

ANNUAL REPORT 2018-19

RITZ MERCANTILE LIMITED

FINANCIAL STATEMENTS FOR THE YEAR ENDED  
31ST MARCH 2019



**RITZ MERCANTILE LIMITED**

Registered Office: 603, Sethi Bhawan, 7, Rajendra Place, New Delhi-110008

CIN: L52110DL1985PLC019805

Contact No.: 011-25742255, 25746897

Website: [www.ritzmercantile.com](http://www.ritzmercantile.com), e-mail: [ritzmercantilelimited@gmail.com](mailto:ritzmercantilelimited@gmail.com)

**NOTICE OF ANNUAL GENERAL MEETING**

Notice is hereby given that the 33<sup>rd</sup> Annual General Meeting of the shareholders of **RITZ MERCANTILE LIMITED** will be held on Saturday, the 28<sup>th</sup> day of September, 2019 at 01:00 P.M. at the registered office of the Company situated at 603, Sethi Bhawan, 7, Rajendra Place, New Delhi-110008 to conduct the following business as:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the audited financial statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2019 together with Report of the Board of Directors and the Auditor's thereon.
2. To appoint director in place of Mr. K.C. Verma (DIN: 00849214), who retire by rotation & being eligible, offers himself for re-appointment.
3. To appoint Statutory Auditor of the Company in place of. M/s N.K. Nagpaul & Co., Chartered Accountants, Who was appointed as Auditor of the company from the conclusion of 28<sup>th</sup> AGM till the conclusion of 33<sup>rd</sup> AGM of the company.

By order of Board

Place: New Delhi

Dated: 04.09.2019

  
*Vimal Chauhan*  
Vimal Chauhan  
Company Secretary  
Membership No.: A54984



## **NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND THE MEETING IN HIS/HER PLACE. THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY FORM DULY FILLED IN SHOULD REACH THE COMPANY AT LEAST 48 HOURS BEFORE THE TIME OF THE MEETING.
2. The register of Members and Share Transfer Books of the Company will remain closed from 22<sup>nd</sup> September, 2019 to 28<sup>th</sup> September, 2019 (both days inclusive).
3. Members are requested to notify immediately, change in their address, if any, to the company quoting their folio numbers.
4. Members are requested to send their queries, if any, on the financial accounts at least 7 days in advance so that the information can be made available at the meeting. Members may also mail their queries at following mail id:-  
[ritzmercantilelimited@gmail.com](mailto:ritzmercantilelimited@gmail.com)
5. **Information and other instructions relating to e-voting are as under:**
  - (A) Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015, the Company is pleased to provide to its members facility to exercise their right to vote on resolutions proposed to be passed in the 33<sup>rd</sup> Annual General Meeting by electronic means. The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting ('remote e-voting').
  - (B) The facility for voting through ballot paper shall be made available at the Meeting and the members attending the Meeting who have not cast their vote by remote e-voting shall be able to vote at the Meeting.
  - (C) The members who have cast their vote by remote e-voting prior to the meeting may also attend the Meeting but shall not be entitled to cast their vote again.

### **Procedure for E-Voting**

The Company has entered into an arrangement with Central Depository Services (India) Limited (CDSL) for facilitating remote e-voting for AGM.

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

- (i) The voting period begins on 25<sup>th</sup> September, 2019 at 09.00 a.m. and ends on 27<sup>th</sup> September, 2019 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 of 21<sup>st</sup> September, 2019 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 through remote e-voting would not be entitled to vote at the meeting venue.

(iii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).

(iv) Click on Shareholders.

(v) Now Enter your User ID

a. For CDSL: 16 digits beneficiary ID,

b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

c. Members holding shares in Physical Form should enter Folio Number registered with the Company.

(vi) Next enter the Image Verification as displayed and Click on Login.

(vii) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.

(viii) If you are a first time user follow the steps given below:

	<b>For Members holding shares in Demat Form and Physical Form</b>
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"><li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. Sequence number is printed on Attendance Sheet.</li><li>• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN Field.</li></ul>
Dividend Bank Details OR Date of Birth (DOB)	<p>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.</p> <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 as mentioned in instruction (v).</li></ul>



- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant '**RITZ MERCANTILE LIMITED**' on which you choose to vote.
- (xiii) 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.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) 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.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xviii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Note for Non - Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporate.
  - 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 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.
- (xx) Any person, who acquires shares of the Company and become Member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. 22<sup>nd</sup> September, 2019 may follow the same instructions as mentioned above for e-Voting.
- (xxi) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- (xxii) Voting can be exercised only by the shareholder or his/her duly constituted attorney/proxy or, in case of bodies corporate, the duly authorized person.
- (D) The Results of Annual General Meeting shall be declared on September 1st, 2019. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.ritzmercantile.com](http://www.ritzmercantile.com) and on the website of CDSL and shall be communicated to Calcutta Stock Exchange of India Limited.
- (E) M/s. PTM & Co., Practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose. The scrutinizer shall, immediately after the conclusion of voting at the general meeting, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the company and make, not later than three days of conclusion of the meeting, a consolidated scrutinizer's report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing who shall countersign the same.

Place: New Delhi  
Dated: 04.09.2019

By order of Board  
*Vimal Chauhan*  
Vimal Chauhan  
Company Secretary  
Membership No.: A54984





**RITZ MERCANTILE LIMITED**

Registered Office: 603, Sethi Bhawan, 7, Rajendra Place, New Delhi-110008

CIN: L52110DL1985PLC019805

Contact No.: 011-25742255, 25746897

Website: [www.ritzmercantile.com](http://www.ritzmercantile.com), e-mail: [ritzmercantilelimited@gmail.com](mailto:ritzmercantilelimited@gmail.com)**MGT-11  
PROXY FORM**

Name of Member(s)	
Registered Address:	
e-mail id	
Folio No./Client ID	
DP ID	

I/We, being the member(s) of shares of the above named company, hereby appoint:-

- (1) Name ..... Address .....  
e-mail id ..... Signature..... Or failing him/her
- (2) Name ..... Address .....  
e-mail id ..... Signature..... or failing him/her
- (3) Name ..... Address .....  
e-mail id ..... Signature..... or failing him/her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 33<sup>rd</sup> Annual General Meeting of the Company, to be held on Saturday, 28<sup>th</sup> Day of September, 2019 at 01:00 P.M. at the registered office of the Company at 603, Sethi Bhawan, 7, Rajendra Place, New Delhi-110008 and at any adjournment thereof in respect of such resolution as are indicated below:-

Resolution No.

As Ordinary business:

1. Adoption of Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2019 together with the Report of the Board of Directors and Report of the Auditor thereon.
2. Re-appointment of Mr. K.C. Verma as director who retires by rotation.
3. Appointment of New Auditor in place of. M/s N.K. Nagpaul & Co., Chartered Accountants, Who was appointed as Auditor of the company from the conclusion of 28<sup>th</sup> AGM till the conclusion of 33<sup>rd</sup> AGM of the company.





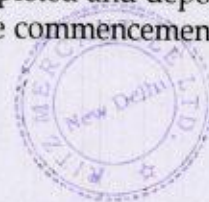
Signed this \_\_\_\_\_ Day of \_\_\_\_\_, 2019

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

Signature of Proxy holder(s): \_\_\_\_\_

Affix  
Revenue  
Stamp  
Re 1/-

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.





**RITZ MERCANTILE LIMITED**

Registered Office: 603, Sethi Bhawan, 7, Rajendra Place, New Delhi-110008

CIN: L52110DL1985PLC019805

Contact No.: 011-25742255, 25746897

Website: [www.ritzmercantile.com](http://www.ritzmercantile.com), e-mail: [ritzmercantilelimited@gmail.com](mailto:ritzmercantilelimited@gmail.com)

**ATTENDANCE SLIP**

Please complete this attendance slip and hand it over at the entrance of the meeting Hall. Joint shareholders may obtain additional attendance slips on request (Folio Nos., Client ID\* & Name of shareholders/joint holders/ Proxy in Block Letters to be furnished below).

Shareholder/Proxy	DP ID*	Client ID*	Folio	No. of Shares Held

I hereby record my presence at the 33<sup>rd</sup> Annual General Meeting of the Company to be held on Saturday, 28<sup>th</sup> Day of September, 2019 at 1:00 P.M. at 603, Sethi Bhawan, 7, Rajendra Place, New Delhi-110008.

Signature of Shareholder or Proxy \_\_\_\_\_

**NOTES:**

1. Shareholders/Proxy holders are requested to bring the Attendance Slip with them when they come to the Meeting and hand it over at the gate after affixing their signature on it.
2. Shareholders are requested to advise, indicating their Folio Nos., DP ID\*, Client ID\*, the change in their address, if any, to the registrar and Transfer Agents at Alankit Assignments Limited, 1E/13, Jhandewalan Ext., New Delhi-110055.

\*Applicable for investors holding shares in Electronic (Demat) Form.





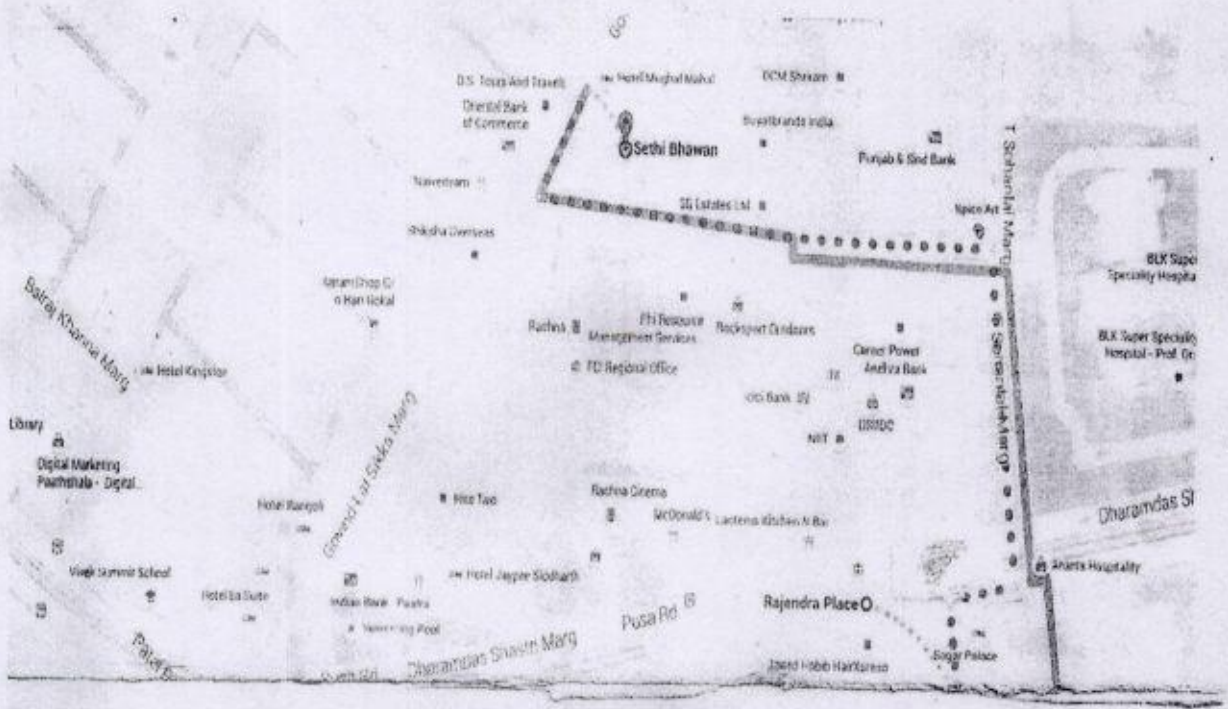
## ROUTE MAP

From

Rajendra Place Metro Station, New Delhi

to

Sethi Bhawan, 7, Rajendra Place, New Delhi-110008  
(Address of Registered Office of the Company & venue of AGM)





**RITZ MERCANTILE LIMITED**

Registered Office: 603, Sethi Bhawan, 7, Rajendra Place, New Delhi-110008

CIN: L52110DL1985PLC019805

Contact No.: 011-25742255, 25746897

Website: [www.ritzmercantile.com](http://www.ritzmercantile.com), e-mail: [ritzmercantilelimited@gmail.com](mailto:ritzmercantilelimited@gmail.com)**DIRECTOR'S REPORT**

Dear Members,

Your Directors are presenting their 33<sup>rd</sup> Annual Report on the working of the Company together with audited accounts for the year ended March 31<sup>st</sup>, 2019:

**1) FINANCIAL RESULTS**

(in Rs.)	
Particulars	Amount
Revenue from Operation	0.00
Other Income	1933750.30
Total Expenditure other than Depreciation, Amortization, Finance Cost, and Interest & Tax	727763.62
Profit before Interest, Tax and Depreciation and Finance cost	1205986.68
Less:	
Interest	0.00
Depreciation	2528
Finance Cost	0.00
Taxes	0.00
Profit for the year	12,03,458.68

**2) DIVIDEND**

The Board of Directors of your Company after considering holistically the relevant circumstances have decided that it would be prudent not to recommend any dividend for the year under review.

**3) DIRECTORS AND KEY MANAGERIAL PERSONNEL**

(a). During the year, Mrs. Uma Sapra (DIN: 07299009), director of the Company has resigned from the directorship of Company w.e.f. 25<sup>th</sup> December 2018.

(b). Mr. Parth Arya, who was appointed as the Company Secretary of the Company w.e.f. 9<sup>th</sup> December, 2017 resigned from the post w.e.f. 18<sup>th</sup> July 2018. Ms. Shruti Bhardwaj who was appointed as Company Secretary in place of Mr. Parth Arya w.e.f. 24<sup>th</sup> August, 2018 resigned from the post w.e.f. 10<sup>th</sup> January 2019.

(c). In present, Mr. Vimal Chauhan holding a position of Company Secretary w.e.f. 28<sup>th</sup> January 2019.





(d). Mrs. Neelam Singhvi, Director (00683077) of the Company was appointed as a Chief Financial Officer of the Company pursuant to sec. 203 of the Companies Act, 2013 w.e.f. 30.03.2019 during the year under Review.

#### 4) DIRECTOR'S RESPONSIBILITY STATEMENT

In terms of Section 134(5) of the Companies Act, 2013, your Directors confirm that:

- a. In the preparation of the annual accounts the applicable accounting standards had been followed along with proper explanation relating to material departures.
- b. Appropriate accounting policies have been selected and applied consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the Profit and Loss of the Company for the year ended 31<sup>st</sup> March 2019.
- 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 fraud and other irregularities.
- d. The Annual accounts have been prepared on a Going Concern Basis.
- e. The directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
- f. Proper system has been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.
- g. The Board of Directors of the Company has complied applicable Secretarial Standards issued by the Institute of Company Secretaries of India with the extent possible.

#### 5) AUDITORS

M/s N.K. Nagpaul & Co., Chartered Accountants, had been appointed as Auditor of the company from the conclusion of 28<sup>th</sup> AGM till the conclusion of 33<sup>rd</sup> AGM of the company is retiring at ensuing Annual General Meeting of the Company .The Company is looking for eligible candidate who shall be appoint as an Auditor of the Company in the Annual General Meeting of the company in place of retiring Auditor.

#### 6) BOARD'S COMMENT ON AUDIT REPORT:

As per Note No. 12: forming part of Accounts, the Company has not appointed Independent Director. Your Directors wish to clarify that Company is in process of appointing an Independent Director and is looking for eligible candidate for the said position.





As per Note No. 14 : forming part of Accounts, Your Directors want to clarify that the Company has not received any interest on the loan or advance given to related parties during the year but expected to earn fair rate of return in future.

In the matter of Note Nos. 15, 16 and 17 forming the basis of Qualified Opinion, your Directors wish to clarify that the said differences between the shares in hand and Demat Holdings Statement/other company records are under reconciliation.

As per Note No. 18: forming part of Accounts, the Company has not consolidated investment in associate companies. Your Director wish to clarify that currently the associates of the Company are not carrying on any business activity and the impact of their financials on the consolidated financials will be negligible. Moreover, necessary steps are being taken to reduce the shareholding of the Company in associates below the prescribed level so that there are no associates of the Company and hence there will be no requirement for consolidation of financials.

**7) PUBLIC DEPOSIT**

The Company has neither invited nor accepted any fixed deposits from the public during the year within the meaning of Section 73 of the Companies Act, 2013 read together with Companies (Acceptance of Deposit) Rules, 2014.

**8) CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

The Company is not engaged in any manufacturing activity, hence the provisions of Section 134 (3) (m) of the Companies Act, 2013 are not applicable. The Company is not carrying any activity relating to export and has not used or earned any Foreign Exchange.

**9) PERSONNEL**

There was no employee in the company who is receiving remuneration to the aggregate of Rs. 1 Crore and 2 Lakh per annum or more.

**10) NUMBER OF MEETINGS OF BOARD**

**11)**

The Board of Directors of the Company duly met 14 times during the year details of which are as under:-

Particulars	Date of Board Meeting
01 <sup>st</sup> Board Meeting	16.04.2018
02 <sup>nd</sup> Board Meeting	26.05.2018
2A Board Meeting	12.07.2018
3 <sup>rd</sup> Board Meeting	23.07.2018
04 <sup>th</sup> Board Meeting	10.08.2018
05 <sup>th</sup> Board Meeting	28.08.2018
5A Board Meeting	05.09.2018
06 <sup>th</sup> Board Meeting	08.10.2018
07 <sup>th</sup> Board Meeting	13.11.2018
08 <sup>th</sup> Board Meeting	15.01.2019
09 <sup>th</sup> Board Meeting	08.02.2019
10 <sup>th</sup> Board Meeting	30.03.2019





**12) RISK MANAGEMENT POLICY**

The Company has in place a mechanism to identify, assess monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. These are discussed at the meetings of the Board of Directors of the Company.

**13) PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS**

The Company has not complied with the provision of Sec.186 of the Companies Act, 2013 as Company has given Interest free Loans of Rs. 19, 45,000 to its related party (Hindustan Fibres Limited) during the year exceeds the limit of 60% of its Paid up share Capital and free reserve under Companies Act, 2013.

The Company has not made any investment during the year under review pursuant to section 186 of the Companies Act, 2013.

**14) RELATED PARTY TRANSACTIONS**

All the transactions carried out with the related parties for the year under review are in compliance with the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015. The details of same are provided in Form No. AOC-2 enclosed as **Annexure-I**.

**15) VIGIL MECHANISM**

The Company has established a vigil mechanism for Directors and employees to report their genuine concerns. The Company also has a Vigil Mechanism policy which provides the framework for reporting of genuine concerns and at the same time also provides for adequate safeguards against victimization of persons who uses such mechanism to report their concerns. However, no complaints or concerns have been received from any Director or employee during the year.

**16) ANNUAL EVALUATION BY BOARD**

The evaluation framework for assessing the performance of Directors comprises of the following key areas:-

- (a) Attendance of Board Meetings and Board Committee Meetings;
- (b) Quality of contribution to Board deliberations;
- (c) Strategic perspectives or inputs regarding future growth of Company and its performance;
- (d) Providing perspectives and feedback going beyond information provided by management;
- (e) Commitment to shareholder and other stakeholder interests.





The evaluation involves self-evaluation by the Board Member and subsequently assessment by the Board of Directors. A member of the Board will not participate in the discussion of his/her evaluation.

**17) TRANSFER TO RESERVES**

During the year, company earned a Net Profit of Rs. 12, 03,458.68/- (Rupees Twelve Lakhs Three Thousand four hundred Fifty Eight Approx/-) which has been adjusted in Profit & Loss Account under the head Reserves & Surplus. The Reserves & Surplus now amount to Rs. 7055362.86 as at 31st March, 2019.

**18) DETAILS OF SUBSIDIARY, ASSOCIATE COMPANIES AND JOINT VENTURES**

The details of Associate of the Company are provided in Form No. AOC-1 enclosed as Annexure-II.

**19) INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY**

The company has an Internal Control System commensurate with the size and scale of the Company. Mr. Rajesh Kumar, Internal Auditor and Audit Committee of the Company monitor and evaluate the efficiency and adequacy of internal control system in the Company.

**20) DISCLOSURES UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL ACT, 2013)**

No such case under Sexual harassment of women at work place (Prevention, Prohibition and Redressal) Act, 2013 has been filed during the year. The company ensures healthy and safe work environment for its female employees.

**21) DISCLOSURE AS PER COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**

A) The ratio of remuneration of each Director to the median remuneration of the employees of the Company for the Financial Year:- Nil

B) The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in Financial Year:-

**No increment in the remuneration was made during the year in any of the Director or Key Managerial Personnel.**

C) The percentage increase in the median remuneration of employees in the financial year:-

**There was no increase in remuneration of any employees during the financial year.**

D) The number of permanent employees on the rolls of the company: **2 (Two)**





- E) Average percentile increase made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

**Not Applicable as there was no increase in remuneration of any employees of the Company or the Managerial Personnel of the Company.**

- F) Affirmation of remuneration as per the remuneration policy of the Company:-

**All remuneration of the employees and Directors are decided by Board of Directors of the Company.**

**22) DISCLOSURES UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL ACT, 2013)**

No such case under Sexual harassment of women at work place (Prevention, Prohibition and Redressal) Act, 2013 has been filed during the year. The company ensures healthy and safe work environment for its female employees.

**23) DISCLOSURE AS PER COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**

- G) The ratio of remuneration of each Director to the median remuneration of the employees of the Company for the Financial Year:- Nil

- H) The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in Financial Year:-

**No increment in the remuneration was made during the year in any of the Director or Key Managerial Personnel.**

- I) The percentage increase in the median remuneration of employees in the financial year:-

**There was no increase in remuneration of any employees during the financial year.**

- J) The number of permanent employees on the rolls of the company: **2 (Two)**

- K) Average percentile increase made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

**Not Applicable as there was no increase in remuneration of any employees of the Company or the Managerial Personnel of the Company.**

- L) Affirmation of remuneration as per the remuneration policy of the Company:-





All remuneration of the employees and Directors are decided by Board of Directors of the Company.

24) **CORPORATE SOCIAL RESPONSIBILITY**

Disclosure pertaining to CSR policy is not applicable to Company as Company is not satisfy the eligibility criteria of section 135 of the Companies Act, 2013.

25) **DECLARATION BY INDEPENDENT DIRECTORS**

The Companies has not complied with the provision of Sec.149 (6) therefore no Independent Director was appointed during the year. Company is looking for eligible candidate for being appointed as an Independent Director of the Company.

26) **COMMITTEES**

(a). **Audit Committee:** The Audit Committee has not been re-constituted by the board during the year as the Board has not find any eligible person to be appointed as an Independent director as per the requirement of Section 177 of the Companies Act, 2013. The Board is in process to find eligible candidate & hopefully will appoint very soon.

(b) **Nomination & Remuneration Committee:** The Nomination and Remuneration Committee has not been constituted due to vacancy of Independent Directors not filled up the board during the year. The Board is in process to find eligible candidates & hopefully will be appoint very soon.

(c) **Stakeholders Relationship Committee:** The Company is not require to constitute Stakeholder Relationship Committee as per sec.178 of the Companies Act, 2013.

27) **SECRETARIAL AUDITORS AND SECRETARIAL AUDIT REPORT**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the rules made there under, the Company has appointed M/s. PTM & Co., a firm of Company Secretaries in Practice, to undertake the Secretarial Audit of the Company. The Secretarial Audit Report is annexed as **Annexure-III** and forms integral part of this report.

Further as regards the observations contained in the report, your Directors want to clarify that the Audit Committee has not been re-constituted by the board during the year as the Board has not find any eligible person to be appointed as an Independent director as per the requirement of Section 177 of the Companies Act, 2013. The Board is in process to find eligible candidate & hopefully will appoint very soon. And also wants to clarify that company maintains the proper records under the provision of section 188 of the companies Act 2013.

Further as regards the observations contained in the report, your Directors want to clarify that The Company has not prepared Consolidated Financial Statements as per Sec.129 (3) as Associated Companies are not carrying any business activities from past few years

Your directors want clarify that Company is currently not charging any interest on the loan given but will charge interest in future and is expected to earn fair rate of return.





28) **INTERNAL COMPLAINTS COMMITTEE**

The Company has not constituted the Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, as the company has less than 10 employees and accordingly the complaints, if any, are filed with the Local Complaints Committee.

29) **MAINTENANCE OF COST RECORDS**

In terms of Section 148 of Companies Act, 2013 your Company is not required to maintain cost records.

30) **MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION OF COMPANY**

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

31) **ACKNOWLEDGEMENT**



Your Directors acknowledge with appreciation the services rendered by the staff and executives at all level.

Date: 04.09.2019

Place: New Delhi

For and on behalf of the Board

  
  
Garvit Singhvi  
Wholetime Director  
DIN: 00597757  
Add: E-48, IInd Floor ,  
Greater Kailash, Part-1  
New Delhi-110048

  
  
Neelam Singhvi  
Director  
DIN:00683077  
Add: E-48, IInd Floor  
Greater Kailash, Part-1  
New Delhi-110048



## ANNEXURE-I

### Form No. AOC-2

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

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

1. Details of contracts or arrangements or transactions not at arm's length basis: NIL
2. Details of material contracts or arrangement or transactions at arm's length basis: NIL
3. **Additional Disclosure in Compliance with listing regulation & Accounting Standard on "Related Party Transaction"**

S.No	Particulars	Details
(a)	Name(s) of the related party and nature of relationship	Hindustan Fibres Limited Neelam Singhvi & Garvit Singhvi directors of the Company(Ritz Mercantile Limited) holds more than 2% of paid up share capital in Hindustan Fibres Limited.
(b)	Nature of contracts/ arrangements/transactions	Company has given interest free loan of Rs.19,45000 during the year exceeds 60% of the Paid up capital & free reserve
(c)	Duration of Contracts/ Arrangements/transactions	Long Term loan
(d)	Salient terms of the contract/ arrangement or transactions including the value , if any	Company will charge fair Interest on Loan from next year..
(e)	Justification for entering into such contract/ arrangement/ transaction	To enhance business opportunity for the Company.
(f)	Date of approval by the Board	29 <sup>th</sup> March, 2016





**ANNEXURE-II****Form AOC-1**

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)  
**Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures**

**Part "A": Subsidiaries**

(Information in respect of each subsidiary to be presented with amounts in Rs.)

Sl. No.	Particulars	Details
1.	Name of the subsidiary	
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	N.A.
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	N.A.
4.	Share capital	
5.	Reserves & surplus	N.A.
6.	Total assets	N.A.
7.	Total Liabilities	N.A.
8.	Investments	N.A.
9.	Turnover	N.A.
10.	Profit before taxation	N.A.
11.	Provision for taxation	N.A.
12.	Profit after taxation	N.A.
13.	Proposed Dividend	N.A.
14.	% of shareholding	N.A.

**Notes:** The following information shall be furnished at the end of the statement:

- Names of subsidiaries which are yet to commence operations: N/A
- Names of subsidiaries which have been liquidated or sold during the year. N/A



**Part "B": Associates and Joint Ventures**

**Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

Name of associates/Joint Ventures	Arihant Logistics Ltd.	Hindustan Industrial Finance Ltd.
1. Latest audited Balance Sheet Date	31.03.2019	31.03.2019
2. Shares of Associate/Joint Ventures held by the company on the year end		
No.	100500	100000
Amount of Investment in Associates/Joint Venture	1005000	1000000
Extend of Holding%	21.53%	23.98%
3. Description of how there is significant influence	The Company Holds more than 20% of total share capital of Arihant Logistics Ltd.	The Company Holds more than 20% of total share capital of Hindustan Industrial Finance Ltd.
4. Reason why the associate/joint venture is not consolidated	The Company is not carrying on any business activity, thus the accounts are not consolidated	The Company is not carrying on any business activity, thus the accounts are not consolidated
5. Net worth attributable to shareholding as per latest audited Balance Sheet (in Rs.)		
6. Profit/Loss for the year	0	0
i. Considered in Consolidation	0	0
Not Considered in Consolidation		

1. Name of Subsidiary or associates or joint ventures which are yet to commence operations. NIL

2. Names of associates or joint ventures which have been liquidated or sold during the year. NIL

For Ritz Mercantile Limited

S/d

Neelam Singhvi

Director

DIN: 00383077

Garvit Singhvi

Director

DIN: 00597757





**MT & Co.**

Company Secretaries

35/2, Street No. 6, Friends Colony Industrial Area, Shahdara, Delhi-110095

Phone No.22582283, Mobile No.9899697330

Email:tumul11@yahoo.com

Form No. MR-3

**SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH 2019

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No. 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,  
The Members,  
Ritz Mercantile Limited,  
603, Sethi Bhawan,  
7, Rajendra Place,  
New Delhi-110008

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Ritz Mercantile Limited (CIN No. L52110DL1985PLC019805) (hereinafter called the Company). I have not done audit of financial statements of 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 Company'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, during the audit period covering the financial year ended on 31<sup>st</sup> March 2019, the Company has complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;





- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The 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, 2009 as effective till 09<sup>th</sup> November, 2018 and Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as effective from 10<sup>th</sup> November, 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, 2013 and dealing with client;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
  - (h) Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 as effective till 10<sup>th</sup> September, 2018 and Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 as effective from 11<sup>th</sup> September, 2018;

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India and notified by Ministry of Corporate Affairs.
- (ii) SEBI Listing Regulations (LODR), 2015;

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

- 1) The Company has appointed its CFO w.e.f. 30/03/2019.
- 2) The Company has not complied the provisions of section 73 and 76.
- 3) The Company has not complied the provisions of section 129(3) for consolidated financial statement since as per management opinion and explanation its Associates Companies are not carrying out any business Activities.
- 4) The Company has not complied the provisions of section 149 for appointment of independent directors.





- 5) The Company has not complied the provisions of sections 177, 178 for constitution of various committees under the Act and section 188 of the Companies Act, 2013 for related party transactions.
- 6) The Company has made investments without approvals as required under section 185 and 186 of the Act.
- 7) The Company has given/taken loans on which no interest has been paid or received.

I further report that

The Board of Directors of the Company is constituted with proper balance of Executive Directors, Non-Executive Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act as required under the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed note 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 are captured and recorded as part of the minutes.

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

**I further report that** during the year under report, the Company has not undertaken any corporate event/action having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

Place: Delhi

Date: 06/08/2019

For MT & Co.  
Company Secretaries



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



ANNEXURE A

To,  
The Members,  
Ritz Mercantile Limited,  
603, Sethi Bhawan,  
7, Rajendra Place,  
New Delhi-110008

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 process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my 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 happening 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.

Place: Delhi  
Date: 06/08/2019

For MT & Co.  
Company Secretaries

  
(Tun...)  
Proprietor  
ACS/FCS No. 16464  
CP No.: 5554





N.K NAGPAUL & CO.  
Chartered Accountants

M-15 & 22, BALRAMA HOUSE  
KARAMPURA COMM. COMPLEX  
NEW DELHI - 110015  
PH:- 41427889, 25920249  
E-MAIL- n\_nagpaul@yahoo.co.nz

**TO THE MEMBERS OF RITZ MERCANTILE LIMITED**

**I. Report on the Audit of the Standalone financial Statements**

**1. Opinion**

- A. We have audited the accompanying Standalone Financial Statements of Ritz Mercantile Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the Standalone Financial Statements").
- B. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date

**2. Basis for Opinion**

We conducted our audit of the Standalone Financial Statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the 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 audit opinion on the Standalone Financial Statements.

**Qualified Opinion**





In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matter described in the Basis for Qualified Opinion paragraph above, the aforesaid standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the company as at 31st March, 2019, and its profit/loss and its cash flows for the year ended on that date.

#### **Basis for Qualified Opinion**

Note No. 13 of "Notes forming part of accounts" indicates that interest free loans have not been accepted from related parties during the year but the same were accepted in earlier years.

Note No. 14 of "Notes forming part of accounts" indicates that interest free loan of Rs.19,45,00/- has been granted to related parties during the year, all other outstanding loans were granted in earlier years.

Note No.15, 16 & 17 of "Notes forming part of accounts" indicate that Quoted/Unquoted Shares in hand do not match with Demat Holdings Statement/with other companies records, however, management has certified that these differences are under reconciliation since last few years.

#### **3. Key Audit Matters**

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

We draw attention to the following matters in the Notes to the financial statements:

Note No. 12 of "Notes forming part of accounts" which indicates that Company has not appointed Independent Director;

Note No. 18 of "Notes forming part of accounts" which indicates that Company has not consolidated investment in associate companies as required by AS-23 (Investment in associates).

Note No. 24 of "Notes forming part of accounts" which indicates that the company





has shown gain on Sales of Mutual funds Net of Cost ( Gain Less Interest Cost).Also TDS (on Interest Portion) has not been deducted. Interest /Penalty will get attracted as per TDS law Provisions.

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

A. 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 Annexure to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the Standalone Financial Statements and our auditor's report thereon. Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon

B. 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 standalone Standalone 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.

**5. Management's Responsibility for the Standalone Financial Statements**

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

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

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





6.	<b>Auditor's Responsibilities for the Audit of the Standalone Financial Statements</b>	
	A.	Our objectives are to obtain reasonable assurance about whether the Standalone Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone Financial Statements.
	B.	As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
		i) Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
		ii) Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls
		iii) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management
		iv) Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern
		v) Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation
	C.	Materiality is the magnitude of misstatements in the Standalone Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Standalone Financial Statements.
	D.	We communicate with those charged with governance regarding, among other





		matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
	E.	We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.
	F.	From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Standalone Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication

## II. Report on Other Legal and Regulatory Requirements

1.	As required by Section 143(3) of the Act, based on our audit 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 including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account
	D.	In our opinion, the aforesaid standalone financial statements comply with the Ind AS 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 March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 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 " <b>Annexure B</b> ". 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 the requirements of section 197(16) of the Act, as amended:  In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
	H.	With respect to the other matters to be included in the Auditor's Report in





		accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
		i) As certified by the management , there are no pending litigations which will impact its financial position in its standalone financial statements.
		ii) The Company has no foreseeable losses , if any , on long term contracts including derivative contracts, thus No provision has been made, as required under the applicable law or accounting standards
		iii) There has been no amounts, required to be transferred in 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 in terms of Section 143(11) of the Act, we give in " <b>Annexure A</b> " a statement on the matters specified in paragraphs 3 and 4 of the Order.

For and on behalf of

**N.K.Nagpaul & Co**

Chartered Accountants

Firm's registration number: 004432N

**Naresh Nagpaul – Prop.**

Membership number: 081779

Place: New Delhi

Date: 28.05.2019



**Ritz Mercantile Limited – Financial Year – 2018-19**

**"Annexure A" to the Independent Auditors' Report**

Referred to in paragraph 1 under the heading 'Report on Other Legal & Regulatory Requirement' of our report of even date to the financial statements of the Company for the year ended March 31, 2019:

- 1) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
- (b) The Fixed Assets have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.
- (c) The title deeds of immovable properties (land) has not been produced before us.
- 2) This clause is not applicable as the Company does not have any inventory.
- 3) (a) During the year company has granted loan of Rs. 19,45,000.00 to parties covered under section 189 of the Companies Act, 2013. Also no Interest has been charged on loan given to parties covered under section 189.
- (b) Loan is repayable on demand hence no schedule is provided. Also no Interest is charged by Company





(c) Principal was not demanded during the year by the company thus amount was not overdue. Also due to Interest free Loans was given thus No interest was overdue during the year.

- 4) In our opinion and according to the information and explanations given to us, the company has not complied with the provisions of section 186 of the Companies Act, 2013 In respect of loans, investments, guarantees, and security because:

The interest free loan of Rs.48,49,583.50/- granted during earlier years to one of the party in which director is interested and investments made of Rs. 1,00,28,868.21 .Interest free loans includes a sum of Rs. 19,45,000 loan advanced to related party has exceeded the limit of 60% of its paid up capital and free reserves.

- 5) Company has not accepted public deposits during the year.
- 6) The maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.
- 7) (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including , Income-Tax, any other statutory dues with the appropriate authorities. According to the information and explanations given to us, payable in respect of the above were in arrears as at March 31, 2019 for a period of more than six months from the date on when they become payable.
- b) According to the information and explanation given to us given below amount is outstanding on account of any dispute.

**Pending Dues for Income Tax/TDS**

Nature of Demand	Financial Year	Amount
Income tax	2005-06	4,448.00
Income tax	2007-08	87,530.00
Income tax	2014-15	40,670.00
TDS	2017-18	7,400.00





- 8) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks. The Company has not taken any loan either from financial institutions or from the government and has not issued any debentures. Hence, question of default in repayment does not arise.
- 9) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of para 3 (ix) of the Order are not applicable to the Company and hence not commented upon.
- 10) Based upon the audit procedures performed and the information and explanations given by the management, no fraud has been noticed or reported during the year.
- 11) Based upon the audit procedures performed and the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act;
- 12) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of para 3 (xii) of the Order are not applicable to the Company.
- 13) In our opinion, all transactions with the related parties are not in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards are as under:

PARTY'S NAME	Transaction during the year(IN RS.)	NATURE OF TRANSACTIONS	Closing balance as on 31/03/2019
Hindustan Fibres Limited	30,000.00	RENT EXPENSE	-
Hindustan Fibres Limited	19,45,000.00	LOAN GIVEN	48,49,583.50
Hamilton Distributors Private Limited	11,00,000.00	LOAN REPAID	79,50,000.00
Arihant Logistics Limited	50,00,000.00	LOAN REPAID	-
Hindustan Healthcare Limited	95,000.00	LOAN REPAID	-

- 14) Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of para 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.
- 15) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of para 3 (xv) of the Order are not applicable to the Company and hence not commented upon.





- 16) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of para 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

For and on behalf of

**N.K.Nagpaul & Co**

*Chartered Accountants*

Firm's registration number: 004432N

**Naresh Nagpaul – Prop.**

Membership number: 081779

Place: New Delhi

Date: 28.05.2019



**"Annexure B" to the Independent Auditor's Report of even date on the  
Standalone Financial Statements of *RITZ MERCANTILE LIMITED***

**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 ***RITZ MERCANTILE LIMITED*** ("the Company") as of March 31, 2019 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

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

The Company's management is responsible for establishing and maintaining internal financial controls based 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. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

**Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance

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





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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

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

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

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

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

### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial





reporting were operating effectively as at March 31, 2019, based 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 and on behalf of

**N.K.Nagpaul & Co**

*Chartered Accountants*

Firm's registration number: 004432N

**Naresh Nagpaul – Prop.**

Membership number: 081779

Place: New Delhi

Date: 28.05.2019





ANNUAL REPORT 2018-19

RITZ MERCANTILE LIMITED

FINANCIAL STATEMENTS FOR THE YEAR ENDED  
31ST MARCH 2019



**STANDALONE BALANCE SHEET AS ON 31 ST MARCH 2019**

**RITZ MERCANTILE LIMITED**  
**CIN NO.- L52110DL1985PLC019805**  
**REGD OFFICE :- 603 SETHI BHAWAN 7 RAJENDRA PLACE NEW DELHI-110008**

(in Rupees )

Particulars	Note No.	AS AT 31ST MARCH 2019	AS AT 31ST MARCH 2018	AS AT 31ST MARCH 2017
1	2	3	3	4
<b>(1) ASSETS</b>				
<b>Non-current assets</b>				
(a) Property, Plant and Equipment	2.1	1,25,27,072.00	1,25,27,072.00	1,25,27,072.00
(b) Other Intangible assets	2.2	-	2,528.00	5,056.00
(c) Financial Assets				
(i) Investments	2.3	77,46,600.00	1,12,46,600.00	1,08,71,600.00
(ii) Loans	2.4	48,49,583.50	27,98,910.00	37,98,910.50
(iii) Others (to be specified)	2.5	41,805.00	93,372.00	89,606.00
(i) Deferred tax assets (net)	2.6	-	-	-
(j) Other non-current assets	2.7	-	-	-
<b>(2) Current assets</b>				
(a) Financial Assets				
(i) Investments	2.8	22,82,268.21	24,14,078.22	36,44,997.21
(ii) Trade receivables	2.9	6,742.00	1,62,740.06	1,65,398.61
(iii) Cash and cash equivalents	2.10	7,75,814.95	9,54,888.20	4,23,040.53
(iv) Loans	2.11	1,00,000.00	3,00,000.00	-
(c) Current Tax Assets (Net)	2.12	19,150.00	19,150.00	-
(d) Other current assets	2.13	1,88,164.00	2,64,564.00	1,84,564.00
<b>Total Assets</b>		<b>2,85,37,199.66</b>	<b>3,07,83,902.98</b>	<b>3,17,10,244.85</b>
<b>EQUITY AND LIABILITIES</b>				
<b>Equity</b>				
(a) Equity Share capital	2.14	1,05,00,000.00	1,05,00,000.00	1,05,00,000.00
(b) Other Equity	2.15	70,55,362.86	58,51,904.18	55,27,899.05
<b>LIABILITIES</b>				
<b>Non-current liabilities</b>				
(a) Financial Liabilities				
(i) Borrowings	2.16	79,50,000.00	1,41,45,000.00	1,52,25,000.00
(c) Deferred tax liabilities (Net)	2.6	-	-	-
(d) Other non-current liabilities				
<b>Current liabilities</b>				
(a) Financial Liabilities				
(i) Borrowings		-	-	-
(ii) Trade payables		-	-	-
(iii) Other financial liabilities (other than those specified in item (c))		-	-	-
(b) Other current liabilities	2.17	30,13,826.80	2,11,998.80	3,82,345.80
(c) Provisions	2.18	18,010.00	75,000.00	75,000.00
Current Tax Liabilities (Net)	2.12	-	-	-
<b>Total Equity and Liabilities</b>		<b>2,85,37,199.66</b>	<b>3,07,83,902.98</b>	<b>3,17,10,244.85</b>

Significant accounting policies & Notes to accounts

1.1

The accompanying notes form an integral part of the standalone financial statements

As per our report of even date attached

For N.K Nagpaul & Co.  
Chartered Accountants  
(Firm Registration No.- 004432N)

Naresh Nagpaul  
Proprietor  
Membership No.- 081779

Place : New Delhi  
Date : 28.05.2019  
UDIN :

Kc Verma  
Director  
DIN: 00849214

Neelam Singhvi  
Chief Financial officer  
Director  
DIN: 00683077

Garvit Singhvi  
Wholtime Director  
DIN: 00597757

Vinod Chauhan  
Vimal Chauhan  
COMPANY SECRETARY  
PAN: BCJPC3543E  
M.NO. A54984



## STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE PERIOD 31ST MARCH 2019

RITZ MERCANTILE LIMITED

CIN NO.- L52110DL1985PLC019805

REGD OFFICE :- 603 SETHI BHAWAN 7 RAJENDRA PLACE NEW DELHI-110008

(In Rupees)

	Particulars	Note No.	AS AT 31ST MARCH 2019	AS AT 31ST MARCH 2018
I	Revenue From Operations	2.19	-	-
II	Other Income	2.20	19,33,750.30	18,35,126.76
III	<b>Total Income (I+II)</b>		<b>19,33,750.30</b>	<b>18,35,126.76</b>
IV	<b>EXPENSES</b>			
	Cost of materials consumed			
	Purchases of Stock-in-Trade	2.21	-	-
	Changes in inventories of finished goods, Stock-in -Trade and work-in-progress			
	Employee benefits expense	2.22	3,61,900.00	3,00,413.00
	Finance costs			
	Depreciation and amortization expense	2.2	2528.00	2528.00
	Other expenses	2.23	3,65,863.62	12,08,180.63
	<b>Total expenses (IV)</b>		<b>7,30,291.62</b>	<b>15,11,121.63</b>
V	Profit/(loss) before exceptional items and tax (I- IV)		12,03,458.68	3,24,005.13
VI	Exceptional Items			
VII	Profit/(loss) before tax (V-VI)		12,03,458.68	3,24,005.13
VIII	Tax expense: (1) Current tax (2) Deferred tax			
IX	Profit (Loss) for the period from continuing operations (VII-VIII)			
X	Profit/(loss) from discontinued operations			
XI	Tax expense of discontinued operations			
XII	Profit/(loss) from Discontinued operations (after tax) (X-XI)			
XIII	Profit/(loss) for the period (IX+XII)			
XIV	Other Comprehensive Income A (i) Items that will not be reclassified to profit or loss (ii) Income tax relating to items that will not be reclassified to profit or loss B (i) Items that will be reclassified to profit or loss (ii) Income tax relating to items that will be reclassified to profit or loss			
XV	Total Comprehensive Income for the period (XIII+XIV)(Comprising Profit (Loss) and Other Comprehensive Income for the period)			
XVI	Earnings per equity share (for continuing operation): (1) Basic (2) Diluted		1.15	0.31
XVII	Earnings per equity share (for discontinued operation): (1) Basic (2) Diluted			
XVIII	Earnings per equity share(for discontinued & continuing operations) (1) Basic (2) Diluted			0.31

As per our report of even date attached

For N.K Nagpaul & Co.  
Chartered Accountants  
(Firm Registration No.- 004432N)

**Naresh Nagpaul**  
Proprietor  
Membership No.- 081779

Place : New Delhi  
Date : 28.05.2019  
UDIN :

For RITZ MERCANTILE LIMITED

**KC Verma**  
Director  
DIN: 00849214

**Garvi Singhvi**  
Wholetime Director  
DIN: 00597757

**Neelam Singhvi**  
Chief Financial officer  
Director  
DIN: 00683077

**Vimal Chauhan**  
Vimal Chauhan  
COMPANY SECRETARY  
PAN: BCJPC3543E  
M.NO. A54984



**RITZ MERCANTILE LTD**  
**CIN No.-L52110DL1985PLC019805**

**Regd Office:-603 SETHI BHAWAN 7 RAJENDRA PLACE NEW DELHI - 110008**

**STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.19**

A.

Particulars	2018-19	2017-18
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net profit before tax and extraordinary items	1203458.68	324005.13
<b>Non Cash Adjustment to reconcile profit before tax to cash flow :</b>		
Depreciation and Amortisation	2528.00	2528.00
Dividend Income	(40002.05)	(59435.00)
Profit on sale of shares	(1766842.25)	(1775691.74)
Interest Income	(4106.00)	
Excess Income Tax Provision Written Back	(56990.00)	
<b>Extra Ordinary Items:</b>		
Profit on Agricultural Land Acquisition	0.00	
<b>Operating Profit before Working Capital changes</b>	<b>(661953.62)</b>	<b>(1508593.61)</b>
<b>Adjustment for :</b>		
(Increase) / Decrease in other Financial assets	51567.00	(3766.00)
Increase / (Decrease) in Other Current Liabilities	1828.00	(170347.00)
Decrease / (Increase) in Trade Receivables	155998.06	2658.55
Decrease / (Increase) in long Term Loans and Advances	(2050673.50)	1000000.00
Decrease / (Increase) in Short Term Loans and Advances	200000.00	(300000.00)
Decrease / (Increase) in Current Assets	76400.00	(80000.00)
Cash generated from operations	(2226834.06)	(1060048.06)
Less: Income Taxes	0.00	(19150.00)
<b>Net cash from operating Activities</b>	<b>(2226834.06)</b>	<b>(1079198.06)</b>
<b>B. Cash Flow from Investing Activities</b>		
Sale of Fixed Assets	0.00	0.00
Profit on sale of Investments	1766842.25	1771925.74
(Increase) / Decrease in Investments	3631810.01	855918.99
Dividend Income	40002.05	59435.00
Interest Income	4106.00	3766.00
<b>Net Cash used in Investing Activities</b>	<b>5442760.31</b>	<b>2691045.73</b>
<b>C. Cash Flow from Financing Activities</b>		
Long Term Unsecured Borrowings Paid	(3395000.00)	(1080000.00)
<b>Net cash from Financing Activities</b>	<b>(3395000.00)</b>	<b>(1080000.00)</b>
<b>Net increase in Cash and Cash Equivalents (A+B+C)</b>	<b>(179073.75)</b>	<b>531847.67</b>
Cash and Cash Equivalents ( Opening balance)	954888.20	423040.53
Cash and Cash Equivalents (Closing balance )	775814.45	954888.20

- 1 Cash and Cash Equivalents represent Cash , Bank Balances and Fixed Deposits & Margin Money with Banks
- 2 Previous year figures have been regrouped / recast wherever necessary

For and on Behalf of the Board

**FOR N.K NAGPAUL & CO.**  
Chartered Accountants

( NARESH NAGPAUL )  
PROP.

MEM. NO. 081779

FRN:004432N

Date : 28.05.2019

Place : New Delhi

UDIN:

For RITZ MERCANTILE LIMITED

*KC Verma*  
KC Verma  
Director  
DIN: 00849214

*Garvit Singhvi*  
Garvit Singhvi  
Wholetime Director  
DIN: 00597757

*Neelam Singhvi*  
Neelam Singhvi  
Chief Financial officer  
Director  
DIN: 00683077

*Vimal Chauhan*  
Vimal Chauhan  
COMPANY SECETARY  
PAN: BCJPC3543E  
M.NO. A54984



**RITZ MERCANTILE LIMITED**

CIN No.-L52110DL1985PLC019805

Regd Office:-603 SETHI BHAWAN 7 RAJENDRA PLACE NEW DELHI - 110008

**Note No. 2.1**

Property, Plant and equipment forming part of The Balance Sheet As on 31.03.2019

Asset	Date of purchase of new/existing asset	Cost of new asset	Addition during the year	Deletion during the year	TOTAL as on 31/03/19	Balance as on 31/03/19	Depreciated on	wdv as on 31/03/2019	WDV as on 31/03/18/cost of new asset
Land	09/01/1985	1,25,27,072.00	-	-	1,25,27,072.00	0	0.00	12527072.00	12527072.00
<b>TOTAL</b>		<b>1,25,27,072.00</b>	<b>-</b>	<b>-</b>	<b>1,25,27,072.00</b>	<b>-</b>	<b>-</b>	<b>1,25,27,072.00</b>	<b>1,25,27,072.00</b>

**Note No. 2.2**

OTHER INTANGIBLE ASSETS

Asset	Date of purchase of new/existing asset	Cost of new asset	Addition during the year	Deletion during the year	TOTAL as on 31/03/19	Balance as on 31/03/19	Depreciated on	wdv as on 31/03/2019	WDV as on 31/03/18/cost of new asset
Intangible Assets (website)	13/03/2015	10,112.00	-	-	10,112.00	4	7,584.00	2528.00	0.00
<b>TOTAL</b>		<b>10,112.00</b>	<b>-</b>	<b>-</b>	<b>10,112.00</b>	<b>4</b>	<b>7,584.00</b>	<b>2,528.00</b>	<b>2,528.00</b>

As per our report of even date attached



**Naresh Nagpaul**  
Proprietor  
Membership No.- 081779

Place : New Delhi  
Date : 28.05.2019

UDIN:

For RITZ MERCANTILE LIMITED

*h. chandna*  
Director  
DIN: 00849214

*Neelam Singhvi*  
Neelam Singhvi  
Chief Financial officer  
Director  
DIN: 00683077

*Vimal Chaudhary*  
Vimal Chaudhary  
COMPANY SECRETARY  
PAN: BCJPC3543E

M.NO. A54984



**RITZ MERCANTILE LIMITED**  
**CIN NO.- L52110DL1985PLC019805**  
**REGD OFFICE :- 603 SETHI BHAWAN 7 RAJENDRA PLACE NEW DELHI-110008**

**NOTES TO ACCOUNTS**

**NOTE 2.3 INVESTMENTS**

Particulars	As at 31st March,2019	As at 31st March,2018	As at 31st March,2017
<b>INVESTMENT IN MUTUAL FUND</b>			
INDIA BUSINESS EXCELLENCE FUND-II	-	35,00,000.00	31,25,000.00
SHARES (UNQUOTED)	77,46,600.00	77,46,600.00	77,46,600.00
<b>TOTAL</b>	<b>77,46,600.00</b>	<b>1,12,46,600.00</b>	<b>1,08,71,600.00</b>

**NOTE 2.4 NON CURRENT - LOANS**

Particulars	As at 31st March,2019	As at 31st March,2018	As at 31st March,2017
<b>LOAN TO RELATED PARTY</b>			
HINDUSTAN FIBRES LTD.	48,49,583.50	27,98,910.00	37,98,910.50
HFL INVESTMENTS P LTD.			
ANCIENT EXPORTS P LTD.			
<b>TOTAL</b>	<b>48,49,583.50</b>	<b>27,98,910.00</b>	<b>37,98,910.50</b>

**NOTE 2.5 OTHER FINANCIAL ASSETS**

Particulars	As at 31st March,2019	As at 31st March,2018	As at 31st March,2017
FIXED DEPOSIT	25000	25,000.00	25,000.00
INT. ACCURED ON FDR	16805	12,699.00	8,933.00
HINDUSTAN FIBRES LTD.		55,673.00	55,673.00
<b>TOTAL</b>	<b>41,805.00</b>	<b>93,372.00</b>	<b>89,606.00</b>

**NOTE 2.6 DEFEERED TAX ASSETS (NET)**

Particulars	As at 31st March,2019	As at 31st March,2018	As at 31st March,2017
<b>TOTAL</b>		-	-

**NOTE 2.7 OTHER NON CURRENT ASSETS**

Particulars	As at 31st March,2019	As at 31st March,2018	As at 31st March,2017
<b>TOTAL</b>		-	-

**NOTE 2.8 CURRENT INVESTMENTS**

Particulars	As at 31st March,2019	As at 31st March,2018	As at 31st March,2017
SHARES QUOTED	22,82,268.21	24,14,078.22	36,44,997.21
<b>TOTAL</b>	<b>22,82,268.21</b>	<b>24,14,078.22</b>	<b>36,44,997.21</b>

**NOTE 2.9 TRADE RECEIVABLE**

Particulars	As at 31st March,2019	As at 31st March,2018	As at 31st March,2017
ANAND RATHI SHARE & STOCK BROKER LTD. NSECM		18.06	-
HFL INFRA TECH LTD.		1,55,980.00	1,55,980.00
NATIONAL SECURITIES DEPOSITORY LTD.	6,742.00	6,742.00	6,742.00
ANAND RATHI SHARE & STOCK BROKER LTD. NCX FUTURES			2,676.61
<b>TOTAL</b>	<b>6,742.00</b>	<b>1,62,740.06</b>	<b>1,65,398.61</b>





## NOTE NO 2.8

Notes to Financial Statements for the year ended 31st March, 2019

2.8. Current Investments  
(At Cost of acquisition)

Particulars	Quantity		Book Value		Market Value	
	No. Of Shares 31.03.2019	No. Of Shares 31.03.2018	No. Of Shares 31.03.2017	(Rs)	(Rs)	(Rs)
<b>(I) Quoted Shares</b>						
ADANI POWER LTD.	1,000.00	2000.00	2,000.00	53,675.45	48,200.00	79,900.00
ALSTOM T&D INF/GE T & D India	200.00	200.00	200.00	1,03,904.00	54,970.00	66,110.00
CAIRN INDIA LTD.	400.00	400.00	500.00	70,898.50		1,52,675.00
ANSAL PRO & INF	1500.00	1500.00	1,500.00	1,97,001.00	4,488.00	6,036.00
CORE EDUCATION & TECH	700.00	700.00	1,000.00	98,042.40	2,655.00	2,655.00
DCB BANK	500.00	500.00	11,200.00	75,045.98	27,195.00	1,70,650.00
DISH TV	500.00	500.00	500.00	1,57,478.39	1,23,515.00	75,530.00
G.H.C.L.	500.00	500.00	500.00	11,909.49		29,78,640.00
GRASIM	500.00	500.00	500.00	36,056.20	7,475.00	
HIMACHAL FUTURISTICS	498.00	498.00	498.00	58,640.00	12,574.50	19,671.00
HINDUSTAN CONSTRUCTION	1000.00	1000.00	1,000.00	49,494.50	13,770.00	29,700.00
I.F.C.I.	5000.00	5000.00	5,000.00	7,665.46	1,350.00	3,550.00
IKF TECHNO	100.00	100.00	100.00	463.38		
JAYASWALS NECO LTD	4.00	4.00	4.00	60,100.00	27,500.00	68,750.00
J K LAKSHMI CEMENT	5000.00	5000.00	5,000.00	37,500.00	1,233.00	1,026.00
JP Associat	300.00	300.00	300.00	58,152.58	3,588.00	7,200.00
LOK HOUSING CO	300.00	300.00	300.00	2,34,463.90	2,39,335.00	2,77,575.00
MTNL	1500.00	1500.00	1,500.00	58,664.65	2,35,075.00	90,525.00
ONGC	500.00	500.00	500.00	39,700.00	2,200.00	
POLARISH SOFTWARE	2000.00	2000.00	2,000.00	64,695.48	1,068.46	92,900.00
POLAR INDUSTRIES	1303.00	1303.00	1,303.00	1,08,000.00		
POLAR PHARMA	7500.00	7500.00	7,500.00	12,159.44		
PTC India Ltd	20.00	20.00	20.00	0.01	0.01	
RAMA NEWSPRINT	200.00	200.00	200.00	6,451.00	273.00	1,152.00
RELIANCE CAPITAL	24.00	24.00	24.00	846.25		
Reliance Broadcast	5.00	5.00	5.00	5,91,400.00	3,000.00	4,900.00
RELIANCE POWER LTD	1000.00	1000.00	1,000.00	41.29		
RELIANCE MEDIA WORKS/ADLABS FILMS LTD.)	1.00	1.00	1.00	9,100.00		
SANCIA GLOBAL	100.00	100.00	100.00	527.84		
SPINTEX IND LTD	355.00	355.00	355.00	1,29,500.00	30,750.00	95,500.00
STEAL AUTHORITY	5000.00	5000.00	5,000.00	82,501.00	10,438.00	24,480.00
SUNIT CHEMICALS	3400.00	3400.00	3,400.00	0.01		
SUZLON ENERGY	500.00	500.00	500.00	70,898.50	91,875.00	
TTML	500.00	500.00	500.00			
TELEDATE MARINE	500.00	500.00	500.00			
VENDANTA LTD.	600.00	600.00	600.00			
WELSPUN CORP						
WELSPUN ENTERPRISES						
Total (I)		52510.00	65,210.00	22,82,268.21	24,14,078.22	36,44,997.21
					9,92,355.00	15,15,512.36
						43,82,435.00





## RITZ MERCANTILE LIMITED

CIN No.-L52110DL1985PLCO19805

Regd Office:-603 SETHI BHAWAN 7 RAJENDRA PLACE NEW DELHI - 110008

Note NO.-2.3 NON CURRENT INVESTMENTS									
<b>(I) Unquoted Shares</b>									
	2,88,320.00	2,88,320.00							
Hamilton Distributors (P) Limited	1,00,500.00	1,00,500.00							
Arham Logistics Limited	4,55,000.00	4,55,000.00							
Hindustan Fibres Limited	75,000.00	75,000.00							
Hindustan Industrial F. Ltd.									
<b>Total (I)</b>	<b>9,18,820.00</b>	<b>9,18,820.00</b>							
<b>(II) Investment in Mutual Fund</b>									
India Business Excellence Fund-II									
<b>Total (II)</b>									
<b>Total (I + II)</b>	<b>9,18,820.00</b>	<b>9,18,820.00</b>							
<b>(I) Unquoted Shares</b>									
	2,88,320.00	2,88,320.00							
Hamilton Distributors (P) Limited	1,00,500.00	1,00,500.00							
Arham Logistics Limited	4,55,000.00	4,55,000.00							
Hindustan Fibres Limited	75,000.00	75,000.00							
Hindustan Industrial F. Ltd.									
<b>Total (I)</b>	<b>9,18,820.00</b>	<b>9,18,820.00</b>							
<b>(II) Investment in Mutual Fund</b>									
India Business Excellence Fund-II									
<b>Total (II)</b>									
<b>Total (I + II)</b>	<b>9,18,820.00</b>	<b>9,18,820.00</b>							

As per our report of even date attached

For N.K Nagpaul & Co.,  
Chartered Accountants  
Firm Registration No:- 004431N

Firm Registration No: 004431N

Firm Registration No: 004431N

**Naresh Nagpaul** : 0044328

Proprietor

Membership No.- 081779

Place : New Delhi

Date : 29.05.2019

UDIN:

For RITZ MERCANTILE LIMITED

1

KC Verma

Director

DIN: 00849214

**Table 1**

Garvit Singhvi

Wholetime Director

DIN: 00597757

1000

---

19

W. J. J. J.

Vimal Chohan

COMPANY SECRETARY

PAN: BCJPC3543E

M.NO. A54984



**RITZ MERCANTILE LIMITED**  
CIN NO.- L52110DL1985PLC019805

REGD OFFICE :- 603 SETHI BHAWAN 7 RAJENDRA PLACE NEW DELHI-110008

**NOTE 2.10 CASH AND CASH EQUIVALENTS**

Particulars	As at 31st March,2019	As at 31st March,2018	As at 31st March,2017
BALANCE WITH BANK BOI- 10285	77,554.94	3,01,653.20	86,983.53
CASH	6,98,260.01	6,53,235.00	3,36,057.00
<b>TOTAL</b>	<b>7,75,814.95</b>	<b>9,54,888.20</b>	<b>4,23,040.53</b>

**NOTE 2.11 CURRENT - LOANS**

Particulars	As at 31st March,2019	As at 31st March,2018	As at 31st March,2017
SUKWINDER LAL GUPTA	1,00,000.00	3,00,000.00	-
<b>TOTAL</b>	<b>1,00,000.00</b>	<b>3,00,000.00</b>	<b>-</b>

**NOTE 2.12 CURRENT TAX ASSETS (NET)**

Particulars	As at 31st March,2019	As at 31st March,2018	As at 31st March,2017
SELF ASSESSMENT TAX AY 17-18	19,150.00	19,150.00	-
<b>TOTAL</b>	<b>19,150.00</b>	<b>19,150.00</b>	<b>-</b>

**NOTE 2.13 OTHER CURRENT ASSETS**

Particulars	As at 31st March,2019	As at 31st March,2018	As at 31st March,2017
TDS RECEIVABLE	23,964.00	23,964.00	23,964.00
INCOME TAX AY 2015-16	1,60,600.00	1,60,600.00	1,60,600.00
Alankit Assignment Limited	3,600.00		
RENT PAID IN ADVANCE	-	80000	-
<b>TOTAL</b>	<b>1,88,164.00</b>	<b>2,64,564.00</b>	<b>1,84,564.00</b>

**NOTE 2.16 BORROWINGS**

Particulars	As at 31st March,2019	As at 31st March,2018	As at 31st March,2017
<b>LOAN FROM RELATED PARTY</b>			
ARIHANT LOGISTICS LTD.		50,00,000.00	57,80,000.00
HAMILTON DISTRIBUTORS PVT. LTD. (USL)	79,50,000.00	90,50,000.00	90,50,000.00
HINDUSTAN HEALTHCARE LTD.		95,000.00	95,000.00
GARVIT SINGHVI			
NEELAM SINGHVI			3,00,000.00
<b>TOTAL</b>	<b>79,50,000.00</b>	<b>1,41,45,000.00</b>	<b>1,52,25,000.00</b>

**NOTE 2.17 OTHER CURRENT LIABILITIES**

Particulars	As at 31st March,2019	As at 31st March,2018	As at 31st March,2017
SECURITY DEPOSIT STAFF	32,250.00	6,750.00	-
AUDIT FEE PAYABLE		58,250.00	28,750.00
DIRECTOR REMUNERATION PAYABLE	35,875.00	35,875.00	2,85,875.00
EXPENSES PAYABLE			9,257.00
Sachin Kumar Sharma( Advance for Land)	28,00,000.00		
LEGAL & PROFESSIONAL CHARGES PAYABLE	43,163.80	43,163.80	43,163.80
VINAY VOHRA & CO.			
SALARY PAYABLE	44,668.00	30266	10,000.00
TDS PAYABLE ON PROFESSIONAL	5,000.00	50	5,300.00
TELEPHONE EXPENSES PAYABLE			
Surendra Barnwal & Associates	5,000.00		
HINDUSTAN FIBRES LTD. (RENT PAYABLE)			
N.K.NAGPAUL & Co	42,200.00	17700	
PTM & CO.		8100	
ZEAL ADVERTISING P LTD.	5,670.00	11844	
<b>TOTAL</b>	<b>30,13,826.80</b>	<b>2,11,998.80</b>	<b>3,82,345.80</b>





## STATEMENT OF CHANGES IN EQUITY

RITZ MERCANTILE LIMITED  
CIN NO. - L3110DL1989PLC018905  
REGD OFFICE :- 803 SETHI BHAWAN 7 RAJENDRA PLACE NEW DELHI-110008  
Statement of Changes in Equity for the period ended 31ST MARCH 2018

## NOTE 2.14 : EQUITY SHARE CAPITAL

Authorised Issued, Subscribed and Paid-up Share Capital and par value of share

Particulars	As at 31st March, 2019	As at 31st March, 2018	As at 31st March, 2017
Authorised Share Capital 20,00,000 Equity Shares of Rs. 10/- each	2,00,00,000.00	2,00,00,000.00	2,00,00,000.00
Issued, Subscribed and Paid-up share Capital 10,50,000 Equity Shares of Rs. 10/- each fully paid up in cash	1,05,00,000.00	1,05,00,000.00	1,05,00,000.00

(in Rupees)

## NOTE 2.15. Other Equity

	Share application money pending allotment	Equity component of financial instruments	Reserves and Surplus				Debt Instruments through Other Comprehensive Income	Equity Instruments through Other Comprehensive Income	Effective portion of Cash Flow Hedges	Rerualation Surplus	Exchange differences on translating the financial statements	Other items of Other Comprehensive Income (specify nature)	Money received against share warrants	Total
			Capital Reserve	Securities Premium Reserve	Other Reserves (specify nature)	Retained Earnings								
Balance at the beginning of the reporting period			46,15,616.00			12,35,288.13								58,51,904.13
Changes in accounting policy or prior period errors														-
Restated balance at the beginning of the reporting period														-
Total Comprehensive Income for the year						12,03,458.68								12,03,458.68
Dividends														-
Transfer to retained earnings														-
Any other change (to be specified)														-
Balance at the end of the reporting period	0	0	46,15,616.00	0	-	24,38,746.81	0	0	0	0	0	0	0	70,55,362.89

As per our report of even date attached

For N.J. Jagpal &amp; Co.

Chartered Accountants

(Firm Registration No. 004329)

Naresh Vagstad

Proprietor

Membership No. 081978

Place: New Delhi

Date: 28.05.2019

UDR

For RITZ MERCANTILE LIMITED

Director

DIN: 00842714

Shareholder

DIN: 00597752

Chief Financial Officer

DIN: 00683077

*Yash Chahal*  
Yash Chahal  
Company Secretary  
PAN: BCJPC343E  
M.NO. A54984



**RITZ MERCANTILE LIMITED**  
**CIN NO.- L52110DL1985PLC019805**  
**REGD OFFICE :- 603 SETHI BHAWAN 7 RAJENDRA PLACE NEW DELHI-110008**

**NOTE 2.18 PROVISIONS**

Particulars	As at 31st March,2019	As at 31st March,2018	As at 31st March,2017
PROVISION FOR INCOME TAX	18,010.00	75,000.00	75,000.00
<b>TOTAL</b>	<b>18,010.00</b>	<b>75,000.00</b>	<b>75,000.00</b>

**NOTE 2.19 : REVENUE FROM OPERATIONS**

Particulars	For the year ended 31st March,2019	For the year ended 31st March,2018	For the year ended 31st March,2017
- Building Material Sales			1,55,980.00
<b>TOTAL</b>			<b>1,55,980.00</b>

**NOTE 2.20 : OTHER INCOME**

Particulars	For the year ended 31st March,2019	For the year ended 31st March,2018	For the year ended 31st March,2017
- Commission Received	1,22,800.00		2,22,920.00
- Agriculture Income	40,002.05	59,435.00	81,735.00
- Dividend Income	1,81,927.25	17,71,925.74	7,83,588.20
- Long Term Capital Gain on Shares (Net of Brokerage)	15,84,915.00		
- Profit on Sale of Mutual funds	4,106.00	3,766.00	3,453.00
- Interest Accrued on FDR		0.02	-
- Misc Income			
<b>TOTAL</b>	<b>19,33,750.30</b>	<b>18,35,126.76</b>	<b>10,91,696.20</b>

**NOTE 2.21 : PURCHASE OF STOCK-IN-TRADE**

Particulars	For the year ended 31st March,2019	For the year ended 31st March,2018	For the year ended 31st March,2017
- Purchase of Building Material			1,06,939.00
<b>TOTAL</b>			<b>1,06,939.00</b>

**NOTE 2.22 : EMPLOYEE BENEFIT EXPENSES**

Particulars	For the year ended 31st March,2019	For the year ended 31st March,2018	For the year ended 31st March,2017
- Salary	3,61,900.00	3,00,413.00	1,60,212.00
- Director Remuneration			3,00,000.00
<b>TOTAL</b>	<b>3,61,900.00</b>	<b>3,00,413.00</b>	<b>4,60,212.00</b>





**RITZ MERCANTILE LIMITED**  
**CIN NO.- L52110DL1985PLC019805**  
**REGD OFFICE :- 603 SETHI BHAWAN 7 RAJENDRA PLACE NEW DELHI-110008**

**NOTE 2.23 : OTHER EXPENSES**

Particulars	For the year ended 31st March,2019	For the year ended 31st March,2018	For the year ended 31st March,2017
- Travelling Expenses	17,282.00	19,289.00	12,635.00
- Telephone Expenses			1,640.00
- Auditor's Remuneration	29,500.00	29,500.00	28,750.00
- Professional Expenses	86,325.00	1,05,755.00	74,180.00
- Advertisement Expenses	27,972.00	29,432.00	31,256.00
-General Expenses*	88,311.52	22,774.93	8,988.01
- Listing Fees	64,900.00	8,73,200.00	-
- Website Maintenance Expenses	5,900.00	5,900.00	5,750.00
- Rent (Office)	30,000.00	1,20,000.00	1,20,000.00
- Evoting fees	11,800.00		
- DP Charges	1,174.10	1,390.70	1,212.34
- Conveyance Expenses	2,699.00	939.00	-
<b>TOTAL</b>	<b>3,65,863.62</b>	<b>12,08,180.63</b>	<b>2,84,411.35</b>

**\* General Expenses**

- Bank Charges	999.52	302.93	674.85
- Interest	279.00		371.00
- Fees & Taxes	10,620.00	614.00	
- Custody Fees	15,253.00		
- Filing Fees	14,204.00	11,155.00	3,719.50
- Office Maintenance exp.	3,650.00	140.00	
- Insurance Expenses		882.00	937.00
- Misc. Expenses		1,750.00	0.66
- Int. on Delayed TDS		7,131.00	-
- Postage & Telegram Expenses	826.00		2,415.00
- RTA Fees	42,480.00		
- Printing & Stationery		800.00	870.00
<b>TOTAL</b>	<b>88,311.52</b>	<b>22,774.93</b>	<b>8,988.01</b>

As per our report of even date attached

For N.K Nagpaul & Co.

Chartered Accountants

(Firm Registration No.- 004432N)

Naresh Nagpaul

Proprietor

Membership No.- 081779



*KC Verma*

KC Verma

Director

DIN: 00849214

For RITZ MERCANTILE LIMITED

*Garvit Singhvi*

Garvit Singhvi

Wholetime Director

DIN: 00597757

*Neelam Singhvi*

Neelam Singhvi

Chief Financial officer

Director

DIN: 00683077

*Vimal Chauhan*

Vimal Chauhan

COMPANY SECRETARY

PAN: BCJPC3543E

M.NO. A54984

Place : New Delhi

Date : 28.05.2019

UDIN:



**RITZ MERCANTILE LIMITED****CIN No.-L52110DL1985PLC019805****Regd Office:-603 SETHI BHAWAN 7 RAJENDRA PLACE NEW DELHI - 110008****1.1 Notes to Financial Statements****NOTES SIGNIFICANT ACCOUNTING POLICIES****1 BASIS OF PREPARATION OF ACCOUNTS**

The Financial Statements have been prepared to comply with the Generally Accepted Accounting Principles in India, including the Accounting Standards notified under the relevant provisions of the Companies Act, 2013. The Financial Statements have been prepared under the historical cost convention, on the basis of going concern and on an accrual basis except as stated elsewhere.

**2 USE OF ESTIMATES**

The preparation of financial statements in conformity with Generally Accepted Accounting Principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses for the year presented. Actual results could differ from these estimates. Difference between the actual results and estimates are recognised in the period in which the results are known / materialised.

**3 REVENUE RECOGNITION**

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured.

Interest income and other income is included under the head "Other Income" in the statement of Profit and Loss Account. All the income and expenses are accounted for on accrual basis except agricultural expenses.

**4 FIXED ASSETS**

Fixed assets are stated at cost less accumulated depreciation.

**5 DEPRECIATION**

Depreciation is provided on useful lives of the assets as prescribed in schedule II to the Companies Act, 2013.

**6 INVESTMENTS**

Current Investments are stated at Cost. Non Current investments are stated at cost. Market Value has not been worked out by the management. Management is of the opinion that resultant differences as and when located will not effect the "ongoing concern concept" of the company.

**7 RETIREMENT AND OTHER BENEFITS**

(a) No Provision for Gratuity has been made.

(b) No Provision for leave encashment has been made.

**8 TAXES ON INCOME**

Provision for current tax is made based on taxable income for the year computed in accordance with provisions of the Income Tax Act, 1961. Deferred Tax / Liability has not been provided in the light of negligible fixed assets base.

**9 PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS**

Provisions are recognized when the Company has a present obligation as a result of past event and it is more likely than not an outflow of resources will be required to settle the obligation and in respect of which a reliable estimate can be made. These are reviewed at each balance sheet and adjusted to reflect the current best estimates. Contingent liability is disclosed when the Company has a present obligation arising from a past event when it is not probable that an outflow of resources will be required to settle the obligation or where a reliable estimate of the amount of obligation can be made. Contingent Assets are neither recognised nor disclosed in the financial statements.

Company has given a guarantee to SDO Revenue, Tehsil Hatot District Indore (M.P) of Rs. 50,000.00.

**Pending Dues for Income Tax/TDS**

Nature of Demand	Financial Year	Amount
Income tax	2005-06	4,448.00
Income tax	2007-08	87,530.00
Income tax	2014-15	40,670.00
TDS	2017-18	7,400.00

**10 Related Party Disclosures**

As per IND AS -115, the disclosures of transactions with related parties are given below:

a) List of the related parties where control exists and related parties with whom transaction have taken place and description of their relationship:

**Relatives of Key Management Personnel**

PARTY'S NAME	Transaction during the year(IN RS.)	NATURE OF TRANSACTIONS	Closing balance as on 31/03/2019
Hindustan Fibres Limited	30,000.00	RENT EXPENSE	-
Hindustan Fibres Limited	19,45,000.00	LOAN GIVEN	48,49,583.50
Hamilton Distributors Private Limited	11,00,000.00	LOAN REPAID	79,50,000.00
Arihant Logistics Limited	50,00,000.00	LOAN REPAID	-
Hindustan Healthcare Limited	95,000.00	LOAN REPAID	-



# **RITZ MERCANTILE LIMITED**

**CIN No.-L52110DL1985PLC019805**

**Regd Office:-603 SETHI BHAWAN 7 RAJENDRA PLACE NEW DELHI - 110008**

**11 Previous year figures:**

Previous Year figures have been regrouped/rearranged wherever considered necessary, to make them comparable with Current Year's figures

- 12 Company has not appointed Independent Director though provisions of the Companies Act, 2013 require the same.
- 13 No interest during the year has been paid on deposits accepted from related parties in the earlier years.
- 14 No interest during the year has been received on advances given to related parties during the current/ earlier years.
- 15 For Verification of Quantity of Quoted Shares held, Company has produced Demat Account Holding Statement as at 31/03/2019 but the shares as per books of accounts do not match with the Demat Holdings. However, Company has not been able to reconcile the difference for so many years.
- 16 For verification of value of quoted shares held, book value in some cases is not verifiable as these are very old investments company has not been able to produce documents in this regard.
- 17 Unquoted shares investments in companies (related parties) do not match with the records maintained by those companies vis a vis books of accounts of RML. However, the same are under reconciliation for the last so many years.
- 18 The Company has not consolidated investments in associate companies as required by AS-23 (Investment in associates).
- 19 Debtors, Creditors, loans & advances are subject to confirmation. In the opinion of the Board of Directors loans & advances are fully recoverable at cost.
- 20 As certified by the management, company doesnot deal with MSME Enterprises
- 21 As certified by the management, company has very negligible agricultural Income from the land owned by the company as partial land has not been cultivated
- 22 Internal Audit report as submitted has been considered.
- 23 All Shares of the company have not been demated, As certified by the management Company hope to get the same before due date i.e 25th june 2019.
- 24 The Company has shown gain on Sales of Mutual funds Net of Cost (Gain Less Interest Cost). Also TDS( on Interest portion Rs. 3,40,085) has not been deducted. Interest /Penalty will get attracted as per TDS law Provisions.

For N.K Nagpaul & Co.

Chartered Accountants

(Firm Registration No.- 004432N)

Naresh Nagpaul  
Proprietor

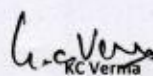


Membership No.- 081779

Place : New Delhi

Date : 28.05.2019

UDIN:

For RITZ MERCANTILE LIMITED

 KC Verma Director DIN: 00849214	 Garvit Singhvi Wholetime Director DIN: 00597757	 Neelam Singhvi Chief Financial officer Director DIN: 00683077
--	---	---

  
Vimal Chauhan  
COMPANY SECRETARY  
PAN: BCJPC3543E  
M.NO. A54984