

# **KABRA COMMERCIAL LIMITED**

**2020 - 2021**

## **BOARD OF DIRECTORS**

*Rajesh Kumar Kabra*

*Managing Director*

*Ramawtar Kabra*

*Director*

*Chandra Prakassh Kabra*

*Non-Executive Director*

*Radhika Kabra*

*Non-Executive Director*

*Jagdish Prasad Kabra*

*Independent Director*

*Vijay Kumar Parwal*

*Independent Director*

## **COMPANY SECRETARY**

*Apeksha Agiwal*

## **CHIEF FINANCIAL OFFICER**

*Om Prakash Agarwal*

## **REGISTERED OFFICE**

*Govind Bhawan  
2, Brabourne Road, 4th Floor  
Kolkata- 700 001*

## **SHARE TRANSFER AGENT**

*Niche Technologies Pvt.Limited  
3A, Auckland Place,  
Room No. 7A & 7B, 7th Floor,  
Kolkata - 700 017*

## **BANKERS**

*Canara Bank  
I. D. B. I. Bank*

## **STATUTORY AUDITOR**

*Ranjit Jain & Co.  
Diamond Heritage, Unit No.H605A, 6th Floor  
16, Strand Road,Kolkata - 700 001*

## **COMPANY IDENTIFICATION No.**

*CIN-L67120WB1982PLC035410*

# KABRA COMMERCIAL LIMITED

CIN NO : L67120WB1982PLC035410

Regd. Office : 2, Brabourne Road, 4<sup>th</sup> Floor, Kolkata- 700 001

Tele: 033-2225-4058 Fax No. : 033-2225-3461

E-mail : contact@kcl.net.in website : [www.kcl.net.in](http://www.kcl.net.in)

## NOTICE

NOTICE is hereby given that the Thirty Ninth Annual General Meeting of the Shareholders of **KABRA COMMERCIAL LIMITED** will be held at the Registered Office of the Company at 2, Brabourne Road, 4<sup>th</sup> Floor, Kolkata- 700001 on Monday, the 06<sup>th</sup> day of September, 2021 at 11.30 A.M to transact the following business :-

### **ORDINARY BUSINESS :**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2021, with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Smt. Radhika Kabra (DIN: 00335944) who retires by rotation and being eligible, offers herself for re-appointment.
3. To approval the appointment of Auditors for the financial year 2020-2021 and to re-appoint the Auditors for a further period of four years and in this regard to pass the following Resolution as on Ordinary Resolution.

**“RESOLVED THAT** pursuant to the provision of section 139 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rule, 2014 the appointment of M/s Ranjit Jain & Co, Chartered Accountants (FRN 322505E) for the financial year 2020-2021 be and is hereby approved and ratified”.

**“RESOLVED FURTHER THAT** M/s Ranjit Jain & Co, Chartered Accountants (FRN 322505E) be and is hereby reappointed as Auditors of the Company for a period of four years to hold office from the conclusion of this Annual General Meeting till the conclusion of the 43<sup>rd</sup> Annual General Meeting at a remuneration to be fixed by the Board of Directors.

### **BY ORDER OF THE BOARD**

Registered Office :  
2, Brabourne Road, 4th Floor,  
Kolkata – 700001  
Date : 13<sup>th</sup> August, 2021

C. P. KABRA  
Director  
DIN NO.: 00338838

### **NOTES :**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE IN THE MEETING INSTEAD OF HIMSELF/HERSELF, AND. THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.  
Pursuant to the provisions of section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than 50(fifty) Members and holding in aggregate not more than (10% ) of the total share capital of the Company. Members holding more than ten percent of the total share capital of the Company may appoint a single person as proxy, who shall not act as proxy for any other Member.  
**Proxy in order to be effective should be duly stamped, completed, signed and deposited at the Registered Office of the Company not less than forty-eight hours before the time for holding the Annual General Meeting.**
2. Corporate Members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution to the Company, authorizing their representatives to attend and vote on their behalf at the Annual General Meeting.
3. Non-email shareholders of the company are hereby informed that due to Covid-19 Pandemic, Board of Directors in their meeting held on 30<sup>th</sup> June, 2021 had decided that the company this year will not post the e-voting Notice and Annual Report to them, if they require they can ask company to provide physical copy to them.
4. For the convenience of members and for proper conduct of the meeting, **entry to the place of meeting will be regulated by attendance slip, which is a part of the Notice. Members are requested to sign at the place provided on the attendance slip and hand it over at the entrance to the venue.**  
**Members / proxies should bring the duly filled Attendance Slip attached herewith to attend the meeting. Duplicate Attendance slip and /or copies of the Annual Report shall not be issued / available at the venue of the Meeting.**  
Members, who hold shares in dematerialized form, are requested to bring their Client ID and DP ID Nos. for easier identification of attendance at the meeting.
5. The Register of Directors and Key Managerial Personnel and their shareholding , maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
6. Additional information, pursuant to Regulation 36 of the SEBI ( Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of the directors seeking re-appointment at the Annual General Meeting as per **Item No. 2** of aforesaid notice, is furnished as Annexure to the Notice.

7. The Register of Members and the Share transfer Book of the Company shall remain closed from Tuesday, August 31, 2021 to Monday , September 06, 2021 (both days inclusive) for the purpose of Annual General Meeting.
8. A member desirous of getting any information on the accounts of the Company is requested to send the queries to the Company at least 10 days in advance of the meeting.
9. Members holding shares in physical form are requested to intimate change in their registered address mentioning full address in block letters with Pin code of the Post Office and bank particulars to the Company's Registrar and Share Transfer Agent.
10. Members whose share holding is in electronic mode are requested to direct change of address notifications and updates of savings bank account details to their respective Depository Participant(s) . Members are encouraged to utilized the electronic clearing system ( ECS) .
11. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the 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 share in physical form are required to submit their PAN to the Company and or its Registrars & Share Transfer Agent.
12. At present the Company's equity share are listed on the Stock Exchanges at Kolkata and Mumbai .
13. All documents referred to in accompanying Notice are open for inspection at the Registered Office of the Company on all working days between 11:00 A. M. to 1:00 P. M. up to the date of the Annual General Meeting

**CDSL e-Voting System – For e-voting and Joining Virtual meetings.**

14. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM/EGM will thus be held through through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM/EGM through VC/OAVM.
15. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM/EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM/AGM will be provided by CDSL.
16. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
17. The attendance of the Members attending the AGM/EGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
18. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, , the facility to appoint proxy to attend and cast vote for the members is not available for this AGM/EGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM/EGM through VC/OAVM and cast their votes through e-voting.
19. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM/EGM has been uploaded on the website of the Company at [www.kcl.net.in](http://www.kcl.net.in). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively. The AGM/EGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM/EGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).
20. The AGM/EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
21. In continuation of this Ministry's **General Circular No. 20/2020**, dated 05th May, 2020 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2020, or become due in the year 2021, to conduct their AGMs on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA circular no. 02/2021 dated January,13,2021.

**THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:**

- (i) The voting period begins on **03<sup>rd</sup> September, 2021 at 9:00 A.M.** and ends on **05<sup>th</sup> September, 2021 at 5:00 P.M.** During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **30<sup>th</sup> August, 2021** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions.

However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for **Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page or click on <a href="https://evoting.cdslindia.com/Evoting/EvotingLogin">https://evoting.cdslindia.com/Evoting/EvotingLogin</a> The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDEAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDEAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2) If the user is not registered for IDEAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "Register Online for IDEAS "Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL**

<u>Login type</u>	<u>Helpdesk details</u>
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30

(v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on “Shareholders” module.
- 3) 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. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) 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 e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

<b>For Physical shareholders and other than individual shareholders holding shares in Demat.</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>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul>
Dividend Bank Details  <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.</li> </ul>

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) 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.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) 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.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - 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 a Compliance User 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 linked in the login 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 favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [contact@kcl.net.in](mailto:contact@kcl.net.in) (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **7\_ days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM/AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA contact@kcl.net.in**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at 022- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542/43.

22.Mr. Babu Lal Patni, Practicing Company Secretary (Membership No. FCS 2304 ), has been appointed as the Scrutinizer to scrutinize the remote e-voting process and voting at the AGM in a fair and transparent manner. The Scrutinizer will submit, not later than 3 days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman of the Company or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

23.The Results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.kcl.net.in](http://www.kcl.net.in) and on the website of CDSL. The same will be communicated to BSE Limited and Calcutta Stock Exchange Limited where the shares of the Company are listed.

**BY ORDER OF THE BOARD**

Registered Office :  
2, Brabourne Road, 4th Floor,  
Kolkata – 700001  
Date : 13<sup>th</sup> August, 2021

C. P. KABRA  
Director  
DIN NO.: 00338838

**Annexure - "A"**

**ANNEXURE TO ITEM NOS. 2, OF THE NOTICE**

**Additional Information on Directors recommended for re-appointment pursuant to Regulation 36(3) of Securities and Exchange Board of India ( Listing Obligations and Disclosure Requirements ) Regulations, 2015 and under Secretarial Standard on General Meeting ( SS-2):**

**Information about Smt. Radhika Kabra :**

<b>Name of Director</b>	Smt. Radhika Kabra
<b>Director Identification No.</b>	DIN – 00335944
<b>Date of Birth</b>	04-08-1974
<b>Educational Qualification</b>	H. S.
<b>Expertise in specific functional areas</b>	24 years
<b>Chairmanship / Membership of Committees in this Company</b>	None
<b>Present status of Directorship in this Company</b>	Director
<b>Directorship in other Public Limited Companies</b>	1
<b>Chairmanship / Membership of Committees in other Public Limited Companies</b>	None
<b>Shareholding as on 31<sup>st</sup> March, 2019</b>	72700
<b>Seeking appointment / re-appointment</b>	Retire by rotation and seeking re-appointment
<b>Rotational Status</b>	Retire by rotation

**BY ORDER OF THE BOARD**

Registered Office :  
2, Brabourne Road, 4th Floor,  
Kolkata – 700001  
Date : 13<sup>th</sup> August, 2021

C. P. KABRA  
Director  
DIN NO.: 00338838

# KABRA COMMERCIAL LIMITED

CIN NO : L67120WB1982PLC035410

Regd. Office : 2, Brabourne Road, 4<sup>th</sup> Floor, Kolkata- 700 001

Tele: 033-2225-4058 Fax No. : 033-2225-3461

E-mail : contact@kcl.net.in website : [www.kcl.net.in](http://www.kcl.net.in)

## FORM NO. MGT-11 PROXY FORM

[Pursuant To Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN : L67120WB1982PLC035410  
Name of the Company : KABRA COMMERCIAL LIMITED  
Regd. Office : 4<sup>th</sup> Floor, 2 Brabourne Road, Kolkata- 700 001  
Name of the Members :  
Registered Address :  
E-Mail Id :  
Folio No./Client No. :  
DP ID :

I / We, being the member(s) of..... shares of the above Company, hereby appoint.

1 Name ..... Address .....  
E-Mail Id : ..... Signature : ..... or failing him  
2 Name ..... Address .....  
E-Mail Id : ..... Signature : ..... or failing him  
3 Name ..... Address .....  
E-Mail Id : ..... Signature : .....

as my our proxy to attend and vote (on a poll) for me/us on my/our behalf at the 39<sup>th</sup> AGM of the Company, to be held on Monday, the 06<sup>th</sup> day of September, 2021 at 11.30 A. M. at 2 Brabourne Road, 4<sup>th</sup> Floor, Kolkata- 700 001 and at any adjournment thereof in respect of such resolution(s) as are indicated below :

Resolution No(s)	Description of Resolution	For	Against
1.	Consider and adopt of Audited Financial Statements for the financial year ended 31 <sup>st</sup> March, 2021 and Reports of the Board of Directors and Auditors thereon <b>(Ordinary Resolution)</b>		
2.	Re - appointment of Smt. Radhika Kabra (Din No : 00335944) as Director <b>(Ordinary Resolution)</b>		
3.	Ratification of Appointment and Re-appointment of Auditors and to fix their remuneration <b>(Ordinary Resolution)</b>		

Affix revenue stamp Not less than Rs. 1.00

Signed this ..... day of ..... 2021

Signature of the Shareholder(s) ..... Signature of Proxy(s) .....

Notes :This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.

----- tear here -----

# KABRA COMMERCIAL LIMITED

CIN NO : L67120WB1982PLC035410

Regd. Office : 2, Brabourne Road, 4<sup>th</sup> Floor, Kolkata- 700 001

Tele: 033-2225-4058 Fax No. : 033-2225-3461

E-mail : contact@kcl.net.in website : [www.kcl.net.in](http://www.kcl.net.in)

## ATTENDANCE SLIP

(To be handed over at the entrance of the meeting Hall) (39<sup>th</sup> Annual General Meeting – 06<sup>th</sup> September, 2021)

I hereby record my presence at the 39<sup>th</sup> Annual General Meeting of the Company held on Monday, 06<sup>th</sup> September, 2021 at 11:30 A. M. at Regd. Office of the Company at 2 Brabourne Road, 4<sup>th</sup> Floor, Kolkata – 700001.

Full Name of the member (In BLOCK LETTERS) : .....  
Folio No. .... DP ID No. .... Client ID No. .... No. of shares .....  
Full Name of Proxy (In BLOCK LETTERS) : .....  
Member/Proxy(s) Signature : .....

(Please cut here and bring the Attendance Slip duly Signed, to the meeting and hand it over at the entrance.  
Duplicate slips will not be issued at the venue of the meeting.)



# KABRA COMMERCIAL LIMITED

CIN NO : L67120WB1982PLC035410

Regd. Office : 2, Brabourne Road, Kolkata- 700 001

Tele: 033-2225-4058 Fax No. 033-2225-3461

E-mail : [contact@kcl.net.in](mailto:contact@kcl.net.in) website : [www.kcl.net.in](http://www.kcl.net.in)

## 39<sup>th</sup> Annual General Meeting

### Ballot Form

(in lieu of e-voting)

Name of the Shareholder(s) :  
(including joint holders, if any)

Registered address of the Sole/First :  
named Shareholders

Folio No. / DP ID & Client ID\* :

No. of share(s) held :

I / We hereby exercise my / our vote in respect of the Resolution(s) for the business stated in the Notice dated 13<sup>th</sup> August, 2021 convening the 39<sup>th</sup> Annual General Meeting of the Company to be held on Monday, 06<sup>th</sup> September, 2021, at 11 : 30 A. M. by conveying my /our assent or dissent to the said Resolution(s) by placing the ( ) mark at the appropriate box below.

Particulars	Type of Resolution	I / We assent to the resolution ( FOR )	I / We dissent to the resolution ( AGAINST )
<b>Ordinary Business</b>			
1. Adoption of the Audited Financial Statements for the Financial year ended March 31, 2021 together with the Reports of the Board of Directors and Auditors thereon.	Ordinary		
2. Appointment of a Director in place of Smt. Radhika Kabra ( holding DIN 00335944), who retires by rotation and being eligible, offers herself for re-appointment.	Ordinary		
3. Ratification of Appointment and Re-Appointment of Statutory Auditor	Ordinary		

Place : Kolkata

Date : 06-09-2021

\_\_\_\_\_  
Signature of Shareholder

Note : Kindly read the instructions carefully before filing this form.

Valid Ballot Form to be received by the scrutinizers by 5:00 P. M. on 05<sup>th</sup> September, 2021.

## **INSTRUCTIONS**

1. Members may fill up the Ballot Form and submit the same in a sealed envelope to Mr. B. L. Patni , Practicing Company Secretary ( Membership No. 2304), The Scrutinizer, Kabra Commercial Limited, Secretarial Department, 2, Brabourne Road, 4<sup>th</sup> Floor, Kolkata – 700 001, West Bengal so as to reach by 5:00 P. M. on 05<sup>th</sup> September, 2021, Ballot Form received thereafter will strictly be treated as if not allowed.
2. The voting rights of shareholders shall be in proportion to the shares held by them in the paid up equity share capital of the Company as on Monday 30<sup>th</sup> August, 2021 being the cut-off date for e-voting purpose.
3. The Company will not be responsible if the envelope containing the Ballot Form is lost in transit.
4. Unsigned, incomplete or incorrectly ticked forms are liable to be rejected and the decision of the Scrutinizer on the validity of the forms will be final.
5. In the event member casts his votes through both the processes, i.e., E-voting and Ballot Form, the votes in the electronic system would be considered and the Ballot Form would be ignored.
6. The right of voting by Ballot Forms shall not be exercised by a proxy.
7. To avoid fraudulent transactions, the identity / signature of the members holding shares in electronic / demat form is verified with the specimen signatures furnished by NSDL / CDSL and that of members holding shares in physical form is verified as per the records of the transfer agent of the Company ( i.e, Niche Technologies Private Limited). Members are requested to keep the same updated.
8. There will be only one Ballot Forms for every Folio / DP ID / Client ID irrespective of the number of joint members.
9. The ballot form should be completed and signed by the sole / first named shareholder. In absence of the first named shareholder. In absence of the first named shareholder in a joint holding, the ballot form should be completed and signed by the next named shareholder. However, where the form is sent separately by the first named shareholder and joint holder(s) , the vote of the first named shareholder would be valid.
10. Where the Ballot Forms had been signed by an authorized representative of the body corporate / trust / society, etc. a certified true copy of the relevant authorization/ Board Resolution to vote should accompany the Ballot Form.

# **KABRA COMMERCIAL LTD**

## **DIRECTORS REPORT**

**To**  
**The Members**  
**Kabra Commercial Limited**

Your Directors have the pleasure in presenting their Thirty Ninth Annual Report on the business and operations of your Company together with the audited financial statements of the Company for the year ended 31<sup>st</sup> March, 2021

	( Amount in Rs. )	
<b><u>FINANCIAL PERFORMANCE:</u></b>	<b><u>31.03.2021</u></b>	<b><u>31.03.2020</u></b>
<b>Profit for the year ended</b>	<b>7112867</b>	<b>12396156</b>
<b><u>Extraordinary item</u></b>		
Balance Written off	--	<u>2456319</u>
<b>Profit before Tax</b>	<b>7112867</b>	<b>9939837</b>
<b><u>Tax expenses :</u></b>		
Current Tax	1100000	1814000
Deferred Tax	(5849)	(107320)
Earlier Year Tax Expense	21520	158145
<b>Profit for the year</b>	<b>6028538</b>	<b>8075012</b>
Add/(Less): Transfer from/to Statutory Reserve	-	-
	<u>6028538</u>	<u>8075012</u>
Add: Surplus as per last year	<u>88832825</u>	<u>80757813</u>
<b>SURPLUS CARRIED TO BALANCE SHEET</b>	<b><u>94861363</u></b>	<b><u>88832825</u></b>

### **DIVIDEND:**

Your Directors regret for not recommending Dividend on Equity Shares for the financial year 2020-21.

### **DEPOSITS:**

During the year under review, the Company has not accepted deposits from the public falling within the ambit of Section 73 of the Companies Act, 2013 and the Rules framed thereunder.

### **EXTRACT OF ANNUAL RETURN:**

The details forming part of the extract of the Annual Return in Form MGT-9 as required under Section 92 of the Companies Act, 2013 and Rule 12 (1) of the Companies (Management and Administration) Rules, 2014, is marked as “**Annexure – A** “ which is annexed hereto and forms part of the Directors’ Report. Form MGT-9 will be uploaded on the Company’s website and can be viewed at

### **SHARE CAPITAL:**

The paid up Equity Share Capital as at 31<sup>st</sup> March, 2021 stood at Rs. 2.94 crores. During the year under review, the Company has not issued shares with differential voting rights nor has granted any stock options or sweat equity. As on 31<sup>st</sup> March, 2021, none of the Directors of the Company hold instruments convertible into equity shares of the Company.

### **FINANCIAL STATEMENTS:**

The Company has prepared its financial statements as per IND AS requirement for the financial year 2020 -21. The estimates and judgements relating to the Financial Statements are made on a prudent basis, so as to reflect in a true and fair manner, the form and substance of transactions and reasonably present the Company’s state of affairs, profits and cash flows for the year ended 31<sup>st</sup> March, 2021.

**MATERIAL CHANGES AND COMMITMENTS:**

There are no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year 2020-21 and the date of this Report.

**CHANGE IN NATURE OF BUSINESS:**

There has been no change in the nature of business of the Company during the financial year 2020-21.

**PARTICULARS IN RESPECT OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO**

The particulars in respect of conservation of energy and technology absorption are not applicable during the year under review. There is no earning and outgo in Foreign Exchange.

**RESEARCH & DEVELOPMENT:**

The Company has not incurred any sum in respect of Research & Development for any of its activity.

**CORPORATE GOVERNANCE:**

As the paid up capital of the Company is less than Rupees Ten crores and its Reserves are less than Rupees Twenty five crores, hence provisions relating to Corporate Governance are not applicable to the Company.

**CORPORATE SOCIAL RESPONSIBILITY:**

The Company is not required to adapt Corporate Social Responsibility Policy and to incur expenditure on it.

**DIRECTOR AND KEY MANAGERIAL PERSONNEL:**

**Retirement by Rotation**

Smt. Radhika Kabra, (DIN No. 00335944) Director retires by rotation at the ensuing Annual General Meeting and being eligible, offers herself for re-appointment.

**Key Managerial Personnel (KMP)**

The following are the Key Managerial Personnel of the Company:

1. Mr Rajesh Kumar Kabra – Managing Director
2. Mr. Om Prakash Agarwal – Chief Financial Officer
3. Ms. Apeksha Agiwal - Company Secretary

None of the Directors / KMP has resigned during the year 2020 – 21.

**DECLARATION BY INDEPENDENT DIRECTORS:**

Mr. Vijay Kumar Parwal and Mr. Jagdish Prasad Kabra are Independent Directors on the Board of the Company. The Independent Directors hold office for a fixed term of five years and are not liable to retire by rotation.

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of Independence as prescribed both under the Companies Act, 2013 and SEBI ( Listing Obligations and Disclosure Requirements ) Regulations, 2015.

**BOARD EVALUATION**

The Board has carried out an annual evaluation of its own performance, the Directors individually as well as the evaluation of the functioning of various Committees. The Independent Directors also carried out the evaluation of the Chairman and the Non-Independent Directors.

**CRITERIA FOR EVALUATION OF DIRECTORS:**

For the purpose of proper evaluation, the Directors of the Company have been divided into 3 (three) categories i.e. Independent , Non-Independent & Non-Executive and Executive.

The criteria for evaluation includes factors such as engagement ,strategic planning and vision, team spirit and consensus building, effective leadership, domain knowledge, management qualities, team work abilities, result / achievements, understanding and awareness, motivation / commitment / diligence, integrity / ethics / values and openness / receptivity.

**NOMINATION AND REMUNERATION POLICY:**

The composition of the Nomination and Remuneration Committee is as follows:-

<b>Name of the Committee Members</b>	<b>Nature of Directorship</b>	<b>Membership</b>
Mr. Jagdish Prasad Kabra	Non-Executive Independent Director	Chairman
Mr. Vijay Kumar Parwal	Non-Executive Independent Director	Member
Mr. Chandra Prakash Kabra	Non Executive Director	Member

During the year no Nomination and Remuneration Committee meetings were held..

**AUDIT COMMITTEE:**

The composition of the Audit Committee is as follows:-

<b>Name of the Committee Members</b>	<b>Nature of Directorship</b>	<b>Membership</b>
Mr. Vijay Kumar Parwal	Non-Executive Independent Director	Chairman
Mr. Jagdish Prasad Kabra	Non-Executive Independent Director	Member
Mr. Rajesh Kumar Kabra	Executive Director	Member

During the year 4 (Four) Audit Committee meetings were held on 30-07-2020, 01-09-2020, 11-11-2020 and 13-02-2021.

**NUMBER OF BOARD MEETINGS:**

During the year, 4 (Four) Board Meetings were convened and held on 30-07-2020, 01-09-2020, 11-11-2020 and 13-02-2021. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013 ("Act").

**DIRECTORS RESPONSIBILITY STATEMENT:**

As required by Section 134(3)(c) of the Companies Act, 2013 your Directors state that :

- (a) in the preparation of the annual accounts for the year ended 31<sup>st</sup> March, 2021, the applicable accounting standards have been followed with proper explanation relating to material departures, if any;
- (b) the accounting policies adopted in the preparation of the annual accounts have been applied consistently except as otherwise stated in the Notes to Financial Statements and reasonable and prudent judgments and estimates have been made so as to give a true and fair view of the state of affairs of the Company at the end of the Financial Year 2020-21 and of the profit for the year ended 31<sup>st</sup> March, 2021;
- (c) proper and sufficient care has been taken 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 frauds and other irregularities.
- (d) the annual accounts for the year ended 31<sup>st</sup> March, 2021, have been prepared 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) that system to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

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

- (i) The percentage increase in remuneration of each Director and Chief Financial Officer during the financial year 2020-21, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2020-21 and the comparison of remuneration of each Key Managerial Personnel (KMP) against the performance of the Company are as under:

Sl. No.	Name of Director/ KMP & Designation	Remuneration of Director/ KMP for the financial year 2020-21	% increase in Remuneration in the Financial year 2020-21	Ratio of remuneration of each Director/ to median remuneration of employees
1.	Rajesh Kumar Kabra Managing Director	NIL *	NIL	Not Applicable
2.	Ramawtar Kabra Director	NIL *	NIL	Not Applicable
3.	Radhika Kabra Director	NIL	NIL	Not Applicable
4.	Chandra Prakash Kabra Director	NIL	NIL	Not Applicable
5.	Vijay Kumar Parwal Director	NIL	NIL	Not Applicable
6.	Jagdish Prasad Kabra Director	NIL	NIL	Not Applicable
7.	Om Prakash Agarwal Chief Financial Officer	907368	N.A	Not Applicable
8.	Apeksha Agiwal Company Secretary	180000	NIL	Not Applicable

- Mr. Rajesh Kumar Kabra, Managing Director and Mr. Ramawtar Kabra, Directors had decided to waive their remuneration from 01<sup>st</sup> December, 2015 till the remaining tenure of their appointment.
- (ii) The median remuneration of employees of the Company during the financial year was Rs.129492 /-.
- (iii) There were 7 permanent employees on the rolls of Company as on March 31, 2021;
- (iv) It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

**DISCLOSURE UNDER RULE 5(2) AND 5(3) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**

The required details are provided as below:

**INFORMATION AS PER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(2) & 5(3) OF THE COMPANIES ( APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL ) RULES, 2014 AND FORMING PART OF THE DIRECTORS' REPORT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2021**

A. List of top 10 Employees :-

Name of the Employee	Designation	Remuneration Received * 31-03-2021	Nature of Employment, whether contractual or otherwise	Qualifications and Experience	Date of commencement of employment	Age (years)	Last employment held before joining the Company	Name of the Director of the Company who is relative
Mr. Om Prakash Agarwal	Chief Financial Officer	907368	Contractual	B.Com 35 yrs	14.11.2014	59	Coalsale Company Limited & Rajesh Manish Associates Pvt. Ltd.	NONE
Mr. Kaustav Kumar Niyogi	Back Office Executive	129492	Contractual	B. Com 4 yrs.	01.01.2017	34	NIL	NONE
Mr. Samiran Ghosh	Manager Computer	170890	Contractual	B.Com 8 yrs	01.04.2013	37	NIL	NONE
Ms. Apeksha Agiwal	Company Secretary	180000	Contractual	CS 3 yrs	14.08.2018	36	NIL	NONE
Mr. Kuldeep Nagori	Sales Executive	60484	Contractual	B.Com 9 yrs	01.12.2019	36	Coalsale Company Limited	NONE
Mr. Tapan Kumar Bhattacharjee	Business Operation Advisor	2500000	Contractual	B.Com 41 yrs	01.12.2019	71	Coalsale Company Limited	NONE
Mr. Samrat Malakar	Sales Staff	59000	Contractual	B.Com 2 yrs	01.09.2020	41	Coalsale Company Limited	NONE

\*Remuneration includes salary , allowances, bonus and value of certain perquisites evaluated on the basis of Income Tax Act and Rules.

- B. There is no employee employed throughout the financial year who was in receipt of remuneration in excess of one crore and two lacs rupees per annum.
- C. There is no employee employed for a part of the financial year who was in receipt of remuneration in excess of eight lacs and fifty thousand rupees per annum.

## **PARTICULARS OF LOANS , GUARANTEES OR INVESTMENTS**

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

## **BUSINESS RESPONSIBILITY REPORT**

The Business Responsibility Report as required under Regulation 34(2) of the SEBI ( Listing Obligations and Disclosure Requirements ) Regulations, 2015, forms an integral part of this Annual Report.

## **RELATED PARTY TRANSACTION:**

All Related Party Transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the Company at large. Your Directors draw attention of the members to Notes to the financial statement which sets out related party disclosures.

## **SUBSIDIARY / ASSOCIATE / JOINT VENTURE COMPANY**

The Company does not has any subsidiary/associates / joint venture company during the year ended 31<sup>st</sup> March, 2021.

## **LISTING AGREEMENT**

The Company is listed with both the Calcutta Stock Exchange Limited and Bombay Stock Exchange Limited.

Bombay Stock Exchange Limited – Scrip Code 539393  
Calcutta Sock Exchange Limited – Scrip Code 21038

## **CODE OF CONDUCT:**

The Company has a Code of Conduct which is applicable to directors and management personnel of the Company. The Company believes in conducting business in accordance with the highest standards of business ethics and complying with applicable laws, rules and regulations.

The Code lays down the standard procedure of business conduct which is expected to be followed by the directors and management personnel in their business dealings and in particular on matters relating integrity in the work place, in business practices and complying with applicable laws etc.

All the directors and management personnel have submitted declaration confirming compliance with the code.

## **ISSUE OF SHARES:**

During the Financial year ended 31<sup>st</sup> March, 2021:

- i) The Company has not granted any Employees Stock Option.
- ii) The Company has not issued any Sweat Equity Shares.
- iii) The Company has not issued any equity shares with differential rights.
- iv) The Company has not allotted any bonus shares during the year.

## **PUBLIC ISSUE:**

During the year under review your Company has not issued any securities to the public.



**RISK MANAGEMENT COMMITTEE AND RISK MANAGEMENT:**

The Board of Directors, during the year, constituted 'Risk Management Committee' for laying down risk assessment at minimization procedures. A Risk Management Plan has been devised which is monitored and reviewed by this Committee. The Risk Management Committee comprises of Sri Rajesh Kumar Kabra, Chairman, Sri Jagadish Prasad Kabra and Sri Chandra Prakassh Kabra

During the year no Risk Management Committee meetings were held..

**VIGIL MECHANISM/WHISTLE BLOWER POLICY:**

The Company has framed a Vigil Mechanism / Whistle Blower Policy to deal with unethical behavior, actual or suspected fraud or violation of the company's code of conduct or ethics policy, if any. The Vigil Mechanism / Whistle Blower Policy has also been uploaded on the website of the Company.

**SECRETARIAL STANDARDS:**

The applicable Secretarial Standards i.e. SS-1 and SS-2, relating to "Meetings of the Board of Directors" and General Meetings', respectively, have been duly followed by the Company.

**PREVENTION OF INSIDER TRADING:**

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed.

All the Board of Directors and designated employees have confirmed compliance with the Code.

**MATERIAL CHANGES**

There are no material changes and commitments affecting the financial position of the company have occurred between the date financial year of the Company and date of the report. There is no change in the nature of business of the Company.

**STATUTORY AUDITORS:**

M/s S.C. SONI & CO. CHARTERED ACCOUNTANTS (FRN 326770E) resigned as Auditors of the Company on 08.05.2021 At the Board Meeting held on 07.06.2021.

M/s Ranjit Jain & Co, Chartered Accountants (FRN 322505E) were appointed as Auditors of the Company to hold office till the conclusion of the Next Annual General Meeting, Pursuant to section 139 (8) of the Companies Act, 2013 their appointment is to be approved by the shareholders.

It is proposed to re-appoint M/s Ranjit Jain & Co, Chartered Accountants (FRN 322505E) for a further periods of four year to hold office till the conclusion of the 43<sup>rd</sup> Annual General Meeting. They have confirmed their eligibility to the effect that their re-appointment, if made would be within the prescribed limits under the Act and they are not disqualified for re-appointment.

The Notes on financial statement referred for in the Auditors Report are self-explanatory and do not call any further comments. The Auditors Report does not contain any qualification, reservation or adverse remarks.

**SECRETARIAL AUDITOR:**

Pursuant to provisions of section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the Board has appointed Mrs. Dipika Jain, a Whole Time Company Secretary in Practice having Membership No. F50343, to undertake the Secretarial Audit of the Company. The Secretarial Audit Report for the financial year ended March 31, 2021 is annexed to this Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

**DISCLOSURE AS PER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

Your Director further state that during the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

**MEETING, ATTENDANCE OF BOARD MEETING AND ANNUAL GENERAL MEETING**

During the year 4 meeting of the Board of Directors were held i.e. on 30<sup>th</sup> July, 2020, 01<sup>st</sup> September, 2020, 11<sup>th</sup> November, 2020 and 13<sup>th</sup> February, 2021. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013 ( "Act" ). Annual General Meeting was held on 30-09-2020.

Name of Director	DIN	Attendance Particulars		Directorships in other public limited companies				Committees in which Chairman/Member of other public limited companies	
		Board Meetings	AGM	Chairman		Director		Chairman	Member
				Listed	Unlisted	Listed	Unlisted		
<b>Promoter Executive Directors</b>									
Mr. Rajesh Kr. Kabra	00331305	2	YES	--	--	2	1	--	2
Mr. Ramawtar Kabra	00341280	4	YES	2	1	-	-	-	--
<b>Promoter Non-Executive Directors</b>									
Mr. Chandra Prakash Kabra	00338838	4	YES	--	--	1	1	--	--
Mrs. Radhika Kabra	00335944	1	No	--	--	-	1	--	--
<b>Independent Non-Executive Directors</b>									
Mr, Jagdish Prasad Kabra	00482014	4	No	-	--	2	--	--	4
Mr. Vijay Kr. Parwal	00339266	4	YES	--	--	2	--	2	-

**APPRECIATION**

For and on behalf of the Board, the Directors wish to place on record their sincere appreciation for the positive co-operation received from Banks, SEBI, Shareholders, and all the staffs of the Company during the year.

**Place: Kolkata**  
**Dated: 13<sup>th</sup> August, 2021**

**For and on behalf of the Board**

**Chandra Prakassh Kabra**  
**Director**  
**DIN NO. 00338838**



Total shareholding of Promoter (A) = (A) (1) + (A) (2)	1944145	-	1944145	66.127	1944145	-	1944145	66.127	Nil
<b>B. Public Shareholding</b>									
<b>1. Institutions</b>									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt (S)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B) (1) :-	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
<b>2. Non- Institutions</b>									
a) Bodies Corp.									
i) Indian	125000	67850	192860	6.560	125000	67850	192850	6.560	0.000
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	2789	123575	126364	4.298	2789	123575	126364	4.298	0.000
(ii) Individual shareholders holding nominal share capital in excess of Rs. 2 lakh	201091	475550	676641	23.015	201091	475550	676641	23.015	0.000
c) Others (specify)									
Sub-total (B) (2) :-	328880	666975	995855	33.873	328880	666975	995855	33.873	0.000
<b>Total Public Shareholding (B) = (B) (1) + (B) (2)</b>	<b>328880</b>	<b>666975</b>	<b>995855</b>	<b>33.873</b>	<b>328880</b>	<b>666975</b>	<b>995855</b>	<b>33.873</b>	<b>0.000</b>

Category of Shareholders	No. of Shares held at the beginning of the year [ As on 01-April-2019 ]				No. of Shares held at the end of the year [ As on 31-March-2020 ]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
<b>Grand Total (A + B + C)</b>	<b>2273025</b>	<b>666975</b>	<b>2940000</b>	<b>100</b>	<b>2273025</b>	<b>666975</b>	<b>2940000</b>	<b>100</b>	<b>0.000</b>

(ii) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year [ As on 01-April-2020 ]			Shareholding at the end of the year [ As on 31-March-2021 ]			% 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	Coal Sale Company Ltd	109370	3.720	0.00	109370	3.720	0.00	0
2	Kabra Marble Udyog Ltd	2900	0.099	0.00	2900	0.099	0.00	0
3	Kabra Steel Prod. Ltd	24000	0.816	0.00	24000	0.816	0.00	0
4	Chandra Prakash Kabra	85000	2.891	0.00	85000	2.891	0.00	0
5	Chandramukhi Kabra	49000	1.667	0.00	49000	1.667	0.00	0
6	Gopal Lal Kabra	35000	1.190	0.00	35000	1.190	0.00	0
7	Mahesh Kabra	27000	0.918	0.00	27000	0.918	0.00	0
8	Manish Kabra	10000	0.340	0.00	10000	0.340	0.00	0
9	Radhika Kabra	72700	2.473	0.00	72700	2.473	0.00	0
10	Rajesh Kumar Kabra	713425	24.266	0.00	713425	24.266	0.00	0

11	Rajesh Kumar Kabra(HUF)	30000	1.020	0.00	30000	1.020	0.00	0
12	Rama Devi Kabra	45100	1.534	0.00	45100	1.534	0.00	0
13	Ramawtar Kabra	218200	7.422	0.00	208200	7.082	0.00	-0.340
14	Chandra Prakassh Ramawtar Kabra ( Huf)	45000	1.531	0.00	45000	1.531	0.00	0
15	Vijay Ramawtar Kabra ( Huf)	20000	0.680	0.00	20000	0.680	0.00	0
16	Ramawtar Kabra(HUF)	191900	6.527	0.00	191900	6.527	0.00	0
17	Saroj Devi Kabra	29000	0.986	0.00	29000	0.986	0.00	0
18	Sheetal Kabra	3500	0.119	0.00	3500	0.119	0.00	0
19	Badrinarayan Bankatlal Kabra ( Huf)	12000	0.408	0.00	12000	0.408	0.00	0
20	Vedant Raj Kabra	10050	0.342	0.00	10050	0.342	0.00	0
21	Vijay Kumar Kabra	101000	3.435	0.00	101000	3.435	0.00	0
22	Ramawtar Kabra Jt. Radhika Kabra	110000	3.741	0.00	120000	4.082	0.00	0.340
	<b>Total</b>	<b>1944145</b>	<b>66.127</b>	<b>0.00</b>	<b>1944145</b>	<b>66.127</b>	<b>0.00</b>	<b>0</b>

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

Sl.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
1	Ramawtar Badrinarayan Kabra ( HUF )	218200	7.422		
	At the beginning of the year				
	Datewise increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	Transfer 14/08/2020 -10000			
	At the End of the year (or on the date of separation, if separated during the year)			208200	7.082
2	Ramawtar Kabra	110000	3.741		
	At the beginning of the year				
	Datewise increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	Transfer 14/08/2020 10000			
	At the End of the year (or on the date of separation, if separated during the year)	0	0	120000	4.082

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

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
1	Rajesh Manish Associates Pvt. Ltd.				
	At the beginning of the year	125000	4.252		
	Datewise increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	there is no change in shareholding			
	At the End of the year (or on the date of separation, if separated during the year)			125000	4.252
2	Vikas Kabra				
	At the beginning of the year	60000	2.041		
	Datewise increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	there is no change in shareholding			
	At the End of the year (or on the date of separation, if separated during the year)			60000	2.041
3	Rishikesh Mundhra				
	At the beginning of the year	59741	2.032		

	Datewise increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	Transfer of 9251 Equity Shares 0.31%			
	At the End of the year (or on the date of separation, if separated during the year)			59741	2.032
4	Ashok Kumar Jhawar				
	At the beginning of the year	47900	1.629		
	Datewise increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	there is no change in shareholding			
	At the End of the year (or on the date of separation, if separated during the year)			47900	1.629
5	Raj Kumari Jhawar				
	At the beginning of the year	43300	1.473		
	Datewise increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	there is no change in shareholding			
	At the End of the year (or on the date of separation, if separated during the year)			43300	1.473
6	Giriraj Kumar Mundhra				
	At the beginning of the year	40510	1.377		
	Datewise increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	there is no change in shareholding			
	At the End of the year (or on the date of separation, if separated during the year)			40510	1.377

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
7	Maya Devi Kabra				
	At the beginning of the year	40000	1.361		
	Datewise increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	there is no change in shareholding			
	At the End of the year (or on the date of separation, if separated during the year)			40000	1.361
8	Govardhan Das Parwal				
	At the beginning of the year	35100	1.193		
	Datewise increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	there is no change in shareholding			
	At the End of the year (or on the date of separation, if separated during the year)			35100	1.193
9	Giriraj Kumar Mundhra [ Karta of Shri Niwas Mundhra ( HUF ) ]				
	At the beginning of the year	32200	1.095		
	Datewise increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	there is no change in shareholding			

	At the End of the year (or on the date of separation, if separated during the year)			32200	1.095
10	Manushri Properties Limited				
	At the beginning of the year	30000	1.02		
	Datewise increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	there is no change in shareholding			
	At the End of the year (or on the date of separation, if separated during the year)			30000	1.02

(v) Shareholding of Directors and Key Managerial Personnel :

Sl. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Rajesh Kumar Kabra				
	At the beginning of the year	713425	24.266		
	Datewise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc) :	there is no change in shareholding			
	At the End of the year (or on the date of separation, if separated during the year)			713425	24.266
2	Radhika Kabra				
	At the beginning of the year	72700	2.473		
	Datewise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc) :	There is no change in the shareholding			
	At the End of the year (or on the date of separation, if separated during the year)			72700	2.473
3	Chandra Prakash Kabra				
	At the beginning of the year	85000	2.891		
	Datewise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc) :	There is no change in the shareholding			
	At the End of the year (or on the date of separation, if separated during the year)			85000	2.891
4	Ramawtar Kabra				
	At the beginning of the year	191900	6.53		
	Datewise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc) :	There is no change in the shareholding			
	At the End of the year (or on the date of separation, if separated during the year)			191900	6.53
5	Om Prakash Agarwal				
	At the beginning of the year	2510	0.085		
	Datewise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc) :	There is no change in the shareholding			
	At the End of the year (or on the date of separation, if separated during the year)			2510	0.085



V. INDEBTEDNESS

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

Indebtedness at the beginning of the financial year				
i) Principal Amount	85499336	0	0	85499336
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
<b>Total (i + ii +iii)</b>	<b>85499336</b>	<b>0</b>	<b>0</b>	<b>85499336</b>
Change in Indebtedness during the financial year				
Addition	108175251	0	0	108175251
Reduction	104418855	0	0	104418855
<b>Net Change</b>	<b>3756396</b>	<b>0</b>	<b>0</b>	<b>3756396</b>
Indebtedness at the end of the financial year				
i) Principal Amount	89255732	0	0	89255732
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
<b>Total (i + ii +iii)</b>	<b>89255732</b>	<b>0</b>	<b>0</b>	<b>89255732</b>

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Name of MD / WTD / Manager				Total Amount	
		----	----	----	----	----	----
1	Gross salary (a) Salary as per provisions contained in section 17 (1) of the Income - Tax Act, 1961 (b) Value of perquisites u/s 17 (2) Income -Tax Act, 1961 (c) Profits in lieu of salary under section 17(3) 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 :

Sl. No.	Particulars of Remuneration	Name of Directors				Total Amount	
		----	----	----	----	----	----
1.	<b>Independent Directors</b>						
	* Fee for attending board committee meetings	-	-	-	-	-	-
	* Commission	-	-	-	-	-	-
	* Others, please specify	-	-	-	-	-	-
	<b>Total (1)</b>	-	-	-	-	-	-
2.	<b>Other Non - Executive Directors</b>						
	* Fee for attending board committee meetings	-	-	-	-	-	-
	* Commission	-	-	-	-	-	-
	* 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>	-	-	-	-	-	-

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

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary Apeksha Agiwal	CFO O.P.Agarwal	Total
1	Gross Salary				

	(a) Salary as per provisions contained in section 17 (1) of the Income-Tax Act, 1961		180000	907368	1087368
	(b) Value of perquisites u/s 17(2) Income-Tax Act, 1961				
	(c) Profits in lieu of salary under section 17 (3) Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission as % of profit others, specify ...	-	-	-	-
5	Others, please specify	-	-	-	-
	<b>Total</b>		<b>180000</b>	<b>907368</b>	<b>1087368</b>

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES :

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment / Compounding fees imposed		Authority [RD / NCLT / COURT]	Appeal made, if any (give Details)	
<b>A. COMPANY</b>							
Penalty	-	-	-	-	-	-	-
Punishment	-	-	-	-	-	-	-
Compounding	-	-	-	-	-	-	-
<b>B. DIRECTORS</b>							
Penalty	-	-	-	-	-	-	-
Punishment	-	-	-	-	-	-	-
Compounding	-	-	-	-	-	-	-
<b>C. OTHER OFFICERS IN DEFAULT</b>							
Penalty	-	-	-	-	-	-	-
Punishment	-	-	-	-	-	-	-
Compounding	-	-	-	-	-	-	-

**KABRA COMMERCIAL LTD**

**2, BRABOURNE ROAD**

**KOLKATA – 700 001**

**SECRETARIAL AUDIT REPORT**

**FOR THE YEAR ENDED**

**31<sup>ST</sup> MARCH, 2021**

**DIPIKA JAIN**

**COMPANY SECRETARY**

**51, NALINI SETT ROAD**

**5<sup>TH</sup> FLOOR, ROOM NO-19**

**KOLKATA – 700 007**

**DIPIKA JAIN**  
**COMPANY SECRETARY**

**51, NALINI SETT ROAD**  
**5TH FLOOR, ROOM NO 19**  
**KOLKATA – 700 007**  
**TEL NO: 2259-7715/6**  
**Email id: csjaindipika@gmail.com**

**FORM No MR-3**

**SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2021**

*[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,  
**Kabra Commercial Ltd**  
**2, Brabourne Road**  
**Kolkata – 700 001**

I have conducted the secretarial audit pursuant to Section 204 of the Companies Act, 2013, on the compliance of applicable statutory provisions and the adherence to good corporate practices by **Kabra Commercial Ltd** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Kabra Commercial Ltd's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2021 generally complied with the statutory provisions listed hereunder and also the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by Kabra Commercial Ltd ("the company") for the financial year ended on 31<sup>st</sup> March, 2021 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. (Not Applicable to the company during the Audit period)
- v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act')
  - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c) \*The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  - d) \* The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
  - 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 client;
  - g) \*The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
  - h) \*The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; and
  - i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

\* No event took place under these regulations during the audit period.
- vi) I have been informed that no other sector/industry specific law is applicable to the Company.

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

- i) Secretarial Standards on the Meetings of the Board of Directors, Committees and General Meetings issued by The Institute of Company Secretaries of India, with which the Company has generally complied with.
- ii) The Listing Agreement entered into by the Company with CSE and BSE.

iii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

**I further report that:**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, a Woman Director and Independent Directors. There was no change in composition of the Board of Directors during the year.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members` views, if any, are captured and recorded as part of the minutes.

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

**I further report that** during the Audit period there was no specific events/actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc., referred to above.

**Place: Kolkata**

**Dated: 25<sup>th</sup> June, 2021**

**Signature: DIPIKA JAIN**

**Name of the Company DIPIKA JAIN**

**Secretary in practice:**

**ACS No. : 50343**

**C.P. No. : 18466**

**UDIN : A050343C000513377**

**Note:**

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.

**DIPIKA JAIN**  
**COMPANY SECRETARY**

**51, NALINI SETT ROAD**  
**5TH FLOOR, ROOM NO 19**  
**KOLKATA – 700 007**  
**TEL NO: 2259-7715/6**  
**Email id: csjaindipika@gmail.com**

‘Annexure A’

To,  
The Members,  
Kabra Commercial Ltd  
2, Brabourne Road  
Kolkata – 700 001

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

1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I 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. I believe that the processes and practices, I followed provide a reasonable basis of our opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Wherever required, I have obtained the Management representation about the compliance of laws, rules, and regulations and happenings of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Signature: **DIPIKA JAIN**

Dipika Jain  
Practising Company Secretary  
ACS No - 50343  
Certificate of Practice Number-18466

Date: 25<sup>th</sup> June, 2021  
Place: Kolkata



## Independent Auditor's Report

To the Members of Kabra Commercial Ltd.

### Report on the Audit of the Financial Statements

#### Opinion

We have audited the accompanying financial statements of Kabra Commercial Ltd. ("the Company"), which comprise the Balance Sheet as at 31st March 2021, and the Statement of Profit and Loss, and the Statement of Cash Flows for the year ended on that date, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

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 Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, the profit and its cash flows for the year ended on that date.

#### Basis for Opinion

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

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the financial statements and our auditor's report thereon.

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

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

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.





## Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these 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. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of 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 statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

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

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

## Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account.
  - d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - e) On the basis of the written representations received from the directors as on 31st March, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2021 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 A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
  - 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 derivative contracts for which there were any material foreseeable losses.
    - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

For Ranjit Jain & Co.  
Chartered Accountants  
FRN: 322505E



*Alok Jain*

(Alok Jain)  
(Chartered Accountant)  
(Membership Number:- 062283)

UDIN: 21062283 AAAA KV 5612

Place: Kolkata  
Date: 30/06/2021

**Annexure - B to the Auditors' Report**

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of even date)

- i. In respect of its fixed assets:
- a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- b) The Company has a regular programme of physical verification of its fixed assets by which fixed assets are verified in a phased manner over a period of three years. In accordance with this programme, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
- c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, at present no immovable property is owned by the Company. Accordingly, clause (c) of paragraph 3 (i) of the Order is not applicable.
- ii. The physical verification of inventory has been conducted at reasonable intervals by the management and no material discrepancies were noticed.
- iii. As per the records produced before us and explanations given to us, the Company has not granted any loans, secured and unsecured to companies, firms, Limited Liability Partnership or other parties covered in the register maintained under section 189 of the Companies Act, 2013, therefore, the relevant provisions of the Order are not applicable to the Company.
- iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of sections 185 and 186 of the Act, with respect to loans and investments made.
- v. In our opinion and according to information and explanations given to us, the Company has not accepted any deposits within the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013, therefore, the relevant provisions of the Order are not applicable to the Company.
- vi. The Central Government has not prescribed maintenance of cost records under Section 148 (1) of the Companies Act, 2013 in respect of business activities of the Company.
- vii. (a) Based on the records produced before us, the Company has been generally regular in depositing with appropriate authorities undisputed statutory dues such as provident fund, employees state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and other statutory dues applicable to it.  
(b) There is no outstanding demand with the Income tax authorities.
- viii. The Company has not taken any loans or borrowings from financial institutions, banks and government or has not issued any debentures. Hence reporting under clause 3 (viii) of the Order is not applicable to the Company.
- ix. The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause 3 (ix) of the Order is not applicable to the Company.
- x. According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees have been noticed or reported during the course of our audit.
- xi. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, paragraph 3 (xii) of the Order is not applicable.



xiii. According to the information and explanations given to us and on the basis of our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

xiv. During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly paid convertible debentures and hence reporting under clause 3 (xiv) of the Order is not applicable to the Company.

xv. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected to its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

xvi. The Company is a Non-banking Financial Company (NBFC) registered under section 45-IA of the Reserve Bank of India Act 1934.



For Ranjit Jain & Co.  
Chartered Accountants  
FRN: 322505E

*Alok Jain*

(Alok Jain)

(Chartered Accountant)

(Membership Number:- 062283)

UDIN: 21062283.AAAAKyS612

Place: Kolkata

Date: 30/6/21

## **Annexure-A to the Auditor's 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 **Kabra Commercial Ltd.** ("the Company") as of 31 March, 2021 in the conjunction with our audit of 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, the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditor's 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 Standard 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 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 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 system 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 the financial statements in accordance with generally accepted accounting principles, and that the receipts and expenditures of the company are being made only in accordance with authorizations of the management and directors of the company; and
- (3) Provide reasonable assurance regarding prevention or timely detection of unauthorized 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 period 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 2021, 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 Ranjit Jain & Co.  
Chartered Accountants  
FRN: 322505E



*Alok Jain*

(Alok Jain)  
(Chartered Accountant)  
(Membership Number:- 062283)  
UDIN: 21062283 AAAAKNS612

Place: Kolkata  
Date: 30/06/2021

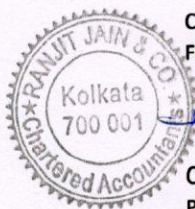
**KABRA COMMERCIAL LIMITED**  
**2 BRABOURNE ROAD KOLKATA WB 700001**  
**CIN: L67120WB1982PLC035410**  
**BALANCE SHEET AS AT 31ST MARCH 2021**

PATICULARS	Note No.	As at 31st March 2021	As at 31st March 2020
<b>ASSETS:</b>			
<b>NON CURRENT ASSETS:</b>			
a) PROPERTY, PLANT AND EQUIPEMENT	2	49,44,672.00	52,68,444.00
b) FINANCIAL ASSETS:			
i) Investments	3	2,16,72,138.00	1,49,22,919.00
ii) Loans	4	-	41,07,800.00
c) OTHER NON CURRENT ASSETS	5	1,21,399.00	1,21,399.00
<b>CURRENT ASSETS</b>			
a) FINANCIAL ASSETS:			
i) Trade Receivables	6	4,23,93,862.00	5,21,33,783.00
ii) Cash and Cash Equivalents	7	9,77,093.00	9,53,753.00
iii) Bank Balance other than (ii) above	8	13,02,78,397.00	13,02,78,397.00
iv) Other Financial Assets	9	2,78,97,947.00	1,90,71,114.00
b) OTHER CURRENT ASSETS	10	60,44,704.00	80,74,596.00
<b>Total</b>		<b>23,43,30,212.00</b>	<b>23,49,32,205.00</b>
<b>EQUITY &amp; LIABILITIES</b>			
<b>EQUITY</b>			
a) EQUITY SHARE CAPITAL	11	2,94,00,000.00	2,94,00,000.00
b) OTHER EQUITY	12	9,92,65,436.00	9,36,45,006.00
<b>LIABILITIES</b>			
<b>NON- CURRENT LIABILITIES</b>			
a) DEFERRED TAX LIABILITIES(NET)	13	79,566.00	73,717.00
<b>CURRENT LIABILITIES</b>			
a) FINANCIAL LIABILITIES			
i) Borrowings	14	8,92,55,732.00	8,54,99,336.00
ii) Trade Payables	15	1,15,85,745.00	2,32,84,233.00
b) OTHER CURRENT LIABILITIES	16	18,29,733.00	7,09,113.00
c) PROVISIONS	17	29,14,000.00	23,20,800.00
<b>Total</b>		<b>23,43,30,212.00</b>	<b>23,49,32,205.00</b>

Summary of Significant Accounting Policies and Other Notes 1-21

Signed in terms of our audit report of even date.

For Ranjit Jain & CO  
 CHARTERED ACCOUNTANTS  
 FRN-322505E



CA ALOK JAIN  
 PARTNER  
 Membership No.062283

Place : Kolkata  
 Dated: 30th June, 2021

For and on Behalf of Directors

For KABRA COMMERCIAL LTD.

*Rajesh Kumar Kabra*  
 Director

Rajesh Kumar Kabra  
 (Director)  
 (DIN : 00331305)

For KABRA COMMERCIAL LTD.

*Ramawatar Kabra*  
 Director

Ramawatar Kabra  
 (Director)  
 (DIN : 00341280)

**KABRA COMMERCIAL LIMITED**

2 BRABOURNE ROAD KOLKATA WB 700001

CIN: L67120WB1982PLC035410

**STATEMENT OF PROFIT & LOSS A/C FOR THE YEAR ENDED ON 31 ST MARCH 2021**

Particulars	Note No.	Year Ended On 31st March 2021	Year Ended On 31st March 2020
<b>INCOME:</b>			
Revenue from Operation	18	7,80,88,427.00	10,96,42,238.00
Other Income	19	1,86,66,503.00	1,13,45,014.00
Total Income(A)		<b>9,67,54,930.00</b>	<b>12,09,87,252.00</b>
<b>EXPENSES:</b>			
a) Employee Benefit Expenses	20	40,15,484.00	36,21,241.00
b) Finance Cost	21	64,88,273.00	75,60,482.00
c) Depreciation & Amortisation Expenses	2	61,664.00	74,464.00
d) Other Expenses	22	7,90,76,642.00	9,73,34,909.00
Total of Expenses (B)		<b>8,96,42,063.00</b>	<b>10,85,91,096.00</b>
<b>Profit Before Extratordinary item &amp; Tax (A-B)</b>		<b>71,12,867.00</b>	<b>1,23,96,156.00</b>
<b>Extratordinary items</b>			
Balances Written off		-	24,56,319.00
Profit/(Loss) Before Tax		<b>71,12,867.00</b>	<b>99,39,837.00</b>
<b>Tax Expenses:</b>			
i) Current Tax		11,00,000.00	18,14,000.00
ii) Deffered Tax		5,849.00	(1,07,320.00)
iii) (Excess)/Short provision for Income tax in earlier years		(21,520.00)	1,58,145.00
<b>Profit for the Year</b>		<b>60,28,538.00</b>	<b>80,75,012.00</b>
<b>Other Comprehensive Income</b>			
(1) Items that will not be reclassified to profit or loss (net of tax)		-	-
(2) Items that will be reclassified to profit or loss (net of tax)		-	-
<b>Total Comprehensive Income for the year</b>		<b>60,28,538.00</b>	<b>80,75,012.00</b>
<b>Earning Per Equity Share:</b>			
Basic & Diluted	23	2.05	2.75

Summary of Significant Accounting Policies and Other Notes 1-21

Signed in terms of our audit report of even date.

For and on Behalf of Directors

For Ranjit Jain & CO  
CHARTERED ACCOUNTANTS  
FRN-322505E



CA ALOK JAIN  
PARTNER  
Membership No.062283

Place : Kolkata  
Dated: 30th June, 2021

For KABRA COMMERCIAL LTD.

Director  
Rajesh Kumar Kabra  
(Director)  
(DIN : 00331305)

For KABRA COMMERCIAL LTD.

Director  
Ramawatar Kabra  
(Director)  
(DIN : 00341280)

# KABRA COMMERCIAL LIMITED

2 BRABOURNE ROAD KOLKATA WB 700001

CIN: L67120WB1982PLC035410

## Statement of Changes in Equity for the year ended 31st of March, 2021

### (A) Equity Share Capital

Particulars	Equity Share Capital	Total
Balance as on 31st March 2020	29,40,000	29,40,000
Add/Less: Changes made during the Year	-	-
Balance as on 31st March 2021	<b>29,40,000</b>	<b>29,40,000</b>

### (B) Other Equity

Particulars	Retained earnings	Revaluation reserve	Total Equity
Balance as on 31st March 2020	8,88,32,825.00	48,12,181.00	9,36,45,006.00
Profit/Loss Durinf the year	60,28,538.00	-	-
Less: Adjustment	-	4,08,108.00	-
Balance as on 31st March 2021	<b>9,48,61,363.00</b>	<b>44,04,073.00</b>	<b>9,92,65,436.00</b>

Signed in terms of our audit report of even date.

For Ranjit Jain & CO  
CHARTERED ACCOUNTANTS  
FRN-322505E

*Alok Jain*  
CA ALOK JAIN  
PARTNER  
Membership No.062283



Place : Kolkata  
Dated: 30th June, 2021

For and on Behalf of Directors

For KABRA COMMERCIAL LTD.

*Rajesh Kumar Kabra*  
Director  
Rajesh Kumar Kabra  
(Director)  
(DIN : 00331305)

For KABRA COMMERCIAL LTD.

*Ramawatar Kabra*  
Director  
Ramawatar Kabra  
(Director)  
(DIN : 00341280)



Cash Flow Statement prepared pursuant to the Listing Agreement with the Stock Exchange for the year ended 31st March 2021

Particulars	For the Year ended 31st March 2021	For the Year ended 31st March 2020
<b>A. CASH FLOW FROM OPERATING ACTIVITIES:</b>		
Net Profit as per Profit & Loss A/C	71,12,867.00	99,39,837.00
Adjustments for:		
i) Dividend Received	(8,36,996.00)	(5,11,601.00)
ii) Interest received	(96,36,382.00)	(99,32,729.00)
iii) Interest paid	64,88,125.00	71,47,746.00
iv) Profit/Loss on sale of share	(73,94,486.00)	(9,00,684.00)
v) Depreciation	61,664.00	74,464.00
<b>Operating Profit before change in working capital</b>	<b>(42,05,208.00)</b>	<b>58,17,033.00</b>
Decrease / (Increase) in Loans	-	(3,07,800.00)
Decrease / (Increase) in Trade Receivable	97,39,921.00	6,19,185.00
Decrease / (Increase) in Other Deposits	-	55,555.00
Decrease / (Increase) Other Financial Current Assets	(88,26,833.00)	(69,93,979.00)
Decrease / (Increase) Other Current Assets	20,29,892.00	27,22,098.00
Increase / (Decrease) Other Current Liabilities	11,20,620.00	1,46,96,528.00
Increase / (Decrease) Trade Payables	(1,16,98,488.00)	(9,35,979.00)
<b>Profit Before Tax</b>	<b>(1,18,40,096.00)</b>	<b>1,56,72,641.00</b>
Less: Tax Paid	(4,85,280.00)	(47,01,345.00)
<b>Income Generated from Operating Activities:</b>	<b>(1,23,25,376.00)</b>	<b>1,09,71,296.00</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES:</b>		
Profit/Loss on sale of Shares	73,94,486.00	9,00,684.00
Purchase/ Sale of Investments	(67,49,219.00)	(6,87,744.00)
Dividend Received	8,36,996.00	5,11,601.00
Interest Received	96,36,382.00	99,32,729.00
Purchase of Property, Plant & Equipment	(1,46,000.00)	-
<b>Income Generated from Investing Activities:</b>	<b>1,09,72,645.00</b>	<b>1,06,57,270.00</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES:</b>		
Loan Given/ Recovered	4107800	0
Loan Taken /Repaid	37,56,396.00	(9,45,42,530.00)
Interest Paid	(64,88,125.00)	(71,47,746.00)
<b>Income Generated from Financing Activities:</b>	<b>13,76,071.00</b>	<b>(10,16,90,276.00)</b>
<b>Net Increase in Cash &amp; Cash equivalents(A+B+C)</b>	<b>23,340.00</b>	<b>(8,00,61,710.00)</b>
Cash and Cash equivalents(Opening)	13,12,32,150.00	21,12,93,860.00
Cash and Cash equivalents(Closing)	13,12,55,490.00	13,12,32,150.00
<b>Net Increase in Cash &amp; Cash Equivalents</b>	<b>23,340.00</b>	<b>(8,00,61,710.00)</b>

**Notes :**

1. Although investing activities attract tax on income arising out of these activities for the purpose of Cash Flow, entire tax payment has been considered as part of operative activities only.
2. Figure of the previous year have been regrouped, rearranged and reclassified wherever found necessary.

Signed in terms of our audit report of even date.

For Ranjit Jain & CO  
CHARTERED ACCOUNTANTS  
FRN-322505E

*Alok Jain*  
CA ALOK JAIN  
PARTNER  
Membership No.062283



For and on Behalf of Directors

For KABRA COMMERCIAL LTD. For KABRA COMMERCIAL LTD.

*Rajesh Kumar Kabra*  
Director

Rajesh Kumar Kabra  
(Director)  
(DIN : 00331305)

*Ramawatar Kabra*  
Director

Ramawatar Kabra  
(Director)  
(DIN : 00341280)

Place : Kolkata

Dated: 30th June, 2021

Note No. : 2 PROPERTY, PLANT & EQUIPEMENT

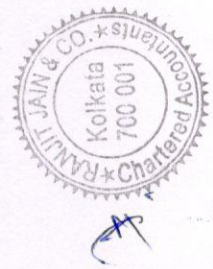
NAME OF ASSETS	GROSS BLOCK			DEPRECIATION			NET BLOCK		
	As on 01.04.2020	Addition during the year	Deductions during the year	As on 31.03.2021	Upto 31.03.2020	Provided for the year	Adjustment on sale	As on 31.03.2021	As on 31.03.2020
Tangible Asset									
Office Building	1,18,35,939.00	-	-	1,18,35,939.00	67,54,234.00	4,22,736.00	-	46,58,969.00	50,81,705.00
Furniture, fixture & Office Equipment	18,83,539.00	-	-	18,83,539.00	17,74,395.00	12,752.00	-	96,392.00	1,09,144.00
Computers	2,56,751.00	-	-	2,56,751.00	2,55,780.00	-	-	971.00	971.00
Land	16,000.00	-	-	16,000.00	-	-	-	16,000.00	16,000.00
Vehicles	5,03,275.00	-	-	5,03,275.00	4,42,651.00	21,664.00	-	38,960.00	60,624.00
Mobile Phone	-	1,46,000.00	-	1,46,000.00	-	12,620.00	-	1,33,380.00	-
<b>TOTAL</b>	<b>1,44,95,504.00</b>	<b>1,46,000.00</b>	<b>-</b>	<b>1,46,41,504.00</b>	<b>92,27,060.00</b>	<b>4,69,772.00</b>	<b>-</b>	<b>49,44,672.00</b>	<b>52,68,444.00</b>
<b>PREVIOUS YEAR</b>	<b>1,44,95,504.00</b>	<b>-</b>	<b>-</b>	<b>1,44,95,504.00</b>	<b>87,06,672.00</b>	<b>5,20,388.00</b>	<b>-</b>	<b>52,68,444.00</b>	<b>57,88,832.00</b>

**Note**

(i) The Company had revalued its office premises at Jaipur and Dhanbad on the basis of reports of the valuer dt.14.2.2007 and dt. 8.2.2007, valuing the said office premises at Rs. 63,60,000/- and Rs. 45,09,450/- respectively and accordingly the said buildings of company have been revalued on 31.03.2008. the net increase of Rs.1,05,00,000/- on revaluation was transferred to Revaluation Reserve.

**(ii) Details of Depreciation**

Charged to Profit & Loss Account	31.03.2021	31.03.2020
Adjusted with Revaluation Reserve (Refer Note No.(ii) )	61,664	74,464
	4,08,108	4,45,924
Depreciation for the year	<b>4,69,772</b>	<b>5,20,388</b>



## KABRA COMMERCIAL LIMITED

### Note No. 3 : Non - Current Investment

Particulars	Face Value per Share	31.03.2021		31.03.2020	
		No. of Share	Amount	No. of Share	Amount
Investment in Equity Share					
<b>Quoted (at Cost)</b>					
ACC Ltd	10	8,000.00	28,58,909.00	8,200.00	28,69,909.00
Disha Resources Ltd.	10	2,00,000.00	1,00,000.00	2,00,000.00	1,00,000.00
Arvind SmartSpaces Ltd	10	100.00	-	100.00	-
Bharat NRE Coke Ltd.	10	3,857.00	5,00,000.00	3,857.00	5,00,000.00
Birla Corporation Ltd.	10	100.00	13,488.00	100.00	13,489.00
Coal India Ltd.	10	5,000.00	7,18,300.00	5,000.00	7,18,300.00
Corporation Bank	2	-	-	5,000.00	2,41,160.00
Delta Corp Ltd.	1	5,000.00	10,03,000.00		
Balmer Lawrie & Co Ltd.	10	13,000.00	15,41,310.00	9,000.00	10,21,029.00
Future Market Networks Ltd.	10	350.00	0	350.00	-
Hanil Era Textiles Ltd (*)	10	100.00	762.00	100.00	762.00
Ganesh Ecosphere Ltd.	10	1,000.00	6,86,921.00	-	-
Gujrat Mineral Development Corporation Ltd.	2	5,000.00	3,29,354.00	-	-
Hemisphere Properties India Ltd.	10	15,000.00	20,97,300.00	-	-
REC Ltd.	10	2,000.00	2,18,927.00	-	-
ITC Ltd.	1	3,000.00	5,17,553.00	7,500.00	-
Jaiprakash Associates Ltd.	2	10,000.00	-	10,000.00	-
Kabra Agro Industries Ltd(*)	10	200.00	1,100.00	200.00	1,100.00
Kabra Marble Udyog Ltd (*)	10	5,000.00	15,500.00	5,000.00	15,500.00
Kabra Steel Products Ltd(*)	10	15,000.00	47,250.00	15,000.00	47,250.00
Kesoram Textiles Mills Ltd.	2	5,700.00	-	5,700.00	-
Lexus Granito (I) Ltd.	10	3,000.00	1,35,000	3,000.00	1,35,000.00
Maheshwari Logistics Ltd.	10	26,000.00	25,27,494.00	10,000.00	20,10,100.00
Montari Industries Ltd.	10	500.00	3,625.00	500.00	3,625.00
Montari Leather Ltd (*)	10	2,800.00	9,240.00	2,800.00	9,240.00
Nagarjuna Fertilisers & Chemicals Ltd.	1	7,700.00	1,10,725.00	7,700.00	1,10,725.00
Next Gen Animation Media Ltd.	10	2,600.00	26,000.00	2,600.00	26,000.00
Padmini Technology Ltd.	10	1,000.00	50,025.00	1,000.00	50,025.00
Silverline Technologies Ltd.	10	6,500.00	10,08,167.00	6,500.00	10,08,167.00
Tata Consumer Products Ltd.	1	35,200.00	33,07,647.00	33,300.00	8,37,822.00
Tata Power Company Ltd.	1	4,000.00	4,25,480.00		
Tata Steel Ltd	10	6,983.00	23,88,502.00	7,383.00	20,92,186.00
Tata Steel Ltd (Partly paid)	2.50	-	-	600.00	92,400.00
Tech Mahindra Ltd.	5	3,000.00	5,80,887.00	5,306.00	11,70,361.00
Thomas Scott (I) Ltd.	10	2.00	-	2.00	-
Uniworth Textiles Ltd.	10	25.00	455.00	25.00	455.00
<b>TOTAL</b>			<b>2,12,22,921</b>		<b>1,30,74,605.00</b>
<b>(B) UNQUOTED</b>					
Manushri Properties Ltd	10	2,000.00	20,000.00	2,000.00	20,000.00
Maya Texturisers Pvt Ltd	10	30,000.00	2,25,000.00	30,000.00	2,25,000.00
Essar Steel Ltd	10	-	-	6,000.00	3,99,098.00
Gloria Chemicals Ltd (*)	10	1,000.00	1,750.00	1,000.00	1,750.00
<b>TOTAL</b>			<b>2,46,750</b>		<b>6,45,848</b>
<b>(C) MUTUAL FUND</b>		<b>UNITS</b>		<b>UNITS</b>	
UTI - Master Share Unit Scheme					
- Dividend Plan		13,000.00	2,02,466.00	13,000.00	2,02,466.00
Canara Robeco Capital Protection	10				
Oriented Fund - Series 8- Regular Growth Plan	10	-	-	1,00,000.00	10,00,000.00
<b>TOTAL</b>			<b>2,02,466.00</b>		<b>12,02,466.00</b>
<b>TOTAL(A+B+C)</b>			<b>2,16,72,138.00</b>		<b>1,49,22,919.00</b>

#### Note:

- (1) Market value of Quoted shares **Rs. 5,53,29,662/-** ( Previous Year Rs. 2,94,79,331/-)
- (2) NAV of Mutual Fund **Rs. 4,89,256.30/-** ( Previous Year Rs.11,00,000 /--)
- (3) (\*)Market value of these shares are not available, hence taken at cost.



**Note No. 4 Loan**

Particulars	As at 31st March 2021	As at 31st March 2020
Unsecured, considered good Loan to body Corporate	-	41,07,800.00
<b>Total</b>	<b>-</b>	<b>41,07,800.00</b>

**Note No. 5 Other Non Current Assets**

Particulars	As at 31st March 2021	As at 31st March 2020
Advances other than Capital Advances: Security Deposits	1,21,399.00	1,21,399.00
<b>Total</b>	<b>1,21,399.00</b>	<b>1,21,399.00</b>

**Note No. 6 Trade Receivables**

Particulars	As at 31st March 2021	As at 31st March 2020
<u>Outstanding for a period exceeding six months</u> Considered good	55,43,016.00	58,97,031.00
Considered doubtful	2,66,22,251.00	2,66,22,251.00
<u>Outstanding for a period less than six months</u> Considered good	1,02,28,595.00	1,96,14,501.00
<b>Total</b>	<b>4,23,93,862.00</b>	<b>5,21,33,783.00</b>

**Note No. 7 Cash & Cash Equivalents**

Particulars	As at 31st March 2021	As at 31st March 2020
Balance with Scheduled Bank: In Current Account	1,07,624.00	1,22,495.00
Cash in hand	8,69,469.00	8,31,258.00
<b>Total</b>	<b>9,77,093.00</b>	<b>9,53,753.00</b>



**Note No. 8 Bank Balance Other than Cash & Cash Equivalents**

Particulars	As at 31st March 2021	As at 31st March 2020
Term Deposit pledged with Bank held as security against margin money, Overdraft and letter of Credit facility	13,02,78,397.00	13,02,78,397.00
<b>Total</b>	<b>13,02,78,397.00</b>	<b>13,02,78,397.00</b>

**Note No. 9 Other Financial Assets**

Particulars	As at 31st March 2021	As at 31st March 2020
Interest Receivable	2,78,97,947.00	1,90,71,114.00
<b>Total</b>	<b>2,78,97,947.00</b>	<b>1,90,71,114.00</b>

**Note No.10 Other Current Assets**

Particulars	As at 31st March 2021	As at 31st March 2020
Advances recoverable in cash or in kind or for value to be received,	45,471.00	98,554.00
Prepaid Expenses	13,796.00	-
Balance with Revenue Authorities	59,85,437.00	79,76,042.00
<b>Total</b>	<b>60,44,704.00</b>	<b>80,74,596.00</b>



## KABRA COMMERCIAL LIMITED

### Note No. : 11 Share Capital

Particulars	As at 31st March 2021	As at 31st March 2020
<b>AUTHORISED</b>		
72,50,000 Equity Shares of Rs.10/-each	7,25,00,000.00	7,25,00,000.00
<b>ISSUED, SUBSCRIBED AND PAID UP</b>		
29,40,000 Equity Shares of Rs.10/- each fully paid up	2,94,00,000.00	2,94,00,000.00

#### 1. Reconciliation of number of shares outstanding at the beginning and end of the year

Particulars	As at 31st March 2021	As at 31st March 2020
No. of Shares at beginning of the year	72,50,000	72,50,000
Allotment of fully paid up shares during the year		-
No. of Shares at end of the year	72,50,000	72,50,000

#### 2. Rights, preference, repayability and restriction, if any, on equity share

The Company has only one class of equity shares having a par value of Rs. 10 per share. Each Shareholder is eligible for one vote per share. The dividend proposed by the Board of Directors is subject to the approval of shareholders, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company, after distribution of all preferential amounts, in proportion of their shareholding.

#### 3. There was no allotment of shares for consideration other than cash, allotment of bonus shares and bought back during the last five years.

4. Equity Shares in the Company held by each shareholder holding more than 5 per cent shares and the number of equity shares held are as under

Name Of Shareholders	As at 31st March 2021		As at 31st March 2020	
	Number	% of Holding	Number	% of Holding
Mr. Rajesh Kumar Kabra	713,425	24.27%	713,425	24.27%
Mr. Ramawtar Kabra	191900	6.53%	191900	6.53%
Ramawtar Badrinarayan Kabra HUF	218,200	7.42%	218,200	7.42%

#### Note No. 12 : OTHER EQUITY

Particulars	As at 31st March 2021	As at 31st March 2020
<b>a) Capital Reserve</b>		
i) Revauation Reserve		
Balance at the begning of the year	48,12,181.00	52,58,105.00
Less: Adjustment during the year	4,08,108.00	4,45,924.00
<b>At the End of the year</b>	<b>44,04,073.00</b>	<b>48,12,181.00</b>
<b>b) Surplus in Statement of Profit &amp; Loss A/C</b>		
Balance at the begning of the year	8,88,32,825.00	8,07,57,813.00
Add: Profit/(Loss) during the year	60,28,538.00	80,75,012.00
<b>At the End of the year</b>	<b>9,48,61,363.00</b>	<b>8,88,32,825.00</b>
<b>Total (a) + (b)</b>	<b>9,92,65,436.00</b>	<b>9,36,45,006.00</b>



Note No. 13: Deffered Tax Liabilities(Net)

Particulars	As at 31st March 2021	As at 31st March 2020
As per Last Account	73,717.00	1,81,037.00
Add/(Less): Deffered Tax for the Year	5,849.00	(1,07,320.00)
Total	79,566.00	73,717.00

Note No. 14: Borrowings

Particulars	As at 31st March 2021	As at 31st March 2020
<b>(Secured, Considered Goods)</b>		
Working Capital loan From Canara Bank	8,92,55,732.00	8,54,99,336.00
Total	<b>8,92,55,732.00</b>	<b>8,54,99,336.00</b>

OD Security: Pledging of 90% of FD with interest of 1% above the KDR/FDR rate.

Note No. 15: Trade Payables

Particulars	As at 31st March 2021	As at 31st March 2020
<b>(Unsecured, Considered Goods)</b>		
Creditors for goods and services	1,15,85,745.00	2,32,84,233.00
Total	<b>1,15,85,745.00</b>	<b>2,32,84,233.00</b>

Note No. 16: Other current Liabilities

Particulars	As at 31st March 2021	As at 31st March 2020
Liabilities for Expenses	15,36,988.00	2,37,520.00
Security Deposit	35,000.00	35,000.00
Statutory Dues:		4,36,593.00
i) TDS Payables	2,57,525.00	
ii) Professional Tax	220.00	
Total	<b>18,29,733.00</b>	<b>7,09,113.00</b>

Note No. 17: Provisions

Particulars	As at 31st March 2021	As at 31st March 2020
Provision for Income Tax	29,14,000.00	23,20,800.00
Total	<b>29,14,000.00</b>	<b>23,20,800.00</b>



**Note No. 18: Revenue from Operation**

Particular	As at 31st March 2021	As at 31st March 2020
Liasioning & Supervision Charges Received	35,58,845.00	2,49,41,833.00
Transportation Charges Received	7,45,29,582.00	8,47,00,405.00
<b>Total</b>	<b>7,80,88,427.00</b>	<b>10,96,42,238.00</b>

**Note No. 19: Other Income**

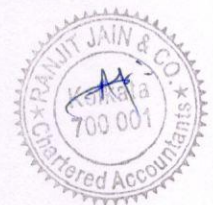
Particular	As at 31st March 2021	As at 31st March 2020
Dividend Income	8,36,996.00	5,11,601.00
Profit on Sale of Shares	73,94,486.00	9,00,684.00
Interest recived from Bank	98,63,070.00	95,65,919.00
Interest recived from others	83,688.00	3,42,000.00
Rent & Maintenance Received	3,45,263.00	-
Interest on I.T. Refund	1,43,000.00	24,810.00
<b>Total</b>	<b>1,86,66,503.00</b>	<b>1,13,45,014.00</b>

**Note No. 20: Employee Benefit Expenses**

Particular	As at 31st March 2021	As at 31st March 2020
Salaries and allowances	40,07,234.00	36,12,241.00
Employee Welfare Expenses	8,250.00	9,000.00
<b>Total</b>	<b>40,15,484.00</b>	<b>36,21,241.00</b>

**Note No. 21: Finance Costs**

Particular	As at 31st March 2021	As at 31st March 2020
Interest to Bank	64,82,403.00	71,47,746.00
Interest TO Others	5,722.00	1246
L.C.Charges	148.00	411490
<b>Total</b>	<b>64,88,273.00</b>	<b>75,60,482.00</b>





**Note No. 22 : Other Expenses**

Particular	As at 31st March 2021	As at 31st March 2020
Transportation Charges	7,34,57,694.00	8,31,42,523.00
Liasioning & Supervision Charges	21,31,118.00	1,22,19,400.00
Payment to Auditors	59,500.00	60,180.00
Rent Rates & Taxes	81,020.00	1,05,083.00
Postage & Telegram	2,690.00	2,676.00
Insurance Charges	36,001.00	27,670.00
Travelling & Conveyance	1,736.00	1,06,496.00
Telecommunication Expenses	10,990.00	13,121.00
Advertisement & Publicity	48,009.00	72,768.00
Printing & Stationary	12,073.00	17,730.00
Membership Subscription	5,567.00	5,283.00
Bank Charges	7,29,362.00	1,52,358.00
Vehicle Hire Charges	15,360.00	4,614.00
Vehicle Expenses	1,00,787.00	92,568.00
Repairs & Maintenance	2,26,014.00	1,04,231.00
Miscellaneous Expenses	6,06,529.00	2,38,398.00
Computer Service Charges	3,00,000.00	3,00,000.00
Sales Promotion Expenses	6,35,294.00	21,469.00
Legal & Professional fees	1,79,990.00	1,14,045.00
Listing Fees	3,54,000.00	3,74,650.00
Power & Fuel	17,788.00	93,882.00
Custodian and Depository Charges	40,120.00	65,764.00
Brokerage & Commison Paid	25,000.00	
<b>Total</b>	<b>7,90,76,642.00</b>	<b>9,73,34,909.00</b>

Disclosure as required by INDIAN ACCOUNTING STANDARD (IND AD) 33

**Note No. 23: Earing Per Share**

Particular	As at 31st March 2021	As at 31st March 2020
a) Profit after taxation for the year	60,28,538.00	80,75,012.00
b) No. of Equity Share	2940000	2940000
<b>Total</b>	<b>2.05</b>	<b>2.75</b>

Remuneration for Statutory Auditor:

Particulars	2021	2020
S.C. Soni & Co.	63,720.00	60,180.00
Ranjit Jain & Co.	30,000.00	-
	93,720.00	60,180.00



**1) SIGNIFICANT ACCOUNTING POLICIES AND OTHER NOTES**

**(A) Significant Accounting Policies**

**1 Basis of preparation of Financial Statements:**

The Financial Statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) to comply with the section 133 of the Companies Act 2013 ("the 2013 Act") read with Rule 3 of the Companies (Indian Accounting Standards) Rules 2015, and Companies (Indian Accounting Standards) Rules, 2016.

All the assets and liabilities have been classified as current or non current as per the Company's normal operating cycle and other criteria set out in Schedule III to the Act. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalent, the Company has ascertained the operating cycle to be 12 months.

**Functional and presentation currency:**

These standalone financial statements are presented in Indian rupees, which is the Company's functional currency.

**2 Property, Plant and Equipment**

**Useful Life**

The estimated useful life of property, plant and equipment is based on a number of factors including the effects of obsolescence, demand, completion and other economic factors (such as the stability of the industry and known technological advancement) and the level of maintenance expenditure required to maintain.

**Recoverable amount of property, plant and equipment**

The recoverable amount of property, plant and equipment is based on estimates and assumptions. Any changes in these assumptions may have a material impact on the measurement of the recoverable amount resulting in impairment.

**Depreciation**

Depreciation has been provided on Building and no depreciation has been provided on other fixed assets, purchased earlier, as the residual value of Fixed Assets has come below 95%.

**3 Investments:**

Long Term Investment are stated at cost. No provision for diminution in value is provided as the same are strategically held for business exigencies.

**4 Revenue recognition and Other Income:**

**Interest / dividend:**

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

Dividend income is recognised when the right to receive payment is established by the balance sheet date.

**5 Employee Benefits**

**(a) Short Term Obligations**

Short term employee benefits including performance incentives, are charged to statement of profit and loss on an undiscounted, accrual basis during the period of employment.



**(b) Long Term Obligations**

At present no Gratuity is payable. The Company will pay the Gratuity at the time of retirement / death of employees based on the basis of policy framed by the Company. No provision is made in accounts. The same will be recognised in the year of payment and charged in Revenue account.

**6 Income Tax and Deferred Tax :**

Management judgement is required for the calculation of provision for income taxes and deferred tax assets / liabilities. The Company reviews at each balance sheet date the carrying amount of deferred tax assets / liabilities. The factors used in estimates may differ from actual outcome which could lead to significant adjustment to the amounts reported in the financial statements.

**7 Claim Provision and Contingent liabilities and Contingent Assets**

Contingent liabilities are possible obligations that arise from past events and whose existence will be confirmed by the occurrence or non-occurrence of one or more future events not wholly within the control of the Company, such obligation is disclosed as contingent liability.

Contingent assets are not recognised in the financial statements since this may result in the recognition of income that may never be accrued / realised

**8 Earnings per share**

Basic earnings per share is calculated by dividing the profit / loss attributable to owners of the Company by weighted average number of equity shares outstanding during the financial year. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares, if any.

**9 Current and Non Current Assets:**

An asset shall be classified as current when it satisfies any of the following criteria:—

- (a) it is expected to be realised in, or is intended for sale or consumption in, the company's normal operating cycle;
- (b) it is held primarily for the purpose of being traded;
- (c) it is expected to be realised within twelve months after the reporting date; or
- (d) it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date.

All other assets shall be classified as non-current.

**10 Current and Non Current Liabilities:**

A liability shall be classified as current when it satisfies any of the following criteria:—

- (a) it is expected to be settled in the company's normal operating cycle;
- (b) it is held primarily for the purpose of being traded;
- (c) it is due to be settled within twelve months after the reporting date; or
- (d) the company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

All other liabilities shall be classified as non-current.



**B. NOTES ON ACCOUNTS**

- 1 There is no disputed statutory liability which is due.
- 2 As the company does not have information as to which of its creditors are registered under The Micro, Small and Medium Enterprises Development Act 2006, no disclosure of outstanding dues of micro and small enterprise have been made.
- 3 As per management no gratuity is payable at present.
- 4 Statutory Audit fees is debited in the year in which Audit is completed and Accounts are finalised. For other Services by statutory Auditor payment is accounted for in the year in which such professional service are rendered.
- 5 No provision has been made in these accounts in respect of Sundry Debtors amounting to Rs. 2,66,22,251/- outstanding from earlier year as in the opinion of the management the matter is sub-judice.
- 6 No provision has been made in these accounts in respect of Sundry Debtors amounting Rs. 57,14,268/-, outstanding for the period of more than one year but is considered doubtful, however in the opinion of the Management the amount is considered good.
- 7 Fixed Deposit Certificates are not available for auditor's verification as the same are pledged to Canara Bank against the overdraft facility taken from the said Bank.

**8 Segment Reporting**

	31.03.2021		31.03.2020	
	Rupees	Rupees	Rupees	Rupees
<b>A. Segment Revenue</b>				
Transportation, Liasioning and Supervision charges		8,79,51,497		11,92,08,156
Finance & Investment		83,15,170		17,54,286
Unallocated		4,88,263		24,810
		<b>9,67,54,930</b>		<b>12,09,87,252</b>
<b>B. Segment Results</b>				
Transportation, Liasioning and Supervision charges		1,23,62,685		2,13,89,914
Finance & Investment		83,15,170		17,54,286
Unallocated Income		4,88,263		24,810
		<b>2,11,66,118</b>		<b>2,31,69,010</b>
Less: Unallocated Expenses (Net)	75,64,978		56,68,691	
Finance Cost Interest	64,88,273	1,40,53,251	75,60,482	1,32,29,173
		<b>71,12,867</b>		<b>99,39,837</b>
<b>C. Segment Assets</b>				
Transportation, Liasioning and Supervision charges	20,05,70,206		20,15,69,126	
Finance & Investment	2,16,72,138		1,90,30,719	
Unallocated	1,20,87,868	<b>23,43,30,212</b>	1,43,32,360	<b>23,49,32,205</b>
<b>D. Segment Liabilities</b>				
Transportation, Liasioning & Supervision Charges	10,08,41,477		10,89,07,782	
Finance & Investment	-		-	
Unallocated	48,23,299	<b>10,56,64,776</b>	29,79,417	<b>11,18,87,199</b>
<b>E. Segment wise Capital Employed</b>				
Transportation, Liasioning & Supervision Charges	9,97,28,729		9,26,61,344	
Finance & Investment	2,16,72,138		1,90,30,719	
Unallocated	72,64,569	<b>12,86,65,436</b>	1,13,52,943	<b>12,30,45,006</b>

**Notes on Segment Reporting**

The Company's primary segment is its Business Segment which consists of mainly of Trading in Coal, (LY), Transportation charges, Liasioning, Supervision charges and Finance, Investment. Since entire business is conducted within India there are no separate geographical segments.



9 **Related Party Transactions**

**Particulars**

**(i) KEY MANAGERIAL PERSONEL**

Sri Ramawtar Kabra -	Executive Director
Ms. Radhika Kabra-	Director
Sri Chandra Prakash Kabra-	Director
Sri Rajesh Kumar Kabra-	Mg. Director
Sri Jagdish Prasad Kabra-	Director
Sri Vijay Kumar Parwal-	Director
Sri Om Prakash Agarwal-	Chief Financial officer
Ms. Apeksha Agiwal-	Company Secretary

**(ii) Associates**

- i) Jagdama Coal House
- ii) Rajesh Manish Associate Pvt. Ltd.

Details of transactions with related parties during the year

Particulars	Nature of Transaction	31.03.2021		31.03.2020	
		Volume of Transaction	Balance Outstanding	Volume of Transaction	Balance Outstanding
		Rs.	Rs.	Rs.	Rs.
Jagdamba Coal House	Electricity & Water Charges	17,788.00	17,788 Cr.	26,266	8436 Cr.
Rajesh Manish Associates Pvt. Ltd.	Data Processing Charges	2,95,500.00	NIL	3,01,673	2,22,173 Cr.
	Insurance Charges	1,673.00	-	1,673	1,673 Cr.
Sri Om Prakash Agarwal	Remuneration	9,07,368	NIL	9,12,878	NIL
Sri Ramawtar Kabra	Advance taken	3,000	600	-	-
Ms. Apeksha Agiwal	Remuneration	1,80,000	NIL	1,80,000	NIL

10 **Comparative Figures:**

Figures of the previous year have been regrouped, rearranged, recasted and reclassified wherever found necessary.

Signed in terms of our audit report of even date.

For Ranjit Jain & CO  
CHARTERED ACCOUNTANTS  
FRN-322505E

For and on Behalf of Directors

*Alok Jain*

CA ALOK JAIN  
PARTNER  
Membership No.062283



For KABRA COMMERCIAL LTD.

*Rajesh Kumar Kabra*  
Director  
Rajesh Kumar Kabra  
(Director)  
(DIN : 00331305)

For KABRA COMMERCIAL LTD.

*Ramawatar Kabra*  
Director  
Ramawatar Kabra  
(Director)  
(DIN : 00341280)

Place : Kolkata  
Dated: 30th June, 2021