Reconciliation of Share Capital to reconcile the total capital held with the National Security Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. The Audit is carried out every quarter and the report thereon is submitted to the Stock Exchange. The report, inter alia, confirms that the number of shares issued, listed on the Stock exchange and that held in demat and physical modes are in agreement with each other.

#### 5. Market Price Data

The market price data and the volume of your Company's shares traded on BSE during the year ended 31<sup>st</sup> March, 2019 are as follows:

<b>The monthly movement of Equity Share Price on Bombay Stock Exchange</b>			
<b>2018-2019</b>	<b>Share Price (In ₹)</b>		<b>BSE Sensex</b>
<b>Months</b>	<b>High</b>	<b>Low</b>	<b>Close</b>
April	1.68	1.09	35,160.36
May	2.30	1.68	35,322.38
June	2.13	1.94	35,423.48
July	2.10	1.90	37,606.58
August	1.90	1.61	38,645.07
September	1.69	1.26	36,227.14
October	1.45	1.27	34,442.05
November	1.33	1.27	36,194.30
December	1.59	1.33	36,068.33
January	1.80	1.48	36,256.69
February	3.20	1.68	35,867.44
March	3.85	3.26	38,672.91

#### 6. Distribution of Shareholding as on 31<sup>st</sup> March, 2019

<b>Shareholding of Nominal Value (INR)</b>	<b>Number of Shareholders</b>	<b>Percentage (%)</b>	<b>Number of Shares Held</b>	<b>Percentage (%)</b>
1 - 5,000	1,551	88.93	13,77,086	0.12
5,001 - 10,000	69	3.96	4,98,902	0.05
10,001 - 20,000	38	2.18	5,49,238	0.05
20,001 - 30,000	20	1.15	4,88,578	0.04
30,001 - 40,000	6	0.34	2,06,738	0.02
40,001 - 50,000	3	0.17	1,30,475	0.01
50,001 - 1,00,000	6	0.34	3,67,960	0.03
1,00,001 and above	51	2.93	1,13,58,86,488	99.68
<b>Total</b>	<b>1,744</b>	<b>100.00</b>	<b>1,13,95,05,465</b>	<b>100.00</b>

# SHREE GLOBAL TRADEFIN LIMITED

## 7. Shareholding Pattern as on 31<sup>st</sup> March, 2019

Category	Category of Shareholder	Number of Shareholders	Total Number of Shares	Total Shareholding as a Percentage of Total Number of Shares
<b>PROMOTER &amp; PROMOTER GROUP</b>				
Indian	Promoter	3	77,48,12,330	68.00
	Promoter Group	-	-	-
	<b>Total (Promoter &amp; Promoter Group)</b>	<b>3</b>	<b>77,48,12,330</b>	<b>68.00</b>
Institutions	Mutual Funds	-	-	-
	Financial Institutions/ Banks	-	-	-
	Foreign Portfolio Investor/ Foreign Institutional Investors	-	-	-
	<b>Total (Institutions)</b>	<b>-</b>	<b>-</b>	<b>-</b>
Non-institutions	Bodies Corporate	33	18,63,72,528	16.36
	Individuals	1,660	17,63,89,302	15.47
	Clearing Members	14	7,22,722	0.06
	Non Resident Indian	7	1,20,083	0.01
	Hindu Undivided Family	-	-	-
	Trusts	-	-	-
	Unclaimed Account	1	10,88,500	0.10
	<b>Total (Non-Institutions)</b>	<b>1,715</b>	<b>36,46,93,135</b>	<b>32.00</b>
<b>Total (Public)</b>		<b>1,715</b>	<b>36,46,93,135</b>	<b>32.00</b>
<b>GRAND TOTAL</b>		<b>1,718</b>	<b>1,13,95,05,465</b>	<b>100.00</b>

## 8. Top Ten Shareholders across all categories as on 31<sup>st</sup> March, 2019

Sr. No	Name of Shareholders	No. of Shares	Percentage of Holding
1	Teamwork Properities Developments LLP	38,65,55,000	33.92
2	Blossom Trade & Interchange LLP	38,39,04,000	33.69
3	Pragya Realty Developers Private Limited	12,20,86,965	10.71
4	Ravi Agarwal	7,27,84,740	6.39
5	Aristo Realty Developers Limited	4,51,79,900	3.96
6	Kiran B. Agarwal	2,45,85,000	2.16
7	Pooja Agarwal	2,44,00,000	2.14
8	Shine Star Build Cap Private Limited	61,50,000	0.54
9	Pace Stock Broking Services Private Limited	45,50,000	0.40
10	Abha M. Gupta	43,53,330	0.38



**9. Status of dematerialisation of shares**

As on 31<sup>st</sup> March, 2019, all except 3,43,365 equity shares of the Company are held in dematerialised form. The breakup of the equity shares held in dematerialised and physical form as on 31<sup>st</sup> March, 2019 are as follows:

Particulars	No. of shares	Percent of equity
NSDL	1,11,00,67,019	97.42
CDSL	2,90,95,081	2.55
Physical	3,43,365	0.03
<b>Total</b>	<b>1,13,95,05,465</b>	<b>100.00</b>

**10. Disclosures with respect to Demat Suspense Account/ Unclaimed Suspense Account**

As per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the listed entity shall disclose the following details in its annual report, as long as there are shares in the unclaimed suspense account. The details of Shree Global Tradefin unclaimed suspense account are as follows:-

Sr. No	Particulars	Demat	
		Number of Shareholders	Number of equity shares
1	Aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year;	2,177	10,88,500
2	Number of shareholders who approached listed entity for transfer of shares from suspense account during the year;	-	-
3	Number of shareholders to whom shares were transferred from suspense account during the year;	-	-
4	Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year	2,177	10,88,500

The voting rights on the shares in the unclaimed suspense accounts as on 31<sup>st</sup> March, 2019 shall remain frozen till the rightful owners of such shares claim the shares.

**11. Disclosure by key managerial personnel about related party transactions:**

There were no materially significant related party transactions, which have potential conflict with the interest of the company at large. The related party transactions have been disclosed in form AOC 2 and in the notes to Balance Sheet and Statement of Profit and Loss for the year ended 31<sup>st</sup> March, 2019.

The Company has laid down a policy for dealing with Related Party Transactions. The Policy on Related Party Transactions can be accessed on the Company's website at <http://sgtl.in/pdf/Policy%20on%20Related%20Party%20Transaction.pdf>

**12. Disclosure of Accounting Treatment**

The applicable Accounting Standards as issued by the Institute of Chartered Accountants of India and notified by the Central Government under Companies (Accounting Standards) Rules, 2006 as amended from time to time, have been followed in preparation of the financial statements of the company.

**13. Proceeds from public issues, rights issues, preferential issues etc.**

The company has not made any capital issues during the financial year.

# SHREE GLOBAL TRADEFIN LIMITED

## 14. Matters related to Capital Markets

The company has complied with the requirements of the Stock Exchanges, SEBI and other statutory authorities on all matters relating to capital markets during the last three years. No penalties or strictures have been imposed on the company by any Stock Exchange or SEBI or any statutory authority, on any matter relating to capital markets, during the last three years.

## 15. Management Discussion & Analysis Report

The Management Discussion & Analysis Report is a part of Director's Report.

## 16. Credit Rating

During the year, the Company has not obtained any credit rating.

## 17. Green Initiative

Pursuant to section 101 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 as amended, the Company can send Notice of Annual General Meeting, financial statements and other Communication in electronics forms. This Company is sending the Annual Report including the Notice of Annual General Meeting, Audited Standalone and Consolidated Financial Statements, Directors Report, Auditors Report along with their annexure etc. for the financial year 2018-19 in the electronic mode to the shareholders who have registered their e-mail ids with the Company and/or their respective Depository Participates (DPs).

Shareholders who have not registered their e-mail addresses so far are requested to register their e-mail addresses. Those holding shares in demat form can register their e-mail addresses with their concerned DPs. Shareholders who hold shares in physical form are requested to register their e-mail addresses with the Company, by sending a letter, duly signed by the first/sole holder quoting details of Folio No.

## 18. Address for Correspondence

For transfer/dematerialisation of shares and any other query relating to the shares of the Company.

### Bigshare Services Private Ltd

1<sup>st</sup> Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai-400059.  
Tel No.:- 022-6263 8200; Fax No:- 022-6263 8299.  
E-mail: investor@bigshareonline.com.

Any query on Annual Report

### Secretarial Department:

35, Ashok Chambers, Broach Street, Devji Ratansey Marg, Masjid Bunder, Mumbai 400009. Tel. No. 022-23480526 E mail: sgtl2008@gmail.com.

## 19. Independent Director Confirmation

In terms of Schedule V(C)(i) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as per the declaration of independence received from the Independent Directors of the Company, we are of the opinion that the Independent Directors of the Company fulfills the conditions specified under Regulation 16(b) of Listing Regulations and are independent of Management

## 20. Compliances under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Company has complied with corporate governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The requisite certificate from the Auditors of the Company confirming compliance with the conditions of corporate governance is annexed hereto marked as “Annexure I” and forms part of this report.

## 21. CEO and CFO Certification

The Managing Director and CFO of the Company have given the certification on financial reporting and internal controls to the Board in terms of Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The requisite certificate from the Managing Director and CFO of the Company is annexed hereto marked as “Annexure II” and forms part of this report.

## 22. Certification from Company Secretary in Practice

M/s Saurabh Arora & Co., Practicing Company Secretary, has issued a certificate as required under the Listing Regulations, confirming that none of the directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as director of companies by the SEBI / Ministry of Corporate Affairs or any such statutory authority. The certificate is enclosed with this report as “Annexure III”.

**23. Certificate on Compliance with Code of Conduct**

Annexure I

This Code has been laid down with a view to promote good corporate governance and exemplary personal conduct and is applicable to all the Directors and Senior Managerial Personnel of the Company. This Code can be accessed on the Company's website at <http://sgtl.in/pdf/Code%20of%20Conduct%20for%20Board.pdf>.

**Declaration of compliance of the Code of Conduct in terms of Schedule V (D) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is given hereunder:**

In terms of Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as per 'affirmation of compliance' letters received from the Directors and the members of senior managerial personnel of the Company, I hereby declare that members of board of directors and senior management personnel have affirmed compliance with the code of conduct of board of directors and senior management during the financial year 2018-19."

**For and on behalf of the Board  
Sd/-**

**Date : 30<sup>th</sup> May, 2019  
Place: Mumbai**

**Rajesh R. Gupta  
Chairman & Managing Director  
DIN:00028379**

**Auditors' Certificate regarding compliance of conditions of Corporate Governance**

**To the Members,  
Shree Global Tradefin Limited**  
35 Ashok Chambers, Broach Street,  
Devji Ratansey Marg, Masjid Bunder  
Mumbai 400009

We have examined the compliance of conditions of corporate governance by Shree Global Tradefin Limited ('the Company') for the year ended 31<sup>st</sup> March, 2019, as prescribed in Regulations 17 to 27, 46 (2) (b) to (i) and para C and D of Schedule V of Chapter IV of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR).

We state that the compliance of conditions of Corporate Governance is the responsibility of the management, and our examination was limited to procedures and implementation thereof adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion, and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned LODR.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For TODARWAL & TODARWAL LLP  
Chartered Accountants  
Firm Reg No.: 111009W/ W100231  
Sd/-  
Raunak Todarwal  
Partner  
Membership No. 165030**

**Date: 30<sup>th</sup> May, 2019  
Place: Mumbai**

# SHREE GLOBAL TRADEFIN LIMITED

## Annexure II

### CEO/CFO CERTIFICATE [Regulation 17(8)]

To,  
The Board of Directors  
**Shree Global Tradefin Limited**  
35 Ashok Chambers, Broach Street,  
Devji Ratansey Marg, Masjid Bunder  
Mumbai 400009

We hereby certify that we have reviewed the Financial Statements and the Cash Flow Statement for the financial year ended 31<sup>st</sup> March, 2019 and that to the best of our knowledge and belief:

1. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
2. These statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.
3. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the aforesaid period which are fraudulent, illegal or violative of the Company's Code of Conduct.
4. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal control systems, if any, of which we are aware, and that we have taken the required steps to rectify these deficiencies.
5. We have indicated to the Auditors and the Audit Committee that:
  - (a) There have been no significant changes in internal control over financial reporting during the year.
  - (b) There have been no significant changes in accounting policies during the year.
  - (c) There have been no instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**Sd/-**  
**Rajesh R. Gupta**  
Managing Director  
DIN: 00028379

**Sd/-**  
**Viresh Sohoni**  
Chief Financial Officer

**Date: 30<sup>th</sup> May, 2019**  
**Place: Mumbai**

## Annexure III

### CERTIFICATE FROM COMPANY SECRETARY IN PRACTICE

*(Pursuant to clause 10 of Part C of Schedule V of LODR)*

In pursuance of sub clause (i) of clause 10 of Part C of Schedule V of The Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015; (LODR) in respect of Shree Global Tradefin Limited (CIN: L27100MH1986PLC041252) I hereby certify that :

On the basis of the written representation/declaration received from the directors and taken on record by the Board of Directors, as on 31<sup>st</sup> March, 2019, none of the directors on the board of the Company has been debarred or disqualified from being appointed or continuing as director of companies by the SEBI / Ministry of Corporate Affairs or any such statutory authority.

**Sd/-**  
**Saurabh Arora**  
**Saurabh Arora & Co.**  
**Company Secretaries**  
**ACS: 43368**  
**C.P.No: 19371**

**Date: 30<sup>th</sup> May, 2019**  
**Place: Mumbai**

**INDEPENDENT AUDITOR'S REPORT**

To The Members Of Shree Global TradeFin Limited

**Report on the Audit of the Standalone Financial Statements****Opinion**

We have audited the accompanying standalone financial statements of Shree Global TradeFin Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements")

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

**Basis for Opinion**

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

**Key Audit Matters**

Key audit matters are those matters that, in our professional judgment were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

- 1. Evaluation of Contingent Liabilities** - Claims against the company not acknowledged as debts is disclosed in the notes annexed to the standalone financial statements. The existence of the payments against these claims requires management judgment to ensure disclosure of most appropriate values of contingent liabilities.

(Refer Note 30 to Standalone Financial Statements)

**Auditor's Response:** Our audit procedures include, among others, assessing the appropriateness of the management's judgment in estimating the value of claims against the company not acknowledged as debts.

We have obtained details of demands/claims as at 31 March 2019 from the management. We assessed the completeness of details of these claims through discussion with senior management personnel. We have also reviewed the outcome of the disputed cases at various forums. We have also assessed the appropriateness of presentation of the contingent liabilities in the standalone financial statements.

**Conclusion**

We agree with the management's evaluation and none of the items as reported under contingent liabilities require any provision to be created.

- 2. Scrutiny Relating to balances Written off** - Other Expenses in Statement of Profit and loss account of the company includes Sundry Debit Balances written off on account of uncertainty in recoverability of such balance amounting to ₹ 246.02 Lakhs.

(Refer Note 21 of Standalone Financial Statements)

**Auditor's Response:** Our audit procedures among others, includes verifying the amount of ₹ 246.02 Lakhs pertaining to Uttam Galva Metallics Limited (UGML) that has been written off, is authorised by resolution passed by the Board in the meeting.

We have verified that the amount written off was in accordance with the resolution provided to us by the management.

**Conclusion**

We agree with the management's decision for writing off the receivables as there are very less chances of recovery of the monies.

**Information Other than the Standalone Financial Statements and Auditor's Report Thereon**

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and our auditors' report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

## SHREE GLOBAL TRADEFIN LIMITED

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### **Management's Responsibility for the Standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting 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 adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are responsible for overseeing the Company's financial reporting process.

### **Auditor's Responsibilities for the Audit of the Standalone Financial Statements**

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of

users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also :

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the



scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## **Report on Other Legal and Regulatory Requirements**

1. 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 account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - c) The Company has no branch office and hence the company is not required to conduct audit under section 143 (8) of the Act;
  - d) The Balance Sheet, the Statement of Profit and Loss(including Other Comprehensive Income), the Cash flow statement, and the Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
  - e) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Indian

Accounting Standards (Ind AS) prescribed under Section 133 of the Act, read with the Companies (Accounts) Rules, 2014;

- f) On the basis of the written representations received from the directors as on 31<sup>st</sup> March 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March 2019 from being appointed as a director in terms of Section 164 (2) of the Act;
  - g) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure A"; and
  - h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - i. The Company has disclosed the impact of pending litigations on its financial position as per the Notes to the Financial Statement. Refer Note 30 to the financial statements.
    - ii. The Company has created provisions for material foreseeable losses for long term contracts.
    - iii. The Company is not required to transfer any amount to the Investor Education and Protection Fund by the Company.
2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act 2013, we give in the 'Annexure B', a statement on the matters specified in paragraphs 3 and 4 of the Order.

### **For Todarwal & Todarwal LLP**

Chartered Accountants

ICAI Reg No : 111009W/W100231

Sd/-

Raunak Todarwal

Partner

M. No. : 165030

Dated : 30<sup>th</sup> May, 2019

Place : Mumbai

# SHREE GLOBAL TRADEFIN LIMITED

## **Annexure – A to the Independent Auditors’ Report**

### **Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

We have audited the internal financial controls over financial reporting of Shree Global Tradefin Ltd. (“the Company”) as of 31<sup>st</sup> March 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

#### **Management’s Responsibility for Internal Financial Controls**

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (“ICAI”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditors’ Responsibility**

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit

opinion on the Company’s internal financial controls system over financial reporting.

#### **Meaning of Internal Financial Controls over Financial Reporting**

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.

#### **Inherent Limitations of Internal Financial Controls over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

#### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31<sup>st</sup> March 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

#### **For Todarwal & Todarwal LLP**

Chartered Accountants

ICAI Reg No : 111009W/W100231

Sd/-

Raunak Todarwal

Partner

M. No. : 165030

Dated : 30<sup>th</sup> May, 2019

Place : Mumbai



## **Annexure - B to Independent Auditor's Report**

The 'Annexure B' referred to in Independent Auditor's Report to the Members of the Company on the Financial Statements for the year ended 31<sup>st</sup> March 2019, we report that:

- (i) (a) According to the information and explanation given to us and based on the records produced before us, we are of the opinion that the Company is maintaining proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) According to the information and explanation given to us, fixed assets were physically verified by the management according to a designed to cover all the locations which in our opinion, is reasonable having regard to the size of the company and the nature of its assets.
- (c) According to the information and explanation given to us and based on the records produced before us, the company does not possess any immovable property, so this clause is not applicable.
- (ii) According to the information and explanation given to us the company has no inventory, hence, the above clause is not applicable.
- (iii) According to the information and explanation given to us, the Company has not granted during the year any unsecured loans. Hence this clause is not applicable to the Company.
- (iv) According to the information and explanation given to us, we are of the opinion that in respect of loans, investments, guarantees, and security, provisions of section 185 and 186 of the Companies Act, 2013 have been complied with.
- (v) According to the information and explanation given to us, the company has not accepted any deposits within the meaning of Section 73 to 76 of the Act and the rules framed there under.
- (vi) We are informed that maintenance of cost records has not been prescribed by the Central Government under section 148(1) of the Companies Act, 2013 and hence such records have not been maintained by the Company.
- (vii) (a) According to the books and records as produced and audited by us in accordance with generally accepted auditing practices in India and also Management representations, undisputed statutory dues in respect of Provident fund, Employees' State Insurance, Income Tax, Custom duty, Goods and Services Tax, Cess and other statutory dues, if any, applicable to it, has been regularly deposited with the appropriate authorities.
- (b) According to the information and explanation given to us and the record produced before us, the disputed amount payable in case of GST, Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Value Added Tax or cess is as follows:

Nature of Statute	Nature of Dues	Amount (₹ in Lakhs)	Period to which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Tax, Penalty & Interest	61.29	FY - 2009-10	CIT Appeals
		105.46	FY - 2010-11	
		28.46	FY - 2015-16	

- (viii) According to the information and explanation given to us and based on the records before us, the company has not availed any loan or financial facilities from financial institutions and banks. Hence, this clause is not applicable to company.
- (ix) According to the information and explanation given to us and the record produced before us, the company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or by way of any term loan during the year.
- (x) During the course of our examination of the books of account carried in accordance with the generally accepted auditing standards in India, we have neither come across any instance of fraud on or by the Company by its officers or employees, either noticed or reported during the year, nor have we been informed of such case by the Management.
- (xi) According to the information and explanation given to us and the record produced before us, managerial remuneration has been paid during the year as per the provisions of section 197 read with Schedule V to the Act.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company as specified in the Nidhi Rules, 2014. Hence the provision of this clause is not applicable to the company.
- (xiii) According to the information and explanation given to us and the record produced before us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Standalone Financial Statements, as required by the applicable Indian Accounting Standards and AOC -2 marked as Annexure C in the Board's Report.
- (xiv) According to the information and explanation given to us and the record produced before us, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Hence the provision of this clause is not applicable to the company.
- (xv) As per the information and explanation given to us and the record produced before us, the company has not entered into any non-cash transactions with directors or persons connected with him.
- (xvi) The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

**For Tadarwal & Tadarwal LLP**  
Chartered Accountants  
ICAI Reg No : 111009W/W100231

Sd/-  
Raunak Tadarwal  
Partner  
M. No. : 165030  
Dated : 30<sup>th</sup> May, 2019  
Place : Mumbai

# SHREE GLOBAL TRADEFIN LIMITED

BALANCE SHEET AS AT 31<sup>ST</sup> MARCH, 2019

(₹ in Lakhs)

Particulars		Note No.	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>ASSETS</b>				
(1)	<b>Non-Current Assets</b>			
(a)	Property, Plant and Equipment	4	0.39	0.25
(b)	Financial Assets			
(i)	Investments	5	21,790.26	24,812.45
(c)	Other Non-current Assets	6	14,959.43	13,477.84
	<b>Total Non Current Assets</b>		<b>36,750.08</b>	<b>38,290.54</b>
(2)	<b>Current Assets</b>			
(a)	Financial Assets			
(i)	Cash and Cash Equivalents	7	1.54	1.32
(ii)	Trade receivables	8	-	894.32
(b)	Other Current Assets	9	32.21	22.67
	<b>Total Current Assets</b>		<b>33.75</b>	<b>918.31</b>
	<b>TOTAL ASSETS</b>		<b>36,783.83</b>	<b>39,208.85</b>
<b>EQUITY AND LIABILITIES</b>				
<b>Equity</b>				
(a)	Equity Share Capital	10	11,395.05	11,395.05
(b)	Other Equity	11	25,327.71	27,758.80
	<b>Total Equity</b>		<b>36,722.76</b>	<b>39,153.85</b>
<b>LIABILITIES</b>				
(1)	<b>Non Current Liabilities</b>			
(a)	Provisions	12	33.50	28.30
	<b>Total Non Current Liabilities</b>		<b>33.50</b>	<b>28.30</b>
(2)	<b>Current Liabilities</b>			
(a)	Provisions	13	10.34	8.45
(b)	Other Current Liabilities	14	17.23	18.25
	<b>Total Current Liabilities</b>		<b>27.57</b>	<b>26.70</b>
	<b>TOTAL EQUITY AND LIABILITIES</b>		<b>36,783.83</b>	<b>39,208.85</b>

See accompanying Notes 1 to 33 are integral part of these Financial Statements

As per our Report of Even Date

**For Todarwal & Todarwal LLP**

Chartered Accountants

Firm Registration No 111009W/W100231

Sd/-

**Raunak Todarwal**

Partner

Membership No 165030

**For and on behalf of the Board of Directors**

**Shree Global Tradefin Limited**

Sd/-

**Rajesh Gupta**

Managing Director

DIN:00028379

Sd/-

**Ravindra Deshpande**

Director

DIN:01003990

Sd/-

**Viresh Sohoni**

Chief Financial Officer

Sd/-

**Priyanka Agrawal**

Company Secretary

Membership No.-ACS-45692

**Place : Mumbai**

**Date : 30<sup>th</sup> May, 2019**

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2019

(₹ in Lakhs)

Particulars		Note No.	For the Year ended 31 <sup>st</sup> March, 2019	For the Year ended 31 <sup>st</sup> March, 2018
	<b>INCOME</b>			
I	Revenue from Operations	15	1,457.89	24,276.54
II	Other Income	16	0.29	0.63
III	<b>Total Income (I+II)</b>		<b>1,458.18</b>	<b>24,277.17</b>
IV	<b>EXPENSES</b>			
	(a) Purchases of Stock-in-trade	17	1,279.54	24,151.08
	(b) Employee Benefit Expenses	18	139.94	140.30
	(c) Finance Cost	19	0.02	0.00
	(d) Depreciation and Amortisation Expense	20	0.08	0.20
	(e) Other Expenses	21	842.23	579.70
	<b>Total Expenses(IV)</b>		<b>2,261.81</b>	<b>24,871.28</b>
V	<b>PROFIT /(LOSS) BEFORE EXCEPTIONAL ITEMS AND TAX (III-IV)</b>		<b>(803.63)</b>	<b>(594.11)</b>
VI	Exceptional Items		-	-
VII	<b>PROFIT / (LOSS) BEFORE TAX (V-VI)</b>		<b>(803.63)</b>	<b>(594.11)</b>
VIII	<b>Tax Expenses:</b>			
	(1) Current Tax		-	-
	(2) Deferred Tax		-	-
IX	<b>PROFIT / (LOSS) FOR THE PERIOD FROM CONTINUING OPERATIONS (VII-VIII)</b>		<b>(803.63)</b>	<b>(594.11)</b>
X	<b>PROFIT / (LOSS) FROM DISCONTINUED OPERATIONS</b>		-	-
XI	<b>TAX EXPENSES OF DISCONTINUED OPERATIONS</b>		-	-
XII	<b>PROFIT / (LOSS) FROM DISCONTINUED OPERATIONS (X-XI)</b>		-	-
XIII	<b>PROFIT/ (LOSS) FOR THE PERIOD (IX+XII)</b>		<b>(803.63)</b>	<b>(594.11)</b>
XIV	<b>OTHER COMPREHENSIVE INCOME</b>			
	(a) (i) Items that will be reclassified to profit and loss		-	-
	(ii) Income tax relating to items that will be reclassified to profit and loss		-	-
	(b) (i) Items that will not be reclassified to profit and loss	22	(1,627.46)	(6,397.37)
	(ii) Income tax relating to items that will not be reclassified to profit and loss		-	-
XV	<b>TOTAL OTHER COMPREHENSIVE INCOME/(LOSSES)</b>		<b>(1,627.46)</b>	<b>(6,397.37)</b>
XVI	<b>TOTAL COMPREHENSIVE INCOME OF THE YEAR (XIII+XV)</b>		<b>(2,431.09)</b>	<b>(6,991.48)</b>
XVII	<b>EARNING PER EQUITY SHARES:</b>			
	(1) Basic (in ₹)	29	(0.07)	(0.05)
	(2) Diluted (in ₹)		(0.07)	(0.05)

See accompanying Notes 1 to 33 are integral part of these Financial Statements

As per our Report of Even Date

**For Tadarwal & Tadarwal LLP**

Chartered Accountants

Firm Registration No 111009W/W100231

Sd/-

**Raunak Tadarwal**

Partner

Membership No 165030

**For and on behalf of the Board of Directors****Shree Global Tradefin Limited**

Sd/-

**Rajesh Gupta**  
Managing Director  
DIN:00028379

Sd/-

**Ravindra Deshpande**  
Director  
DIN:01003990

Sd/-

**Viresh Sohoni**  
Chief Financial Officer

Sd/-

**Priyanka Agrawal**  
Company Secretary  
Membership No.-ACS-45692

Place : Mumbai

Date : 30<sup>th</sup> May, 2019

# SHREE GLOBAL TRADEFIN LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2019

(₹ in Lakhs)

Particulars		Year ended 31 <sup>st</sup> March, 2019	Year ended 31 <sup>st</sup> March, 2018
<b>A</b>	<b>CASH FLOW FROM OPERATING ACTIVITIES</b>		
	Net Profit/(Loss) Before Tax	(803.63)	(594.11)
	<b>Adjustments for:</b>		
	(Profit)/Loss on Sale of Investment	554.54	532.91
	Actuarial Gain/(Loss)	(1.04)	5.58
	Loss in Investment in LLP	0.04	0.00
	Depreciation	0.08	0.20
	<b>Operating Profit Before Working Capital Changes</b>	<b>(250.01)</b>	<b>(55.42)</b>
	<b>Change in operating assets and liabilities</b>		
	(Increase)/Decrease in Trade and other Receivables	894.32	-
	(Increase) / Decrease in Other Non Current Assets	(1,481.58)	73.67
	(Increase) / Decrease in Other Current Assets	(9.54)	(1.81)
	Increase/(Decrease) in Other Non-Current Liabilities	(1.02)	(1,101.78)
	Increase/(Decrease) in Short-term Provisions	1.89	(6.64)
	Increase/(Decrease) in Long-term Provisions	5.20	8.36
	<b>Cash Generated from Operations</b>	<b>(840.74)</b>	<b>(1,083.62)</b>
	Direct Taxes Paid (Net of Refunds)	-	-
	<b>Net cash inflow (outflow) from operating activities</b>	<b>(840.74)</b>	<b>(1,083.62)</b>
<b>B</b>	<b>CASH FLOW FROM INVESTING ACTIVITIES</b>		
	Purchase of Fixed Assests	(0.24)	-
	Sale of Investment	841.20	1,077.38
	<b>Net cash inflow (outflow) from investing activities</b>	<b>840.96</b>	<b>1,077.38</b>
<b>C</b>	<b>CASH FLOW FROM FINANCING ACTIVITIES</b>		
	Interest & Financial Charges Paid	-	-
	Proceeds /( Repayments ) in Borrowing	-	-
	<b>Net cash inflow /(outflow) from financing activities</b>	<b>-</b>	<b>-</b>
	<b>Net Increase /(Decrease) in Cash &amp; Cash Equivalents (A+B+C)</b>	<b>0.22</b>	<b>(6.24)</b>
	Cash & Cash Equivalents as on 01st April, 2018	1.32	7.56
	Cash & Cash Equivalents as on 31st March, 2019	1.54	1.32
	<b>Net Increase / (Decrease) in Cash &amp; Cash Equivalents</b>	<b>0.22</b>	<b>(6.24)</b>
	<b>Components of Cash and Cash equivalents</b>		
	(a) Cash on Hand	0.55	0.48
	(b) Balance with Schedule Bank in : Current account	0.99	0.84
	<b>Total Cash and Cash Equivalents</b>	<b>1.54</b>	<b>1.32</b>

**Notes :**

1 Cash Flow Statement has been prepared following the indirect method as set out in Ind AS -7 specified under Section 133 of the Companies Act, 2013 except in case of interest paid / received, purchase and sale of Investments which have been considered on the basis of actual movements of cash with necessary adjustments in the corresponding assets and liabilities.

2 Cash and Cash Equivalents represent Cash & Bank balances.

See accompanying notes 1 to 33 are integral part of these Financial Statements

As per our Report of Even Date

**For Todarwal & Todarwal LLP**

Chartered Accountants

Firm Registration No 111009W/W100231

Sd/-

**Raunak Todarwal**

Partner

Membership No 165030

**For and on behalf of the Board of Directors**

**Shree Global Tradefin Limited**

Sd/-

**Rajesh Gupta**

Managing Director

DIN:00028379

Sd/-

**Ravindra Deshpande**

Director

DIN:01003990

Sd/-

**Viresh Sohoni**

Chief Financial Officer

Sd/-

**Priyanka Agrawal**

Company Secretary

Membership No.-ACS-45692

Place : Mumbai

Date : 30<sup>th</sup> May, 2019

STATEMENT OF CHANGE IN EQUITY FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2019

## A. Equity Share Capital

(₹ in Lakhs)

Particulars	Note No.	Equity Share Capital
<b>As at 1<sup>st</sup> April, 2017</b>		<b>11,395.05</b>
Changes in equity share capital		-
<b>As at 31<sup>st</sup> March, 2018</b>	<b>10</b>	<b>11,395.05</b>
Changes in equity share capital		-
<b>As at 31<sup>st</sup> March, 2019</b>		<b>11,395.05</b>

## B. Other Equity

(₹ in Lakhs)

Particulars	Note No.	Reserves and Surplus					Total
		Capital Reserve	General Reserve	Securities Premium	Surplus	Other Comprehensive Income	
<b>As at 01st April 2017</b>		<b>7,642.26</b>	<b>513.18</b>	<b>25,543.78</b>	<b>(2,057.79)</b>	<b>3,108.85</b>	<b>34,750.28</b>
Profit/ (Loss) for the year		-	-	-	(594.11)		(594.11)
Increase/ (Decrease) in Fair Value of Investment		-	-	-	-	(6,402.95)	(6,402.95)
Actuarial Gain/ (Loss) for the year		-	-	-	-	5.58	5.58
Equity instruments through other comprehensive income	<b>11</b>	-	-	-	(1,760.86)	1,760.86	-
<b>As at 31st March, 2018</b>		<b>7,642.26</b>	<b>513.18</b>	<b>25,543.78</b>	<b>(4,412.76)</b>	<b>(1,527.66)</b>	<b>27,758.80</b>
Profit/ (Loss) for the year		-	-	-	(803.63)		(803.63)
Increase/ (Decrease) in Fair Value of Investment		-	-	-	-	(1,628.50)	(1,628.50)
Actuarial Gain/ (Loss) for the year		-	-	-	-	1.04	1.04
Equity instruments through other comprehensive income		-	-	-	(10,498.55)	10,498.55	-
<b>As at 31st March, 2019</b>		<b>7,642.26</b>	<b>513.18</b>	<b>25,543.78</b>	<b>(15,714.94)</b>	<b>7,343.43</b>	<b>25,327.71</b>

See accompanying Notes 1 to 33 are integral part of these Financial Statements

As per our Report of Even Date  
**For Todarwal & Todarwal LLP**  
Chartered Accountants  
Firm Registration No 111009W/W100231  
Sd/-  
**Raunak Todarwal**  
Partner  
Membership No 165030

**For and on behalf of the Board of Directors**  
**Shree Global TradeFin Limited**

Sd/-  
**Rajesh Gupta**  
Managing Director  
DIN:00028379

Sd/-  
**Ravindra Deshpande**  
Director  
DIN:01003990

Sd/-  
**Viresh Sohoni**  
Chief Financial Officer

Sd/-  
**Priyanka Agrawal**  
Company Secretary  
Membership No.-ACS-45692

Place : Mumbai  
Date : 30<sup>th</sup> May, 2019

# SHREE GLOBAL TRADEFIN LIMITED

## Notes to Standalone Financial Statements for the year ended 31st March 2019.

### 1. Background

Shree Global Tradefin Limited was incorporated in 1986 having its registered office at 35, Ashok Chambers, Broach Street, Devji Ratansey Marg, Masjid Bunder, Mumbai 400009. The Company is engaged into the trading of iron and steel.

### 2. Significant Accounting Policies

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

#### a) Basis of preparation

i) These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS), under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values, the provisions of the Companies Act, 2013 ("the Act") (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter. Accounting policies have been consistently applied except where a newly-issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

ii) Historical cost convention the financial statements have been prepared on a historical cost basis, except for the following:

- Certain financial assets and liabilities that are measured at fair value;
- Defined benefit plans – plan assets measured at fair value;

#### b) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The Company has identified Managing Director and Chief Financial Officer as chief operating decision maker. Refer note 27 for segment information presented.

#### c) Foreign currency transaction

i) **Functional and presentation currency:** Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). The financial statements are presented in Indian National rupee (₹), which is the Company's functional and presentation currency.

#### ii) Transactions and balances:

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Exchange differences arising from foreign currency fluctuations are dealt with on the date of payment/receipt. Assets and Liabilities related to foreign currency transactions remaining unsettled at the end of the period/year are translated at the period/ year end rate. The exchange difference is credited / charged to Profit & Loss Account in case of revenue items and capital items.

Forward exchange contracts entered into, to hedge foreign currency risk of an existing asset/ liability. The premium or discount arising at the inception of forward exchange contract is amortised and recognized as an expense/ income over the life of the contract. Exchange differences on such contracts, except the contracts which are long-term foreign currency monetary items, are recognized in the statement of profit and loss in the period in which the exchange rates change. Any profit or loss arising on cancellation or renewal of such forward exchange contract is also recognized as income or as expense for the period.

#### d) Revenue Recognition

The company recognizes revenue in accordance with Ind- AS 115. Revenue is recognized when a customer obtains control of goods or services and thus has the ability to direct the use and obtained the benefits of the goods or services. Any advance received against supply of the goods and services is recognized under the head current liabilities, sub head trade and other payable.

Ind -AS 115 was issued on March 28, 2018 and establishes a five step model to account for revenue arising from contracts with customers. Under Ind AS 115, revenue is recognized at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer. The new revenue standard will supersede all current revenue recognition requirements under Ind AS.

#### e) Government grants

Grants from the government are recognized at fair value where there is a reasonable assurance that the grant will be received and the Company will comply with all attached conditions.

Government grants relating to income are deferred and recognized in the profit or loss over the period necessary to match them with the costs they are intended to compensate and presented within other income.

f) **Income tax**

Income tax expenses comprise current tax expense and the net changes in the deferred tax asset or liability during the year. Current & deferred taxes are recognized in the statement of Profit & Loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current & deferred tax are also recognized in other comprehensive income or directly in equity, respectively.

(i) **Current income tax**

Income tax expense is the aggregate amount of Current tax. Current tax is the amount of income tax determined to be payable in respect of taxable income for an accounting period or computed on the basis of the provisions of Section 115JB of Income Tax Act, 1961 by way of minimum alternate tax at the prescribed percentage on the adjusted book profits of a year, when Income Tax Liability under the normal method of tax payable basis works out either a lower amount or nil amount compared to the tax liability u/s 115JA

(ii) **Deferred Tax**

Deferred tax liabilities are recognized for all taxable temporary differences in accordance with Ind-AS 12. Deferred tax assets are recognized to the extent it is probable that taxable profit will be available, against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilized. The carrying amount of deferred tax asset is reviewed at each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized.

Deferred tax assets and liabilities are measured at the tax rate that are expected to apply in the year when the assets are realized or the liability is settled based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax assets and liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities.

g) **Leases**

The Leases of property, plant and equipment where the Company, as lessee, has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalized at the lease's inception at the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included in borrowings or other financial liabilities as appropriate.

Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the Company as lessee are classified as operating leases. Payments made under operating leases are charged to Statement of profit and loss on a straight line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

h) **Impairment of assets**

Property plant and equipment are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Recoverable amount of assets to be held and used is the higher of fair value less cost of disposal or value in use as envisaged in Ind-AS 36. If such assets are considered to be impaired, the impairment to be recognized is measured by the amount by which the carrying amount of the asset exceeds the recoverable value of the asset. Impairment loss is recognized in the statement of profit and loss except for properties previously revalued with revaluation taken to other comprehensive income. For such properties impairment loss is recognized in other comprehensive income up to the amount of any previous revaluation.

i) **Inventories**

The general practice adopted by the company for valuation of inventory is as under:-

i	Raw Materials	At lower of cost and net realizable value
ii	Stores and spares	At cost
iii	Work-in-process/ semi-finished goods	At material cost plus labour and other appropriate portion of production and administrative overheads and depreciation
iv	Finished Goods/ Traded Goods	At lower of cost and market value
v	Finished Goods at the end of trial run	At net realizable value
vi	Scrap material	At net realizable value
vii	Tools and equipments	At lower of cost and disposable value

Material and other supplies held for use in the production of the inventories are not written down below cost if the finished goods in which they will be incorporated are expected to be sold at or above cost.



# SHREE GLOBAL TRADEFIN LIMITED

## j) **Cash and cash equivalents**

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

## k) **Trade receivables**

Trade receivables are recognized initially at fair value and subsequently measured at amortised cost using effective interest method, less provision for impairment.

## l) **Investments and other financial assets**

### (i) **Classification**

The Company classifies its financial assets in the following measurement categories:

- Those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- Those measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in Statement of profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for equity investment at fair value through other comprehensive income.

The Company reclassifies debt investments when and only when its business model for managing those assets changes.

### (ii) **Measurement**

At initial recognition, the company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

#### **Debt instruments:**

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three

measurement categories into which the Company classifies its debt instruments:

#### **Amortised cost:**

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognized in profit or loss when the asset is derecognized or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.

#### **Fair value through other comprehensive income (FVOCI):**

Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognized in profit and loss. When the financial asset is derecognized, the cumulative gain or loss previously recognized in OCI is reclassified from equity to profit or loss and recognized in other gains/(losses). Interest income from these financial assets is included in other income using the effective interest rate method.

#### **Fair value through profit or loss:**

Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on debt investment that is subsequently measured at fair value through profit or loss is recognized in profit or loss and presented net in the statement of profit and loss in the period in which it arises. Interest income from these financial assets is included in other income.

#### **Equity instruments:**

The Company subsequently measures all equity investments at fair value. Where the company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognized in profit or loss as other income when the Company's right to receive payments is established.

Changes in the fair value of financial assets at



fair value through profit or loss are recognized in the other income. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

(iii) **Impairment of financial assets**

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 25 details how the Company determines whether there has been a significant increase in credit risk.

For trade receivables only, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognized from initial recognition of the receivables.

(iv) **De-recognition of financial assets**

Financial asset is derecognized only when:

- The Company has transferred the rights to receive cash flow from the financial asset or
- retains the contractual rights to receive the cash flows of the financial assets, but assumes a contractual obligation to pay cash flows to one or more recipients.

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognized. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset is not derecognized.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognized if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognized to the extent of continuing involvement in the financial asset.

m) **Income recognition**

**Interest income**

Interest income from debt instruments is recognized using effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the company estimates the expected

cash flows by considering all the contractual terms of the financial instruments but does not consider the expected credit losses.

n) **Cost recognition**

Costs and expenses are recognized when incurred and have been classified according to their nature. The costs of the Company are broadly categorized into material consumption, cost of trading goods, employee benefit expenses, depreciation and amortization, other operating expenses and finance cost. Employee benefit expenses include employee compensation, gratuity, leave encashment, contribution to various funds and staff welfare expenses. Other expenses broadly comprise manufacturing expenses, administrative expenses and selling and distribution expenses.

o) **Derivatives**

The derivative contracts to hedge risks which are not designated as hedges are accounted at fair value through profit or loss and are included in profit and loss account.

p) **Offsetting financial instruments**

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

q) **Property, plant and equipment**

Property, plant and equipment are carried at cost less accumulated depreciation and impairment loss, if any in accordance with Ind-AS 16. The Company reviews the fair value with sufficient frequency to ensure that the carrying amount does not differ materially from its fair value.

Cost excludes CENVAT credit, sales tax, service tax credit, Input credit under GST and such other levies / taxes. Depreciation on assets is claimed on such 'reduced' cost. All items of repairs and maintenance are recognized in the statement of profit and loss, except those meet the recognition principle as defined in Ind-AS 16 Any revaluation of an asset is recognized in other comprehensive income and shown as revaluation reserves in other equity

**Transition to Ind AS**

On transition to Ind AS, the Company has elected to continue with the carrying value of all its property, plant and equipment recognized as at 1 April 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

# SHREE GLOBAL TRADEFIN LIMITED

## **Depreciation/Amortisation methods, estimated useful lives and residual value**

Depreciation is calculated using the straight-line basis at the rates arrived at based on the useful lives prescribed in Schedule II of the Companies Act, 2013. The company follows the policy of charging depreciation on pro-rata basis on the assets acquired or disposed off during the year. Leasehold assets are amortised over the period of lease.

The residual values are not more than 5% of the original cost of the asset. The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount. Gains or losses on disposal are determined by comparing proceeds with carrying amount.

### **r) Intangible assets**

#### **i) Recognition**

Intangible assets are recognized only when future economic benefits arising out of the assets flow to the enterprise and are amortised over their useful life. Intangible assets purchased are measured at cost or fair value as of the date of acquisition, as applicable, less accumulated amortization and accumulated impairment, if any.

#### **ii) Amortization methods and periods**

The Company amortizes intangible assets on a straight line method over their estimated useful life not exceeding 5 years. Software is amortised over a period of three years.

#### **iii) Transition to Ind AS**

On transition to Ind AS, the company has elected to continue with the carrying value of all of intangible assets recognized as at 1 April 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of intangible assets.

### **s) Trade and other payables**

These amounts represent liabilities for goods and services provided to the company prior to the end of financial year which are unpaid. The amounts are unsecured and are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognized initially at their fair value and subsequently measured at amortised cost using the effective interest method.

### **t) Borrowings**

Borrowings are initially recognized at fair value, net of transaction cost incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognized in profit or loss over the period of the borrowings

using the effective interest method. Fees paid on the establishment of loan facilities are recognized as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all the facility will be drawn down, the fee is capitalized as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognized in profit or loss.

Where the terms of a financial liability are renegotiated and the entity issues equity instruments to a creditor to extinguish all or part of the liability (debt for equity swap), a gain or loss is recognized in profit or loss, which is measured as the difference between the carrying amount of the financial liability and the fair value of the equity instrument issued.

### **u) Borrowing costs**

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset as defined in Ind-AS 23 are capitalized during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing cost eligible for capitalization. Any related foreign currency fluctuations on account of qualifying asset under construction is capitalized and added to the cost of asset concerned. Other borrowing costs are expensed as incurred.

### **v) Employee benefits**

#### **i) Short-term obligations**

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognized in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

ii) **Other long-term employee benefit obligations**

The liabilities for earned leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured at the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligations.

Remeasurements as a result of the experience adjustments and changes in actuarial assumptions are recognized in profit or loss.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

iii) **Post-employment obligations**

The Company operates the following post-employment schemes:

- (a) Defined benefit plans such as gratuity; and
- (b) Defined contribution plans such as provident fund.

**Gratuity obligations**

The liability or assets recognized in the balance sheet in respect of gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes

in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognized immediately in profit or loss.

**Defined contribution plans**

The company pays provident fund contributions to publicly administered funds as per local regulations. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognized as employee benefit expense when they are due.

iv) **Bonus plans**

The Company recognizes a liability and an expense for bonuses. The Company recognizes a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

w) **Contributed equity**

Equity shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

x) **Dividends**

Provision is made for the amount of any dividend declared, being appropriately authorized and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

y) **Earnings per share**

i) **Basic earnings per share:**

Basic earnings per share are calculated by dividing:

- The profit attributable to owners of the company.
- By the weighted average number of equity shares outstanding during the financial year.

ii) **Diluted earnings per share:**

Diluted earnings per share adjust the figures used in the determination of basic earnings per share to take into account:

- The after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- The weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

z) **Custom duty and its benefits**

Customs Duty payable on imported raw materials, components and stores and spares is recognized to the extent assessed by the customs department.

# SHREE GLOBAL TRADEFIN LIMITED

Customs duty entitlement eligible under pass book scheme / DEPB is accounted on accrual basis. Accordingly, import duty benefits against exports effected during the year are accounted on estimate basis as incentive till the end of the year in respect of duty free imports of raw material yet to be made.

## aa) The Treatment of expenditure during construction period

All expenditure and interest cost during the project/asset construction period, are accumulated and shown as Capital Work-in- Progress until the project/assets commences commercial production. Assets under construction are not depreciated. Expenditure/Income arising out of trial run is part of pre-operative expenses included in Capital Work-in-Progress.

## ab) Fair value measurement

The Company reviews the fair value of Land with sufficient frequency to ensure that the carrying amount does not differ materially from its fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Company uses valuation techniques that are appropriate in circumstances and for which sufficient data is available to measure fair value, maximizing the use of relevant absorbable inputs and minimizing the use of un-absorbable inputs. External valuers are appointed for valuing land. The selection criteria for these valuers include market knowledge, reputation, independence and whether professional standards are maintained.

## ac) Amortization of expenses

### i) Equity Issue expenses:

Expenditure incurred in equity issue is being treated as Deferred and Revenue Expenditure to be amortised over a period of 10 years;

### ii) Debenture Issue Expenses:

Debenture Issue expenditure is amortised over the period of 10 years.

### iii) Deferred Revenue Expenses:

Deferred Revenue expenses are amortised over a period of 5 years.

## ad) Research and development expenses

Research and Development costs (other than cost of fixed assets acquired) are expensed in the year in which they are incurred.

## ae) Investment in Associates:

Investments in associates are recognized at fair value.

## af) Accounting for Provisions, Contingent Liabilities & Contingent Assets

In conformity with Ind-AS 37, 'Provisions, Contingent Liabilities and Contingent Assets', issued by the ICAI. A provision is recognized when the Company

has a present obligation as a result of past even and it is probable than an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits and compensated absences) are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date adjusted to reflect the current best estimates. Contingent liabilities are not recognized in the financial statements. A contingent asset is neither recognised nor disclosed in financial statements.

## ag) Provision for doubtful debts

The management reviews on a periodical basis the outstanding debtors with a view to determine as to whether the debtors are good, bad or doubtful after taking into consideration all the relevant aspects. On the basis of such review and in pursuance of other prudent financial considerations the management determines the extent of provision to be made in the accounts.

## ah) Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest Rupee as per the requirement of Schedule III, unless otherwise stated.

## 3. Critical estimates and Judgments

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the financial statements and the reported amounts of income and expense for the periods presented. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and future periods are affected. Key sources of estimation of uncertainty at the date of the financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of impairment of investments, useful lives of property, plant and equipment, valuation of deferred tax assets, provisions and contingent liabilities.

### Impairment of Investments

The Company reviews its carrying value of investments carried at amortised cost annually, or more frequently when there is indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for.

### Useful lives of property, plant and equipment

The Company reviews the useful life of property, plant and equipment at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

## Note 4 : Property, Plant and Equipment

(₹ in Lakhs)

Particulars	Gross carrying amount			Accumulated depreciation/amortisation				Net carrying amount		
	As at 1 <sup>st</sup> April, 2017	Additions	Deletions	As at 31 <sup>st</sup> March 2018	As at 1 <sup>st</sup> April, 2017	For the Year	On disposals	As at 31 <sup>st</sup> March 2018	As at 31 <sup>st</sup> March 2018	As at 31 <sup>st</sup> March 2017
<b>Owned Assets</b>										
Furniture & Fixture	0.18	-	-	0.18	0.01	0.02	-	0.03	0.15	0.17
Computers	0.88	-	-	0.88	0.60	0.18	-	0.78	0.10	0.28
<b>Total - Property, Plant and Equipment</b>	<b>1.06</b>	<b>-</b>	<b>-</b>	<b>1.06</b>	<b>0.61</b>	<b>0.20</b>	<b>-</b>	<b>0.81</b>	<b>0.25</b>	<b>0.45</b>

Particulars	Gross carrying amount			Accumulated depreciation/amortisation				Net carrying amount		
	As at 1 <sup>st</sup> April, 2018	Additions	Deletions	As at 31 <sup>st</sup> March 2019	As at 1 <sup>st</sup> April, 2018	For the Year	On disposals	As at 31 <sup>st</sup> March 2019	As at 31 <sup>st</sup> March 2019	As at 31 <sup>st</sup> March 2018
<b>Owned Assets</b>										
Furniture & Fixture	0.18	0.22	-	0.40	0.03	0.02	-	0.05	0.35	0.15
Computers	0.88	-	-	0.88	0.78	0.06	-	0.84	0.04	0.10
<b>Total - Property, Plant and Equipment</b>	<b>1.06</b>	<b>0.22</b>	<b>-</b>	<b>1.28</b>	<b>0.81</b>	<b>0.08</b>	<b>-</b>	<b>0.89</b>	<b>0.39</b>	<b>0.25</b>

## Note 5 : Investments- Non Current

(₹ in Lakhs)

Particulars		As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>A)</b>	<b>Investments measured at Fair Value through Other Comprehensive Income</b>		
<b>(I)</b>	<b>In Equity Shares of Associate Companies Unquoted, Fully Paid Up</b>		
<b>(i)</b>	<b>Indrajit Properties Private Limited</b> ( 21,472 Equity Shares of ₹ 10/- Each) (Previous Year 21,472 Equity Shares of ₹ 10/- Each)	16,926.99	16,926.99
	<b>Total (I)</b>	<b>16,926.99</b>	<b>16,926.99</b>
<b>(II)</b>	<b>In Equity Shares of Other Companies Quoted, Fully Paid Up</b>		
<b>(i)</b>	<b>ACI Infocom Limited</b> (96,000 Equity Shares of ₹ 1/- Each) (Previous Year 96,000 Equity Shares of ₹ 1/- Each)	0.29	3.10
<b>(ii)</b>	<b>Lloyds Finance Limited</b> 10,000 Equity Shares of ₹10/- Each (Previous Year 10,000 Equity Shares of ₹ 10/- Each)	-	-
<b>(iii)</b>	<b>Lloyds Metals and Energy Limited</b> (2,88,90,380 Equity Shares of ₹ 1/- Each) (Previous Year 2,88,90,380 Equity Shares of ₹ 1/- Each)	3,599.74	4,420.23
<b>(iv)</b>	<b>Ushdev International Limited *</b> (1,31,00,000 Equity Shares of ₹ 1/- Each) (Previous Year 1,31,00,000 Equity Shares of ₹ 1/- Each)	41.92	200.43
<b>(v)</b>	<b>Uttam Value Steels Limited *</b> (27,99,85,752 Equity Shares of ₹ 1/- Each) (Previous Year 76,79,21,586 Equity Shares of ₹ 1/- Each)	279.99	1,535.84
<b>(vi)</b>	<b>Lloyds Steels Industries Limited **</b> (10,41,79,010 Equity Shares of ₹ 1/- Each) (Previous Year 13,77,68,192 Equity Shares of ₹ 1/- Each)	937.61	1,722.10
	<b>Total (II)</b>	<b>4,859.55</b>	<b>7,881.70</b>
	<b>Total of Investments measured at Fair Value through OCI - Total (A)</b>	<b>21,786.54</b>	<b>24,808.69</b>

\* Full Pledged

\*\* Partial Pledged

## SHREE GLOBAL TRADEFIN LIMITED

Particulars		As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
B)	<b>Investments measured at Cost</b>		
	<b>In Equity Shares of Other Companies Unquoted, Fully Paid Up</b>		
	i) <b>Meta Copper &amp; Alloys Limited</b>	315.00	315.00
	31,50,000 Equity Shares of ₹10/- Each (Previous Year 31,50,000 Equity Shares of ₹ 10/- Each)		
	Less: Provision for Diminution in Value of Investment	(315.00)	(315.00)
	ii) <b>The City Co Op Bank Limited</b>	0.00	0.00
(10 Equity Shares of ₹ 25/- Each) (Previous Year 10 Equity Shares of ₹ 25/- Each)			
iii) <b>The Kapol Co Op Bank Limited</b>	0.01	0.01	
60 Equity Shares of ₹10/- Each (Previous Year 60 Equity Shares of ₹10/- Each)			
<b>Total of Investments measured at Cost - Total (B)</b>		<b>0.01</b>	<b>0.01</b>
<b>Total Investments in Equity Instruments (A +B)</b>		<b>21,786.55</b>	<b>24,808.70</b>
C)	<b>Investments in LLP</b>		
	Freelance Infraelex LLP (Refer Note No.31)	3.71	3.75
	<b>Total Investment in LLP (C)</b>	<b>3.71</b>	<b>3.75</b>
	<b>Aggregate amount of Investments Total(A+B+C)</b>	<b>21,790.26</b>	<b>24,812.45</b>

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Aggregate amount of quoted investments	4,859.55	7,881.70
Market Value of quoted investments	4,859.55	7,881.70
Aggregate amount of unquoted Investments	17,245.71	17,245.75
Aggregate provision for diminution in value of investments	315.00	315.00

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>Category-wise Non Current Investments</b>		
Financial assets carried out at amortised cost	-	-
Financial assets measured at cost	3.72	3.76
Financial assets measured at fair value through other Comprehensive Income	21,786.54	24,808.70
Financial assets measured at fair value through Profit & Loss	-	-
<b>Total Non Current Investment</b>	<b>21,790.26</b>	<b>24,812.45</b>

Particulars		As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
(I)	<b>Details of Cost of Investments which are measured at Fair Value</b>		
	<b>In Equity Shares of Associate Companies Unquoted, Fully Paid Up</b>		
	i) <b>Indrajit Properties Private Limited</b>	1.76	1.76
( 21,472 Equity Shares of ₹ 10/- Each) (Previous Year 21,472 Equity Shares of ₹ 10/- Each)			
<b>Total (I)</b>		<b>1.76</b>	<b>1.76</b>
(II)	<b>In Equity Shares of Other Companies Quoted, Fully Paid Up</b>		
	i) <b>ACI Infocom Limited</b>	-	-
(96,000 Equity Shares of ₹ 1/- Each) (Previous Year 96,000 Equity Shares of ₹ 1/- Each)			



Particulars		As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018	
(II)	<b>Details of Cost of Investments which are measured at Fair Value</b>			
	(ii)	<b>Lloyds Finance Limited</b> 10,000 Equity Shares of ₹ 10/- Each (Previous Year 10,000 Equity Shares of ₹ 10/- Each)	-	-
	(iii)	<b>Lloyds Metals and Energy Limited</b> (2,88,90,380 Equity Shares of ₹ 1/- Each) (Previous Year 2,88,90,380 Equity Shares of ₹ 1/- Each)	2,444.87	2,444.87
	(iv)	<b>Ushdev International Limited *</b> (1,31,00,000 Equity Shares of ₹ 1/- Each) (Previous Year 1,31,00,000 Equity Shares of ₹ 1/- Each)	2,329.00	2,329.00
	(v)	<b>Uttam Value Steels Limited *</b> (27,99,85,752 Equity Shares of ₹ 1/- Each) (Previous Year 76,79,21,586 Equity Shares of ₹ 1/- Each)	4,488.49	12,310.64
	(vi)	<b>Lloyds Steels Industries Limited **</b> (10,41,79,010 Equity Shares of ₹ 1/- Each) (Previous Year 13,77,68,192 Equity Shares of ₹1/- Each)	7,267.11	9,610.13
	<b>Total (II)</b>		<b>16,529.47</b>	<b>26,694.64</b>
	<b>Total Cost of Investments Which are measured at Fair Value (I+II)</b>		<b>16,531.23</b>	<b>26,696.40</b>

\* Full Pledged

\*\* Partial Pledged

**Note 6 : Other Non-Current Assets** (₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>Advances other than capital advances</b>		
Advances Recoverable in cash or in kind or for value to be received	14,959.43	13,477.84
<b>Total Other Non Current Assets</b>	<b>14,959.43</b>	<b>13,477.84</b>

**Note 7 : Cash and Cash Equivalents** (₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>Cash and Cash Equivalents</b>		
Cash on hand	0.55	0.48
Balance with Schedule Bank In Current Account	0.99	0.84
<b>Total - Cash and Cash Equivalents</b>	<b>1.54</b>	<b>1.32</b>

**Note 8 : Trade Receivables - Current** (₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Trade Receivables Considered Good-Unsecured	-	894.32
Less : Allowance for bad and doubtful debts	-	-
<b>Total Receivables</b>	<b>-</b>	<b>894.32</b>

**Note 9 : Other Current Assets** (₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>Advances other than Capital Advances</b>		
<b>(a) Security Deposits</b>	0.75	0.75
<b>(b) Other Advances</b>		
Advances Recoverable in cash or in kind or for value to be received	10.03	0.17
Advance Income Tax/Refund Due (Net)	19.85	19.85
Advances Recoverable	0.50	-
Recoverable CGST/SGST	1.08	1.90
<b>Total - Other Current Assets</b>	<b>32.21</b>	<b>22.67</b>



# SHREE GLOBAL TRADEFIN LIMITED

## Note 10 : Equity Share Capital

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>AUTHORIZED</b>		
Equity Shares:		
750,00,00,000 Equity Shares of ₹ 1/- Each (Previous year 750,00,00,000 Equity Shares of ₹ 1/- each)	75,000.00	75,000.00
<b>Total</b>	<b>75,000.00</b>	<b>75,000.00</b>
<b>ISSUED, SUBSCRIBED &amp; PAID-UP CAPITAL</b>		
113,95,05,465 Equity Shares of ₹1/- each (Previous Year 113,95,05,465 Equity Shares of ₹1/- each)	11,395.05	11,395.05
<b>Total - Equity Share Capital</b>	<b>11,395.05</b>	<b>11,395.05</b>

### (A) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

(₹ in Lakhs)

Particulars	Numbers of Shares	Amount
<b>Equity Shares</b>		
<b>At the beginning of the year</b>	<b>113,95,05,465</b>	<b>11,395.05</b>
Issued during the year	-	-
<b>Outstanding at the end of the year</b>	<b>113,95,05,465</b>	<b>11,395.05</b>

### (B) Terms/Rights attached to equity shares

The Company has issued only one class of Equity Shares having a par value of ₹ 1/- per share. Each holder of Equity Shares is entitled to one vote per share. The final dividend proposed if any, by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of Equity Shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of Equity Shares held by the shareholders.

### (C) The Company has not allotted any shares as fully paid up pursuant to a contract without payment being received in cash nor as Bonus Shares in last 5 years. The Company has not bought back any shares in last 5 years.

### (D) Details of the shareholders holding more than 5% shares in the Company

Name of Shareholder	As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2018	
	No. of Shares	% holding	No. of Shares	% holding
<b>Equity shares of ₹ 1/- each fully paid up</b>				
Teamwork Properties Developments LLP	38,65,55,000	33.92	38,65,55,000	33.92
Blossom Trade & Interchange LLP	38,39,04,000	33.69	38,39,04,000	33.69
Pragya Realty Developers Private Limited	12,20,86,965	10.71	11,69,05,465	10.26
Ravi Agarwal	7,27,84,740	6.39	7,27,84,740	6.39

### Note 11 : Other Equity

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>Reserves and surplus</b>		
<b>(a) Capital Reserve</b>		
As per Last Financial Statement	7,642.26	7,642.26
<b>(b) General Reserve</b>		
As per Last Financial Statement	513.18	513.18
<b>(c) Securities Premium</b>		
As per Last Financial Statement	25,543.78	25,543.78
<b>(d) Retained Earnings</b>		
As per last Financial Statement	(4,412.76)	(2,057.79)
Add: Profit for the year	(803.63)	(594.11)
Add: Equity instrument through OCI	(10,498.55)	(1,760.86)
<b>Closing Balance</b>	<b>(15,714.94)</b>	<b>(4,412.76)</b>
<b>(e) Other Comprehensive Income</b>		
As per last Financial Statement	(1,527.66)	3,108.85
Add: Movement in OCI (Net) during the year	(1,627.46)	(6,397.37)
Add: Equity instrument through OCI	10,498.55	1,760.86
<b>Closing Balance</b>	<b>7,343.43</b>	<b>(1,527.66)</b>
<b>Total - Other Equity</b>	<b>25,327.71</b>	<b>27,758.80</b>

### Nature and Purpose

#### General Reserve

General Reserve is used from time to time to transfer profits from Retained Earnings for appropriation purposes. As the General Reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the General Reserve will not be reclassified subsequently to statement of profit and loss.

**Securities Premium**

Securities Premium is used to record the premium on issue of shares and is utilised in accordance with the provisions of the Companies Act, 2013.

**Capital Reserve**

Capital Reserve is arising out of scheme of arrangement between Ragini Trading & Investments Limited and Parishram Properties Private Limited and Shree Global Tradein Limited and Pragma Realty Developers Private Limited and their respective Shareholders & Creditors.

**Retained Earnings**

Retained Earnings are the profits of the Company earned till date net of appropriations.

**Other Comprehensive Income**

This reserve represents the cumulative gains and losses arising on revaluation of equity instruments measured at fair value through other comprehensive income, net of amounts reclassified to retained earnings when those assets are disposed of and remeasurement of defined benefit plan.

**Note 12 : Provisions - Long Term (₹ in Lakhs)**

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>Provision for employee benefits</b>		
Gratuity	29.90	24.73
Leave Provision	3.60	3.57
<b>Total - Long Term Provisions</b>	<b>33.50</b>	<b>28.30</b>

**Note 13 : Provisions -Current (₹ in Lakhs)**

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>Provision for employee benefits</b>		
Bonus	1.46	1.12
Gratuity	5.51	5.29
Compensated Absences	1.39	0.06
<b>Others</b>		
Provision for Expenses	1.98	1.98
<b>Total - Provisions</b>	<b>10.34</b>	<b>8.45</b>

**Note 14 : Other Non Current Liabilities (₹ in Lakhs)**

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Others		
(a) Sundry Creditor for expenses	5.58	6.45
(b) Statutory Dues	4.24	7.15
(c) Other Payables	7.41	4.65
<b>Total - Other Current Liabilities</b>	<b>17.23</b>	<b>18.25</b>

**Note 15 :Revenue from Operations (₹ in Lakhs)**

Particulars	2018 - 19	2017 - 18
<b>Sale of Products</b>		
Traded Goods	1,457.89	24,276.54
<b>Total - Revenue from Operations</b>	<b>1,457.89</b>	<b>24,276.54</b>

**Note 16 : Other Income (₹ in Lakhs)**

Particulars	2018 - 19	2017 - 18
<b>Other Non-Operating Income</b>		
Other Receipts	0.00	-
Sundry Balance Written back	0.29	0.63
<b>Total - Other Income</b>	<b>0.29</b>	<b>0.63</b>

**Note 17 : Purchase of Traded Goods (₹ in Lakhs)**

Particulars	2018 - 19	2017 - 18
<b>Purchase of Trade goods</b>		
Steel & Related Products	1,279.54	24,151.08
<b>Total -Purchase of Traded Goods</b>	<b>1,279.54</b>	<b>24,151.08</b>

**Note 18 : Employee benefits expense (₹ in Lakhs)**

Particulars	2018 - 19	2017 - 18
Salaries and Wages	128.25	118.79
Contributions to Provident and other Funds	6.56	5.91
Staff Welfare Expenses	0.78	0.89
Gratuity & Leave Encashment Expenses (Refer Note No. 23)	4.35	14.71
<b>Total - Employee Benefit Expenses</b>	<b>139.94</b>	<b>140.30</b>

**Note 19 : Finance Costs (₹ in Lakhs)**

Particulars	2018 - 19	2017 - 18
<b>Interest Expense</b>		
(i) Interest	0.02	0.00
<b>Total - Finance Cost</b>	<b>0.02</b>	<b>0.00</b>

**Note 20 : Depreciation (₹ in Lakhs)**

Particulars	2018 - 19	2017 - 18
Depreciation (Refer Note No.4 )	0.08	0.20
<b>Total - Depreciation</b>	<b>0.08</b>	<b>0.20</b>

# SHREE GLOBAL TRADEFIN LIMITED

## Note 21 : Other Expenses (₹ in Lakhs)

Particulars	2018 - 19	2017 - 18
<b>Administrative Expenses</b>		
Advertisement & Publicity	0.28	0.32
Bank Charges	0.02	0.11
Demat Charges	0.04	0.02
Electricity Charges	0.18	0.15
Fees & Subscription	4.21	5.73
General Expenses	0.31	0.27
Travelling & Conveyance	5.65	5.16
Legal , Professional & Consultancy Charges	24.53	27.89
Loss on sale of shares (net)	554.54	532.91
Loss in Investment in LLP	0.04	0.00
Postage Charges	0.16	0.12
Printing & Stationary	1.02	0.86
Rent	2.51	2.53
Pledge & Transaction Charges	0.15	0.95
Repairs & Maintenance to others	0.16	0.19
Stamp duty Expenses	0.03	0.10
Telephone Expenses	0.38	0.39
GST Expenses	0.00	-
Sundry Debit Balance Written Off	246.02	-
Payment to Auditors (refer Note 21(a))	2.00	2.00
<b>Total - Administrative Expenses</b>	<b>842.23</b>	<b>579.70</b>
<b>Total - Other Expenses</b>	<b>842.23</b>	<b>579.70</b>

## Note 21(a) Payment to auditor (₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>(a) To statutory auditors</b>		
-Statutory Audit Fees	1.50	1.50
-Tax Audit	0.50	0.50
<b>Total - Payment to auditor</b>	<b>2.00</b>	<b>2.00</b>

## Note 22 Other Comprehensive Income (₹ in Lakhs)

Particulars	2018 - 19	2017 - 18
<b>Items that will not be reclassified to profit or loss;</b>		
Remeasurment to the defined benefit Plan	1.04	5.58
Equity Instruments through Other Comprehensive Income	(1,628.50)	(6,402.95)
<b>Total - Other Comprehensive Income</b>	<b>(1,627.46)</b>	<b>(6,397.37)</b>

## 23. Disclosure as required by the Ind AS -19 "Employee Benefit" is given below:

Defined benefit plan: The Company operates one defined benefit plan, viz., gratuity benefit, for its employees. The Gratuity plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 days basic salary payable for each completed year of service. The company does not have any fund for gratuity liability and the same is accounted for as provision.

Under the other long term employee benefit plan, the company extends benefit of compensated absences to the employees, whereby they are eligible to carry forward their entitlement of earned leave for encashment upon retirement / separation or during tenure of service. The Plan is not funded by the company.

The Details of defined benefit obligations are as under :

(₹ in Lakhs)

S. No.	Particulars	31st March, 2019		31st March, 2018	
		Gratuity	Compensated Absence	Gratuity	Compensated Absence
1.	Obligation as at beginning of the year	30.02	3.63	27.76	4.26
2.	Current service cost	2.04	0.92	1.90	(1.20)
3.	Interest cost	2.31	0.28	1.94	0.30
4.	Benefits paid	-	-	(6.87)	-
5.	Remeasurements	1.04	(0.51)	5.30	0.28
6.	<b>Obligation as at Close of the year</b>	<b>35.41</b>	<b>4.31</b>	<b>30.02</b>	<b>3.63</b>
7.	Current portion	5.51	0.72	5.29	0.06
8.	Non-current portion	29.90	3.60	24.73	3.57
	<b>Total</b>	<b>35.41</b>	<b>4.31</b>	<b>30.02</b>	<b>3.63</b>

(₹ in Lakhs)

S. No.	Particulars	31st March, 2019		31st March, 2018	
		Gratuity	Compensated Absence	Gratuity	Compensated Absence
1.	Current service cost	2.04	0.92	1.90	(1.20)
2.	Interest cost	2.31	0.28	1.94	0.30
	<b>Total</b>	<b>4.35</b>	<b>1.20</b>	<b>3.84</b>	<b>(0.91)</b>

Amount recognized in other comprehensive income:

(₹ in Lakhs)

S. No.	Particulars	31st March, 2019		31st March, 2018	
		Gratuity	Compensated Absence	Gratuity	Compensated Absence
1.	Remeasurements	1.04	(0.51)	5.30	0.28
	<b>Total</b>	<b>1.04</b>	<b>(0.51)</b>	<b>5.30</b>	<b>0.28</b>

(₹ in Lakhs)

Particulars	Year ended 31st March, 2019	Year ended 31st March, 2018
(Gain) / loss from change in demographic assumptions	-	-
(Gain) / loss from change in financial assumptions	(1.37)	-
(Gain) / loss from change in experience assumptions	2.41	-
<b>Total</b>	<b>1.04</b>	<b>-</b>

Due to its defined benefit plans, the Company is exposed to the following significant risks:

Changes in bond yields - A decrease in bond yields will increase plan liability.

Salary risk - The present value of the defined benefit plans liability is calculated by reference to the future salaries of the plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

Existing assumptions:

Sr. No.	Particulars	Gratuity	
		As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
1.	Discount rate	7.70%	7.25%
2.	Rate of salary increase	5.50%	5.50%
3.	Withdrawal rate	1.00%	1.00%
4.	Mortality rate	Indian Assured Lives (2006-08)	Indian Assured Lives (2006-08)
5.	Retirement age	62 Years	60 Years

**Note:** The Company regularly assesses these assumptions with the projected long-term plans and prevalent industry standards.

The impact of sensitivity due to changes in the significant actuarial assumptions on the defined benefit obligations is given in the table below:

Particulars	Change in assumption	31st March, 2019		31st March, 2018	
		Gratuity	Compensated Absence	Gratuity	Compensated Absence
Discount Rate	+1%	32.61	3.96	28.65	3.32
	-1%	38.56	4.71	31.56	3.98
Salary Growth Rate	+1%	38.60	4.72	31.57	3.98
	-1%	32.53	3.95	28.62	3.31
Withdrawal Rate	+1%	35.79	4.36	-	-
	-1%	35.00	4.26	-	-

The above sensitivity analysis is determined based on a method that extrapolates the impact on the net defined benefit obligations, as a result of reasonable possible changes in the significant actuarial assumptions. Further, the above sensitivity analysis is based on a reasonably possible change in a

particular under-lying actuarial assumption, while assuming all other assumptions to be constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated.

The table below summarizes the maturity profile and duration of the gratuity liability:

(₹ in Lakhs)

Particulars	Gratuity	
	31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018
Within one year	5.51	2.27
Within one-two years	0.43	-
Within two-three years	0.42	2.56
Within three-four years	0.42	-
Within four-five years	0.42	2.63
Above six years	28.21	22.56
<b>Total</b>	<b>35.41</b>	<b>30.02</b>
Weighted average duration (in years)	11.19 YRS	4 YRS

#### 24. Financial instrument and risk management

##### Fair values

- The carrying amounts of trade payables, other financial liabilities (current), borrowings (current), trade receivables, cash and cash equivalents, other bank balances and loans are considered to be the same as fair value due to their short term nature.
- Borrowings (non-current) consists of loans from banks and government authorities, other financial liabilities (noncurrent) consists of interest accrued but not due on deposits other financial assets consists of employee advances where the fair value is considered based on the discounted cash flow.
- The fair value of forward foreign exchange contracts is calculated as the present value determined using forward exchange rates, currency basis spreads between the respective currencies and interest rate curves.

The fair value of financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

# SHREE GLOBAL TRADEFIN LIMITED

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments:

(₹ in Lakhs)

Particulars	At amortized Cost		At Fair value through Profit & Loss		Designated at fair value through OCI	
	As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2019	
	Carrying amount	Fair value	Carrying amount	Fair value	Carrying amount	Fair value
<b>Financial Assets</b>						
<b>Non-current</b>						
(i) Investments	3.72	3.72	-	-	21,786.54	21,786.54
<b>Current</b>						
(i) Cash and Cash Equivalent	1.54	1.54	-	-	-	-
<b>Total Financial assets</b>	<b>5.26</b>	<b>5.26</b>	<b>-</b>	<b>-</b>	<b>21,786.54</b>	<b>21,786.54</b>
<b>Financial Liabilities</b>						
<b>Non-current</b>						
( i) Borrowings	-	-	-	-	-	-
<b>Current</b>						
(i) Borrowings	-	-	-	-	-	-
(ii) Trade Payables	-	-	-	-	-	-
<b>Total Financial liabilities</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

## 25. Financial risk and capital risk management

### a) Financial Risk

The business activities of the Company expose it to a variety of financial risks, namely market risks (that is, foreign exchange risk, interest rate risk and price risk), credit risk and liquidity risk. The Company's risk management strategies focus on the un-predictability of these elements and seek to minimise the potential adverse effects on its financial performance.

The financial risk management for the Company is driven by the Company's senior management and internal/external experts subject to necessary supervision.

The Company does not undertake any speculative transactions either through derivatives or otherwise. The senior management is accountable to the Board of Directors and Audit Committee. They ensure that the Company's financial risk-taking activities are governed by appropriate financial risk governance frame work, policies and procedures. The Board of Directors periodically reviews the exposures to financial risks, and the measures taken for risk mitigation and the results thereof.

### b) Foreign currency Risk

Foreign exchange risk arises on all recognised monetary assets and liabilities and on highly probable forecasted transactions which are denominated in a currency

other than the functional currency of the Company. The Company does not have any foreign currency trade payables and receivables.

The foreign exchange risk management policy of the Company requires it to manage the foreign exchange risk by transacting as far as possible in the functional currency.

No Forward contracts were entered into by the company either during the year or previous years since the company has very minimum exposure to foreign currency risk as stated in above table.

#### i. Price risk

The company uses surplus fund in operations and for further growth of the company. Hence, there is no price risk associated with such activity.

#### ii. Credit risk

Credit risk refers to the risk of default on its obligation by the counter-party the risk of deterioration of creditworthiness of the counter-party as well as concentration risks of financial assets, and thereby exposing the Company to potential financial losses. The Company is exposed to credit risk mainly with respect to trade receivables.

**Trade receivables**

The Trade receivables of the Company are typically noninterest bearing un-secured. As there is no independent credit rating of the customers available with the Company, the management reviews the credit-worthiness of its customers based on their financial position, past experience and other factors. The credit risk related to the trade receivables is managed / mitigated by concerned team based on the Company's established policy and procedures and by setting appropriate payment terms and credit period. The credit period provided by the Company to its customers depend upon the contractual terms with the customers.

The ageing analysis of trade receivables as at the reporting date is as follows:

(₹ in Lakhs)

Particulars	Less than six months	More than six months
Trade Receivables as at March 31, 2019	-	-
Trade Receivables as at March 31, 2018	-	894.32

The Company performs on-going credit evaluations of its customers' financial condition and monitors the credit-worthiness of its customers to which it grants credit in its ordinary course of business. The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amount due or there are some disputes which in the opinion of the management is not in the Company's favour. Where the financial asset has been written-off, the Company continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognised in profit and loss.

**iii. Liquidity risk**

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. Accordingly, as a prudent liquidity risk management measure, the Company closely monitors its liquidity position and deploys a robust cash management system.

Based on past performance and current expectations, the Company believes that the Cash and cash equivalents and cash generated from operations will satisfy its working capital needs, capital expenditure, investment requirements, commitments and other liquidity requirements associated with its existing operations, through at least the next twelve months.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments:-

(₹ in Lakhs)

Particulars	As at March 31, 2019	
	Less than One Year	More than One Year
Trade payables	-	-
Other financial liabilities	-	-
<b>Total Financial liabilities</b>	-	-

Particulars	As at March 31, 2018	
	Less than One Year	More than One Year
Trade payables	-	-
Other financial liabilities	-	-
<b>Total Financial liabilities</b>	-	-

**c) Capital Risk**

The Company's objective while managing capital is to safeguard its ability to continue as a going concern (so that it is enabled to provide returns and create value for its shareholders, and benefits for other stakeholders), support business stability and growth, ensure adherence to the covenants and restrictions imposed by lenders and/ or relevant laws and regulations, and maintain an optimal and efficient capital structure so as to reduce the cost of capital. However, the key objective of the Company's capital management is to, ensure that it maintains a stable capital structure with the focus on total equity, uphold investor; creditor and customer confidence, and ensure future development of its business activities. In order to maintain or adjust the capital structure, the Company may issue new shares, declare dividends, return capital to shareholders, etc.

The Company manages its capital structure and makes adjustments to it, in light of changes in economic conditions or its business requirements.

**26. Capital Management****Capital management and Gearing Ratio**

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders. The primary objective of the company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The Company monitors capital using a gearing ratio, which is debt divided by total capital. The Company includes within debt, interest bearing loans and borrowings.

# SHREE GLOBAL TRADEFIN LIMITED

(₹ in Lakhs)

Particulars	31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018
<b>Borrowing</b>		
Current	-	-
Non-Current	-	-
<b>Total Debts</b>	-	-
Cash and Marketable Securities	1.54	1.32
<b>Net Debts</b>	<b>(1.54)</b>	<b>(1.32)</b>
<b>Equity</b>		
Equity Share capital	11,395.05	11,395.05
Other Equity	25,327.71	27,758.80
<b>Total capital</b>	<b>36,722.76</b>	<b>39,153.85</b>
<b>Gearing ratio in % (Net Debts/capital)</b>	<b>(0.00)%</b>	<b>(0.00)%</b>

## 27. Segment reporting under Ind AS – 108

The Company is engaged in the business of Trading and there are no separate reportable segments as per Indian Accounting Standard (AS-108) "Segment Reporting". The Company's operations are within India.

## 28. Related party transactions under Ind AS -24

**Names of related parties and nature of relationships:**

Names of the Related parties	Nature of Relationship
Mr. Rajesh R. Gupta	Managing Director
Mr. Viresh Sohoni	CFO
Mrs. Priyanka Agrawal	Company Secretary & Compliance Officer
Mr. Ravindra Deshpande	Non-Executive Director
Mr. Mohan Krishnamoorthy	Independent Director
Ms. Mohinder Anand	Independent Director

**Details of transactions during the year where related party relationship existed:**

(₹ in Lakhs)

Names of the related parties	Nature of Transactions	Year ended 31 <sup>st</sup> March 2019	Year ended 31 <sup>st</sup> March 2018
Mr. Rajesh Gupta	Remuneration	80.00	80.00
Mr. Viresh Sohoni	Remuneration	18.87	17.41
Mrs. Priyanka Agrawal	Remuneration	11.45	4.33*
Mr. Ravindra Deshpande	Sitting Fees	-	-
Mr. Mohan Krishnamoorthy	Sitting Fees	-	-
Ms. Mohinder Anand	Sitting Fees	-	-

\* Mrs. Priyanka Agrawal appointed w.e.f 21st September, 2017

## 29. Earnings per share (EPS)

(₹ in Lakhs)

Particulars	Year ended 31 <sup>st</sup> March, 2019	Year ended 31 <sup>st</sup> March, 2018
Profit for the year	<b>(803.63)</b>	<b>(594.11)</b>
Weighted average number of equity shares in calculating Basic and Diluted EPS	113,95,05,465	113,95,05,465
<b>Face Value per share ₹</b>	<b>1</b>	<b>1</b>
<b>Basic and Diluted Earnings per Share (EPS)₹</b>	<b>(0.07)</b>	<b>(0.05)</b>

## 30. Contingent Liability

(₹ in Lakhs)

Sr. No.	Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
a)	Claims against the Company not acknowledged as Debts- Income Tax	195.20	36,268.44
b)	Guarantees excluding financial guarantees- Investments Pledged (At Cost Price)	10,192.89	22,122.18
c)	Corporate Guarantee*	2,000.00	-

Note: Tax Liability is under dispute

\*Corporate Guarantee is given in favour of Bank of Baroda for providing loan to Indrajit Properties Private Limited, an associate Company of Shree Global Tradefin Limited.

## 31. Details of Investment in the Freelance Infralex LLP

(₹ in Lakhs)

Sl. No.	Name of the Partners	Share in Profit	Capital Investment	Share of Profit/ (Loss)	Closing Balance
1	Shree Global Tradefin Limited	75.00%	3.75	(0.04)	3.71
2	Duli Trade & Commodities Private Limited	23.00%	1.15	(0.01)	1.14
3	Blossom Trade & Interchange LLP	1.00%	0.05	(0.00)	0.05
4	Teamwork Properties Developments LLP	1.00%	0.05	(0.00)	0.05
	<b>Total</b>	<b>100.00%</b>	<b>5.00</b>	<b>(0.05)</b>	<b>4.95</b>



32. a) The Company does not envisage any liability for income tax for the current year in absences of any taxable income.

b) Disclosure as required by Ind AS-12 "accounting for taxes on income" are given below:-

In the event of carry forward losses and unabsorbed depreciation no Deferred Tax liability has been created for the financial year ending 31.03.2019. The deferred tax asset has not been recognized as there is no probable certainty of sufficient future taxable income available against which this deferred tax assets can be realized.

**33. Approval of Financial Statements**

The financial statements were approved for issue by the board of directors on 30th May, 2019.

See accompanying notes 1 to 33 are integral part of these Financial Statements

As per our Report of Even Date

**For Todarwal & Todarwal LLP**

Chartered Accountants

Firm Registration No 111009W/W100231

Sd/-

**Raunak Todarwal**

Partner

Membership No 165030

**Place : Mumbai**

**Date : 30<sup>th</sup> May, 2019**

**For and on behalf of the Board of Directors  
Shree Global Tradefin Limited**

Sd/-

**Rajesh Gupta**

**Managing Director**

**DIN:00028379**

Sd/-

**Viresh Sohoni**

**Chief Financial Officer**

Sd/-

**Ravindra Deshpande**

**Director**

**DIN:01003990**

Sd/-

**Priyanka Agrawal**

**Company Secretary**

**Membership No.-ACS-45692**

# SHREE GLOBAL TRADEFIN LIMITED

## INDEPENDENT AUDITORS REPORT

To The Members Of Shree Global Tradefin Limited

### **Report on the Audit of the Consolidated Financial Statements**

#### **Opinion**

We have audited the accompanying consolidated Ind AS Financial Statements of Shree Global Tradefin Limited (hereinafter referred to as the "Holding Company") and its associate which comprise the consolidated Balance Sheet as at March 31, 2019, and the consolidated statement of Profit and Loss, (the consolidated statement of changes in equity) and the consolidated cash flows Statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated 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, of their consolidated state of affairs of the Company as at March 31, 2019, of consolidated profit/loss, (consolidated changes in equity) and its consolidated cash flows for the year then ended.

#### **Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by ICAI, and we have fulfilled our other ethical responsibilities in accordance with the provisions of the Companies Act, 2013. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

**Evaluation of Contingent Liabilities** - Claims against the company not acknowledged as debts is disclosed in the notes annexed to the consolidated financial statements. The existence of the payments against these claims requires management judgment to ensure disclosure of most appropriate values of contingent liabilities.

(Refer Note 30 to Consolidated Financial Statements)

**Auditor's Response:** Our audit procedures include, among others, assessing the appropriateness of the management's judgment in estimating the value of claims against the company not acknowledged as debts.

We have obtained details of demands/claims as at 31 March 2019 from management. We assessed the completeness of details of these claims through discussion with senior management personnel. We have also reviewed the outcome of the disputed cases at various forums. We have also assessed the appropriateness of presentation of the contingent liabilities in the consolidated financial statements.

#### **Conclusion**

We agree with the management's evaluation and none of the items as reported under contingent liabilities require any provision to be created.

**Scrutiny Relating to balances Written off :** Other Expenses in Statement of Profit and loss account of the company includes Sundry Debit Balances written off on account of uncertainty in recoverability of such balance amounting to ₹ 246.02 Lakhs.

(Refer Note 21 of consolidated Financial Statements)

**Auditor's Response:** Our audit procedures, among others, include verifying whether the amount of ₹ 246.02 Lakhs pertaining to Uttam Galva Metallics Limited (UGML) that has been written off, is authorized by a resolution passed by the board in its meeting.

We have verified that the amount written off was in accordance with the resolution provided to us by the management.

#### **Conclusion**

We agree with the management's decision for writing off the receivables as there are no chances of recovery of the amount due from UGML.

#### **Information Other than the Financial Statements and Auditor's Report Thereon**

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Corporate Governance and Shareholder's Information, but does not include the Consolidated financial statements and our auditor's report thereon. Our opinion on the Consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

### Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Companies Act, 2013 that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group including its associate in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group and of its associate are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring 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, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its associate are responsible for assessing the ability of the Group and of its associate to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its associate are responsible for overseeing the financial reporting process of the Group and of its associate.

### Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also :

1. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company and its associate company which are companies incorporated in India, has adequate internal financial controls system in place and the operating effectiveness of such controls.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

## SHREE GLOBAL TRADEFIN LIMITED

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### 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 account as required by law have been kept by the Company so far as it appears from our examination of those books;
- c. The Company has no branch office and hence the company is not required to conduct audit under section 143 (8) of the Act;
- d. The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash flow statement, and the Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;

- e. In our opinion, the aforesaid Consolidated Ind AS financial statements comply with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act, read with the Companies (Accounts) Rules, 2014;
- f. On the basis of the written representations received from the directors as on 31st March 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2019 from being appointed as a director in terms of Section 164 (2) of the Act;
- g. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure A"; and
- h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company has disclosed the impact of pending litigations on its financial position as per the Notes to the Financial Statement. Refer Note 30 to the financial statements.
  - ii. The Company has created provisions for material foreseeable losses for long term contracts.
  - iii. The Company is not required to transfer any amount to the Investor Education and Protection Fund by the Company.

**For Todarwal & Todarwal LLP**  
Chartered Accountants  
ICAI Reg No : 111009W/W100231

Sd/-  
Raunak Todarwal  
Partner  
M. No. : 165030  
Dated : 30<sup>th</sup> May, 2019  
Place : Mumbai

**Annexure “A” to the Independent Auditor’s Report**

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”).

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2019, we have audited the internal financial controls over financial reporting of **Shree Global Tradefin Limited** (hereinafter referred to as “Company”) and its associate company, which are companies incorporated in India, as of that date.

**Management’s Responsibility for Internal Financial Controls**

The Board of Directors of the Company and its associate company, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (“ the ICAI”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

**Auditor’s Responsibility**

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company and its associate company, which are companies incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Company and its associate company, which are companies incorporated in India.

**Meaning of Internal Financial Controls Over Financial Reporting**

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.

**Inherent Limitations of Internal Financial Controls Over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the Company and its associate company, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For Todarwal & Todarwal LLP**

Chartered Accountants  
ICAI Reg No : 111009W/W100231

Sd/-  
Raunak Todarwal  
Partner  
M. No. : 165030  
Dated : 30<sup>th</sup> May, 2019  
Place : Mumbai

# SHREE GLOBAL TRADEFIN LIMITED

CONSOLIDATED BALANCE SHEET AS AT 31<sup>ST</sup> MARCH, 2019

(₹ in Lakhs)

Particulars		Note No.	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>ASSETS</b>				
<b>Non-Current Assets</b>				
(1)	(a) Property, Plant and Equipment	4	0.39	0.25
	(b) Financial Assets			
	(i) Investments	5	18,709.84	25,279.42
	(c) Other Non-current Assets	6	14,959.43	13,477.84
	<b>Total Non Current Assets</b>		<b>33,669.66</b>	<b>38,757.51</b>
<b>Current Assets</b>				
(2)	(a) Financial Assets			
	(i) Cash and Cash Equivalents	7	1.54	1.32
	(ii) Trade receivables	8	-	894.32
	(b) Other Current Assets	9	32.21	22.67
	<b>Total Current Assets</b>		<b>33.75</b>	<b>918.31</b>
	<b>TOTAL ASSETS</b>		<b>33,703.41</b>	<b>39,675.82</b>
<b>EQUITY AND LIABILITIES</b>				
<b>Equity</b>				
	(a) Equity Share Capital	10	11,395.05	11,395.05
	(b) Other Equity	11	22,247.29	28,225.76
	<b>Total Equity</b>		<b>33,642.34</b>	<b>39,620.81</b>
<b>Liabilities</b>				
<b>Non Current Liabilities</b>				
(1)	(a) Provisions	12	33.50	28.31
	<b>Total Non Current Liabilities</b>		<b>33.50</b>	<b>28.31</b>
<b>Current Liabilities</b>				
(2)	(a) Provisions	13	10.34	8.45
	(b) Other Current Liabilities	14	17.23	18.25
	<b>Total Current Liabilities</b>		<b>27.57</b>	<b>26.70</b>
	<b>TOTAL EQUITY AND LIABILITIES</b>		<b>33,703.41</b>	<b>39,675.82</b>

See accompanying Notes 1 to 35 are integral part of these Financial Statements

As per our Report of Even Date

**For Todarwal & Todarwal LLP**

Chartered Accountants

Firm Registration No 111009W/W100231

Sd/-

**Raunak Todarwal**

Partner

Membership No 165030

**For and on behalf of the Board of Directors**

**Shree Global Tradefin Limited**

Sd/-

**Rajesh Gupta**

Managing Director

DIN:00028379

Sd/-

**Ravindra Deshpande**

Director

DIN:01003990

Sd/-

**Viresh Sohoni**

Chief Financial Officer

Sd/-

**Priyanka Agrawal**

Company Secretary

Membership No.-ACS-45692

**Place : Mumbai**

**Date : 30<sup>th</sup> May, 2019**

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2019

(₹ in Lakhs)

Particulars		Note No.	For the Year ended 31 <sup>st</sup> March, 2019	For the Year ended 31 <sup>st</sup> March, 2018
	<b>INCOME</b>			
I	Revenue from Operations	15	1,457.89	24,276.54
II	Other Income	16	0.29	0.63
III	<b>Total Income (I+II)</b>		<b>1,458.18</b>	<b>24,277.17</b>
IV	<b>EXPENSES</b>			
	(a) Purchases of Stock-in-trade	17	1,279.54	24,151.08
	(b) Employee Benefit Expenses	18	139.94	140.30
	(c) Finance Cost	19	0.02	0.00
	(d) Depreciation and Amortisation Expense	20	0.08	0.20
	(e) Other Expenses	21	842.23	579.70
	<b>Total Expenses(IV)</b>		<b>2,261.81</b>	<b>24,871.28</b>
V	<b>PROFIT /(LOSS) BEFORE EXCEPTIONAL ITEMS AND TAX (III-IV)</b>		<b>(803.63)</b>	<b>(594.11)</b>
VI	Exceptional Items		-	-
VII	<b>PROFIT / (LOSS) BEFORE TAX (V-VI)</b>		<b>(803.63)</b>	<b>(594.11)</b>
VIII	<b>Tax Expenses:</b>			
	(1) Current Tax		-	-
	(2) Deferred Tax		-	-
IX	<b>PROFIT / (LOSS) FOR THE PERIOD FROM CONTINUING OPERATION (VII-VIII)</b>		<b>(803.63)</b>	<b>(594.11)</b>
X	<b>PROFIT / (LOSS) FROM DISCONTINUED OPERATIONS</b>		-	-
XI	<b>TAX EXPENSES OF DISCONTINUED OPERATIONS</b>		-	-
XII	<b>PROFIT / (LOSS) FROM DISCONTINUED OPERATIONS (X-XI)</b>		-	-
XIII	Add: Share in Profit of Associates		(3,547.81)	227.57
XIV	<b>PROFIT/ (LOSS) FOR THE PERIOD (IX+XII+XIII)</b>		<b>(4,351.44)</b>	<b>(366.54)</b>
XV	<b>OTHER COMPREHENSIVE INCOME</b>			
	(a) (i) Items that will be reclassified subsequently to the statement of profit and loss		-	-
	(ii) Income tax on items that will reclassified subsequently to the statement of profit and loss		-	-
	(b) (i) Items that will not be reclassified subsequently to the statement of profit and loss	22	(1,627.03)	(6,396.66)
	(ii) Income tax relating to items that will not be reclassified subsequently to the statement of profit and loss		-	-
XVI	<b>TOTAL OTHER COMPREHENSIVE INCOME/(LOSSES)</b>		<b>(1,627.03)</b>	<b>6,396.66</b>
XVII	<b>TOTAL COMPREHENSIVE INCOME OF THE YEAR (XIV+XVI)</b>		<b>(5,978.47)</b>	<b>(6,763.20)</b>
XVIII	<b>EARNING PER EQUITY SHARES:</b>			
	(1) Basic (in ₹)	29	(0.38)	(0.03)
	(2) Diluted (in ₹)		(0.38)	(0.03)

See accompanying Notes 1 to 35 are integral part of these Financial Statements

As per our Report of Even Date

**For Todarwal & Todarwal LLP**

Chartered Accountants

Firm Registration No 111009W/W100231

Sd/-

**Raunak Todarwal**

Partner

Membership No 165030

For and on behalf of the Board of Directors

**Shree Global Tradefin Limited**

Sd/-

**Rajesh Gupta**

Managing Director

DIN:00028379

Sd/-

**Ravindra Deshpande**

Director

DIN:01003990

Sd/-

**Viresh Sohoni**

Chief Financial Officer

Sd/-

**Priyanka Agrawal**

Company Secretary

Membership No.-ACS-45692

Place : Mumbai

Date : 30<sup>th</sup> May, 2019



# SHREE GLOBAL TRADEFIN LIMITED

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2019

(₹ in Lakhs)

Particulars		For the Year ended 31 <sup>st</sup> March, 2019	For the Year ended 31 <sup>st</sup> March, 2018
<b>A</b>	<b>CASH FLOW FROM OPERATING ACTIVITIES</b>		
	<b>Net Profit/(Loss) Before Tax</b>	(803.63)	(594.11)
	<b>Adjustments for:</b>		
	(Profit)/Loss on Sale of Investment	554.54	532.91
	Actuarial Gain/(Loss)	(1.04)	5.58
	Loss in Investment in LLP	0.04	0.00
	Depreciation	0.08	0.20
	<b>Operating Profit Before Working Capital Changes</b>	<b>(250.01)</b>	<b>(55.42)</b>
	<b>Change in operating assets and liabilities</b>		
	(Increase)/Decrease in Trade and other Receivables	894.32	-
	(Increase) / Decrease in Other Non Current Assets	(1,481.58)	73.67
	(Increase) / Decrease in Other Current Assets	(9.54)	(1.81)
	Increase/(Decrease) in Other Non-Current Liabilities	(1.02)	(1,101.78)
	Increase/(Decrease) in Short-term Provisions	1.89	(6.64)
	Increase/(Decrease) in Long-term Provisions	5.20	8.36
	<b>Cash Generated from Operations</b>	<b>(840.74)</b>	<b>(1,083.62)</b>
	Direct Taxes Paid (Net of Refunds)	-	-
	<b>Net cash inflow (outflow) from operating activities</b>	<b>(840.74)</b>	<b>(1,083.62)</b>
<b>B</b>	<b>CASH FLOW FROM INVESTING ACTIVITIES</b>		
	Purchase of Fixed Assests	(0.24)	
	Sale of Investment	841.20	1,077.38
	<b>Net cash inflow (outflow) from investing activities</b>	<b>840.96</b>	<b>1,077.38</b>
<b>C</b>	<b>CASH FLOW FROM FINANCING ACTIVITIES</b>		
	Interest & Financial Charges Paid	-	-
	Proceeds /( Repayments ) in Borrowing	-	-
	<b>Net cash inflow /(outflow) from financing activities</b>	<b>-</b>	<b>-</b>
	<b>Net Increase /(Decrease) in Cash &amp; Cash Equivalents (A+B+C)</b>	<b>0.22</b>	<b>(6.24)</b>
	Cash & Cash Equivalents as on 01st April, 2018	1.32	7.56
	Cash & Cash Equivalents as on 31st March, 2019	1.54	1.32
	<b>Net Increase / (Decrease) in Cash &amp; Cash Equivalents</b>	<b>0.22</b>	<b>(6.24)</b>
	<b>Components of Cash and Cash equivalents</b>		
	(a) Cash on Hand	0.55	0.48
	(b) Balance with Schedule Bank in : Current account	0.99	0.84
	<b>Total Cash and Cash Equivalents</b>	<b>1.54</b>	<b>1.32</b>

**Notes :**

- Cash Flow Statement has been prepared following the indirect method as set out in Ind AS -7 specified under Section 133 of the Companies Act, 2013 except in case of interest paid / received, purchase and sale of Investments which have been considered on the basis of actual movements of cash with necessary adjustments in the corresponding assets and liabilities.
- Cash and Cash Equivalents represent Cash & Bank balances.

See accompanying notes 1 to 35 are integral part of these Financial Statements

As per our Report of Even Date

**For Todarwal & Todarwal LLP**

Chartered Accountants

Firm Registration No 111009W/W100231

Sd/-

**Raunak Todarwal**

Partner

Membership No 165030

**For and on behalf of the Board of Directors**

**Shree Global Tradefin Limited**

Sd/-

**Rajesh Gupta**

Managing Director

DIN:00028379

Sd/-

**Ravindra Deshpande**

Director

DIN:01003990

Sd/-

**Viresh Sohoni**

Chief Financial Officer

Sd/-

**Priyanka Agrawal**

Company Secretary

Membership No.-ACS-45692

Place : Mumbai

Date : 30<sup>th</sup> May, 2019

STATEMENT OF CHANGE IN EQUITY FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2019

## A. Equity Share Capital

(₹ in Lakhs)

Particulars	Note No.	Equity Share Capital
<b>As at 1<sup>st</sup> April, 2017</b>		<b>11,395.05</b>
Changes in equity share capital		-
<b>As at 31<sup>st</sup> March, 2018</b>	10	<b>11,395.05</b>
Changes in equity share capital		-
<b>As at 31<sup>st</sup> March, 2019</b>		<b>11,395.05</b>

## B. Other Equity

(₹ in Lakhs)

Particulars	Note No.	Reserves and Surplus					Total
		Capital Reserve	General Reserve	Securities Premium	Surplus	Other Comprehensive Income	
<b>As at 01st April 2017</b>		<b>7,642.26</b>	<b>513.18</b>	<b>25,543.78</b>	<b>(1,818.48)</b>	<b>3,108.22</b>	<b>34,988.96</b>
Profit/ (Loss) for the year		-	-	-	(366.54)	-	(366.54)
Increase/ (Decrease) in Fair Value of Investment		-	-	-	-	(6,402.24)	(6,402.24)
Actuarial Gain/ (Loss) for the year		-	-	-	-	5.58	5.58
Equity instruments through other comprehensive income		-	-	-	(1760.86)	1760.86	-
<b>As at 31st March, 2018</b>	11	<b>7,642.26</b>	<b>513.18</b>	<b>25,543.78</b>	<b>(3,945.88)</b>	<b>(1,527.58)</b>	<b>28,225.76</b>
Profit/ (Loss) for the year		-	-	-	(4,351.44)	-	(4,351.44)
Increase/ (Decrease) in Fair Value of Investment		-	-	-	-	(1,628.07)	(1,628.07)
Actuarial Gain/ (Loss) for the year		-	-	-	-	1.04	1.04
Equity instruments through other comprehensive income		-	-	-	(10498.55)	10498.55	-
<b>As at 31st March, 2019</b>		<b>7,642.26</b>	<b>513.18</b>	<b>25,543.78</b>	<b>(18,795.87)</b>	<b>7,343.94</b>	<b>22,247.29</b>

See accompanying Notes 1 to 35 are integral part of these Financial Statements

As per our Report of Even Date  
**For Todarwal & Todarwal LLP**  
Chartered Accountants  
Firm Registration No 111009W/W100231  
Sd/-  
**Raunak Todarwal**  
Partner  
Membership No 165030

**For and on behalf of the Board of Directors**  
**Shree Global TradeFin Limited**

Sd/-  
**Rajesh Gupta**  
**Managing Director**  
DIN:00028379

Sd/-  
**Ravindra Deshpande**  
**Director**  
DIN:01003990

Sd/-  
**Viresh Sohoni**  
**Chief Financial Officer**

Sd/-  
**Priyanka Agrawal**  
**Company Secretary**  
Membership No.-ACS-45692

**Place : Mumbai**  
**Date : 30<sup>th</sup> May, 2019**

# SHREE GLOBAL TRADEFIN LIMITED

## Notes to Consolidated Financial Statements for the year ended 31st March 2019.

### 1. Background

Shree Global Tradefin Limited was incorporated in 1986 having its registered office in 35, Ashok Chambers, Broach Street Devji Ratansey Marg, Masjid Bunder Mumbai 400009. The Company is engaged into the trading of iron and steel.

### 2. Significant Accounting Policies

This note provides a list of the significant accounting policies adopted in the preparation of these Consolidated financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

#### a) Basis of preparation

- i) These consolidated financial statements are prepared in accordance with Indian Accounting Standards (Ind AS), under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values, the provisions of the Companies Act, 2013 ("the Act") (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter. Accounting policies have been consistently applied except where a newly-issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.
- ii) Historical cost convention the consolidated financial statements have been prepared on a historical cost basis, except for the following:
  - Certain financial assets and liabilities that are measured at fair value;
  - Defined benefit plans – plan assets measured at fair value;

#### b) Basis of Consolidation

The consolidated financial statements relate to the Company, its Subsidiary companies, Associate companies and Jointly controlled entities (collectively referred hereinunder as the "Group"). The consolidated financial statements have been prepared on the following basis:

The financial statements of the Group Companies are consolidated on a line-by-line basis and intra-group balances and transactions including unrealized gain / loss from such transactions are eliminated upon consolidation. These financial statements are prepared by applying uniform accounting policies in use at the Group. Non-controlling interests which represent part of the net profit or loss and net assets of subsidiaries that are not, directly or indirectly, owned or controlled by the Company, are excluded.

Associates are entities over which the Group has significant influence but not control. Investments in associates are accounted for using the equity method of accounting. The investment is initially recognized at cost, and the carrying amount is increased or decreased to recognize the investor's share of the profit or loss of the investee after the acquisition date. The Group's investment in associates includes goodwill identified on acquisition.

#### c) Other Significant Accounting Policies

These are set out under "Significant Accounting Policies" as given in the Company's standalone financial statements.

### 3. Critical estimates and Judgments

The preparation of these Consolidated financial statement in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the Consolidated financial statement and the reported amounts of income and expense for the periods presented. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and future periods are affected. Key sources of estimation of uncertainty at the date of the Consolidated financial statement, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of impairment of investments, useful lives of property, plant and equipment, valuation of deferred tax assets, provisions and contingent liabilities.

#### Impairment of Investments

The Company reviews its carrying value of investments carried at amortised cost annually, or more frequently when there is indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for.

#### Useful lives of property, plant and equipment

The Company reviews the useful life of property, plant and equipment at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

## Note 4 : Property, Plant and Equipment

(₹ in Lakhs)

Particulars	Gross carrying amount			Accumulated depreciation/amortisation				Net carrying amount		
	As at 1 <sup>st</sup> April, 2017	Additions	Deletions	As at 31 <sup>st</sup> March 2018	As at 1 <sup>st</sup> April, 2017	For the Year	On disposals	As at 31 <sup>st</sup> March 2018	As at 31 <sup>st</sup> March 2018	As at 31 <sup>st</sup> March 2017
<b>Owned Assets</b>										
Furniture & Fixture	0.18	-	-	0.18	0.01	0.02	-	0.03	0.15	0.17
Computers	0.88	-	-	0.88	0.60	0.18	-	0.78	0.10	0.28
<b>Total - Property, Plant and Equipment</b>	<b>1.06</b>	<b>-</b>	<b>-</b>	<b>1.06</b>	<b>0.61</b>	<b>0.20</b>	<b>-</b>	<b>0.81</b>	<b>0.25</b>	<b>0.45</b>

Particulars	Gross carrying amount			Accumulated depreciation/amortisation				Net carrying amount		
	As at 1 <sup>st</sup> April, 2018	Additions	Deletions	As at 31 <sup>st</sup> March 2019	As at 1 <sup>st</sup> April, 2018	For the Year	On disposals	As at 31 <sup>st</sup> March 2019	As at 31 <sup>st</sup> March 2019	As at 31 <sup>st</sup> March 2018
<b>Owned Assets</b>										
Furniture & Fixture	0.18	0.22	-	0.40	0.03	0.02	-	0.05	0.35	0.15
Computers	0.88	-	-	0.88	0.78	0.06	-	0.84	0.04	0.10
<b>Total - Property, Plant and Equipment</b>	<b>1.06</b>	<b>0.22</b>	<b>-</b>	<b>1.28</b>	<b>0.81</b>	<b>0.08</b>	<b>-</b>	<b>0.89</b>	<b>0.39</b>	<b>0.25</b>

## Note 5 : Investments- Non Current

(₹ in Lakhs)

Particulars		As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>A)</b>	<b>Investments measured at Fair Value through Other Comprehensive Income</b>		
<b>(I)</b>	<b>In Equity Shares of Associate Companies Unquoted, Fully Paid Up</b>		
<b>(i)</b>	<b>Indrajit Properties Private Limited</b> ( 21,472 Equity Shares of ₹10/- Each) (Previous Year 21,472 Equity Shares of ₹10/- Each)	13,846.57	17,393.96
	<b>Total (I)</b>	<b>13,846.57</b>	<b>17,393.96</b>
<b>(II)</b>	<b>In Equity Shares of Other Companies Quoted, Fully Paid Up</b>		
<b>(i)</b>	<b>ACI Infocom Limited</b> (96,000 Equity Shares of ₹ 1/- Each) (Previous Year 96,000 Equity Shares of ₹1/- Each)	0.29	3.10
<b>(ii)</b>	<b>Lloyds Finance Limited</b> (10,000 Equity Shares of ₹ 10/- Each) (Previous Year 10,000 Equity Shares of ₹10/- Each)	-	-
<b>(iii)</b>	<b>Lloyds Metals and Energy Limited</b> (2,88,90,380 Equity Shares of ₹ 1/- Each) (Previous Year 2,88,90,380 Equity Shares of ₹1/- Each)	3,599.74	4,420.23
<b>(iv)</b>	<b>Ushdev International Limited *</b> (1,31,00,000 Equity Shares of ₹ 1/- Each) (Previous Year 1,31,00,000 Equity Shares of ₹1/- Each)	41.92	200.43
<b>(v)</b>	<b>Uttam Value Steels Limited *</b> (27,99,85,752 Equity Shares of ₹ 1/- Each) (Previous Year 76,79,21,586 Equity Shares of ₹ 1/- Each)	279.99	1,535.84
<b>(vi)</b>	<b>Lloyds Steels Industries Limited **</b> (10,41,79,010 Equity Shares of ₹ 1/- Each) (Previous Year 13,77,68,192 Equity Shares of ₹1/- Each)	937.61	1,722.10
	<b>Total (II)</b>	<b>4,859.55</b>	<b>7,881.70</b>
	<b>Total of Investments measured at Fair Value through OCI - Total (A)</b>	<b>18,706.12</b>	<b>25,275.66</b>

\* Full Pledged

\*\* Partial Pledged

# SHREE GLOBAL TRADEFIN LIMITED

		(₹ in Lakhs)	
Particulars		As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
B)	<b>Investments measured at Cost</b>		
	<b>In Equity Shares of Other Companies Unquoted, Fully Paid Up</b>		
	<b>i) Meta Copper &amp; Alloys Limited</b>	315.00	315.00
	31,50,000 Equity Shares of ₹10/- Each (Previous Year 31,50,000 Equity Shares of ₹10/- Each)		
	Less: Provision for Diminution in Value of Investment	(315.00)	(315.00)
	<b>ii) The City Co Op Bank Limited</b>	0.00	0.00
(10 Equity Shares of ₹ 25/- Each) (Previous Year 10 Equity Shares of ₹25/- Each)			
<b>iii) The Kapol Co Op Bank Limited</b>	0.01	0.01	
60 Equity Shares of ₹10/- Each (Previous Year 60 Equity Shares of ₹10/- Each)			
<b>Total of Investments measured at Cost - Total (B)</b>		<b>0.01</b>	<b>0.01</b>
<b>Total Investments in Equity Instruments (A +B)</b>		<b>18,706.13</b>	<b>25,275.67</b>
C)	<b>Investments in LLP</b>		
	Freelance Infraelex LLP (Refer Note No.31)	3.71	3.75
	<b>Total Investment in LLP (C)</b>	<b>3.71</b>	<b>3.75</b>
	<b>Aggregate amount of Investments Total(A+B+C)</b>	<b>18,709.84</b>	<b>25,279.42</b>

		(₹ in Lakhs)	
Particulars		As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Aggregate amount of quoted investments		4,859.55	7,881.70
Market Value of quoted investments		4,859.55	7,881.70
Aggregate amount of unquoted Investments		14,165.29	17,712.72
Aggregate provision for diminution in value of investments		315.00	315.00

		(₹ in Lakhs)	
Particulars		As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>Category-wise Non Current Investments</b>			
Financial assets carried out at amortised cost		-	-
Financial assets measured at cost		3.72	3.76
Financial assets measured at fair value through other Comprehensive Income		18,706.12	25,275.66
Financial assets measured at fair value through Profit & Loss		-	-
<b>Total Non Current Investment</b>		<b>18,709.84</b>	<b>25,279.42</b>

## Note 6 : Other Non-Current Assets (₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>Advances other than capital advances</b>		
Advances Recoverable in cash or in kind or for value to be received	14,959.43	13,477.84
<b>Total Other Non Current Assets</b>	<b>14,959.43</b>	<b>13,477.84</b>

## Note 7 : Cash and Cash Equivalents (₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>Cash and Cash Equivalents</b>		
Cash on hand	0.55	0.48
Balance with Schedule Bank In Current Account	0.99	0.84
<b>Total - Cash and Cash Equivalents</b>	<b>1.54</b>	<b>1.32</b>

**Note 8 : Trade Receivables - Non Current** (₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Trade Receivables Considered Good-Unsecured	-	894.32
Less : Allowance for bad and doubtful debts	-	-
<b>Total Receivables</b>	<b>-</b>	<b>894.32</b>

**Note 9 : Other Current Assets** (₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>Advances other than Capital Advances</b>		
a) Security Deposit	0.75	0.75
b) Other Advances		
Advances Recoverable in cash or in kind or for value to be received	10.03	0.18
Advance Income Tax/Refund Due (Net)	19.85	19.85
Other Receivable	0.50	-
Recoverable CGST/SGST	1.08	1.89
<b>Total - Other Current Assets</b>	<b>32.21</b>	<b>22.67</b>

**Note 10 : Equity Share Capital** (₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>AUTHORIZED</b>		
Equity Shares:		
750,00,00,000 Equity Shares of ₹ 1/- Each (Previous year 750,00,00,000 Equity Shares of ₹ 1/- each)	75,000.00	75,000.00
<b>Total</b>	<b>75,000.00</b>	<b>75,000.00</b>
<b>ISSUED, SUBSCRIBED &amp; PAID-UP CAPITAL</b>		
113,95,05,465 Equity Shares of ₹1/- each (Previous Year 113,95,05,465 Equity Shares of ₹1/- each)	11,395.05	11,395.05
<b>Total - Equity Share Capital</b>	<b>11,395.05</b>	<b>11,395.05</b>

**(A) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period**

(₹ in Lakhs)

Particulars	Numbers of Shares	Amount
<b>Equity Shares</b>		
At the beginning of the year	113,95,05,465	11,395.05
Issued during the year	-	-
<b>Outstanding at the end of the year</b>	<b>113,95,05,465</b>	<b>11,395.05</b>

**(B) Terms/Rights attached to equity shares**

The Company has issued only one class of Equity Shares having a par value of ₹ 1/- per share. Each holder of Equity Shares is entitled to one vote per share. The final dividend proposed if any, by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of Equity Shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of Equity Shares held by the shareholders.

**(C) The Company has not allotted any shares as fully paid up pursuant to a contract without payment being received in cash nor as Bonus Shares in last 5 years. The Company has not bought back any shares in last 5 years.**

**(D) Details of the shareholders holding more than 5% shares in the Company**

Name of Shareholder	As at 31st March, 2019		As at 31st March, 2018	
	No. of Shares	% holding	No. of Shares	% holding
<b>Equity shares of ₹ 1/- each fully paid up</b>				
Teamwork Properties Developments LLP	38,65,55,000	33.92	38,65,55,000	33.92
Blossom Trade & Interchange LLP	38,39,04,000	33.69	38,39,04,000	33.69
Pragya Realty Developers Private Limited	12,20,86,965	10.71	11,69,05,465	10.26
Ravi Agarwal	7,27,84,740	6.39	7,27,84,740	6.39

**Note 11 : Other Equity** (₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>Reserves and surplus</b>		
(a) Capital Reserve		
As per Last Financial Statement	7,642.26	7,642.26
(b) General Reserve		
As per Last Financial Statement	513.18	513.18
(c) Securities Premium		
As per Last Financial Statement	25,543.78	25,543.78
(d) Retained Earnings		
As per last Financial Statement	(3,945.88)	(1,818.48)
Add: Profit for the year	(4,351.44)	(366.54)
Add: Equity Instruments through OCI	(10,498.55)	(1760.86)
<b>Closing Balance</b>	<b>(18,795.87)</b>	<b>(3,945.88)</b>
(e) Other Comprehensive Income		
As per last Financial Statement	(1,527.58)	3,108.22
Add: Movement in OCI (Net) during the year	(1,627.03)	(6,396.66)
Add: Equity Instruments through OCI	10,498.55	1760.86
<b>Closing Balance</b>	<b>(7,343.94)</b>	<b>(1,527.58)</b>
<b>Total - Other Equity</b>	<b>22,247.29</b>	<b>28,225.76</b>

# SHREE GLOBAL TRADEFIN LIMITED

## Nature and Purpose

### General Reserve

General Reserve is used from time to time to transfer profits from Retained Earnings for appropriation purposes. As the General Reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the General Reserve will not be reclassified subsequently to statement of profit and loss.

### Securities Premium

Securities Premium is used to record the premium on issue of shares and is utilised in accordance with the provisions of the Companies Act, 2013.

### Capital Reserve

Capital Reserve is arising out of scheme of arrangement between Ragini Trading & Investments Limited and Parishram Properties Private Limited and Shree Global TradeFin Limited and Pragya Realty Developers Private Limited and their respective Shareholders & Creditors.

### Retained Earnings

Retained Earnings are the profits of the Company earned till date net of appropriations.

### Other Comprehensive Income

This reserve represents the cumulative gains and losses arising on revaluation of equity instruments measured at fair value through other comprehensive income, net of amounts reclassified to retained earnings when those assets are disposed of and remeasurement of defined benefit plan.

### Note 12 : Provisions - Long Term (₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>Provision for employee benefits</b>		
Gratuity	29.90	24.73
Leave Provision	3.60	3.58
<b>Total - Long Term Provisions</b>	<b>33.50</b>	<b>28.31</b>

### Note 13 : Provisions - Current (₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>Provision for employee benefits</b>		
Bonus	1.46	1.12
Gratuity	5.51	5.29
Compensated Absences	1.39	0.06
Provision for Expenses	<b>1.98</b>	<b>1.98</b>
<b>Total - Provisions</b>	<b>10.34</b>	<b>8.45</b>

### Note 14 : Other Non Current Liabilities (₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
(a) Sundry Creditor for expenses	5.58	6.45
(b) Statutory Dues	4.24	7.15
(c) Other Payables	7.41	4.65
<b>Total - Other Current Liabilities</b>	<b>17.23</b>	<b>18.25</b>

### Note 15 : Revenue from Operations (₹ in Lakhs)

Particulars	2018 - 19	2017 - 18
<b>Sale of Products</b>		
Traded Goods	1,457.89	24,276.54
<b>Total - Revenue from Operations</b>	<b>1,457.89</b>	<b>24,276.54</b>

### Note 16 : Other Income (₹ in Lakhs)

Particulars	2018 - 19	2017 - 18
<b>Other Non-Operating Income</b>		
Other Receipts	0.00	-
Sundry Balance Written back	0.29	0.63
<b>Total - Other Income</b>	<b>0.29</b>	<b>0.63</b>

### Note 17 : Purchase of Traded Goods (₹ in Lakhs)

Particulars	2018 - 19	2017 - 18
<b>Purchase of Trade goods</b>		
Steel & Related Products	1,279.54	24,151.08
<b>Total -Purchase of Traded Goods</b>	<b>1,279.54</b>	<b>24,151.08</b>

### Note 18 : Employee benefits expense (₹ in Lakhs)

Particulars	2018 - 19	2017 - 18
Salaries and Wages	128.25	118.79
Contributions to Provident and other Funds	6.56	5.91
Staff Welfare Expenses	0.78	0.89
Gratuity & Leave Encashment Expenses (Refer Note No. 23)	4.35	14.71
<b>Total - Employee Benefit Expenses</b>	<b>139.94</b>	<b>140.30</b>

### Note 19 : Finance Costs (₹ in Lakhs)

Particulars	2018 - 19	2017 - 18
<b>Interest Expense</b>		
(i) Interest	0.02	0.00
<b>Total - Finance Cost</b>	<b>0.02</b>	<b>0.00</b>

### Note 20 : Depreciation (₹ in Lakhs)

Particulars	2018 - 19	2017 - 18
Depreciation (Refer Note No.4 )	0.08	0.20
<b>Total - Depreciation</b>	<b>0.08</b>	<b>0.20</b>



**Note 21 : Other Expenses**

(₹ in Lakhs)

Particulars	2018 - 19	2017 - 18
<b>Administrative Expenses</b>		
Advertisement & Publicity	0.28	0.32
Bank Charges	0.02	0.11
Demat Charges	0.04	0.02
Electricity Charges	0.18	0.15
Fees & Subscription	4.21	5.73
General Expenses	0.31	0.27
Travelling & Conveyance	5.65	5.16
Legal , Professional & Consultancy Charges	24.53	27.89
Loss on sale of shares (net)	554.54	532.91
Loss in Investment in LLP	0.04	0.00
Postage Charges	0.16	0.12
Printing & Stationary	1.02	0.86
Rent	2.51	2.53
Pledge & Transaction Charges	0.15	0.95
Repairs & Maintenance to others	0.16	0.19
Stamp duty Expenses	0.03	0.10
Telephone Expenses	0.38	0.39
GST Expenses	0.00	-
Sundry Debit Balance Written Off	246.02	-
Payment to Auditors (refer Note 21(a))	2.00	2.00
<b>Total - Administrative Expenses</b>	<b>842.23</b>	<b>579.70</b>
<b>Total - Other Expenses</b>	<b>842.23</b>	<b>579.70</b>

**Note 21(a) Payment to auditor**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>(a) To statutory auditors</b>		
-Statutory Audit Fees	1.50	1.50
-Tax Audit	0.50	0.50
<b>Total - Payment to auditor</b>	<b>2.00</b>	<b>2.00</b>

**Note 22 Other Comprehensive Income**

(₹ in Lakhs)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>Items that will not be reclassified to profit or loss;</b>		
Remeasurment to the defined benefit Plan	1.04	5.58
Equity Instruments through Other Comprehensive Income	(1,628.07)	(6,402.24)
<b>Total - Other Comprehensive Income</b>	<b>(1,627.03)</b>	<b>(6,396.66)</b>

**23. Disclosure as required by the Ind AS -19 "Employee Benefit" is given below:**

Defined benefit plan: The Company operates one defined benefit plan, viz., gratuity benefit, for its employees. The Gratuity plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 days basic salary payable for each completed year of service. The company does not have any fund for gratuity liability and the same is accounted for as provision.

Under the other long term employee benefit plan, the company extends benefit of compensated absences to the employees, whereby they are eligible to carry forward their entitlement of earned leave for encashment upon retirement / separation or during tenure of service. The Plan is not funded by the company.

The details of defined benefit obligations are as under:

(₹ in Lakhs)

S. No.	Particulars	31 <sup>st</sup> March, 2019		31 <sup>st</sup> March, 2018	
		Gratuity	Compensated Absence	Gratuity	Compensated Absence
1.	Obligation as at beginning of the year	30.02	3.63	27.76	4.26
2.	Current service cost	2.04	0.92	1.90	(1.20)
3.	Interest cost	2.31	0.28	1.94	0.30
4.	Benefits paid	-	-	(6.87)	-
5.	Remeasurements	1.04	(0.51)	5.30	0.28
6.	<b>Obligation as at Close of the year</b>	<b>35.41</b>	<b>4.31</b>	<b>30.02</b>	<b>3.63</b>
7.	Current portion	5.51	0.72	5.29	0.06
8.	Non-current portion	29.90	3.60	24.73	3.57
	<b>Total</b>	<b>35.41</b>	<b>4.31</b>	<b>30.02</b>	<b>3.63</b>

(₹ in Lakhs)

S. No.	Particulars	31 <sup>st</sup> March, 2019		31 <sup>st</sup> March, 2018	
		Gratuity	Compensated Absence	Gratuity	Compensated Absence
1.	Current service cost	2.04	0.92	1.90	(1.20)
2.	Interest cost	2.31	0.28	1.94	0.30
	<b>Total</b>	<b>4.35</b>	<b>1.20</b>	<b>3.84</b>	<b>(0.91)</b>

Amount recognized in other comprehensive income:

(₹ in Lakhs)

S. No.	Particulars	31 <sup>st</sup> March, 2019		31 <sup>st</sup> March, 2018	
		Gratuity	Compensated Absence	Gratuity	Compensated Absence
1.	Remeasurements	1.04	(0.51)	5.30	0.28
	<b>Total</b>	<b>1.04</b>	<b>(0.51)</b>	<b>5.30</b>	<b>0.28</b>

# SHREE GLOBAL TRADEFIN LIMITED

(₹ in Lakhs)

Particulars	Year ended 31 <sup>st</sup> March, 2019	Year ended 31 <sup>st</sup> March, 2018
(Gain) / loss from change in demographic assumptions	-	-
(Gain) / loss from change in financial assumptions	(1.37)	-
(Gain) / loss from change in experience assumptions	2.41	-
<b>Total</b>	<b>1.04</b>	<b>-</b>

Due to its defined benefit plans, the Company is exposed to the following significant risks:

Changes in bond yields - A decrease in bond yields will increase plan liability.

Salary risk - The present value of the defined benefit plans liability is calculated by reference to the future salaries of the plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

Existing assumptions:

Sr. No.	Particulars	Gratuity	
		As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
1.	Discount rate	7.70%	7.25%
2.	Rate of salary increase	5.50%	5.50%
3.	Withdrawal rate	1.00%	1.00%
4.	Mortality rate	Indian Assured Lives (2006-08)	Indian Assured Lives (2006-08)
5.	Retirement age	62 Years	60 Years

Note: The Company regularly assesses these assumptions with the projected long-term plans and prevalent industry standards.

The impact of sensitivity due to changes in the significant actuarial assumptions on the defined benefit obligations is given in the table below:

(₹ in Lakhs)

Particulars	Change in assumption	31 <sup>st</sup> March, 2019		31 <sup>st</sup> March, 2018	
		Gratuity	Compensated Absence	Gratuity	Compensated Absence
Discount Rate	+1%	32.61	3.96	28.65	3.32
	-1%	38.56	4.71	31.56	3.98
Salary Growth Rate	+1%	38.60	4.72	31.57	3.98
	-1%	32.53	3.95	28.62	3.31
Withdrawal Rate	+1%	35.79	4.36	-	-
	-1%	35.00	4.26	-	-

The above sensitivity analysis is determined based on a method that extrapolates the impact on the net defined benefit obligations, as a result of reasonable possible changes in the significant actuarial assumptions. Further, the above sensitivity analysis is based on a reasonably possible change in a particular under-lying actuarial assumption, while assuming all other assumptions to be constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated.

The table below summarizes the maturity profile and duration of the gratuity liability:

(₹ in Lakhs)

Particulars	Gratuity	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Within one year	5.51	2.27
Within one-two years	0.43	-
Within two-three years	0.42	2.56
Within three-four years	0.42	-
Within four-five years	0.42	2.63
Above six years	28.21	22.56
<b>Total</b>	<b>35.41</b>	<b>30.02</b>
Weighted average duration (in years)	11.19 YRS	4 YRS

## 24. Financial instrument and risk management

### Fair values

- The carrying amounts of trade payables, other financial liabilities (current), borrowings (current), trade receivables, cash and cash equivalents, other bank balances and loans are considered to be the same as fair value due to their short term nature.
- Borrowings (non-current) consists of loans from banks and government authorities, other financial liabilities (noncurrent) consists of interest accrued but not due on deposits other financial assets consists of employee advances where the fair value is considered based on the discounted cash flow.
- The fair value of forward foreign exchange contracts is calculated as the present value determined using forward exchange rates, currency basis spreads between the respective currencies and interest rate curves.

The fair value of financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments:

(₹ in Lakhs)

Particulars	At amortized Cost		At Fair value through Profit & Loss		Designated at fair value through OCI	
	As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2019	
	Carrying amount	Fair value	Carrying amount	Fair value	Carrying amount	Fair value
<b>Financial Assets</b>						
<b>Non-current</b>						
(i) Investments	3.72	3.72	-	-	18,706.12	18,706.12
<b>Current</b>						
(i) Cash and Cash Equivalent	1.54	1.54	-	-	-	-
<b>Total Financial assets</b>	<b>5.26</b>	<b>5.26</b>	<b>-</b>	<b>-</b>	<b>18,706.12</b>	<b>18,706.12</b>
<b>Financial Liabilities</b>						
<b>Non-current</b>						
(i) Borrowings	-	-	-	-	-	-
<b>Current</b>						
(i) Borrowings	-	-	-	-	-	-
(ii) Trade Payables	-	-	-	-	-	-
<b>Total Financial liabilities</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

## 25. Financial risk and capital risk management

### 1) Financial Risk

The business activities of the Company expose it to a variety of financial risks, namely market risks (that is, foreign exchange risk, interest rate risk and price risk), credit risk and liquidity risk. The Company's risk management strategies focus on the un-predictability of these elements and seek to minimise the potential adverse effects on its financial performance.

The financial risk management for the Company is driven by the Company's senior management and internal/external experts subject to necessary supervision.

The Company does not undertake any speculative transactions either through derivatives or otherwise. The senior management is accountable to the Board of Directors and Audit Committee. They ensure that the Company's financial risk-taking activities are governed by appropriate financial risk governance frame work, policies and procedures. The Board of Directors periodically reviews the exposures to financial risks, and the measures taken for risk mitigation and the results thereof.

### 2) Foreign currency Risk

Foreign exchange risk arises on all recognised monetary assets and liabilities and on highly probable forecasted transactions which are denominated in a currency other than the functional currency of the Company. The Company does not have any foreign currency trade payables and receivables.

The foreign exchange risk management policy of the Company requires it to manage the foreign exchange risk by transacting as far as possible in the functional currency.

No Forward contracts were entered into by the company either during the year or previous years since the company has very minimum exposure to foreign currency risk as stated in above table.

#### i. Price risk

The company uses surplus fund in operations and for further growth of the company. Hence, there is no price risk associated with such activity.

#### ii. Credit risk

Credit risk refers to the risk of default on its obligation by the counter-party the risk of deterioration of creditworthiness of the counter-party as well as concentration risks of financial assets, and thereby exposing the Company to potential financial losses. The Company is exposed to credit risk mainly with respect to trade receivables.

#### Trade receivables

The Trade receivables of the Company are typically noninterest bearing un-secured. As there is no independent credit rating of the customers available with the Company, the management reviews the credit-worthiness of its customers based on their financial position, past experience and other factors. The credit risk related to the trade receivables is managed / mitigated by concerned team based on the Company's established policy and procedures and by setting appropriate payment terms and credit period. The credit period provided by the Company to its customers depend upon the contractual terms with the customers.

## SHREE GLOBAL TRADEFIN LIMITED

The ageing analysis of trade receivables as at the reporting date is as follows:

(₹ in Lakhs)

Particulars	Less than six months	More than six months
Trade Receivables as at March 31, 2019	-	-
Trade Receivables as at March 31, 2018	-	894.32

The Company performs on-going credit evaluations of its customers' financial condition and monitors the credit-worthiness of its customers to which it grants credit in its ordinary course of business. The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amount due or there are some disputes which in the opinion of the management is not in the Company's favour. Where the financial asset has been written-off, the Company continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognised in profit and loss.

### iii. Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. Accordingly, as a prudent liquidity risk management measure, the Company closely monitors its liquidity position and deploys a robust cash management system.

Based on past performance and current expectations, the Company believes that the Cash and cash equivalents and cash generated from operations will satisfy its working capital needs, capital expenditure, investment requirements, commitments and other liquidity requirements associated with its existing operations, through at least the next twelve months.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments:-

(₹ in Lakhs)

Particulars	As at March 31, 2019	
	Less than One Year	More than One Year
Trade payables	-	-
Other financial liabilities	-	-
<b>Total Financial liabilities</b>	-	-
Particulars	As at March 31, 2018	
	Less than One Year	More than One Year
Trade payables	-	-
Other financial liabilities	-	-
<b>Total Financial liabilities</b>	-	-

### 3) Capital Risk

The Company's objective while managing capital is to safeguard its ability to continue as a going concern (so that it is enabled to provide returns and create value for its shareholders, and benefits for other stakeholders), support business stability and growth, ensure adherence to the covenants and restrictions imposed by lenders and/ or relevant laws and regulations, and maintain an optimal and efficient capital structure so as to reduce the cost of capital. However, the key objective of the Company's capital management is to, ensure that it maintains a stable capital structure with the focus on total equity, uphold investor; creditor and customer confidence, and ensure future development of its business activities. In order to maintain or adjust the capital structure, the Company may issue new shares, declare dividends, return capital to shareholders, etc.

The Company manages its capital structure and makes adjustments to it, in light of changes in economic conditions or its business requirements.

### 26 Capital Management

Capital management and Gearing Ratio

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders. The primary objective of the company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The Company monitors capital using a gearing ratio, which is debt divided by total capital. The Company includes within debt, interest bearing loans and borrowings.

(₹ in Lakhs)

Particulars	31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018
<b>Borrowing</b>		
Current	-	-
Non-Current	-	-
<b>Total Debts</b>	-	-
Cash and Marketable Securities	1.54	1.32
<b>Net Debts</b>	<b>(1.54)</b>	<b>(1.32)</b>
<b>Equity</b>		
Equity Share capital	11,395.05	11,395.05
<b>Other Equity</b>	<b>22,247.30</b>	<b>28,225.76</b>
<b>Total capital</b>	<b>36,642.35</b>	<b>39,620.81</b>
<b>Gearing ratio in % (Net Debts/capital)</b>	<b>(0.00)%</b>	<b>(0.00)%</b>

### 27. Segment reporting under Ind AS – 108

The Company is engaged in the business of Trading and there are no separate reportable segments as per Indian Accounting Standard (AS-108) "Segment Reporting". The Company's operations are within India.

28. Related party transactions under Ind AS -24

Names of related parties and nature of relationships:

(₹ in Lakhs)

Names of the Related parties	Nature of Relationship
Mr. Rajesh R. Gupta	Managing Director
Mr. Viresh Sohoni	CFO
Mrs. Priyanka Agrawal	Company Secretary & Compliance Officer
Mr. Ravindra Deshpande	Non-Executive Director
Mr. Mohan Krishnamoorthy	Independent Director
Ms. Mohinder Anand	Independent Director

Details of transactions during the year where related party relationship existed:

(₹ in Lakhs)

Names of the related parties	Nature of Transactions	Year ended 31 <sup>st</sup> March 2019	Year ended 31 <sup>st</sup> March 2018
Mr. Rajesh Gupta	Remuneration	80.00	80.00
Mr. Viresh Sohoni	Remuneration	18.87	17.41
Mrs. Priyanka Agrawal	Remuneration	11.45	4.33
Mr. Ravindra Deshpande	Sitting Fees	-	-
Mr. Mohan Krishnamoorthy	Sitting Fees	-	-
Ms. Mohinder Anand	Sitting Fees	-	-

31. Details of Investment in the Freelance Infralex LLP

(₹ in Lakhs)

Sl. No.	Name of the Partners	Share in Profit	Capital Investment	Share of Profit/ (Loss )	Closing Balance
1	Shree Global Tradein Limited	75.00%	3.75	(0.04)	3.71
2	Duli Trade & Commodities Private Limited	23.00%	1.15	(0.01)	1.14
3	Blossom Trade & Interchange LLP	1.00%	0.05	(0.00)	0.05
4	Teamwork Properties Developments LLP	1.00%	0.05	(0.00)	0.05
	<b>Total</b>	<b>100.00%</b>	<b>5.00</b>	<b>(0.05)</b>	<b>4.95</b>

32. Enterprises consolidated as Associates in accordance with Indian Accounting Standard 28- Investments in Associates and Joint Ventures

Name of Enterprise	Country of Incorporation	Proportion of Ownership Interest
Indrajit Properties Private Limited	India	42.94%

29. Earnings per share (EPS)

(₹ in Lakhs)

Particulars	Year ended 31 <sup>st</sup> March, 2019	Year ended 31 <sup>st</sup> March, 2018
Profit for the year	(4,351.44)	(366.54)
<b>Weighted average number of equity shares in calculating Basic and Diluted EPS</b>	<b>113,95,05,465</b>	<b>113,95,05,465</b>
<b>Face Value per share ₹</b>	<b>1</b>	<b>1</b>
<b>Basic and Diluted Earnings per Share (EPS) ₹</b>	<b>(0.38)</b>	<b>(0.03)</b>

30. Contingent Liability

(₹ in Lakhs)

Sr. No.	Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
a)	Claims against the Company not acknowledged as Debts- Income Tax	195.20	36,268.44
b)	Guarantees excluding financial guarantees- Investments Pledged (At Cost Price)	10,192.89	22,122.18

Note: Tax Liability is under dispute

# SHREE GLOBAL TRADEFIN LIMITED

## 33. Additional Information, as required under Schedule III to the Companies Act, 2013, of Enterprises consolidated as Subsidiary/Associates/ Joint Ventures

Name of Enterprise	Net Assets i.e. Total Assets Minus Total Liabilities		Share in Profit or Loss		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As % of Consolidated Net Assets	Amount (₹ in Lakhs)	As % of Consolidated Profit or Loss	Amount (₹ in Lakhs)	As % of Consolidated Other Comprehensive Income	Amount (₹ in Lakhs)	As % of Consolidated Total Comprehensive Income	Amount (₹ in Lakhs)
<b>Parent</b>								
Shree Global Tradefin Limited	109.16	33,642.35	18.47	(803.63)	100.03	(1,627.46)	40.66	(2,430.66)
<b>Associates (Investments as per equity method)</b>								
Indrajit Properties Private Limited	(9.16)	(3,080.42)	81.53	(3,547.81)	(0.03)	0.43	59.34	(3,547.81)

34. a) The Company does not envisage any liability for income tax for the current year in absence of any taxable income.

b) Disclosure as required by Ind AS-12 "accounting for taxes on income" are given below:-

In the event of carry forward losses and unabsorbed depreciation no Deferred Tax liability has been created for the financial year ending 31.03.2019. The deferred tax asset has not been recognized as there is no probable certainty of sufficient future taxable income available against which this deferred tax assets can be realized.

## 35. Approval of Financial Statements

The financial statements were approved for issue by the board of directors on 30th May, 2019.

See accompanying notes 1 to 35 are integral part of these Financial Statements

As per our Report of Even Date

**For Todorwal & Todorwal LLP**

Chartered Accountants

Firm Registration No 111009W/W100231

Sd/-

**Raunak Todorwal**

Partner

Membership No 165030

**For and on behalf of the Board of Directors**

**Shree Global Tradefin Limited**

Sd/-

**Rajesh Gupta**

Managing Director

DIN:00028379

Sd/-

**Viresh Sohoni**

Chief Financial Officer

Sd/-

**Ravindra Deshpande**

Director

DIN:01003990

Sd/-

**Priyanka Agrawal**

Company Secretary

Membership No.-ACS-45692

Place : Mumbai

Date : 30<sup>th</sup> May, 2019

**SHREE GLOBAL TRADEFIN LIMITED**

**Regd. Office :** 35, Ashok Chambers, Broach Street, Devji Ratansey Marg, Masjid, Mumbai – 400 009.  
**Tel.:** 022 – 2348 0526 **email :** sgtl2008@gmail.com **CIN :** L27100MH1986PLC041252 **Website :** www.sgtl.in

Dear Shareholder,

Sub: Registration of E-mail ID for servicing of documents by the Company under the Companies Act, 2013 – A Green Initiative by Ministry of Corporate Affairs, Govt. of India

Ministry of Corporate Affairs (“MCA”) vide its circular no. 17/2011 and 18/2011 dated 21st April, 2011 and 29th April, 2011 respectively has notified a “Green Initiative in the Corporate Governance”, by allowing paperless compliances by Companies. In terms of the said circulars, the Companies are permitted to send Annual Reports and various notices / documents to the shareholders through electronic mode to the registered e-mail addresses of shareholders.

The “Green Initiative” proved a welcome step for benefits of society at large for creating sustainable greener environment and your Company continues to fully support the above initiative.

As a step forward to implement the above initiative, we propose to send documents such as notices of general meeting(s), annual reports and other shareholder communications to you by electronic mode. Hence, we appeal all the shareholders, who have yet to register their e-mail id, to register / update the same at the earliest in any of the following manner:

- By registering with your Depository Participant (“DP”) in case the Company’s shares are held in demat form.
- By sending an e-mail to Bigshare Services Private Limited, Registrar and Share Transfer Agent (“RTA”) at 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai – 400072.
- By returning the duly filled in form to the RTA, in case the Company’s shares are held in physical form.

Please note that these documents shall be available on Company’s website www.sgtl.in and shall also be kept open for inspection by the Members at the registered office of the Company during office hours.

The Shareholders will also be entitled to receive Annual Reports / other communications, free of cost, upon receipt of a requisition from you, any time, as a member of the Company.

We are sure, that as a responsible citizen, you will whole heartedly support and co-operate with the Company in implementing this initiative of the MCA.

Best Regards,

For Shree Global TradeFin Limited

Priyanka Agrawal  
 Company Secretary

— — — — ✂ — — — — — Tear Here — — — — — ✂ — — — — —

**E-COMMUNICATION REGISTRATION FORM**

To,  
**Bigshare Services Private Limited**  
 1st Floor, Bharat Tin Works Building,  
 Opp. Vasant Oasis, Makwana Road,  
 Marol, Andheri East,  
 Mumbai 400059.

Date:

**UNIT – SHREE GLOBAL TRADEFIN LIMITED**

Dear Sir,

**Sub: Registration of E-mail ID for serving of Notices / Annual Reports through electronic mode by Company**

We hereby register our E-mail ID for the purpose of receiving the notices, Annual Reports and other documents / information in electronic mode to be sent by the Company.

<b>Folio No. / DP ID / Client ID :</b>
<b>E-mail ID :</b>
<b>Name of the First / Sole Shareholder :</b>
<b>Signature :</b>

Note: Shareholder(s) are requested to notify the Company as and when there is any change in the e-mail address.



**THIS PAGE HAS BEEN INTENTIONALLY LEFT BLANK**

**SHREE GLOBAL TRADEFIN LIMITED**

Regd. Office : 35, Ashok Chambers, Broach Street, Devji Ratansey Marg, Masjid, Mumbai – 400 009.  
Tel.: 022 – 2348 0526 email : sgtl2008@gmail.com CIN : L27100MH1986PLC041252 Website : www.sgtl.in

**Form No. MGT-11**

**Proxy Form**

**[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies  
(Management and Administration) Rules, 2014]**

**CIN: L27100MH1986PLC041252**

Name of the Company : Shree Global Tradefin Limited  
Registered Office : 35, Ashok Chambers, Broach Street Devji Ratansey Marg, Masjid Bunder, Mumbai 400009

Name of the member(s): .....
Registered Address: .....
E-mail Id: .....
Folio No./Client Id: .....
DP ID: .....

I/We, being the member(s) of ..... shares of the above named Company, hereby appoint,

1. Name:

Address:

E-mail Id:

Signature: ....., or failing him

2. Name:

Address:

E-mail Id:

Signature: ....., or failing him

3. Name:

Address:

E-mail Id:

Signature: .....

## SHREE GLOBAL TRADEFIN LIMITED

As my/our Proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 33rd Annual General Meeting of the Company, to be held on the Wednesday, 25th day of September, 2019, at 11:00 a.m. at The Qube, CTS No. 1498 A/2, Asan Pada Road, Opp. Hotel Sunshine, Marol, Andheri East, Mumbai 400059, Maharashtra and at any adjournment thereof in respect of such resolutions as are indicated below:

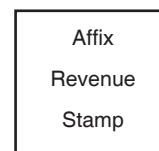
\*\* I wish my above Proxy to vote in the manner as indicated in the box below:

Sr. No	RESOLUTIONS	For	Against
1.	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the year ended 31st March, 2019, including the Audited Balance Sheet as at 31st March, 2019 and the Statement of Profit and Loss of the Company for the year ended on that date, along with the reports of the Board of Directors and Auditors thereon.		
2.	To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2019 and Auditors Report thereon.		
3.	To appoint a Director in place of Mr. Rajesh R. Gupta (DIN:00028379), who retires by rotation and being eligible, offers himself for re-appointment.		
4.	Ratification of Re-appointment of M/s Todarwal & Todarwal LLP, Chartered Accountants, Mumbai (ICAI Firm Registration No. 111009W/W100231) as the Statutory Auditors of the Company.		
5.	Re-appointment of Mr. Mohan Krishnamoorthy as an Independent Non-Executive Director.		

Signed this..... day of ..... 2019

Signature of Shareholder(s)

Signature of Proxy holder(s)



### Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. A Proxy need not be a member of the Company.
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. 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.
- \*\* 4. This is only optional. Please put a '✓' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
5. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
6. In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

**SHREE GLOBAL TRADEFIN LIMITED**

**Regd. Office :** 35, Ashok Chambers, Broach Street, Devji Ratansey Marg, Masjid, Mumbai – 400 009.  
**Tel.:** 022 – 2348 0526 **email :** sgtl2008@gmail.com **CIN :** L27100MH1986PLC041252 **Website :** www.sgtl.in

**33rd Annual General Meeting****ATTENDANCE SLIP****(To be handed at the entrance of the Meeting Hall)**

DP ID *	
Client ID *	

Folio No.	
No. of Shares	

**(To be handed over at the entrance of the Meeting Hall)**

I, Certify that I am a registered Member/ Proxy for the registered Member of the Company, I hereby record my presence at the 33rd Annual General Meeting of the Company held at The Qube, CTS No. 1498 A/2, Asan Pada Road, Opp. Hotel Sunshine, Marol, Andheri East, Mumbai 400059, Maharashtra on **Wednesday, 25th September, 2019 at 11.00 a.m.**

Full Name of Member (in BLOCK LETTERS) \_\_\_\_\_

Name of the Proxy (in BLOCK LETTERS) \_\_\_\_\_

(To be filled in if the Proxy attends instead of Member/s)

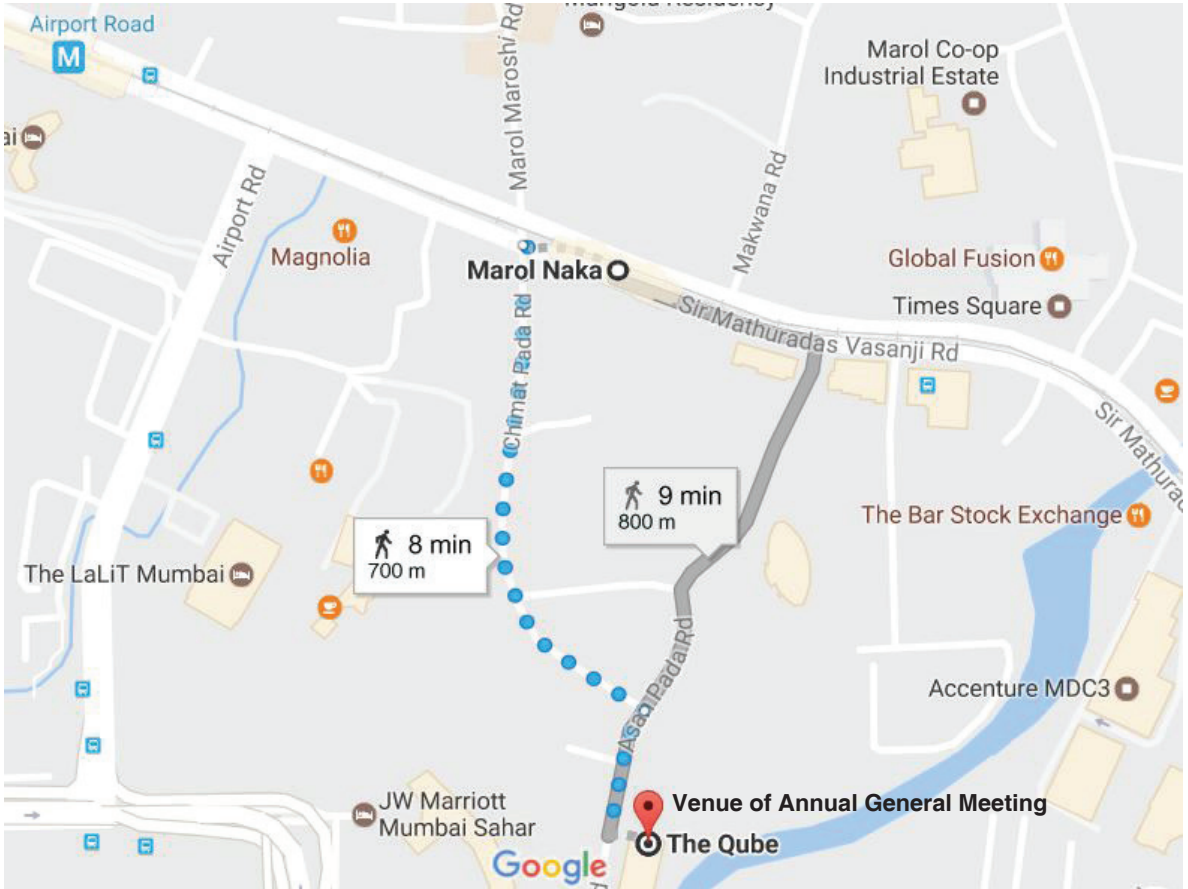
Member's/Proxy's Signature \_\_\_\_\_

\* Applicable for investors holding shares in electronic form.

**THIS PAGE HAS BEEN INTENTIONALLY LEFT BLANK**

## ROUTE MAP

The Qube, CTS No. 1498 A/2, Asan Pada Road, Opp Hotel Sunshine, Marol, Andheri East, Mumbai 400059, Maharashtra









**BY COURIER**

**If undelivered please return to :**  
**BIGSHARE SERVICES PRIVATE LIMITED**  
**(Unit : SHREE GLOBAL TRADEFIN LIMITED)**  
1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis,  
Makwana Road, Marol, Andheri (E), Mumbai - 400059.  
Phone : 022-6263 8200  
Fax : 022-6263 8299