

**SANGRAHALAYA TIMBER & CRAFTS LIMITED**  
**(CIN: L20101NL1985PLC002284)**

**ANNUAL REPORT 2017-18**

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## **BOARD OF DIRECTORS:**

Chand Ratan Modi: Non- Independent Director (DIN: 00343685)  
Tarak Nath Dey: Managing Director (DIN: 00343396)  
Champa Lal Pareek: Non –Executive Independent Director (DIN: 00030815)  
Avi Lunia Non-Executive Independent Director (DIN: 07687360)  
Tripty Modi: Non –Executive Non-Independent Director (DIN: 07203672)

## **COMMITTEES OF THE BOARD:**

### **Audit Committee Members:**

Mr. Champa Lal Pareek: Chairman  
Mr. Chand Ratan Modi: Member  
Mr. Avi Lunia Member

### **Nomination & Remuneration Committee Members:**

Mr. Champa Lal Pareek: Chairman  
Mr. Tarak Nath Dey: Member  
Mr. Avi Lunia Member

### **Stakeholders Committee Members:**

Mr. Tarak Nath Dey: Chairman  
Mr. Avi Lunia Member  
Ms. Tripty Modi: Member

## **OTHER KEY MANAGERIAL PERSON:**

Mrs. Chanchal Rungta: Chief Financial Officer

**BANKER:** Axis Bank

## **AUDITORS:**

Statutory & Tax Auditor: M/s. Rahul Bansal & Associates. Chartered Accountants,  
33 A, Jawaharlal Nehru Road, Suit #3, 6<sup>th</sup> Floor, Kolkata-700071  
Secretarial Auditor: Priya Mankani, Practicing Company Secretary,  
Block-309, Flat-2A, Fort Residency, S.N. Roy Road,  
New Alipore, Kolkata-700038  
Internal Auditor: Mohit Surtani, 26/1A, S.N. Roy Road, Kolkata-700038

**REGISTRAR & SHARE TRANSFER AGENT:** M/s Niche Technologies Private Limited, D-511, Bagree Market, Rash Behari Bose Road- Kolkata-700001

**SHARES LISTED WITH:** Metropolitan Stock Exchange of India Limited

**REGISTERED OFFICE ADDRESS:** P.O. Naginimora, MON, Nagaland-798622

**CORPORATE OFFICE:** 5, Gorky Terrace, 2<sup>nd</sup> Floor, Kolkata-700017.

### **NOTICE**

Notice is hereby given that the 32<sup>nd</sup> Annual General Meeting of the members of **SANGRAHALAYA TIMBER AND CRAFTS LIMITED** will be held on Thursday, 27<sup>th</sup> September, 2018 at 2:00 P.M. at the registered office at P.O. Naginimora, MON, Nagaland-798622 to transact the following business:

#### **Ordinary Business:**

1. To receive, consider and adopt the Audited Financial Statement for the financial year ended March 31, 2018 and Reports of the Directors and Auditors thereon.
2. To appoint a director in place of Mr. Chand Ratan Modi (DIN: 00343685), who retires by rotation and being eligible, offers himself for re-appointment.

#### **Special Business:**

#### **3. Appointment of Avi Lunia (DIN: 07687360) as an Independent Director:**

To appoint Mr. Avi Lunia (DIN: 07687360) as an Independent Director and in this regard to consider and if thought fit to pass, with or without modification, the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 149 and 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Director) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force, Mr. Avi Lunia (DIN: 07687360), who was appointed as an Additional Director of the Company by the Board of Directors effect from 5<sup>th</sup> February, 2018 and who holds office till the date of the Annual General Meeting, in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from members proposing his candidature for the office of director, be and is hereby appointed as an Independent Director for 5 (five) consecutive years for term up to the conclusion of the Annual General Meeting of the Company in the calendar year 2023 and shall not be liable to retire by rotation.”

By Order of the Board of Directors

**For Sangrahalaya Timber & Crafts Limited**



**Tarak Nath Dey**  
**Director**  
**DIN: 00343396**

Place: Kolkata  
Date: 28.05.2018

**NOTES:**

1. The Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to special business, is annexed hereto.
2. A Member entitled to attend and vote at the Annual General Meeting ('AGM') may appoint a proxy to attend and vote on his behalf. A proxy need not be a Member of the Company.

Proxies, in order to be effective, must be received at the Registered Office of the Company at P O- Naginimora, Mon, Nagaland- 798622, not less than forty-eight hours before the commencement of the AGM.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged with the Company, at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.

3. Pursuant to Section 113 of the Companies Act, 2013, corporate members are requested to send a certified copy of the Board Resolution/Authorization together with specimen signature authorizing their representative, intending to attend and vote at the AGM.
4. Members are requested to bring their copies of Annual Report to the Meeting, in order to register the attendance, at the venue of the Annual General Meeting, members are requested to bring their folio number/demat account number/DP ID-Client ID to enable us to provide a duly filled attendance slip for your signature and participation at the meeting.
5. 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.
6. The Register of Members of the Company will remain closed from Friday, September 21, 2018 to Thursday, September 27, 2018 (both days inclusive) for the purpose of Annual General Meeting.
7. In case any member is desirous to receive communication from the Company in electronic form, they may register their email address with Company or with their depository participant or send their consent at the Registered Office of the Company along with their folio no. and valid email address for registration.

8. In terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, the Resolutions proposed at this AGM will be transacted through remote e-voting (facility to cast vote from a place other than the venue of the AGM) and for which purpose the Company has engaged the services of CDSL. The Board of Directors of the Company has appointed Ms. Priya Mankani, Practicing Company Secretary (Certificate of Practice Number- 17947), as the Scrutinizer for this purpose. The detailed instructions for e-voting are given as a separate attachment to this notice. The e-voting period begins on Monday, September 24, 2018 at 9.00 AM and ends on Wednesday, September 26, 2018 at 5.00 PM.
9. Voting rights will be reckoned on the paid-up value of shares registered in the name of the Members as on September 20, 2018 (cut-off date). Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date will be entitled to cast their votes by remote e-voting.
10. Additional Information pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as Listing Regulations) on Director seeking appointment / re-appointment at this AGM is furnished herewith annexure to the Notice. The directors have furnished their consent for appointment / re-appointment as required under the Companies Act, 2013 and the Rules thereunder.
11. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company. The Nomination Form SH 13 prescribed by the Government can be obtained from the Company at its Registered Office.
12. Members, who wish to obtain information on the Company or desire to view the Financial Statements, may visit the Company's corporate website or send their queries at least 10 days before the AGM to the Registered Office of the Company.
13. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company.

**Explanatory Statement pursuant to Section 102 of the Companies Act, 2013**

**Item No. 3**

Mr. Avi Lunia was appointed as an Additional Director of the Company by the board of Directors with effect from 5<sup>th</sup> February, 2018 in terms of the provisions of Section 161 of the Act and holds office up to the date of this AGM.

In term of Section 149 of the Act, Mr. Avi Lunia, Additional Director being eligible for re-appointment is proposed to be appointed as an Independent Director for a term of 5 (five) consecutive years for a term up to the conclusion of the Annual General Meeting of the Company in the calendar year 2023. In the opinion of the Board, he fulfils the conditions specified in the Act and Rules made there under for his appointment as an Independent Director of the Company.

The Company has received from Mr. Avi Lunia (i) consent in writing to act as director in Form DIR 2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) intimation in Form DIR 8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he/she is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013 and (iii) a declaration to the effect that he/she meets the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013.

The resolution seeking approval of members for the appointment of Mr. Avi Lunia as Directors (Independent) of the Company is included in the Notice of AGM. He shall not be liable to retire by rotation.

None of the Directors, Key Managerial Personnel of the Company or their relatives, are in any way, concerned or interested, financially or otherwise, in resolutions set out respectively at Item No. 3 of the Notice.

The Board recommends the resolutions set forth in the Item No. 3 of the Notice for approval of the members.

**Additional information on Director recommended for re-appointment as required under Regulation 36 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015**

Name of the Director	Mr. Chand Ratan Modi	Mr. Avi Lunia
Date of Birth	11/07/1959	05/03/1995
Date of Appointment	19/06/1997	05/02/2018
Relationship with Directors	Father of Mrs. Chanchal Rungta	-
Expertise in Specific functional area	Finance & Accounting	Finance & Accounting
Qualification	M.Com	B.Com
Board Membership of Companies as on March 31, 2018	<ol style="list-style-type: none"> <li>1. Sangrahalaya Timber and Crafts Ltd</li> <li>2. Hotahoti Wood Products Ltd</li> <li>3. North Eastern Publishing and Advertising Co Ltd.</li> <li>4. Purbanchal Prestressed Ltd</li> <li>5. Maurya Trading Co. Ltd</li> <li>6. Kamini Finance And Investment Company Ltd</li> <li>7. Uniom Manufacturing &amp; Trading Company Pvt Ltd</li> <li>8. Calcutta Infrastructure Infotech Projects Limited</li> <li>9. Miracle Vinimay Private Limited</li> <li>10. MaaKarni Finance Pvt Ltd</li> <li>11. Uttam Machinery &amp; Supply Company Pvt Ltd</li> <li>12. Gulmohur Trading (P) Ltd.</li> <li>13. Chemo Traders Pvt Ltd</li> <li>14. Micado Properties Pvt.Ltd.</li> <li>15. Megha Conclave Private Limited</li> <li>16. Prabhakar Builders Private Limited</li> </ol>	<ol style="list-style-type: none"> <li>1. Sangrahalaya Timber and Crafts Ltd</li> <li>2. Hotahoti Wood Products Ltd</li> <li>3. North Eastern Publishing And Advertising Co Ltd.</li> <li>4. Maurya Trading Co. Ltd</li> <li>5. Kamini Finance And Investment Company Ltd</li> <li>6. Deccan Traders Pvt Ltd</li> </ol>
Chairman/Member of the Committees of the Board of Directors as on March 31, 2018	3	3
Number of Shares held in the Company as on March 31, 2018	-	-



## INSTRUCTION FOR VOTING THROUGH ELECTRONIC MEANS

Dear Member,

In compliance with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013, read with the applicable rules, the Company is pleased to provide e-voting facility to all its Members, to enable to cast their vote electronically instead of dispatching the physical postal ballot form by post. The Company has engaged the services of CDSL for the purpose of providing e-voting facility to all its members.

**I. The process and manner for remote e-voting are as under:**

- (i) The remote e-voting period commences on 24<sup>th</sup> September, 2018 (9:00 am) and ends on 26<sup>th</sup> September, 2018 (5:00 pm). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 20<sup>th</sup> September, 2018, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- (ii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com) during the voting period.
- (iii) Click on "Shareholders" tab.
- (iv) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company, excluding the special characters.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

	<b>For Members holding shares in Demat Form and Physical Form</b>
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></ul>

	<ul style="list-style-type: none"> <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>
DOB	Enter the Date of Birth as recorded in your demat account with the depository or in the company records for your folio in dd/mm/yyyy format
Bank Account Number (DBD)	Enter the Bank Account Number as recorded in your demat account with the depository or in the company records for your folio. <ul style="list-style-type: none"> <li>Please Enter the DOB or Bank Account Number in order to Login.</li> <li>If both the details are not recorded with the depository or company then please enter the member-id / folio number in the Bank Account Number details field as mentioned in above instruction (iv).</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 the relevant Company Name i.e. **SANGRAHALAYA TIMBER AND CRAFTS 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 Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Note for Institutional Shareholders & Custodians :
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details they have to create a compliance user which should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
  - The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact them at 1800200 5533.
- (xx) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30th June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.

**GENERAL INSTRUCTIONS:**

1. Institutional Members / Bodies Corporate (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution /
2. Authority letter etc. together with attested specimen signature of the duly authorized signatory (ies) who are authorized to vote through e-mail at [mankani.pria@gmail.com](mailto:mankani.pria@gmail.com) with a copy marked to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) on or before 26<sup>th</sup> September, 2018, up to 5:00 pm without which the vote shall not be treated as valid.
3. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 20<sup>th</sup> September, 2018. A person who is not a member as on cut-off date should treat this notice for information purpose only.

**SANGRAHALAYA TIMBER AND CRAFTS LTD**

P.O. Naginimora, Mon, Nagaland - 798 622

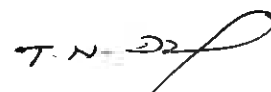
Email Id: [sangtcl17@gmail.com](mailto:sangtcl17@gmail.com), Phone No: 033-66133300

CIN: L20101NL1985PLC002284

Website: [www.sangrahalaya.in](http://www.sangrahalaya.in)

4. The notice of the Annual General Meeting will be sent to the members, whose names appear in the register of members / Depositories as at closing hours of business on 10<sup>th</sup> August, 2018.
5. The shareholders shall have one vote per equity share held by them as on the cut-off date of 20<sup>th</sup> September, 2018. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
6. Since the Company is required to provide members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 20<sup>th</sup> September, 2018 and not casting their vote electronically, may only cast their vote at the Annual General Meeting.
7. Notice of the AGM along with attendance slip, proxy form along with the process, instructions and the manner of conducting e-voting is being sent electronically to all the members whose e-mail IDs are registered with the Company / Depository Participant(s). For members who request for a hard copy and for those who have not registered their email address, physical copies of the same are being sent through the permitted mode.
8. Investors, who became members of the Company subsequent to the dispatch of the Notice / Email and hold the shares as on the cut-off date i.e. 20<sup>th</sup> September, 2018 are requested to send the written / email communication to the Company at [corp@citystarinfra.com](mailto:corp@citystarinfra.com) by mentioning their Folio No. / DP ID and Client ID to obtain the Login-ID and Password for e-voting.
9. Ms. Priya Mankani, practicing Company Secretary (Certificate of Practice Number- 17947) has been appointed as the Scrutinizer to scrutinize the remote e-voting process and voting at the AGM in a fair and transparent manner. The Scrutinizer will submit, not later than 3 days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman of the Company or a person authorized by him in writing, which shall countersign the same and declare the result of the voting forthwith.
10. The Results declared along with the Scrutinizer's Report shall be placed on the website of CDSL. The same will be communicated to the listed stock exchanges viz. Metropolitan Stock Exchange of India.

By Order of the Board of Directors  
For **Sangrahalaya Timber & Crafts Limited**



**Tarak Nath Dey**  
**Director**  
**DIN: 00343396**

Place: Kolkata  
Date: 28.05.2018

Corporate Office: 5, Gorky Terrace, 2<sup>nd</sup> Floor, Kolkata - 700 017  
Tel (STD Code): 033 66133300, Fax: 033-66133303

**SANGRAHALAYA TIMBER AND CRAFTS LTD**  
P.O. Naginimora, Mon, Nagaland - 798 622  
Email Id: [sangtcl17@gmail.com](mailto:sangtcl17@gmail.com), Phone No: 033-66133300  
CIN: L20101NL1985PLC002284  
Website: [www.sangrahalaya.in](http://www.sangrahalaya.in)

***ATTENDANCE SLIP***

***(To be handed over at the entrance of the Meeting Hall)***

Folio No.: \_\_\_\_\_ DP-ID No.: \_\_\_\_\_ Client-ID No. \_\_\_\_\_

Name of Member(s): \_\_\_\_\_

Name of the Proxy holder: \_\_\_\_\_

Registered Address: \_\_\_\_\_  
\_\_\_\_\_

Number of Shares Held: \_\_\_\_\_

*I, hereby record my presence of the 32<sup>nd</sup> ANNUAL GENERAL MEETING of the Company held on Thursday the 27<sup>th</sup> day of September, 2018 at 2.00p.m. at P.O. Naginimora, Mon, Nagaland- 798622.*

\_\_\_\_\_  
*Signature of the Member / Representative / Proxy Holder\**

*\* Strike out whichever is not applicable*

**SANGRAHALAYA TIMBER AND CRAFTS LTD**  
P.O. Naginimora, Mon, Nagaland - 798 622  
Email Id: [sangtcl17@gmail.com](mailto:sangtcl17@gmail.com), Phone No: 033-66133300  
CIN: L20101NL1985PLC002284  
Website: [www.sangrahalaya.in](http://www.sangrahalaya.in)

**FORM OF PROXY**

*Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014*

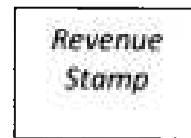
Folio No.: \_\_\_\_\_ DPID No.: \_\_\_\_\_ Client ID No.: \_\_\_\_\_  
Name of the Member(s): \_\_\_\_\_ Email Id: \_\_\_\_\_  
Registered Address: \_\_\_\_\_

*I/We, being members, holding shares of **SANGRAHALAYA TIMBER AND CRAFTS LIMITED** hereby appoint:*

1. Name: \_\_\_\_\_ E-mail Id: \_\_\_\_\_  
Address: \_\_\_\_\_ or failing him/her  
2. Name: \_\_\_\_\_ E-mail Id: \_\_\_\_\_  
Address: \_\_\_\_\_ or failing him/her  
3. Name: \_\_\_\_\_ E-mail Id: \_\_\_\_\_  
Address: \_\_\_\_\_

*as my / our Proxy to vote for me / us, on my / our behalf at the **32<sup>nd</sup> ANNUAL GENERAL MEETING** of the Company held on Thursday the **27<sup>th</sup> day of September, 2018** and at any adjournment thereof in respect of the following resolutions:*

1. *Adoption of Balance Sheet, Statement of Profit & Loss, Report of Auditors and Board of Directors for the year ended 31<sup>st</sup> March, 2018.*
2. *Re-Appointment of Mr. Chand Ratan Modi (DIN: 00343685) as Director who is retiring by rotation.*
3. *Appointment of Avi Lunia (DIN: 07687360) as an Independent Director*



Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2018. Signature of Member \_\_\_\_\_

Signature of Proxy holder(s): 1. \_\_\_\_\_  
2. \_\_\_\_\_  
3. \_\_\_\_\_

**NOTE:** *The Form of Proxy duly completed must be deposited at the Registered Office of the Company, at P.O. Naginimora, Mon, Nagaland- 798622 not later than 48 hours before the time for holding the meeting.*

Corporate Office: 5, Gorky Terrace, 2<sup>nd</sup> Floor, Kolkata - 700 017  
Tel (STD Code): 033 66133300, Fax: 033-66133303

**SANGRAHALAYA TIMBER AND CRAFTS LTD**  
P.O. Naginimora, Mon, Nagaland – 798 622  
Email Id: [sangtcl17@gmail.com](mailto:sangtcl17@gmail.com), Phone No: 033-66133300  
CIN: L20101NL1985PLC002284  
Website: [www.sangrahalaya.in](http://www.sangrahalaya.in)

**ANNEXURE TO THE NOTICE FOR THE 32<sup>nd</sup> ANNUAL GENERAL MEETING OF  
THE COMPANY TO BE HELD ON 27<sup>TH</sup> SEPTEMBER, 2018**

Name & Registered Address  
of Sole/First named Member:  
Joint Holders Name (If any) :  
Folio No. / DP ID & Client ID:  
No. of Equity Shares Held :

Dear Shareholder,

**Subject: Process and manner for availing E-voting facility:**

Pursuant to Provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide E-voting facility to the members to cast their votes electronically on all resolutions proposed to be considered at the Annual General Meeting (AGM) to be held on Thursday the **27<sup>th</sup> day of September, 2018** at 2.00P.M. at P.O. Naginimora, Mon, Nagaland- 798622 and at any adjournment thereof.

The Company has engaged the services of Central Depository Services (India) Limited (CDSL) to provide the e-voting facility. The e-voting facility is available at the link <https://www.evotingindia.com>

The Electronic Voting Particulars are set out below:

<b>EVSN (Electronic Voting Sequence Number)</b>	<b>User ID</b>	<b>PAN / Sequence No.</b>
<b>180720009</b>		

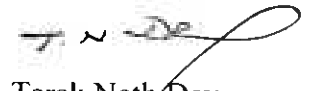
**SANGRAHALAYA TIMBER AND CRAFTS LTD**  
P.O. Naginimora, Mon, Nagaland – 798 622  
Email Id: [sangtcl17@gmail.com](mailto:sangtcl17@gmail.com), Phone No: 033-66133300  
CIN: L20101NL1985PLC002284  
Website: [www.sangrahalaya.in](http://www.sangrahalaya.in)

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

<b>Remote e-Voting Start On</b>	<b>Remote e-Voting End On</b>
24 <sup>th</sup> September, 2018 at 9:00 A.M. (IST)	26 <sup>th</sup> September, 2018 at 5:00 P.M. (IST)

Please read the instructions mentioned in the Notice of AGM before exercising your vote.

By Order of the Board  
For **Sangrahalaya Timber and Crafts Limited**

  
Tarak Nath Dey  
Director  
(00343396)

Place: Kolkata

Date: 08.08.2018

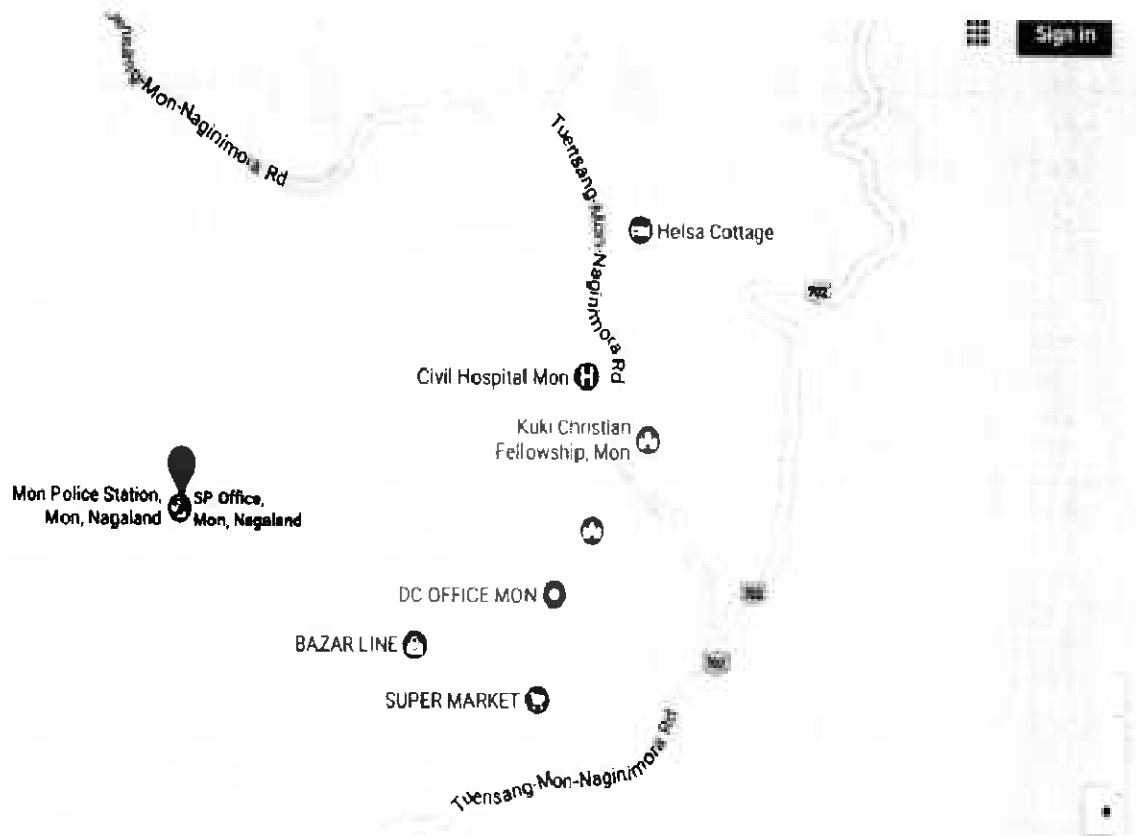
Encl: AGM Notice / Attendance Slip / Proxy Form

Corporate Office: 5, Gorky Terrace, 2<sup>nd</sup> Floor, Kolkata – 700 017  
Tel (STD Code): 033 66133300, Fax: 033-66133303



**SANGRAHALAYA TIMBER AND CRAFTS LTD**  
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CIN: L20101NL1985PLC002284  
Website: [www.sangrahalaya.in](http://www.sangrahalaya.in)

**Route map for the location of the venue of the 32<sup>nd</sup> Annual General Meeting of Sangrahalaya Timber and Crafts Limited**



**Corporate Office: 5, Gorky Terrace, 2<sup>nd</sup> Floor, Kolkata - 700 017**  
**Tel (STD Code): 033 66133300, Fax: 033-66133303**

**SANGRAHALAYA TIMBER & CRAFTS LIMITED**  
P O- NAGINIMORA, MON, NAGALAND- 798622  
Email Id: [sangtel17@gmail.com](mailto:sangtel17@gmail.com), Phone No: 033-66133300  
CIN: L20210NL1985PLC002284

## DIRECTORS' REPORT FOR THE FINANCIAL YEAR 2017-2018

To,  
The Members,

Your directors have pleasure in presenting their 32<sup>nd</sup> Annual Report on the business and operations of the company together with the Audited Statement of Accounts for the year ended 31st March, 2018.

### Financial Highlights

During the year under review, performance of your company as under:

Particulars	Year Ended 31st March, 2018	Year Ended 31st March, 2017
Profit/ Loss before Taxation	(59,61,077)	52,034
<b>Less: Tax Expenses</b>	-	-
Current Tax	-	35,000
<b>Profit/(Loss) after Tax</b>	(59,61,077)	17,034
Add: Balance Brought Forward from last year	(153,02,049)	(153,15,676)
Transferred to Reserve u/s 45-IC of the RBI Act, 1934	-	3,407
Taxation for Earlier Year	-	-
<b>Balance Profit/ (Loss) c/d to Balance Sheet</b>	(212,92,789)	(153,02,049)

### State of Company's Affairs and Future Outlook

The performance of the Company depends upon host of factors and it is trying to overcome various market risks and other external factors which affects its progress.

A detailed exercise is being carried out to identify, evaluate, manage and monitor non-business risks. We remain optimistic about the performance of the company hence it has widens its activities in Capital Market and is looking into the opportunities in debt market and hedge market too, further exploring other ventures for the benefit of the Shareholders.

### Share Capital

The paid up Equity Share Capital as on March 31, 2018 was Rs. 200,100,000/-. During the year under review, the Company has not issued any shares or any convertible instruments.

**Dividend**

Your Directors regret to recommend declaration of any dividend for the year due to insufficient profit during the year.

**NBFC Reserve Fund**

During the year under review, no sum was transferred to the NBFC Reserve Fund due to loss during the year as required by the provisions of Section 45IC of RBI Act, 1934.

**Amount transferred to Reserves**

Due to loss during the year, the Company does not recommend transfer of any amount to reserves.

**Material Changes Affecting the Financial Position of the Company**

No material changes and commitments affecting the financial position of the Company occurred between the ends of the financial year to which this financial statements relate on the date of this report.

**Change in the nature of Business, if any**

The Company is engaged in Non-Banking Financial activity and is duly registered with the RBI as an NBFC Company.

**Particulars of Loan, Guarantees and Investments under Section 186**

Section 186 of the Companies Act, 2013 does not apply to the Company because the company being a Non-Banking Financial Company makes loans and investments in its ordinary course of business.

**Related Party Transactions**

All Related Party Transactions ('RPT') entered into during the financial year were on an arm's length basis and in the ordinary course of business. There are no materially significant Related Party Transactions made by the Company with Promoters, Directors, Related Parties or other designated persons which may have a potential conflict with the interest of the Company at large.

The Board has formulated a Related Party Transactions Policy for the purpose of identification and monitoring of such transactions.

Particulars of contracts or arrangements made with related parties referred to in Section 188(1) of the Companies Act, 2013, in the prescribed form AOC-2 is appended as Annexure-I to the Board's report.

**Internal Control Systems and their Adequacy**

The Company has adequate system of internal control to safeguard and protect itself from loss, unauthorized use or disposition of its assets. All the transactions are properly authorized, recorded and reported to the Management. The Company is following all the applicable Accounting Standards for properly maintaining the books of accounts and reporting financial statements. The internal auditor of the Company checks and verifies the internal control and monitors them in accordance with policy adopted by the Company.

**R.B.I Directive to NBFC**

The Company did not invite or accept any deposits from the public during the financial year ended 31st March, 2018. For the current financial year commencing on 1<sup>st</sup> April, 2018 the Board of Directors of the Company has confirmed by a Board Resolution dated 10<sup>th</sup> April, 2018 that the Company shall not invite or accept any deposit from public during the Financial Year. 2018-19.

**Conservation of Energy, Technology, Absorption, Foreign Exchange Earnings and Outgo**

The provision of Section 134(m) of the Companies Act, 2013 do not apply to the Company. There was no foreign inflow or outflow during the year under review.

**Details of Subsidiary, Joint Venture or Associates**

The Company does not have any Subsidiary, Joint Venture and Associate Company with the meaning of Companies Act, 2013.

**Risk Management Policy**

As an NBFC, your company is subjected to both external risk and internal risk. External risk due to interest rate fluctuation, slowdown in economic growth rate, political instability, market volatility, decline in foreign exchange reserves, etc. Internal risks associated with your company’s business which includes deployment of funds in specific projects, diversifications into other business operations, retention of talented personnel, managing effective growth rate, volatility in interest rate, NPAs in portfolio, changes in compliance norms and regulations, contingent liabilities, and other legal proceedings. Your company recognizes the importance of risk management, and has invested in people, process and technologies to effectively mitigate the above risks.

**Directors**

As per the provisions of the Companies Act, 2013, Mr. Chand Ratan Modi will retire by rotation at the ensuing annual general meeting and being eligible offered himself for re-appointment. The Board recommends her re-appointment.

The Board also appointed Mr. Avi Lunia (DIN: 07687360), as an Additional Director of the company with effect from 5<sup>th</sup> February, 2018, who shall hold office up to the forth coming Annual General Meeting, is eligible for appointment as Director as provided under the Articles of Association of the Company. The Board recommends her re-appointment.

During the year under review Mr. Sourav Saha (DIN: 07204106) tendered his resignation from the post of Director effective from 5<sup>th</sup> February, 2018.

As on date the following are the directors of the Company:

SL NO	NAME	DESIGNATION
1	Champa Lal Pareek	Non-Executive Independent Director
2	Tarak Nath Dey	Executive Independent Director (Managing Director)
3	Chand Ratan Modi	Non-Executive Non-Independent Director

4	Avi Lunia	Non-Executive Independent Director
5	Tripty Modi	Non-Executive Non-Independent Director

### Number of Board Meetings

During the Financial Year 2017-18, the Board met 5 times on 25<sup>th</sup> April, 2017, 30<sup>th</sup> May, 2017, 11<sup>th</sup> August, 2017, 8<sup>th</sup> November, 2017 and 5<sup>th</sup> February, 2018.

### Details of significant & material orders passed by the regulators or courts or tribunal

No significant & material orders have been passed by any regulator or court or tribunal against the Company.

### Receipt of any commission by MD/ WTD from a Company or for receipt of commission/ remuneration from its Holding or Subsidiary

The Company has not received any commission by MD/ WTD from a Company, its holding or subsidiary.

### Vigil Mechanism

In order to ensure that the activities of the Company and its employees are conducted in a fair and transparent manner by adoption of highest standards of professionalism, honesty, integrity and ethical behavior the Company has adopted a vigil mechanism policy.

### Corporate Governance and Management Discussion Analysis

The Company has in place the SEBI regulations pertaining to Corporate Governance. During the year the Company had 5 member Board of Directors consisting of one Managing Director, 2 Non-Executive Independent Director, one Non-Executive Non-Independent Director and one Non- Executive Promoter Director.

The Corporate Governance Certificate for the year ended March 31, 2017 is issued by Ms. Priya Mankani, Practicing Company Secretaries, of the Company.

The Company has in place an Insider Trading Code for compliance with Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015. Details of securities transaction by insiders are placed before the Board of Directors of the Company and also notified to the Stock Exchanges.

Tarak Nath Dey, Managing Director and Mrs. Chanchal Rungta, Chief Financial Officer, have given their certificate under Regulation 17(8) read with Part B of Schedule II of SEBI-LODR regarding annual financial statements for the year ended March 31<sup>st</sup>, 2018 to the Board of Directors and the same has been attached with this report as Annexure-II. The Managing Director has given certificate under Regulation 34(3) read with Part D of Schedule V of SEBI-LODR regarding compliance with the Code of Conduct of the Company for the year ended March 31<sup>st</sup>, 2018 which is attached as Annexure-III and forms a part of this Report of Directors.

Management Discussion and Analysis as required by Schedule V of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 has been incorporated in this report as separate annexure (Annexure-IV).

### Declaration by Independent Directors:

The independent directors have declared to the company stating their independence pursuant to Section 149(6) of the Company's Act 2013, and the same was noted by the Board of Directors at its meeting.

Sangrahalaya Timber & Crafts Limited

An independent director shall hold office for a term of five consecutive years on the Board of the Company, but it shall be eligible for reappointment for next five years on passing of Special Resolution by the Company and disclosure of such in Board's Report.

#### **Key Managerial Person:**

The Board appointed Mrs. Chanchal Rungta (DIN: 07590027), as the Chief Financial Officer of the company with effect from August 29, 2016.

#### **Audit Committee**

The Audit committee comprises of 3 directors. The committee functions under the Chairmanship of Mr. Champa Lal Pareek, a Non-Executive Independent Director. The other members of the Committee are Mr. Chand Ratan Modi and Mr. Avi Lunia. The Managing Director and the Chief Financial Officer are permanent invitees to the meeting.

The details of the related party transactions are placed before the Audit committee periodically. Any recommendations (if any) placed by the Committee are considered and adopted by the Board. All persons have direct access to the Chairman for sharing their grievances. The Audit Committee also has the responsibility to assess risks and find corrective measures to mitigate the same.

The committee met 5 times during the year on 11<sup>th</sup> May, 2017; 30<sup>th</sup> May, 2017; 11<sup>th</sup> August, 2017; 8<sup>th</sup> November, 2017 and 5<sup>th</sup> February, 2018.

#### **Nomination & Remuneration Committee Policy**

A Remuneration Committee was constituted by the Board of Directors to consider, analyze, determine and approve on behalf of the Board and on behalf of the shareholders the remuneration to be paid to the executive directors of the Company. The committee functions under the Chairmanship of Mr. Champa Lal Pareek, a Non-Executive Independent Director. The other members of the Committee are Mr. Tarak Nath Dey and Mr. Avi Lunia.

#### **Stakeholder Relationship Committee**

The Stakeholder Relationship Committee comprises of 3 Directors. The committee functions under the Chairmanship of Mr. Tarak Nath Dey, a Non-Executive Independent Director. The other members of the Committee are Ms. Tripty Modi. and Mr. Avi Lunia.

The Registrars and Transfer Agents of the Company is Niche Technologies Pvt. Ltd. The shares of the Company are listed on the Metropolitan Stock Exchange of India Limited.

#### **Transfer of Unclaimed Dividend to Investor Education and Protection Fund**

Since there was no unpaid/unclaimed Dividend declared and paid last year, the provisions of Section 125 of the Companies Act, 2013 do not apply.

#### **Extract of Annual Return**

The extract of Annual Return, in format MGT 9, for the Financial Year 2017-18 has been enclosed with this report as Annexure-V.

## **Auditors**

### **1. Statutory Auditors**

M/s. Rahul Bansal & Associates (Firm Registration No: 327098E), Chartered Accountants, have been appointed as statutory auditors of the Company at the Annual General Meeting held on 18.08.2014 for a period of five years subject to ratification by members at every consequent Annual General Meeting. Therefore, ratification of appointment of Statutory Auditors is being sought from the members of the Company at the ensuing AGM.

### **2. Secretarial Auditor**

Pursuant to the provision of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel), Rules, 2014, the Company has appointed Ms. Priya Mankani, to undertake the Secretarial audit of the Company. The Secretarial Audit Report is annexed herewith as Annexure-VI.

### **3. Internal Auditor**

Mr. Mohit Surtani, Company Secretary, perform the duties of Internal Auditor of the Company and his report is reviewed by the Audit Committee from time to time.

### **Explanation to Auditor's Remarks**

The observation made in the Auditor's Report read together with relevant notes thereon are self-explanatory and hence, do not call for any further comments under Section 134 of the Companies Act, 2013.

### **Corporate Social Responsibility (CSR) Policy**

The provisions of Section 135 of the Companies Act, 2013 related to Corporate Social Responsibility is not applicable to the Company during the year.

### **Number of Complaints relating to Sexual Harassment in the last financial year and pending as on the end of the financial year**

No cases of Sexual Harassment were reported in the financial year. This is supported by Sexual Harassment Policy which ensures a free and fair enquiry process with clear timelines.

### **Listing**

The shares of the Company are listed on the Metropolitan Stock Exchange of India Limited.

### **E Voting**

The Company will provide e-voting facility to all members to enable them to cast their vote electronically on all Resolutions set-fourth in the notice. This is pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management & Administration) Rules, 2014 and Regulations, 2015. The instructions for e-voting have been provided in the Notice.

Sangrahalaya Timber & Crafts Limited  
**Directors Responsibility Statement**

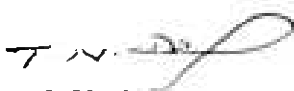
In accordance with the provisions of Section 134(5) of the Companies Act 2013, your directors confirm that:


- a) in the preparation of the annual accounts for the financial year ended 31st March, 2018, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2018 and of the loss of the Company for that period;
- c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) the directors had prepared the annual accounts on a going concern basis;
- e) that proper internal financial controls were in place and that the financial controls were adequate and were operating effectively.
- f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

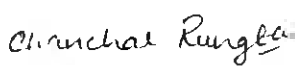
**Acknowledgment**

The Directors express their sincere appreciation to the valued shareholders, bankers and clients and others associated with the Company for their support

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

  
**Tarak Nath Dey**  
**Managing Director**  
**DIN: 00343396**

  
**Chand Ratan Modi**  
**Director**  
**DIN: 00343685**

  
**Chanchal Rungta**  
**Chief Finance Officer**

Place: Kolkata  
 Date: 28.05.2018



**ANNEXURE-I****Form No. AOC-2**

(Pursuant to clause (h) of sub-section (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 arm's length transactions under third proviso thereto**

1. Details of contracts or arrangements or transactions not at arm's length basis – NIL

All transactions entered into by the Company during the year with related parties were on arm's length basis.

2. Details of material contracts or arrangement or transactions at arm's length basis  
A.

<b>Name of the Related Party</b>	<b>Relationship</b>
North Eastern Publishing & Adv. Co Ltd	ENTERPRISES WITH COMMON DIRECTORSHIP
Purbanchal Prestressed Ltd	
Hotahoti Wood Products Ltd	
Kamini Finance & Investment Co. Ltd	
Gulmohur Trading Pvt Ltd	
Chemo Traders Pvt Ltd	
Maurya Trading Co. Ltd	
Maa Karni Finance Pvt Ltd	INTEREST OF RELATIVES
Visisth Chay Vyapar Ltd	
Citystar Infrastructures Ltd	
N K Concrete Creations Pvt Ltd	
Citystar Foods Pvt Ltd	
Deccan Traders Pvt Ltd	

<b>Name of the Related Party</b>	<b>Nature of Transaction</b>	<b>During the year ended 31st March, 2018</b>	<b>During the year ended 31st March, 2017</b>
North Eastern Publishing & Adv. Co Ltd	Rent	8,928	8,928
Purbanchal Prestressed Ltd	Purchase/Sale of Investment	-	2,40,000
Gulmohur Trading Pvt Ltd	Purchase/Sale of Investment	-	16,000

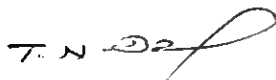
Chemo Traders Pvt Ltd	Purchase/Sale of Investment	-	31,050
Maurya Trading Co. Ltd	Purchase/Sale of Investment	-	96,000
Visisth Chay Vyapar Ltd	Purchase/Sale of Investment	3,342	-
Citystar Infrastructures Ltd	loans(Liab)	150,79,536	352,15,714
Citystar Infrastructures Ltd	Purchase/Sale of Investment	34,21,250	18,86,820
N K Concrete Creations Pvt Ltd	Investment in shares	27,31,230	27,31,230
Deccan Traders Pvt Ltd	Purchase/Sale of Investment	-	96 000


Name of the Related Party	Nature of Balance	For the year ended 31st March, 2018	For the year ended 31st March, 2017
North Eastern Publishing & Adv. Co Ltd	Rent Payable	17,856	8,928
Citystar Infrastructures Ltd	Amount Payable	28,98,887	376,29,317
Citystar Foods Pvt Ltd	Amount Receivable	161,23,302	161,23,302


B. Date(s) of approval by the Board, if any: The transaction is on arms' length basis and in the ordinary course of business and so the approval of the Board for this purpose is not required.

C. Amount paid as advances, if any -Nil

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

  
**Tarak Nath Dey**  
**Managing Director**  
**DIN: 00343396**

  
**Chand Ratan Modi**  
**Director**  
**DIN: 00343685**

  
**Chanchal Rungta**  
**Chief Finance Officer**

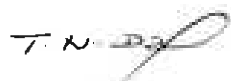
Place: Kolkata  
Date: 28.05.2018

**ANNEXURE-II****CERTIFICATION BY THE MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER ON FINANCIAL STATEMENTS OF THE COMPANY**

*(Pursuant to Regulation 17(8) read with Schedule II Part B of the SEBI (LODR) Regulations, 2015)*

We, Tarak Nath Dey, Managing Director and Mrs. Chanchal Rungta, Chief Financial Officer certify that:

1. We have reviewed financial statements and the cash flow statement for the year ended March 31<sup>st</sup>, 2018 and that to the best of our knowledge and belief:
  - These statements do not contain any materially untrue statement or omit any material fact nor contain statements that might be misleading, and
  - These statements present true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year, which are fraudulent, illegal or in violation of the Company's code of conduct;
3. We accept responsibility for establishing and maintaining internal controls, we have evaluated the effectiveness of the internal control systems of the Company and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of the internal controls, if any, of which we are aware and the steps that we have taken to rectify the identified deficiencies; and
4. We have indicated, based on our most recent evaluation, wherever applicable, to the Auditors and Audit Committee:
  - (i) Significant changes, if any, in the internal control over financial reporting during the year;
  - (ii) Significant changes, if any, in the accounting policies made during the year and that the same has been disclosed in the notes to the financial statements; and
  - (iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having significant role in the Company's internal control system over financial reporting.



**Tarak Nath Dey**  
**Managing Director**



**Chanchal Rungta**  
**Chief Financial Officer**

Place: Kolkata

Date: 28.05.2018

**ANNEXURE-III**

**ANNUAL CERTIFICATE UNDER REGULATION 34(3)  
READ WITH PART PARA D OF SCHEDULE V OF THE SEBI (LISTING  
OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

As required under Regulation 34(3) read with Part D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I, hereby declare that all the members of the Board of Directors and senior management personnel have affirmed compliance with the Code of Conduct, as applicable to them, for the year ended 31st March, 2018.

**Place: Kolkata**  
**Date: 28.05.2018**

  
**Tarak Nath Dey**  
**Managing Director**

**ANNEXURE-V****MANAGEMENT DISCUSSION & ANALYSIS REPORT**

Your Directors are pleased to present the Management Discussion and Analysis Report for the year ended 31st March, 2018.

The Management Discussion and Analysis have been included in accordance with the Code of Corporate Governance as approved by the Securities Exchange Board of India (SEBI). This report has been annexed with the financial statements of the Company to set a background to the workings of the Company. The estimates relating to the financial statements are prepared on reasonable basis and reflect the true picture of the state of affairs of the Company and the profits/ loss for the year.

The report provides an overview of the sector in which the company functions, its goals, performances, risks, threats, initiatives and strategies and also the route which the Company plans to take in the future. These estimates and outlooks are prone to fluctuations in the economy and may vary from time to time depending upon the market situations.

**Non-Banking Finance Company (NBFC) Outlook**

NBFC's form an integral part of the country's financial structure. They not only compliment the functioning of banks but also facilitate inclusive growth of the economy. The role of NBFCs as effective financial intermediaries has been well recognized as they have inherent ability to take quicker decisions, assume greater risks, and customize their services and charges more according to the needs of the clients. Moreover, NBFCs assume significance in the small business segment as they primarily cater to the credit requirements of the unorganized sector such as wholesale & retail traders, small-scale industries. NBFCs have been playing a very important role both from the macro-economic perspective and as integral part of the Indian financial system, enhancing competition and diversification in the financial sector. India ratings expects NBFC's to account for over 17% of the total credit in the country by FY 2019 as compared to 13.1% at the end of 2015.

**Business**

The company is engaged in the business of investment in securities and providing loans and advances. The Company is registered as Non-deposit taking Non-Banking Finance Company with the Reserve Bank of India. Since the asset size of the Company is not more than Rs 100 crores it is presently Non Systemically Important Non-Deposit taking NBFC.

**Financials:**

The details of the financial performance of your Company are reflected in the Balance Sheet, Profit & Loss Account and other Financial Statements, appearing separately. Highlights are provided below:

<b>Particulars</b>	<b>2018</b>	<b>2017</b>
Revenue from Operations	10,08,47,087	87,91,518
Other Income	39,280	83,273
Total Revenue	10,08,86,367	88,74,791
Profit Before Interest, Depreciation & Tax	(59,61,077)	52,034

*Annual Report 2017-18*

The Company has performed better on the cost front. Finance Costs, Employee Benefit Expenses and other miscellaneous expenses have gone down to a great extent. On one hand where these parameters have worked great to improve the performance of the Company, on the other hand the revenues have been extensively used to purchase more stock. Such increased expenditure has brought down the profits of the Company to a great extent.

### **Opportunities, Threats and Risks**

Being in the financial sector subjects the Company to the typical risks that any financial institution faces. The fluctuations in the economic conditions poses threats to the functioning of NBFCs. To minimize these risks the Company takes sufficient steps to scan the external environment regularly.

The Company has laid down a well-defined risk management mechanism covering the risk mapping, risk exposure and risk mitigation process. A detailed exercise is being carried out to identify, evaluate, manage and monitor non-business risks. The Audit Committee and the Board periodically review the risks and suggest steps to be taken to manage/ mitigate the same through a properly defined framework.

### **Human Resource/ Industrial relations**

The company recognises the importance and contribution of its human resources for its growth and development of its people. The Company has cordial relations with employees and staff. There are no HR relations problems during the year and the Company does not anticipate any material problems on the count in the current year.

### **Internal Control Systems and Adequacy**

The Company has disciplined approach to cost and follows prudential norms in every sphere of its activities. The Profit making is put at the center of decision making. The cost are budgeted, reviewed and monitored. The Company has established internal control systems for ensuring optimum use of resources and safeguarding the assets. The Internal Control Systems and procedure are adequate and commensurate with the size of the Company. These business control procedures ensure efficient use and protection of the resources and compliance with the policies, procedures and status.

### **Cautionary Statement**

The statements in Management Discussion and Analysis Report describing our Company's objectives, expectations or predictions may be forwarded looking within the meaning of applicable regulations and other legislations. Actual results may differ materially from those expressed in the statement. Important factors that could influence Company's operations include global and domestic financial market conditions affecting the interest rates, availability of resources for the financial sector, market for lending, changes in regulatory directions issued by the Government, tax laws, economic situation and other relevant factors.

<b>FORM NO. MGT 9</b>
<b>EXTRACT OF ANNUAL RETURN</b>
<b>as on financial year ended on 31.03.2018</b>
<b>Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management &amp; Administration) Rules, 2014.</b>

**I REGISTRATION & OTHER DETAILS:**

i	CIN	L20101NL1985PLC002284
ii	Registration Date	04-01-1985
iii	Name of the Company	SANGRAHALAYA TIMBER & CRAFTS LIMITED
iv	Category/Sub-category of the Company	Company Limited By Shares/ Non-govt Company
v	Address of the Registered office & contact details	P.O.- NAGINIMARA DIST : MON, NAGALAND - 798622, Phone No. 033-66133300
vi	Whether listed company	YES
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	Niche Technologies Private Limited D-511, Bagree Market, 71, B.R.B. Basu Road, Kolkata - 700001 Phone No.: 033 2235-7270/7271 Fax: 033 - 2215 6823 Email : nichetechpl@nichetechpl.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 & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company

**III PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES**

NIL

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

## IV SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)

Category of Shareholders	No. of Shares held at the beginning of the year (As on 01.04.2017)				No. of Shares held at the end of the year (As on 31.03.2018)				% change during the year	
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares		
<b>A. Promoters</b>										
(1) Indian										
a) Individual/HUF	31,500	-	31,500	0.157%	31,500	-	31,500	0.157%	-	-
b) Central Govt. or State Govt	-	-	-	-	-	-	-	-	-	-
c) Bodies Corporates	38,82,200	-	38,82,200	19.401%	38,82,200	-	38,82,200	19.401%	-	-
d) Bank/FI	-	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-	-
<b>SUB TOTAL:(A) (1)</b>	<b>39,13,700</b>	<b>-</b>	<b>39,13,700</b>	<b>19.559%</b>	<b>39,13,700</b>	<b>-</b>	<b>39,13,700</b>	<b>19.559%</b>	<b>-</b>	<b>-</b>
(2) Foreign										
a) NRI- Individuals	-	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-	-
e) Any other...	-	-	-	-	-	-	-	-	-	-
<b>SUB TOTAL (A) (2)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total Shareholding of Promoter</b>										
<b>(A)= (A)(1)+(A)(2)</b>	<b>39,13,700</b>	<b>-</b>	<b>39,13,700</b>	<b>19.559%</b>	<b>39,13,700</b>	<b>-</b>	<b>39,13,700</b>	<b>19.559%</b>	<b>-</b>	<b>-</b>
<b>B. PUBLIC SHAREHOLDING</b>										
(1) Institutions										
a) Mutual Funds	-	-	-	-	-	-	-	-	-	-
b) Banks/FI	-	-	-	-	-	-	-	-	-	-
c) Central govt	-	-	-	-	-	-	-	-	-	-
d) State Govt.	-	-	-	-	-	-	-	-	-	-
e) Venture Capital Fund	-	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-	-
g) FIIS	-	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-	-
<b>SUB TOTAL (B)(1):</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
(2) Non Institutions										
a) Bodies corporates										
i) Indian	123,06,150	9,61,400	132,67,550	66.305%	123,06,150	9,61,400	132,67,550	66.305%	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-	-
b) Individuals										
i) Individual shareholders holding nominal share capital upto Rs. 1 lakhs	-	1,10,850	1,10,850	0.554%	-	1,10,850	1,10,850	0.554%	-	-
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	24,31,300	2,86,600	27,17,900	13.583%	24,31,300	2,86,600	27,17,900	13.583%	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-	-
<b>SUB TOTAL (B)(2):</b>	<b>24,31,300</b>	<b>13,58,850</b>	<b>160,96,300</b>	<b>80.441%</b>	<b>24,31,300</b>	<b>13,58,850</b>	<b>160,96,300</b>	<b>80.441%</b>	<b>-</b>	<b>-</b>
<b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>	<b>147,37,450</b>	<b>13,58,850</b>	<b>160,96,300</b>	<b>80.441%</b>	<b>147,37,450</b>	<b>13,58,850</b>	<b>160,96,300</b>	<b>80.441%</b>	<b>-</b>	<b>-</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>										
<b>Grand Total (A+B+C)</b>	<b>186,51,150</b>	<b>13,58,850</b>	<b>200,10,000</b>	<b>100%</b>	<b>186,51,150</b>	<b>13,58,850</b>	<b>200,10,000</b>	<b>100%</b>	<b>-</b>	<b>-</b>




**SHARE HOLDING OF PROMOTERS -**

Sl No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		NO of shares	% of total shares of the company	% of shares pledged encumbered to total shares	NO of shares	% of total shares of the company	% of shares pledged encumbered to total shares	
1	PURBANCHAL PRESTRESSED LIMITED	29,87,500	14.930%	-	29,87,500	14.930%	-	
2	UTTAM MACHINERY & SUPPLY CO. LTD	8,94,700	4.471%	-	8,94,700	4.471%	-	
3	RAM RATAN MODI	31,500	0.157%	-	31,500	0.157%	-	
	Total	39,13,700	19.559%	-	39,13,700	19.559%	-	

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

No Change in Promoters Holding

Sl. No.		Share holding 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
	At the beginning of the year				
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)				
	At the end of the year				

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

Sl No	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the company	No of shares	% of total shares of the company
1	CHEMO TRADERS PRIVATE LIMITED	7,50,000	3.748%	7,50,000	3.748%
2	GULMOHUR TRADING PRIVATE LIMITED	8,25,500	4.125%	8,25,500	4.125%
3	DECCAN TRADERS PRIVATE LIMITED	2,50,000	1.249%	2,50,000	1.249%
4	VISISTH CHAY VYAPAR LIMITED	7,00,000	3.498%	7,00,000	3.498%
5	HOTAHOTI WOOD PRODUCTS LIMITED	29,01,400	14.500%	29,01,400	14.500%
6	JONNETE PROPERTIES PRIVATE LIMITED	8,00,000	3.998%	8,00,000	3.998%
7	KAMINI FINANCE & INVESTMENT COMPANY LIMITED	8,15,250	4.074%	8,15,250	4.074%
8	MAURYA TRADING COMPANY LIMITED	12,82,000	6.407%	12,82,000	6.407%
9	MERLIN RESOURCES PRIVATE LIMITED	3,75,000	1.874%	3,75,000	1.874%
10	NORTH EASTERN PUB & ADV. CO. LTD	9,50,000	4.748%	9,50,000	4.748%

(v) **Shareholding of Directors & KMP**

Sl. No	For Each of the Directors & KMP	Shareholding at the end of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No of shares	% of total shares of the company
	At the beginning of the year				
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)				
	At the end of the year				

## INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment				
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount		748,08,600		748,08,600
ii) Interest due but not paid		243,46,284		243,46,284
iii) Interest accrued but not due				
<b>Total (i+ii+iii)</b>		991,54,884		991,54,884
<b>Change in Indebtedness during the financial year</b>				
Additions		194,55,652		194,55,652
Reduction		425,06,429		425,06,429
<b>Net Change</b>		(230,50,777)		(230,50,777)
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount		695,72,067		695,72,067
ii) Interest due but not paid		65,32,040		65,32,040
iii) Interest accrued but not due				
<b>Total (i+ii+iii)</b>		761,04,107		761,04,107

## VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

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

## B Remuneration to other directors: - NIL

Sl.No	Particulars of Remuneration	Name of the Directors			Total Amount
1	<b>Independent Directors</b>				
	(a) Fee for attending board committee meetings				
	(b) Commission				
	(c) Others, please specify				
	<b>Total (1)</b>				
2	<b>Other Non Executive Directors</b>				
	(a) Fee for attending board committee meetings				
	(b) Commission				
	(c) Others, please specify				
	<b>Total (2)</b>				
	<b>Total (B)=[1+2]</b>				
	<b>Total Managerial Remuneration</b>				
	<b>Overall Ceiling as per the Act</b>				

## REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD - NIL

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			Total
		CEO	Company Secretary	CFO	
1	<b>Gross Salary</b>				
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961				
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961				
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961				
2	Stock Option				
3	Sweat Equity				
4	Commission				
	as % of profit				
	others, specify				
5	Others, please specify				
	<b>Total</b>				

## VII PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES - NIL

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			NONE		
Punishment					
Compounding					
<b>B. DIRECTORS</b>					
Penalty			NONE		
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty			NONE		
Punishment					
Compounding					

**Priya Mankani**

Practicing Company Secretaries.....

Block-309, Flat 2A, Fort Residency, 38 S.N. Roy Road, Kolkata-700038(W.B.)

Mobile: +91 7407223556 || E-Mail: mankani.pria@gmail.com



**SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED MARCH 31<sup>ST</sup>, 2018**

*(Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies  
(Appointment and Remuneration of Managerial Personnel) Rules, 2014)*

To,  
The Members,  
Sangrahalaya Timber & Crafts Limited  
P.O. Naginimora, Mon,  
Nagaland-798622

1. We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. Sangrahalaya Timber & Crafts Limited (hereinafter called the Company) for and during the financial year ended March 31<sup>st</sup>, 2018. Secretarial Audit was conducted on test check basis, in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.
2. Based on our verification of the M/s. Sangrahalaya Timber & Crafts Limited 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 on March 31<sup>st</sup>, 2018, complied with the statutory provisions listed hereunder and also that the Company has Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:
3. We have examined the books, papers, minutes book, forms and returns filed and other records maintained by M/s. Sangrahalaya Timber & Crafts Limited for and during the financial year ended March 31<sup>st</sup>, 2018 according to the provisions of:
  - (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
  - (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
  - (iii) The depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
  - (iv) 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;

- (v) The Regulations and Guidelines prescribed under the Securities Exchange Board of India Act, 1992 ('SEBI Act') viz:-
- 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 (Issue of Capital and Disclosure Requirements) Regulations, 2009;
  - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999-N/A;
  - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
  - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with the client;
  - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and-N/A;
  - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998-N/A;
  - i) The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015;
4. 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 Listing Agreements entered into by the Company with Metropolitan Stock Exchange of India Limited (MSEI).
5. During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.
6. 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 changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
7. 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.
8. Majority decisions is carried through while dissenting members' views are captured and recorded as part of the minutes.
9. 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, such as laws related to taxation, local laws applicable to the area of operation of business and other laws generally applicable to the Company.

***Priya Mankani***

Practicing Company Secretaries.....

Block-309, Flat 2A, Fort Residency, 38 S.N. Roy Road, Kolkata-700038(W.B.)

Mobile: +91 7407223556 || E-Mail: [mankani.pria@gmail.com](mailto:mankani.pria@gmail.com)



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

Place: Kolkata  
Date: 30.05.2018



*Priya Mankani*  
Priya Mankani  
Company Secretaries  
Mem No: 34744  
CP. No.: 17947

**Priya Mankani**

**Practicing Company Secretaries.....**

Block-309, Flat 2A, Fort Residency, 38 S.N. Roy Road, Kolkata-700038(W.B.)  
Mobile: +91 7407223556 || E-Mail: mankani.pria@gmail.com



**'Annexure A'**

**Sangrahalaya Timber & Crafts Limited for the financial year ended 31.03.2018)**

To,  
The Members,  
Sangrahalaya Timber & Crafts Limited  
P.O. Naginimora, Mon,  
Nagaland-798622

Our Secretarial Audit Report for the financial year ended 31.03.2018 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 processes 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 regulation 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 procedure on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place: Kolkata  
Date: 30.05.2018



*Priya Mankani*  
Priya Mankani  
Company Secretaries  
Mem No: 34744  
CP. No.: 17947

## CORPORATE GOVERNANCE REPORT

Corporate Governance is a set of standards which aims to improve the Company's image, efficiency and effectiveness. It is the road map, which guides and directs the Board of Directors of the Company to govern the affairs of the Company in a manner most beneficial to all the Shareholders, the Creditors, the Government and the Society at large.

This Corporate Governance Report relating to the year ended March 31<sup>st</sup>, 2018 has been issued in compliance with the Regulation 34(3) read along with Clause C of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and forms a part of the Report of the Directors to the Members of the Company and the same is given below.

### 1. OUR COMPANY'S PHILOSOPHY ON CODE OF CONDUCT:

The Company recognises its role as a corporate citizen and endeavours to adopt the best practices and highest standards of Corporate Governance through transparency in business ethics, accountability to its customers, government and others. The Company's activities are carried out in accordance with good practices and the Company is constantly striving to better them and adopt the best practices.

#### OUR MISSION:

- to work continuously to design more rigorous customer focused solutions for companies and individuals to meet all financial needs.

### 2. BOARD OF DIRECTORS

#### 2.1 Composition and Category of Directors

The Board of Directors as on March 31<sup>st</sup>, 2018 consists of six Directors of which there are 4 Non-Executive Directors and one Managing Director as follows:

Name of the Director	Category	Particulars
Mr. Champa Lal Pareek	Non-Executive Director	Appointed as an Independent Director with effect from 31 <sup>st</sup> March, 2010.
Mr. Chand Ratan Modi	Promoter & Non-Executive Director.	He is the promoter director of the Company with effect from 19 <sup>th</sup> June, 1997.
Mr. Tarak Nath Dey	Managing Director	Appointed as an Independent Director with effect from 22 <sup>nd</sup> August, 1997.
Mr. Avi Lunia	Non-Executive Director	Appointed as an Independent Director with effect from 5 <sup>th</sup> February, 2018.
Ms. Tripty Modi	Non-Executive Non-Independent Director	Appointed as a Non-Independent Director with effect from 27 <sup>th</sup> August, 2016.



## 2.2 Key Managerial Personnel

Mrs. Chanchal Rungta was appointed as the Chief Financial Officer of the Company on 29<sup>th</sup> August, 2016. She is required to directly report to the Board of Directors and also sits on the Board. She does not hold any shares of the Company.

## 2.3 Board Meetings, Annual General Meetings and Attendance

During the financial year ended 31<sup>st</sup> March, 2018, the Board met 5 times on 25<sup>th</sup> April, 2017, 30<sup>th</sup> May, 2017, 11<sup>th</sup> August, 2017, 8<sup>th</sup> November 2017, and 5<sup>th</sup> February 2018. The last Annual General Meeting was held on 15<sup>th</sup> September, 2017.

The attendance of the Directors on these dates is provided in the table below:

NAMES OF THE DIRECTOR	NO. OF BOARD MEETINGS		ATTENDANCE AT AGM
	HELD	ATTENDED	YES/ NO
CHAND RATAN MODI	5	5	YES
TARAK NATH DEY	5	5	YES
CHAMPA LAL PAREEK	5	5	YES
AVI LUNIA	5	1	YES
TRIPTY MODI	5	5	YES

Mr. Champa Lal Pareek, the Chairman to the Audit Committee was also present during the Annual General Meeting held on 15<sup>th</sup> September, 2017. The Chief Financial Officer, Mrs. Chanchal Rungta, who is a permanent invitee to the Board of Directors meeting, also attended the Board meetings. It was decided that Ms. Tripty Modi shall resign by rotation and will be eligible for re-appointment.

## 2.4 Directorships and Committee membership

None of the Directors on the Board is a member of more than 10 Committees and Chairman of more than 5 Committees as specified in Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 across all Companies in India of which they are a Director.

## 2.5 Board Committees

The Board of Directors have constituted the following committees:

- Audit Committee
- Nomination and Remuneration Committee
- Stakeholder Relationship Committee

The responsibility of the Risk Management and adherence to risk management plan, procedures and any risk related matters are delegated to the Audit Committee only. Hence there is no separate risk management committee.

## 3. AUDIT COMMITTEE

### 3.1 Composition:

The Audit committee comprises of 3 directors. The committee functions under the Chairmanship of Mr. Champa Lal Pareek, a Non-Executive Independent Director. The other members of the Committee are Mr. Chand Ratan Modi and Mr. Avi Lunia. The Managing Director and the Chief Financial Officer are permanent invitees to the meeting.

The details of the related party transactions are placed before the Audit committee periodically. Any recommendations (if any) placed by the Committee are considered and adopted by the Board. All persons have direct access to the Chairman for sharing their grievances. The Audit Committee also has the responsibility to assess risks and find corrective measures to mitigate the same. The Minutes of the Audit Committee are circulated to all Directors and are discussed at the Board Meetings.

The committee met 5 times during the year on 11th May, 2017; 30th May, 2017; 11th August, 2017; 8th November, 2017 and 5<sup>th</sup> February, 2018.

### **3.2 Terms of Reference:**

The Terms of Reference of the Audit Committee covers all areas mention under Section 177 of the Companies Act, 2013 and Regulation 18 read with Part C of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Board has also included in terms of reference of the Audit Committee the monitoring, implementing and review of risk management plan as required under Regulation 21 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and therefore a separate Risk Management Committee hasn't been formed. The broad terms of reference of Audit Committee includes review of financial reporting process and all financial results, statements, disclosures and recommend the same to the Board, review the internal audit reports and discuss the same with the internal auditors, review internal control systems and procedures, evaluation of internal financial controls and risk management systems and their effectiveness, to meet the statutory auditors and discuss their findings, their scope of audit, post audit discussion, auditor's independence, adequacy of internal audit functions, audit qualifications, if any, appointment/ removal and remuneration of auditors, changes in accounting policies and practices, reviewing approval and disclosure of all related party transactions, reviewing with the management the performance of the statutory and internal auditors and their remuneration, compliance with listing agreements, listing regulations, company law and other legal requirements and the Company's financial and risk management plan and policies and its implementation, disaster recovery policies and compliance with statutory requirements.

### **3.3 Internal Audit**

Mr. Mohit Surtani, Company Secretary, performs the duties of Internal Auditor of the Company and his report is reviewed by the Audit Committee from time to time.

### **3.4 Attendance**

During the Financial year ended March 31<sup>st</sup>, 2018 the Audit Committee met 5 times-11th May, 2017; 30th May, 2017; 11th August, 2017; 8th November, 2017 and 5<sup>th</sup> February, 2018. The following table shows the attendance of the members during the Audit Committee meeting:

NAME OF THE MEMBERS	NO. OF AUDIT COMMITTEE MEETINGS	
	HELD	ATTENDED
CHAND RATAN MODI	5	5
CHAMPA LAL PAREEK	5	5
AVI LUNIA	5	1

Mr. Tarak Nath Dey, Managing Director, Mrs. Chanchal Rungta, Chief Financial Officer also attended all these meetings.

#### 4. NOMINATION AND REMUNERATION COMMITTEE

A Remuneration Committee was constituted by the Board of Directors to consider, analyse, determine and approve on behalf of the Board and on behalf of the shareholders the remuneration to be paid to the executive directors of the Company. The committee functions under the Chairmanship of Mr. Champa Lal Pareek, a Non-Executive Independent Director. The other members of the Committee are Mr. Tarak Nath Dey and Mr. Avi Lunia.

#### 5. STAKEHOLDER RELATIONSHIP COMMITTEE

##### 5.1 Composition:

The Stakeholder Relationship Committee comprises of 3 Directors. The committee functions under the Chairmanship of Mr. Tarak Nath Dey, a Non-Executive Independent Director. The other members of the Committee are Ms. Tripty Modi and Mr. Avi Lunia. The Registrars and Transfer Agents of the Company is Niche Technologies Pvt. Ltd. The shares of the Company are listed on the Metropolitan Stock Exchange of India Limited.

##### 5.2 Details of Complaints from shareholders:

Pursuant to Regulation 13(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, below is the Statement of Investor Complaints for the year ended 31<sup>st</sup> March, 2018.

SL NO.	PARTICULARS	NO. OF COMPLAINTS
1.	Pending at the beginning of the year with the Company	Nil
2.	Received during the year by the Company	Nil
3.	Redressed during the year by the Company	Nil
4.	Pending at the end of the year with the Company	Nil

#### 6. GENERAL BODY MEETINGS

##### 6.1 Particulars of last three Annual General Meetings are given below:

Relating Financial ended on	to Year	Venue of AGM	Date of AGM	Time of AGM
2015		P.O. NAGINIMORA, Mon, Nagaland – 798622	29.09.2015	3.00 P.M.
2016		P.O. NAGINIMORA, Mon, Nagaland – 798622	27.09.2016	10.00 A.M.
2017		P.O. NAGINIMORA, Mon, Nagaland – 798622	15.09.2017	2.00 P.M.

## 6.2 Special Resolution

A Special Resolution was passed in the Annual General Meeting in the previous year on 15<sup>th</sup> September, 2017 for Adoption of New set of Articles of Association and Memorandum of Association.

At the Annual General Meeting to be held in the current year on 27<sup>th</sup> September, 2018, no proposal has been made to be passed by the Special Resolution.

**Postal Ballot:** No resolutions were passed by the Postal Ballot in any of the previous three Annual General Meetings.

## 7. Means of Communication

- 7.1 The financial results and the quarterly shareholding pattern are electronically transmitted to the stock exchanges and are also updated on the Company's website [www.sangrahalaya.in](http://www.sangrahalaya.in). Quarterly results are emailed to all Members whose email is registered with the Company.
- 7.2 Shareholder communication including Notices and annual reports are being sent to the email addresses of Members available with the Company. Annual Accounts are sent to members at least 25 days before the Annual General Meeting.
- 7.3 The company's website [www.sangrahalaya.in](http://www.sangrahalaya.in) makes online announcements of Board meeting dates, results of the meetings, quarterly financial results, announcements of the date of Annual General Meeting and proposed dividend, changes in Directors and other announcements. The website also provides quarterly shareholding pattern.
- 7.4 **Address for Communication:** All communication regarding share transactions, change of address, bank mandates, nominations etc. should be addressed to the Registrars and Share Transfer Agents of the Company on the following address:

**Niche Technologies Private Limited**  
**D-511 Bagree Market, 5<sup>th</sup> Floor,**  
**71 B.R.B. Basu Road,**  
**Kolkata-700001**  
**Phone: (033) 2235-7271/7270/3070**  
**Fax: (033) 2215-6823**  
**Email: [nichetechpl@nichetechpl.com](mailto:nichetechpl@nichetechpl.com)**

Shareholders are encouraged to correspond with the Registrars & Share Transfer Agents and the Company via email to speed up the response, reduce paperwork and also to help us address the complaints faster. Shareholders are requested to mention the Folio Nos (DP-Id and Client Id in case of demat shares), phone or mobile number and their Email Id so that we can contact them and redress their complaints immediately. However, for instructions like change of bank mandate, change of address, transfers & transmission of shares etc. letters duly signed by the shareholders concerned should be sent otherwise such requests cannot be processed by the Registrars. Email IDs of the shareholders will have to be registered with the Company to enable the Company or the Registrars to communicate electronically.

## **8. GENERAL SHAREHOLDER INFORMATION**

### **8.1 Date, Time, Venue of the Annual General Meeting:**

The Annual General Meeting of the Company will be held on 27<sup>th</sup> September, 2018 at 2.00 P.M. at P.O. Naginimora, Mon, Nagaland – 798622.

### **8.2 Financial Year:**

The Financial Year of the Company ended on March 31<sup>st</sup>, 2018.

### **8.3 Record Date & Cut-Off Date:**

The Cut-Off Date is 20<sup>th</sup> September, 2018 for determining who will be entitled to vote electronically on the resolutions mentioned in the Notice convening the Annual General Meeting by remote-voting and also vote at the meeting venue.

### **8.4 Electronic Voting:**

Pursuant to Section 108 and other applicable as per Company's Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and other applicable requirements, voting at the Annual General Meeting will be made through electronic voting. The electronic voting ("E-Voting") period will be from 9.00 A.M. on 24<sup>th</sup> September to 5.00 P.M. on 26<sup>th</sup> September, 2018, both days inclusive.

No special resolution is proposed to be conducted through postal ballot or electronic voting.

**Scrutiniser for electronic voting:** Ms. Priya Mankani, Practicing Company Secretaries (Membership No: 34744 and C.P. No. 17947) of Block-309, Flat 2A, Fort Residency, 38 S.N.Roy Road, New Alipore, Kolkata-700038, Phone: 7407223556, Email ID: [makani.priya@gmail.com](mailto:makani.priya@gmail.com)) has been appointed as the scrutiniser to scrutinise the electronic voting process and the voting at the venue of the Annual General Meeting in a fair and transparent manner and to give her report to the Chairman.

### **8.5 Listing on Stock Exchanges:**

The shares of the Company are listed on the following Stock Exchange:

Metropolitan Stock Exchange of India

**Scrip Code: STCL**

Vibgyor Towers, 4<sup>th</sup> Floor,

Plot No. C 62, G Block,

Opp. Trident Hotel,

Bandra Kurla Complex, Bandra (E)

Mumbai-400098

For dematerialisation of Equity shares of the Company of the Face Value Rs 10/- each, the ISIN No. allotted to the Company is INE932E01018.

The annual listing fees have been paid and all requirements of the stock exchanges where the shares are listed, including submission of quarterly reports and certificates, are complied with.

### 8.6 Registrars and Share Transfer Agents

The share management work, both physical and demat, is being handled by the Registrars and Share Transfer Agents of the Company whose name and address is given below:

#### **Niche Technologies Private Limited**

D-511 Bagree Market, 5<sup>th</sup> Floor,  
71 B.R.B. Basu Road,  
Kolkata-700001  
Phone: (033) 2235-7271/7270/3070  
Fax: (033) 2215-6823  
Email: [nichetechpl@nichetechpl.com](mailto:nichetechpl@nichetechpl.com)  
Contact Person: Ashok Sen

### 8.7 Share Transfer Agent

Share Transfer requests valid and complete in all respects are normally processed within 15 days. Power has been delegated to the Company Secretary and the Registrar and Transfer Agents for expediting share transfers. Valid requests for demat of shares are completed within 10 days. The Company's shares are compulsorily traded in the dematerialized form. The ISIN No. allotted to the Company is INE932E01018.

### 8.8 Distribution of Shareholding as on March 31<sup>st</sup>, 2018

SHARES HELD	NO. OF SHARES HELD	%
IN PHYSICAL MODE	13,58,850	6.79
DEMAT WITH NSDL	1,86,51,150	93.21
DEMAT WITH CDSL	0	0.00
<b>TOTAL</b>	<b>2,00,10,000</b>	<b>100.00</b>

NO. OF SHARES	NO. OF SHAREHOLDERS	%	NO. OF SHARES HELD	%
1-500	1,003	97.284	99,850	0.499
501-1000	2	0.194	2,000	0.01
1001-5000	5	0.485	12,500	0.0625
5001-10000	0	0.000	0	0.000
10001-50000	1	0.097	31,500	0.1574
50001- 100000	1	0.097	1,00,000	0.4998
100001 & above	19	1.843	1,97,64,150	98.7714
<b>TOTAL</b>	<b>1,031</b>	<b>100</b>	<b>2,00,10,000</b>	<b>100</b>

**8.9 Shareholding pattern as on March 31<sup>st</sup>, 2018**

The detailed report on the Shareholding Pattern of the Company as on March 31<sup>st</sup>, 2018 is prescribed in MGT-9 enclosed to the Boards Report as Annexure-V.

**8.10 Top ten Shareholders**

PARTICULARS	NO. OF SHARES HELD	%
SUDHIR JAIN	24,31,300	12.150
HOTAHOTI WOOD PRODUCTS LIMITED	29,01,400	14.500
GULMOHUR TRADING PVT. LTD.	8,25,500	4.125
JEENMATA DEVELOPERS PVT. LTD.	8,00,000	3.998
JONNETE PROPERTIES PVT. LTD.	8,00,000	3.998
KAMINI FINANCE & INVESTMENT CO. LTD.	8,15,250	4.074
MAURYA TRADING COMPANY LIMITED	12,82,000	6.407
MEGA RESOURCES LIMITED	9,61,400	4.805
NORTH EASTERN PUBLISHING & ADVERTISING COMPANY LIMITED	9,50,000	4.748
RANISATI PROJECTS PVT. LTD.	8,35,000	4.173

**9. DISCLOSURES**

**9.1** Details of transactions with related parties have been reported in Notes of Accounts.

These disclosures are also made for the purpose of Regulation 10(1) (a) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. All the transactions with related parties are at arm's length basis and there are no materially significant related party transactions which may have potential conflict with the interests of the Company at large. The Related Party Transaction Policy is available on the Company's website [www.sangrahalaya.in](http://www.sangrahalaya.in).

**9.2** There we no instance of non-compliance by the Company or any penalties or strictures imposed on the Company by stock exchanges or SEBI or any statutory authority on any matter related to capital markets in the past three years.

**9.3** The Company has established a vigil mechanism system and has in place a "Whistle Blower Policy" the details of which are mentioned on Company's website. Adequate

safeguards have been provided against any victimisation of persons who use the vigil mechanism. All persons have been given direct access to the Chairman of the Audit Committee to lodge their grievances. No personnel has been denied access to the Audit Committee to lodge their grievances.

**9.4** Mandatory requirements and non-mandatory requirements have been complied with except that the Company does not send the half-yearly financial performance to each household of shareholders who do not have their email ID registered with the Company or the Depository Participants.

**9.5** Management Discussion Analysis Report forms a part of the Directors Report.

**9.6** No presentations were made to the institutional investors and analysts during the year.

**9.7** The Company does not have any subsidiary therefore corresponding disclosures have not been made.

**9.8** There have been no public issues, rights issues or other public offerings during the past five years. The Company has not issued any GDR's or ADR's or warrants or any convertible instruments. Hence corresponding disclosures have not been made.

**9.9** Other items which are not applicable are not applicable to the Company have not been separately commented upon.

Place: Kolkata

For and on behalf of the Board of Directors

Date: 28.05.2018



Tarak Nath Dey  
Chairman



**Priya Mankani**

**Practicing Company Secretaries**

Block-309, Flat 2A, Fort Residency, 38 S.N. Roy Road, Kolkata-700038(W.B.)  
Mobile: +91 7407223556 || E-Mail: mankani.pria@gmail.com



To,  
The Members,  
Sangrahalaya Timber & Crafts Limited  
P.O. Naginimora, Mon,  
Nagaland-798622

- A. We have conducted an audit of compliance of Corporate Governance norms and procedures by the Company being M/s. Sangrahalaya Timber & Crafts Limited, having its registered office at P.O. Naginimora, Mon, Nagaland-798622 (hereinafter called the Company) during the Financial Year ended March 31<sup>st</sup>, 2018, and provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, read with other applicable provisions of law during the aforesaid period.
- B. That our audit is an independent audit of compliance of corporate governance norms and procedures as mentioned by M/s. Sangrahalaya Timber & Crafts Limited. That compliance of corporate governance norms and procedures is the responsibility of the Company. That our audit is neither an opinion on financial statements of the Company nor on future viability of the Company or on effective management of the Company.
- C. In our opinion and to the best of our understanding, based on the records, documents, books and other information furnished to us during the aforesaid audit by the Company, its officers and agents, we confirm that the Company has complied with the corporate governance norms and procedures, as referred above and to the extent applicable to the Company, during the aforesaid period under scrutiny.

Place: Kolkata  
Date: 30.05.2018

*Priya Mankani*

Priya Mankani  
Company Secretaries  
Mem No: 34744  
CP. No.: 17947



## **Independent Auditor's Report**

### **To the Members of Sangrahalaya Timber and Crafts Limited**

#### **Report on the Financial Statements**

We have audited the attached financial statements of **Sangrahalaya Timber & Crafts Limited** ('the Company'), which comprise the balance sheet as at 31 March 2018, the statement of profit and loss and the cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

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

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

#### **Auditor's Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. 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. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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



## Opinion

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

- a) in the case of Balance Sheet, of the state of affairs of the Company as at 31 March 2018.
- b) in the case of Statement of Profit and Loss, of the loss for the year ended on that date: and
- c) in the case of the Cash Flow Statement, of the Cash flows for the year ended on that date.

## Report on Other Legal and Regulatory Requirements

1. 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 Act, we give in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. 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 balance sheet, the statement of profit and loss and the cash flow statement dealt with by this Report are in agreement with the books of account;
  - (d) in our opinion, the aforesaid financial statements comply with the Accounting Standard specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
  - (e) on the basis of the written representations received from the directors as on 31 March 2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2018 from being appointed as a director in terms of Section 164 (2) of the Act;
  - (f) 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 B"; and
  - (g) 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 does not have any pending litigations which would impact its financial position.
    - ii) The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses
    - iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For **RAHUL BANSAL & ASSOCIATES**

*Chartered Accountants*

Firm Registration number: 327098E

*R. Bansal*

**Rahul Bansal**

*Partner*

Membership number: 068619

Place: Kolkata

Date : 28<sup>th</sup> day of May, 2018



### Annexure to the Independent Auditors' Report

The Annexure referred to in our Independent Auditors' Report to the members of the Company on the financial statements for the year ended 31 March 2018, we report that:

- (i) (a) The Company has no Fixed Assets. Therefore, the provision of this Paragraph is not applicable due to the reasons mentioned above.
- (b) The provision of this Paragraph is not applicable due to the reasons referred to in paragraph (i)(a) above.
- (c) The provision of this paragraph is not applicable due to the reason referred in paragraph (i)(a)
- (ii) The management has conducted physical verification of inventories at reasonable intervals during the year and no material discrepancies were noticed on such physical verification.
- (iii) According to the information and explanations given to us, the Company has complied with the provisions of Section 189 of the Companies Act, 2013.
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013 in respect of making Loan and investments.
- (v) The Company has not accepted any deposits from the public.
- (vi) The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the activities rendered by the Company.
- (vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, Employee State Insurance (ESI), excise duty, income tax, sales tax, wealth tax, service tax, duty of customs, value added tax, cess and other material statutory dues, as and when applicable to us, have been regularly deposited during the year by the Company with the appropriate authorities.  
According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income tax, sales tax, wealth tax, service tax, duty of customs, value added tax, cess and other material statutory dues were in arrears as at 31 March 2018 for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us, there are no material dues of wealth tax, duty of customs and cess which have not been deposited with the appropriate authorities on account of any dispute.
- (c) According to the information and explanations given to us, there are no dues of income tax, sales-tax, wealth tax, service tax, customs duty, excise duty, value added tax and cess which have not been deposited on account of any dispute.
- (viii) The Company did not have any outstanding dues to financial institutions, banks or debenture holders or government during the year.
- (ix) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, the Company has not raised any money by way of initial public offer / further public offer / debt instruments) and term loans hence, reporting under clause (ix) is not applicable to the Company and hence not commented upon
- (x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud on or by the officers and employees of the Company has been noticed or reported during the year.



- (xi) In our opinion and according to the information and explanations given to us, the Company has paid / provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.
- (xii) In our opinion, the Company is not a nidhi company. Therefore, the provisions of clause 3(xi) of the order are not applicable to the Company and hence not commented upon.
- (xiii) Based on our audit procedures performed for the purpose of reporting the true and fair, In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 188 and 177 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.
- (xiv) According to the information and explanations given to us and on an overall examination of the balance sheet, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence not commented upon.
- (xv) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him.
- (xvi) According to the information and explanations given to us, the Company has complied with the provisions of section 45-IA of the Reserve Bank of India Act, 1934 as and when applicable.

For **RAHUL BANSAL & ASSOCIATES**

Chartered Accountants

Firm Registration number: 327098E

*R. Bansal*

**Rahul Bansal**

Partner

Membership number: 068619

Place: Kolkata

Date: 28<sup>th</sup> day of May, 2018





## **Annexure - B to the 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 **Sangrahalaya Timber and Crafts Limited** ("the Company") as of 31 March 2018 in conjunction with our audit of the standalone 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 March 2018, 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 **RAHUL BANSAL & ASSOCIATES**

*Chartered Accountants*

Firm Registration number: 327098E

*R. Bansal*

**Rahul Bansal**

*Partner*

Membership number: 068619

Place: Kolkata

Date: 28<sup>th</sup> day of May, 2018



**SANGRAHALAYA TIMBER AND CRAFTS LIMITED**

**BALANCE SHEET AS AT 31ST MARCH, 2018**

*(Figures in Rs.)*

Sl. No.	Particulars	Note No.	As at 31st March, 2018	As at 31st March, 2017
I.	<b>EQUITY AND LIABILITIES</b>			
(1)	<u>Shareholder's Funds</u>			
	(a) Share Capital	2.7	2001,00,000	2001,00,000
	(b) Reserves and Surplus	2.8	(208,97,865)	(149,07,125)
(2)	<u>Non-Current Liabilities</u>			
	(a) Long Term Borrowings	2.9	695,72,067	748,08,600
	(b) Long Term Provisions	2.10	19,49,617	19,20,637
(3)	<u>Current Liabilities</u>			
	(a) Trade Payables	2.11	7,51,939	10,94,114
	(b) Other Current Liabilities	2.12	1039,90,996	254,10,951
	(c) Short-Term Provisions	2.13	35,000	3,72,928
	<b>Total Equity &amp; Liabilities</b>		<b>3555,01,754</b>	<b>2888,00,105</b>
II.	<b>ASSETS</b>			
(1)	<u>Non-Current Assets</u>			
	(a) Non-Current Investments	2.14	992,45,339	389,73,230
	(b) Long Term Loans and Advances	2.15	1427,47,623	1344,67,714
(2)	<u>Current Assets</u>			
	(a) Inventories	2.16	1100,73,370	1125,61,789
	(b) Cash and Bank Balances	2.17	4,35,734	30,064
	(c) Short - Term loans and advances	2.18	29,99,685	27,67,308
	<b>Total Assets</b>		<b>3555,01,754</b>	<b>2888,00,105</b>

Significant accounting Policies and Notes on Accounts.

1 & 2

As per our report of even date

For **Rahul Bansal & Associates**

Chartered Accountants

Firm Registration No. 327098E

*R. Bansal*

**CA Rahul Bansal**

Partner

Membership No. 068619

Place: Kolkata

Dated : 28.05.2018



For and on behalf of the Board of Directors

*T.N. Dey*

**Tarak Nath Dey**

Managing Director

00343396

*Chand Ratan Modi*

**Chand Ratan Modi**

Director

00343685



**SANGRAHALAYA TIMBER AND CRAFTS LIMITED**

**PROFIT & LOSS STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2018**

*(Figures in Rs.)*

Sl. No.	Particulars	Note No.	For the year ended 31st March, 2018	For the year ended 31st March, 2017
(1)	Revenue from operations	2.19	1008,47,087	87,91,518
(2)	Other Income	2.20	39,280	83,273
(3)	Total Revenue (1+2)		1008,86,367	88,74,791
(4)	<u>Expenses:</u>			
	Purchases of Stock in Trade		984,50,544	31,050
	Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	2.21	24,88,419	4,64,150
	Employee Benefit Expense	2.22	1,70,000	3,12,000
	Finance Costs	2.23	52,29,281	66,01,674
	Other Expenses	2.24	4,80,349	12,67,782
	Provisions	2.25	28,852	1,46,102
	Total Expenses		1068,47,444	88,22,757
(5)	Profit before exceptional and extraordinary items and tax (3 - 4)		(59,61,077)	52,034
(6)	Exceptional Items		-	-
(7)	Profit before extraordinary items and tax (5 - 6)		(59,61,077)	52,034
(8)	Extraordinary Items		-	-
(9)	Profit before tax (7 - 8)		(59,61,077)	52,034
(10)	<u>Tax expense:</u>			
	Current tax		-	35,000
(11)	Profit from operations (9 - 10)		(59,61,077)	17,034
(12)	Earning per equity share:			
	(1) Basic		(0.30)	0.00
	(2) Diluted		(0.30)	0.00

Significant accounting Policies and Notes on Accounts.

1 & 2

As per our report of even date

**For Rahul Bansal & Associates**

For and on behalf of the Board of Directors

Chartered Accountants

Firm Registraton No. 327098E

*R. Bansal*



**CA Rahul Bansal**

Partner

Membership No. 068619

Place:Kolkata

Dated : 28.05.2018

*T.N. Dey* *Chand Ratan Modi*

Tarak Natr Dey

Chand Ratan Modi

Managing Director

Director

00343396

00343685

**SANGRAHALAYA TIMBER AND CRAFTS LIMITED**

**CASH FLOW STATEMENT FOR THE YEAR ENDED AS ON 31ST MARCH, 2018**

*(Figures in Rs.)*

Particulars	For the year ended 31st March, 2018		For the year ended 31st March, 2017	
	Rs.	Rs.	Rs.	Rs.
<b>A. Cash flow from operating activities</b>				
Net Profit / (Loss) before extraordinary items and tax		(59,61,077)		52,034
<u>Adjustments for:</u>				
Provision against Standard Assets	28,852	28,852	1,46,102	1,46,102
Operating profit / (loss) before working capital changes		(59,32,225)		1,98,136
<u>Changes in working capital:</u>				
<u>Adjustments for (increase) / decrease in operating assets:</u>				
Inventories	24,88,419		4,64,149	
Short-term loans and advances	(2,32,377)		4,16,684	
Trade Receivables	-		19,98,820	
<u>Adjustments for increase / (decrease) in operating liabilities:</u>				
Trade payables	(3,42,175)		4,09,679	
Other current liabilities	785,80,045		(41,49,244)	
Provisions	(3,37,800)	801,56,112	35,000	(8,24,912)
<b>Cash from Operating activities</b>		<b>742,23,887</b>		<b>(6,26,775)</b>
Income Tax		-		35,000
Taxation for earlier years		29,663		-
<b>Net Cash from/(used in) operating activities activities (A)</b>		<b>741,94,224</b>		<b>(6,61,775)</b>
<b>Cash Flow from Investment activities</b>				
Sale/(Purchase) of Investment		(602,72,109)		(2,65,000)
<b>Net Cash (used in) Investing activities (B)</b>		<b>(602,72,109)</b>		<b>(2,65,000)</b>
<b>Net Cash from financing activities</b>				
(Increase)/decrease in Long term Loans & Advances given		(82,79,909)		(46,53,650)
Long Term Borrowings		(52,36,533)		55,10,000
<b>Net Cash (used in) financing activities (C)</b>		<b>(135,16,442)</b>		<b>8,56,350</b>
<b>Net increase / (decrease) in Cash and cash equivalents (A+B+C)</b>		<b>4,05,672</b>		<b>(70,427)</b>
Cash and cash equivalents at the beginning of the year		30,064		1,00,493
<b>Cash and cash equivalents at the end of the year</b>		<b>4,35,734</b>		<b>30,064</b>

As per our report of even date

For **Rahul Bansal & Associates**  
Chartered Accountants  
Firm Registration No. 327098E

*R. Bansal*

**CA Rahul Bansal**  
Partner  
Membership No. 068619  
Place: Kolkata  
Dated : 28.05.2018



For and on behalf of the Board of Directors

*T. N. Dey*  
Tarak Nath Dey  
Managing Director  
00343396

*Chand Ratan Modi*  
Chand Ratan Modi  
Director  
00343685

**SANGRAHALAYA TIMBER AND CRAFTS LIMITED**

NOTES ON ACCOUNTS AND SIGNIFICANT ACCOUNTING POLICIES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

**1 SIGNIFICANT ACCOUNTING POLICIES**

1.1 Basis of preparation of financial statements

- a) The Accounts have been prepared under the historical cost convention on an Accrual basis and in accordance with the Accounting Standards notified under the relevant provisions of the Companies act, 2013 and are consistent with generally accepted accounting principles and conform to the statutory provisions and practices prevailing in the industry. All the figures have been rounded off to nearest rupees.
- b) The company generally follows mercantile system of accounting and recognises significant items of income and expenditure on accrual basis.

1.2 Inventories

Stock-in-trade are valued as follows:-

- a) Unquoted shares : At cost  
 b) Quoted shares : At cost or market value whichever is lower  
 c) Flats : At cost

1.3 Investments

Investments are valued at cost. All the investments are considered to be of long term by the management and decline in market value, if any, is of temporary nature. Bonus/ demerged shares are valued at nil cost.

1.4 RBI Prudential Norms

The Company has complied with the RBI Prudential Norms relating to Income Recognition, Accounting Standard and Asset classification and provisioning for bad and doubtful debts as applicable to it.

1.5 Estimates

The preparation of financial statements requires use of estimates and assumptions to be made that affect the reported amounts of assets, liabilities and disclosure of contingent liabilities on the date of financial statements and the reported amounts of revenue and expenses during the period. Difference between actual amount and estimates are recognised in the period in which the results are known / materialized.

1.6 Taxes On Income

Provision for current tax is made on the basis of estimated taxable income for the current accounting year in accordance with the Income Tax Act, 1961.

**2 NOTES ON ACCOUNTS**

2.1 There is no contingent liability at the end of the accounting year.

2.2 The Company has not accepted any Public Deposit during the year in pursuance of a resolution passed by the Board of Directors of the Company

2.3 The Provision Against Non Performing Assets have been made as per prudential norms of RBI.

2.4 In terms of Notification No. DNBS.222/ CGM(US)-2011 and DNBS.223/ CGM(US)-2011 both dated January 17, 2011 issued by the Department of Non-Banking Supervision, the Company has made a provision on Standard Assets at 0.35% of the amount outstanding as at the end of the financial year.

2.5 Purchases of Stock in trade

Particulars	Units	Quantity	Value (Rs.)
Quoted Equity Shares	No.	4,59,000	984,47,201
		-	-
Unquoted Equity Shares	No.	350	3,342
		(22,500)	(31,050)
Flats	No.	-	-

Note: Figures in bracket relates to the previous year

*(Handwritten Signature)*



**SANGRAHALAYA TIMBER AND CRAFTS LIMITED**

NOTES ON ACCOUNTS AND SIGNIFICANT ACCOUNTING POLICIES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

**2.6 List of Related Parties and Relationship**

<u>Name of the Related Party</u>	<u>Relationship</u>
North Eastern Publishing & Adv.Co Ltd Purbanchal Prestressed Ltd Hotahoti Wood Products Ltd Kamini Finance & Investment Co. Ltd Gulmohur Trading Pvt Ltd Chemo Traders Pvt Ltd Maurya Trading Co. Ltd	ENTERPRISES WITH COMMON DIRECTORSHIP
Maa Karni Finance Pvt Ltd Visisth Chay Vyapar Ltd Citystar Infrastructures Ltd N K Concrete Creations Pvt Ltd Citystar Foods Pvt Ltd Deccan Traders Pvt Ltd	INTEREST OF RELATIVES

Name of the Related Party	Nature of Transaction	During the year 2017-18	During the year 2016-17
North Eastern Publishing & Adv.Co Ltd	Rent	8,928	8,928
Purbanchal Prestressed Ltd	Purchase/Sale of Investment	-	2,40,000
Gulmohur Trading Pvt Ltd	Purchase/Sale of Investment	-	16,000
Chemo Traders Pvt Ltd	Purchase/Sale of Investment	-	31,050
Maurya Trading Co. Ltd	Purchase/Sale of Investment	-	96,000
Visisth Chay Vyapar Ltd	Purchase/Sale of Investment	3,342	-
Citystar Infrastructures Ltd	loans(Liab)	150,79,536	352,15,714
Citystar Infrastructures Ltd	Purchase/Sale of Investment	34,21,250	18,86,820
N K Concrete Creations Pvt Ltd	Loans & Advances	-	5,903
N K Concrete Creations Pvt Ltd	Investment in shares	27,31,230	27,31,230
Deccan Traders Pvt Ltd	Purchase/Sale of Investment	-	96,000

Name of the Related Party	Nature of Balance	As at 31st March, 2018	As at 31st March, 2017
North Eastern Publishing & Adv.Co Ltd	Rent Payable	17,856	8,928
Citystar Infrastructures Ltd	Amount Payable	28,98,887	376,29,317
Citystar Foods Pvt Ltd	Amount Receivable	161,23,302	161,23,302

*[Handwritten Signature]*



**SANGRAHALAYA TIMBER AND CRAFTS LIMITED**

*Notes forming part of the financial statements as at 31st March, 2018*

*Note : 2.7 Share Capital*

*(Figures in Rs.)*

Sl. No.	Particulars	As at 31st March, 2018	As at 31st March, 2017
1	<u>Authorized Capital</u> 20010000 Equity Shares of Rs. 10/- each.	2001,00,000	2001,00,000
		2001,00,000	2001,00,000
2	<u>Issued, Subscribed &amp; Paid Up Capital</u> 20010000 Equity Shares of Rs.10/- each	2001,00,000	2001,00,000
	<b>Total</b>	<b>2001,00,000</b>	<b>2001,00,000</b>

Reconciliation of the number of shares outstanding

Sl. No.	Particulars	As at 31st March, 2018	As at 31st March, 2017
1	Number of shares at the beginning	200,10,000	200,10,000
	Add: Shares issued during the year	-	-
	Number of shares at the closing	200,10,000	200,10,000

Details of shares held by each shareholder holding more than 5% shares

Sl. No.	Particulars	As at 31st March, 2018		As at 31st March, 2017	
		Total No. Of shares	Holding (%)	Total No. Of shares	Holding (%)
1	Purbanchal Presstressed Ltd.	29,87,500	14.93	29,78,500	14.93
2	Hotahoti Wood Products Ltd	29,01,400	14.50	29,01,400	14.50
3	Sudhir Jain	24,31,300	12.15	24,31,300	12.15
4	Maurya Trading Co. Ltd.	12,82,000	6.41	12,82,000	6.41
	<b>Total</b>	<b>96,02,200</b>	<b>47.99</b>	<b>95,93,200</b>	<b>47.99</b>

*Note : 2.8 Reserves & Surplus*

*(Figures in Rs.)*

Sl. No.	Particulars	As at 31st March, 2018	As at 31st March, 2017
1	<u>Reserve u/s 45-IC of the RBI Act, 1934</u> As per last Balance Sheet	3,94,924	3,91,517
	Add: Transferred from Profit & Loss Account	-	3,407
		3,94,924	3,94,924
2	<u>Surplus / (Deficit) in Statement of Profit and Loss</u> Profit / (Loss) brought forward from previous year	(153,02,049)	(153,15,676)
	Add: Profit / (Loss) for the year	(59,61,077)	17,034
		(212,63,126)	(152,98,642)
	Add: Taxation for earlier years	(29,663)	-
	Less: Appropriations Transferred to Reserve u/s 45-IC of the RBI Act, 1934	-	3,407
		(212,92,789)	(153,02,049)
	<b>Total</b>	<b>(208,97,865)</b>	<b>(149,07,125)</b>

*[Handwritten Signature]*



**SANGRAHALAYA TIMBER AND CRAFTS LIMITED**

**Notes forming part of the financial statements as at 31st March, 2018**

**Note:2.9 Long Term Borrowings**

*(Figures in Rs.)*

Sl. No.	Particulars	As at 31st March, 2018	As at 31st March, 2017
1	Unsecured*	695,72,067	748,08,600
		695,72,067	748,08,600

\* Bearing Rate of Interest @8%, 9%, and 10% p.a. and repayable in 2019-20

**Note:2.10 Long Term Provisions**

*(Figures in Rs.)*

Sl. No.	Particulars	As at 31st March, 2018	As at 31st March, 2017
1	In respect of Non Performing Assets	14,50,000	14,50,000
2	Contingent Provisions Against Standard Assets	4,99,617	4,70,637
		19,49,617	19,20,637

**Note : 2.11 Trade Payables**

*(Figures in Rs.)*

Sl. No.	Particulars	As at 31st March, 2018	As at 31st March, 2017
1	Trade payables for Services	7,51,939	10,94,114
	Total	7,51,939	10,94,114

**Note : 2.12 Other Current Liabilities**

*(Figures in Rs.)*

Sl. No.	Particulars	As at 31st March, 2018	As at 31st March, 2017
1	Interest accrued and due on borrowings	65,32,040	243,46,284
2	Temporary Overdraft	7,35,183	-
3	Other Liabilities*	967,23,773	10,64,667
	Total	1039,90,996	254,10,951

\* Includes TDS Payable

**Note : 2.13 Short Term Provisions**

*(Figures in Rs.)*

Sl. No.	Particulars	As at 31st March, 2018	As at 31st March, 2017
1	Provisions		
	Income Tax	35,000	3,72,800
	Contingent Provisions Against Standard Assets	-	128
	Total	35,000	3,72,928





**SANGRAHALAYA TIMBER AND CRAFTS LIMITED**

*Notes forming part of the financial statements as at 31st March, 2018*

Note 2.14 Non-Current Investments

(Figures in Rs.)

Sl. No	Particulars	Face Value	As at 31st March, 2018		As at 31st March, 2017	
			No. of Shares	Amount	No. of Shares	Amount
1	<b>In Quoted Equity Instruments (fully paid up)</b>					
	Bombay Dyeing and Manufacturing Company Ltd.	2	16,000	44,32,755	-	-
	Dewan Housing Finance Corp. Ltd	10	59,000	345,25,803	-	-
	Dhunseri Tea & Industries Ltd.	10	1,206	4,18,252	-	-
	Indiabulls Real Estate Ltd	2	25,000	56,99,196	-	-
	Man Infraconstruction Ltd	2	5,000	3,63,314	-	-
	Vakrangee Ltd	10	10,000	77,96,807	-	-
	Raymond Ltd	10	1,000	9,10,983	-	-
			1,17,206	541,47,109	-	-
2	<b>In Unquoted Equity Instruments (fully paid up)</b>					
	N.K. Concrete Creation Pvt. Ltd.	10	2,73,123	27,31,230	2,73,123	27,31,230
	Citystar Foods Pvt Limited	10	3,27,000	32,70,000	327,000	32,70,000
	Megha Conclave Private Limited	10	22,000	2,20,000	22,000	2,20,000
	Intouch Trading Private Limited	10	5,00,000	300,00,000	5,00,000	300,00,000
	Acyumen Barter Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Acyumen Tie Up Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Acyumen Tracom Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Carnation Tie Up Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Citywings Barter Pvt Ltd.	10	1,800	18,000	1,800	18,000
	Delta Barter Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Dreamvalley Tie Up Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Guidance Tradecomm Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Hillton Tie Up Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Janhil Barter Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Jhilmil Commosales Pvt. Ltd	10	1,800	18,000	1,800	18,000
	Anchor Barter Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Oliver Agency Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Raghav Barter Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Silverson Tie Up Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Silverson Tradecomm Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Sunman Barter Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Winsher Tracom Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Nandlal Commosales Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Kannan Tracom Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Jograj Vinimay Pvt.Ltd	10	1,800	18,000	1,800	18,000
	Unicon Commosales Pvt Ltd	10	1,700	17,000	1,700	17,000
	Sunbeam Vintrade Pvt Ltd	10	1,700	17,000	1,700	17,000
	Sunbeam Tie Up Pvt Ltd	10	1,700	17,000	1,700	17,000
	Snowfall Dealers Pvt Ltd	10	1,700	17,000	1,700	17,000
	Signature Tradelinks Pvt Ltd	10	1,700	17,000	1,700	17,000
	Signature Merchants Pvt Ltd	10	1,700	17,000	1,700	17,000
	Seabird Commoddeal Pvt Ltd	10	1,700	17,000	1,700	17,000
	Ridhi Merchants Pvt Ltd	10	1,700	17,000	1,700	17,000
	Carnation Vanijya Pvt Ltd	10	1,700	17,000	1,700	17,000
	Dhanvantari Merchants Pvt Ltd	10	1,700	17,000	1,700	17,000
	Ridhi Dealers Pvt Ltd	10	1,700	17,000	1,700	17,000
	Regal Dealcom Pvt Ltd	10	1,700	17,000	1,700	17,000
	Parag Vintrade Pvt Ltd	10	1,700	17,000	1,700	17,000
	Panther Tracom Pvt Ltd	10	1,700	17,000	1,700	17,000
	Ontime Distributors Pvt Ltd	10	1,700	17,000	1,700	17,000
	Majestic Commosales Pvt Ltd	10	1,700	17,000	1,700	17,000
	Krish Dealcomm Pvt Ltd	10	1,700	17,000	1,700	17,000
	Inspiration Commercial Pvt Ltd	10	1,700	17,000	1,700	17,000
	Hopewell Vinimay Pvt Ltd	10	1,700	17,000	1,700	17,000
	Hopewell Commercial Pvt Ltd	10	1,700	17,000	1,700	17,000
	Hilltop Suppliers Pvt Ltd	10	1,700	17,000	1,700	17,000
	Hamsafar Dealcomm Pvt Ltd	10	1,700	17,000	1,700	17,000
	Heritage Dealtrade Pvt Ltd	10	1,700	17,000	1,700	17,000
	Moonthar Barter Pvt Ltd	10	1,600	16,000	1,600	16,000
	Mridul Tracom Pvt Ltd	10	1,600	16,000	1,600	16,000
	Nissan Barter Pvt Ltd	10	1,600	16,000	1,600	16,000
	Nissan Tracom Pvt Ltd	10	1,600	16,000	1,600	16,000
	Pears Barter Pvt Ltd	10	1,600	16,000	1,600	16,000
	Parag Commosales Pvt Ltd	10	1,600	16,000	1,600	16,000
	Popstar Tracom Pvt Ltd	10	1,600	16,000	1,600	16,000
	Popstar Vinimay Pvt Ltd	10	1,600	16,000	1,600	16,000



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**SANGRAHALAYA TIMBER AND CRAFTS LIMITED**

**Notes forming part of the financial statements as at 31st March, 2018**

Note : 2.14 Non-Current Investments

Sl. No	Particulars	As at 31st March, 2018			As at 31st March, 2017	
		Face Value	No. of Shares	Amount	No. of Shares	Amount
	Popstar Barter Pvt Ltd	10	1,600	16,000	1,600	16,000
	Pushkar Tracom Pvt Ltd	10	1,600	16,000	1,600	16,000
	Rasraj Commotrade Pvt Ltd	10	1,600	16,000	1,600	16,000
	Transways Commosales Pvt Ltd	10	1,600	16,000	1,600	16,000
	Transways Dealtrade Pvt Ltd	10	1,600	16,000	1,600	16,000
	Prantik Vinimay Pvt Ltd	10	1,600	16,000	1,600	16,000
	Ratnakar Commosales Pvt Ltd	10	1,600	16,000	1,600	16,000
	Topaz Vincom Pvt Ltd	10	1,600	16,000	1,600	16,000
	Kelvin Commotrade Pvt Ltd	10	1,600	16,000	1,600	16,000
	Kelvin Tie Up Pvt Ltd	10	1,600	16,000	1,600	16,000
	Dove Commodeal Pvt Ltd	10	1,600	16,000	1,600	16,000
	Dove Tie Up Pvt Ltd	10	1,600	16,000	1,600	16,000
	Kelvin Tracom Pvt Ltd	10	1,600	16,000	1,600	16,000
	Hytone Commosales Pvt Ltd	10	1,600	16,000	1,600	16,000
	Hytone Dealtrade Pvt Ltd	10	1,600	16,000	1,600	16,000
	Hytone Vinimay Pvt Ltd	10	1,600	16,000	1,600	16,000
	Hytone Vintrade Pvt Ltd	10	1,600	16,000	1,600	16,000
	Intimate Commosales Pvt Ltd	10	1,600	16,000	1,600	16,000
	Intimate Dealtrade Pvt Ltd	10	1,600	16,000	1,600	16,000
	Keystar Suppliers Pvt Ltd	10	1,600	16,000	1,600	16,000
	Keystar Vintrade Pvt Ltd	10	1,600	16,000	1,600	16,000
	Booster Vintrade Pvt Ltd	10	1,600	16,000	1,600	16,000
	Excellent Dealtrade Pvt Ltd	10	1,600	16,000	1,600	16,000
	Agrim Commodeal Pvt Ltd	10	1,600	16,000	1,600	16,000
	Cindrella Tradecomm Pvt Ltd	10	1,600	16,000	1,600	16,000
	Dreamlight Barter Pvt Ltd	10	1,600	16,000	1,600	16,000
	Dreamlight Commotrade Pvt Ltd	10	1,600	16,000	1,600	16,000
	Everlink Barter Pvt Ltd	10	1,600	16,000	1,600	16,000
	Everlink Commosales Pvt Ltd	10	1,600	16,000	1,600	16,000
	Fresh Commotrade Pvt Ltd	10	1,600	16,000	1,600	16,000
	Fresh Vinimay Pvt Ltd	10	1,600	16,000	1,600	16,000
	Fresh Vintrade Pvt Ltd	10	1,600	16,000	1,600	16,000
	Goodview Barter Pvt Ltd	10	1,600	16,000	1,600	16,000
	Hamsafar Tracom Pvt Ltd	10	1,600	16,000	1,600	16,000
	Indivar Barter Pvt Ltd	10	1,600	16,000	1,600	16,000
	Fort Commosales Pvt Ltd	10	1,600	16,000	1,600	16,000
	Indigo Dealmark Pvt Ltd	10	1,600	16,000	1,600	16,000
	Indigo Tracom Pvt Ltd	10	1,600	16,000	1,600	16,000
	Bela Tracom Pvt Ltd	10	1,600	16,000	1,600	16,000
	Manmohan Tracom Pvt Ltd	10	1,600	16,000	1,600	16,000
	Moondhar Tracom Pvt Ltd	10	1,600	16,000	1,600	16,000
	Pears Tracom Pvt Ltd	10	1,600	16,000	1,600	16,000
	Bluebell Commotrade Pvt Ltd	10	1,600	16,000	1,600	16,000
	Olay Vintrade Pvt Ltd	10	1,600	16,000	1,600	16,000

*[Handwritten signatures]*





**SANGRAHALAYA TIMBER AND CRAFTS LIMITED**

**Notes forming part of the financial statements as at 31st March, 2018**

Note : 2.14 Non-Current Investments

Sl. No	Particulars	As at 31st March, 2018			As at 31st March, 2017	
		Face Value	No. of Shares	Amount	No. of Shares	Amount
	Lifelong Vincorn Pvt Ltd	10	1,600	16,000	1,600	16,000
	Crossroad Vincorn Pvt Ltd	10	1,600	16,000	1,600	16,000
	Fastener Commosales Pvt Ltd	10	1,600	16,000	1,600	16,000
	Jasper Commotrade Pvt Ltd	10	1,600	16,000	1,600	16,000
	Original Agenices Pvt Ltd	10	1,600	16,000	1,600	16,000
	Primary Dealtrade Pvt Ltd	10	1,600	16,000	1,600	16,000
	Stephen Commosales Pvt Ltd	10	1,600	16,000	1,600	16,000
	Fastener Commotrade Pvt Ltd	10	1,600	16,000	1,600	16,000
	Jasper Tracom Pvt Ltd	10	1,600	16,000	1,600	16,000
	Original Dealtrade Pvt Ltd	10	1,600	16,000	1,600	16,000
	Primary Tie Up Pvt Ltd	10	1,600	16,000	1,600	16,000
	Stephen Commotrade Pvt Ltd	10	1,600	16,000	1,600	16,000
	Rocky Dealcomm Pvt Ltd	10	1,600	16,000	1,600	16,000
	Fastener Tracom Pvt Ltd	10	1,600	16,000	1,600	16,000
	Jasper Tradelink Pvt Ltd	10	1,600	16,000	1,600	16,000
	Original Barter Pvt Ltd	10	1,600	16,000	1,600	16,000
	Sonata Barter Pvt Ltd	10	1,600	16,000	1,600	16,000
	Stephen Suppliers Pvt Ltd	10	1,600	16,000	1,600	16,000
	Fastener Vanijya Pvt Ltd	10	1,600	16,000	1,600	16,000
	Jasper Vinimay Pvt Ltd	10	1,600	16,000	1,600	16,000
	Original Dealsales Pvt Ltd	10	1,600	16,000	1,600	16,000
	Stephen Vinimay Pvt Ltd	10	1,600	16,000	1,600	16,000
	Fastener Vintrade Pvt Ltd	10	1,600	16,000	1,600	16,000
	Jasper Vanijya Pvt Ltd	10	1,600	16,000	1,600	16,000
	Original Tracom Pvt Ltd	10	1,600	16,000	1,600	16,000
	Dove Barter Pvt Ltd	10	1,600	16,000	1,600	16,000
	Stephen Tie Up Pvt Ltd	10	1,600	16,000	1,600	16,000
	Bluebell Tie Up Pvt Ltd	10	1,600	16,000	1,600	16,000
	Parichay Commosales Pvt Ltd	10	1,600	16,000	1,600	16,000
	Lifelong Vinimay Pvt Ltd	10	1,600	16,000	1,600	16,000
	Shivhari Tie Up Pvt Ltd	10	1,600	16,000	1,600	16,000
	Dove Vinimay Pvt Ltd	10	1,600	16,000	1,600	16,000
	Dove Vintrade Pvt Ltd	10	1,600	16,000	1,600	16,000
	Kelvin Vinimay Pvt Ltd	10	1,600	16,000	1,600	16,000
	Kelvin Vintrade Pvt Ltd	10	1,600	16,000	1,600	16,000
	Moneyfold Vinimay Pvt Ltd	10	1,600	16,000	1,600	16,000
	Moneyfold Vintrade Pvt Ltd	10	1,600	16,000	1,600	16,000
	Parichay Dealtrade Pvt Ltd	10	1,600	16,000	1,600	16,000
	Shivhari Vinimay Pvt Ltd	10	1,600	16,000	1,600	16,000
	Glaze Merchants Pvt Ltd	10	1,600	16,000	1,600	16,000
	Shivhari Tracom Pvt Ltd	10	1,600	16,000	1,600	16,000
	Caramel Grihoshobha Pvt Ltd	10	1,000	10,000	1,000	10,000
	Manakin Developers Pvt Ltd	10	1,000	10,000	1,000	10,000
	Sandgrouses Land Developers Pvt Ltd	10	1,000	10,000	1,000	10,000
	Asparagus Grihaniman Pvt Ltd	10	1,500	15,000	1,500	15,000
	Catkins Attalika Pvt Ltd	10	1,000	10,000	1,000	10,000
	Custard Grihi Pvt Ltd	10	1,000	10,000	1,000	10,000
	Emu Developers Pvt Ltd	10	1,000	10,000	1,000	10,000
	Stork Hi Rise Pvt Ltd	10	1,500	15,000	1,500	15,000
	Tinamou Developers Pvt Ltd	10	1,500	15,000	1,500	15,000
	Pardalote Grihaniman Pvt Ltd	10	1,500	15,000	1,500	15,000
	Cassowaries Griho Pvt Ltd	10	1,500	15,000	1,500	15,000
	Godhuli Kunjaloy Pvt Ltd	10	1,500	15,000	1,500	15,000
	Grebe Housing Pvt Ltd	10	1,500	15,000	1,500	15,000
	Sittela Infrastructure Pvt Ltd	10	1,500	15,000	1,500	15,000
	Keshel Infrastructure Pvt Ltd	10	1,500	15,000	1,500	15,000
	Quetzal Housing Pvt Ltd	10	1,500	15,000	1,500	15,000
	Greygone Housing Pvt Ltd	10	1,500	15,000	1,500	15,000
	Onole Housing Pvt Ltd	10	1,500	15,000	1,500	15,000



**SANGRAHALAYA TIMBER AND CRAFTS LIMITED**

**Notes forming part of the financial statements as at 31st March, 2018**

Note : 2.14 Non-Current Investments

Sl. No	Particulars	As at 31st March, 2018			As at 31st March, 2017	
		Face Value	No. of Shares	Amount	No. of Shares	Amount
	Berkelium House Builders Pvt Ltd	10	1,500	15,000	1,500	15,000
	Buzzard Grihashova Pvt Ltd	10	1,500	15,000	1,500	15,000
	Cichild Housing Pvt Ltd	10	1,500	15,000	1,500	15,000
	Mistletoe Realty Pvt Ltd	10	1,500	15,000	1,500	15,000
	Tapaculo Grihanirman Pvt Ltd	10	1,500	15,000	1,500	15,000
	Thornbill Griho Pvt Ltd	10	1,500	15,000	1,500	15,000
	Grosbeaks Nirman Pvt Ltd	10	1,500	15,000	1,500	15,000
	Kakapo Grihanirman Pvt Ltd	10	1,500	15,000	1,500	15,000
	Keshel House Builders Pvt Ltd	10	1,500	15,000	1,500	15,000
	Pakshiraj Niketan Pvt Ltd	10	1,500	15,000	1,500	15,000
	Shiuli Kunjosobha Pvt Ltd	10	1,500	15,000	1,500	15,000
	Vireo Housing Pvt Ltd	10	1,500	15,000	1,500	15,000
	Grasshoper Nirman Pvt Ltd	10	1,500	15,000	1,500	15,000
	Komondor Builders Pvt Ltd	10	1,500	15,000	1,500	15,000
	Salamander Niketan Pvt Ltd	10	1,500	15,000	1,500	15,000
	Cuckoo Nirman Pvt Ltd	10	1,500	15,000	1,500	15,000
	Kashpol Abashon Pvt Ltd	10	1,500	15,000	1,500	15,000
	Basukinath Properties Pvt Limited	10	5,00,000	50,00,000	-	-
	Bluestem Developers Pvt Ltd	10	1,500	3,75,000	-	-
	Broadbill Realty Pvt Ltd	10	1,500	3,75,000	-	-
	Lily Builders Pvt Ltd	10	1,500	3,75,000	-	-
			<b>19,01,823</b>	<b>450,98,230</b>	<b>13,97,323</b>	<b>389,73,230</b>
	<b>Total</b>		<b>20,19,029</b>	<b>992,45,339</b>	<b>13,97,323</b>	<b>389,73,230</b>

Sl. No	Particulars	Book Value	Market Value	Book Value	Market Value
	Aggregate Value of Quoted Equity Shares	541,47,109	421,54,937	-	-
	Aggregate Value of Unquoted Equity Shares	992,45,339	-	389,73,230	-

Aggregate Value of Quoted Equity Shares included interest of Rs 6,21,856/-



**SANGRAHALAYA TIMBER AND CRAFTS LIMITED**

**Notes forming part of the financial statements as at 31st March, 2018**

Note : 2.15 Long Term Loans and Advances  
(Unsecured & Considered Good)

(Figures in Rs.)

Sl. No	Particulars	As at 31st March, 2018	As at 31st March, 2017
1	Loans and Advances	1427,47,623	1344,67,714
	<b>Total</b>	<b>1427,47,623</b>	<b>1344,67,714</b>

Note : 2.16 Inventories

(Figures in Rs.)

Sl. No	Particulars	As at 31st March, 2018	As at 31st March, 2017
1	Stock - in - Trade	1100,73,370	1125,61,789
	<b>Total</b>	<b>1100,73,370</b>	<b>1125,61,789</b>

Note : 2.17 Cash & Bank Balances

(Figures in Rs.)

Sl. No	Particulars	As at 31st March, 2018	As at 31st March, 2017
	<u>Cash and Cash Equivalents</u>		
1	Cash-in-Hand	4,35,734	12,453
2	Balance with Banks	-	17,611
	<b>Total</b>	<b>4,35,734</b>	<b>30,064</b>

Note : 2.18 Short Terms Loans and Advances

(Figures in Rs.)

Sl. No	Particulars	As at 31st March, 2018	As at 31st March, 2017
1	Loans & Advances to Others		
	(a) Loans	89,034	83,364
	(b) Tax Deducted at source	22,65,083	23,24,907
	(c) Income Tax Refundable	2,54,476	2,54,476
	(d) Others*	3,91,092	1,04,561
	<b>Total</b>	<b>29,99,685</b>	<b>27,67,308</b>

\* Includes Interest Receivable, GST credit Loans to Others and Advance to creditors

*sp cilwa*



**SANGRAHALAYA TIMBER AND CRAFTS LIMITED**  
**Notes forming part of the financial statements as at 31st March, 2018**

Note : 2.19 Revenue from Operations

(Figures in Rs.)

Sl. No.	Particulars	For the year ended 31st March, 2018	For the year ended 31st March, 2017
1	Interest	82,88,494	86,26,693
2	Other Financial Services		
	Sale of Shares	1027,83,587	1,64,825
	Profit/(Loss) on Speculation of Shares	(32,915)	
	Profit on sale of investment	(111,45,568)	-
	Profit/(Loss) on Future & Options	9,53,489	-
	Total	1008,47,087	87,91,518

Note : 2.20 Other Income

(Figures in Rs.)

Sl. No.	Particulars	For the year ended 31st March, 2018	For the year ended 31st March, 2017
1	Interest on Income Tax Refund	39,280	83,273
	Total	39,280	83,273

Note : 2.21 Change in Inventories of Stock-in-Trade

(Figures in Rs.)

Sl. No.	Particulars	For the year ended 31st March, 2018	For the year ended 31st March, 2017
1	Opening Stock	1125,61,789	1130,25,938
2	Closing Stock	1100,73,370	1125,61,789
	Total	24,88,419	4,64,149

Note : 2.22 Employment Benefit Expenses

(Figures in Rs.)

Sl. No.	Particulars	For the year ended 31st March, 2018	For the year ended 31st March, 2017
1	Salaries & Allowances	1,70,000	3,12,000
	Total	1,70,000	3,12,000

Note : 2.23 Finance Costs

(Figures in Rs.)

Sl. No.	Particulars	For the year ended 31st March, 2018	For the year ended 31st March, 2017
1	Interest	52,29,281	66,01,674
	Total	52,29,281	66,01,674

*Collected*



**SANGRAHALAYA TIMBER AND CRAFTS LIMITED**

Notes forming part of the financial statements as at 31st March, 2018

Note : 2.24 Other Expenses

(Figures in Rs.)

Sl. No.	Particulars	For the year ended 31st March, 2018	For the year ended 31st March, 2017
1	Rent	8,928	8,928
2	Listing Expenses	69,000	5,75,000
3	Annual Custodial Fees	2,58,750	2,41,349
4	Professional Fee	84,950	3,43,715
5	Miscellaneous Expenses	58,721	98,790
	Total	4,80,349	12,67,782

Payments to the auditors comprises

(Figures in Rs.)

Sl. No.	Particulars	For the year ended 31st March, 2018	For the year ended 31st March, 2017
1	For Statutory Audit	18,000	18,000
2	For Internal Audit	7,500	7,500
3	For Tax Audit	6,000	6,000
	Total	31,500	31,500

Note : 2.25 Provisions

(Figures in Rs.)

Sl. No.	Particulars	For the year ended 31st March, 2018	For the year ended 31st March, 2017
1	Provisions Against Standard Assets	28,852	1,46,102
	Total	28,852	1,46,102

Note: 2.26 :

Previous year / period figures have been regrouped / reclassified wherever necessary to correspond with the current period classification / disclosure.

For **Rahul Bansal & Associates**

Chartered Accountants

Firm Registraton No. 327098E

*R. Bansal*



**CA Rahul Bansal**

Partner

Membership No. 068619

Place:Kolkata

Dated : 28.05.2018

For and on behalf of the Board of Directors

*T.N. Dey*  
Tarak Nath Dey  
Managing Director  
00343396

*Chand Ratan Modi*  
Chand Ratan Modi  
Director  
00343685