

# **FUNDEVISER CAPITAL (INDIA) LTD**

**(Formerly Bagadia Colourchem Ltd)**

***37<sup>th</sup> Annual Report***

**FUNDVISER CAPITAL (INDIA) LIMITED**  
(Formerly known as Bagadia Colourchem Limited)  
CIN: L65100MH1985PLC205386  
**THIRTY SEVENTH ANNUAL REPORT 2021-22**

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**BOARD OF DIRECTORS**

<b>Name of the Director</b>	<b>Designation</b>	<b>DIN</b>
Mr. Rajendrakumar Ghevarchand Daga	Chairman / Independent Director	08234458
Mr. Satishkumar Santilal Mehta	Independent Director	03314561
Mrs. Namrata Kapil Jain	Promoter Director	07052846
Ms. Nikita Dhannalal Jain	Promoter Director	07163522

**CHIEF EXECUTIVE OFFICER**

Ms. Prachi Dhannalal Jain

**CHIEF FINANCIAL OFFICER**

Mr. Suresh Ningappa Adav

**COMPANY SECRETARY**

Mr. Pushendra Raikwar

**STATUTORY AUDITORS**

JMT & Associates

Chartered Accountants

**SECRETARIAL AUDITORS**

Ghatpande & Ghatpande Associates

Practicing Company Secretaries

**BANKERS**

State Bank of India

**REGISTRAR AND SHARE TRANSFER AGENT**

Satellite Corporate Services Private Limited

Office No.106 & 107, Dattani Plaza,

East West Compound, Andheri Kurla Road,

Sakinaka- Mumbai-400072

**REGISTERED OFFICE**

602, Floor 6<sup>th</sup>, Plot 952/954, Orbit Plaza CHS,

New Prabhadevi Road, Nagusayajiwadi,

Prabhadevi Mumbai - 400025

**DEMAT ISIN :**

INE 365H01014

**EQUITY SHARES ARE LISTED AT :**

**BSE LTD. Script Code: 530197**

**Information for Shareholders**

**37<sup>th</sup> Annual General Meeting**

Date Thursday, 29<sup>th</sup> September, 2022  
Time 3.00 P.M. through Video Conferencing or Other  
Audio Visual Means.

Date of Book Closure Sunday, 25<sup>th</sup> September, 2022 to Thursday,  
29<sup>th</sup> September, 2022 (both days inclusive)

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## NOTICE

Notice is hereby given that the 37<sup>th</sup> Annual General Meeting of the Shareholders of Fundviser Capital (India) Limited (Previously known as Bagadia Colourchem Limited) will be held on Thursday, 29<sup>th</sup> September, 2022 at 3.00 P.M. through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM"), to transact the following business:

### ORDINARY BUSINESS:

- 1) To receive, consider and adopt the Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2022 together with the Report of the Board of Directors and the Auditor's Report thereon.
- 2) To consider and if thought fit, to pass with or without modification, the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013 and other applicable provisions if any, Ms. Nikita Dhannalal Jain (DIN: 07163522), Director, who retires by rotation and being eligible offers herself for reappointment, be and is hereby reappointed as the Non-Executive Director of the Company, liable to retire by rotation."

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By Order of the Board of Directors  
**For Fundviser Capital (India) Limited**

Place: - Mumbai  
Date: - 20<sup>th</sup> August, 2022

**Rajendrakumar Daga**  
Chairman  
[DIN: 08234458]

**NOTES:-**

- 1) In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its General Circular Nos. 14/2020 dated 8<sup>th</sup> April 2020, the General Circular No. 17/2020 dated 13<sup>th</sup> April 2020, the General Circular No. 20/2020 dated 5<sup>th</sup> May 2020, the General Circular No. 02/2021 dated 13<sup>th</sup> January 2021, the General Circular No. 19/2021 dated 8<sup>th</sup> December 2021, the General Circular No. 21/2021 dated 14<sup>th</sup> December 2021 and the General Circular No. 2/2022 dated 5<sup>th</sup> May 2022 issued by the Ministry of Corporate Affairs (herein after referred as “Circulars”) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with the SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15<sup>th</sup> January 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13<sup>th</sup> May 2022, Companies are allowed to hold AGM through Video Conferencing (VC), without the physical presence of members at a common venue. Hence, in compliance with the said Circulars, the 37<sup>th</sup> Annual General Meeting (AGM) of the members of the Company will be held through VC/OAVM only. Hence the route map is not annexed to the Notice.
- 2) In terms of the MCA Circulars since the physical attendance of members has been dispensed with, there is no requirement of appointment of proxies. Accordingly the facility of appointment of proxies by Members under Section 105 of the Act will not be available for this Annual General Meeting. Hence the Proxy Form and Attendance slip are not annexed to the Notice. Institutional/ Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc) are required to send a scanned copy (PDF/JPEG Format) of its Board Resolution or governing body Resolution/Authorization etc., authorizing its representative to attend the Annual General Meeting through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through their registered email address to shekhar\_fcs1659@yahoo.com with copies marked to the Company at info@fundvisercapital.in and to its RTA at service@satellitecorporate.com.
- 3) Notice is also given that the Register of Members and Share Transfer Books in respect of Equity Shares of the Company will remain closed from Sunday, 25<sup>th</sup> September, 2022 to Thursday, 29<sup>th</sup> September, 2022 (Both days inclusive).
- 4) Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made there under, and with respect to the above circulars Companies can serve Annual Reports and other communications through Electronic Mode to those Members who have registered their e-mail addresses with Company or Depository. The Members may note that notice of the AGM and the Integrated Annual Report for the Financial Year 2021-2022 is also available on the website of the Company at www.fundvisercapital.in, on the website of BSE Limited (BSE) at www.bseindia.com.

**1. General Instructions for attending the Annual General Meeting through VC/OAVM**

- a) Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars mentioned above, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
- b) The Members can join the AGM in the VC/OAVM mode 30 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, Scrutinizers etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

- c) The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013 and Rules thereunder, including amendments thereof.
- d) In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [www.fundvisercapital.in](http://www.fundvisercapital.in). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com). The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).
- e) Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
- f) Shareholders are encouraged to join the Meeting through Laptops / I Pads for better experience.
- g) Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- h) Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- i) Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 days prior to meeting mentioning their full name, Demat Account Number/Folio Number, Email ID, Mobile Number at (Company Email ID). The Shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their full name, Demat Account Number/Folio Number, Email ID, Mobile Number at (Company Email ID). These queries will be replied to by the company suitably by email.
- j) Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

## **2. General Instructions for remote e-VOTING: [EVSN: 220901016]**

In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rules prescribed there for, Secretarial Standards -2 on General Meeting and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) 2015, the Company offers remote E-voting option to all the Members for all the Items covered in the Notice convening the Annual General Meeting. For this purpose, the Company has made an arrangement with Central Depository Services (India) Limited (CDSL) for facilitating E-voting as an alternate for the Members to enable them to cast their votes electronically.

## **3. The EVSN allotted by CDSL for Electronic Voting is 220901016**

The Members are requested to read the following instructions for voting via electronic mode. The Members who opt for voting via electronic mode are requested to go through the instructions given below and they should vote electronically during 9.00 a.m. (Starting Time) on Monday, 26<sup>th</sup> September, 2022 and ends at 5.00 p.m. (Ending Time) on Wednesday, 28<sup>th</sup> September, 2022.

### **The procedure and instructions for Remote E-voting are as follows:**

- (i) The voting period begins 9.00 a.m. (Starting Time) on Monday, 26<sup>th</sup> September, 2022 and ends at 5.00 p.m. (Ending Time) on Wednesday, 28<sup>th</sup> September, 2022. During this period Shareholders' of the Company, holding Shares either in physical Form or in Dematerialized Form, as on the Cut-Off Wednesday, 21<sup>st</sup> September, 2022, may cast their vote electronically. The E-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

- (iii) In case any Shareholder casts the vote through e-voting to be conducted at the time of AGM in addition to the remote e-voting, the voting through remote e-voting shall be considered as final and vote casted through e-voting at the time of the AGM shall be considered as invalid.
- (iv) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Listed Entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions to be transacted at the AGM. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

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

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with <b>NSDL</b>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/ Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants</b>	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

- (vi) Login Method for E-Voting and joining Virtual Meeting for Shareholders other than Individual Shareholders holding in Demat Form & shareholders holding securities in physical mode.
- 1) The Shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
  - 2) Click on “Shareholders” tab to caste your votes;
  - 3) Now Enter your User ID
    - a) For Shareholder holding De-materialized Shares in CDSL: 16 digits beneficiary ID,
    - b) For Shareholder holding De-materialized Shares in 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.
  - 4) Enter the image Verification as displayed and Click on Login.
  - 5) If you are holding shares in Demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
  - 6) If you are a first time user follow the steps given below:

	<b>For Members holding shares in Demat Form and Physical Form</b>
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"><li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</li><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)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"><li>• If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</li></ul>

- (vii) After entering these details appropriately, click on “SUBMIT” tab;
- (viii) Members holding shares in physical form will then reach directly 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.
- (ix) For Members holding shares in physical form, the details can be used only for E-voting on the resolutions contained in this Notice.
- (x) Click on the EVSN Fundviser Capital (India) Limited on which you choose to vote.
- (xi) 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.
- (xii) Click on the “Resolutions File Link” if you wish to view the entire Resolutions details.
- (xiii) 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.

- (xiv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvi) If Demat account holder has forgotten the changed password then enter the User ID and Image Verification Code and click on Forgot Password & enter the details as prompted by the system.
- (xvii) Facility For Non- Individual Shareholders and Custodians- Remote Voting
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporate” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz. [info@fundvisercapital.in](mailto:info@fundvisercapital.in), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

If you have any queries or issues regarding attending Annual General Meeting & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact the concerned officials of CDSL on Phone nos.: (022-23058738 ) or (022-23058543) or (022-23058542).

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

- (xviii) 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).
- (xix) Following are the important dates:

Cut-off date for E-Voting	Wednesday, 21 <sup>st</sup> September, 2022
E-voting Start date /time	Monday, 26 <sup>th</sup> September, 2022, 09.00 A.M.
E-voting End date/Time	Wednesday, 28 <sup>th</sup> September, 2022, 05.00 P.M.
AGM date/Time	Thursday, 29 <sup>th</sup> September, 2022, 3.00 P.M.

**4. Process For Those Shareholders Whose Email Addresses Are Not Registered With The Depositories For Obtaining Login Credentials For E-Voting For The Resolutions Proposed in This Notice:**

- 1) For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the Share Certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
- 2) For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)

- 3) For Individual Demat shareholders – Please update your Email Id & Mobile No. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

**5. The procedure and instructions for M-voting are as follows:**

The Shareholders can also cast their Votes using CDSL's Mobile App M-Voting available for mobiles. The M-Voting App can be downloaded from Google Play Store, Apple and Windows Phone users can download the App from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the Mobile App while voting on your Mobile.

**6. Scrutinizer and Scrutinizer's Report**

- 1) M/s. Ghatpande & Ghatpande Associates, Practising Company Secretaries (having Firm Registration No. P2019MH077200 and Peer Review No.: 1503/2021) have been appointed as the Scrutinizer to scrutinize E-voting process i.e. remote E-voting and e-voting at the time of AGM in a fair and transparent manner.
  - 2) The Scrutinizer shall after the conclusion of voting at the Annual General Meeting, will first count the Votes cast in the meeting and thereafter unblock the votes cast through E-voting in the presence of at least two witnesses who are not in the employment of the Company. The venue e-voting option will be closed 15 minutes after the conclusion of the meeting.
  - 3) The Scrutinizer shall make a consolidated Scrutinizers 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 and declare the result of the voting forthwith not later than forty eight hours of the conclusion of the AGM,
  - 4) The Results declared along with the Report of the Scrutinizer shall be placed on the website of the Company at [www.fundvisercapital.in](http://www.fundvisercapital.in) and on the website of CDSL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Ltd.
  - 5) Corporate/Institutional Members (i.e. other than individuals, HUF, NRI etc.) may also cast their vote as shareholder for respective company and send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority Letter etc. together with attested specimen signature(s) of the duly authorized signatory/(ies) who are authorized to vote, to the Scrutinizer at email ID: [pcs.ghatpande@yahoo.com](mailto:pcs.ghatpande@yahoo.com) with a copy marked to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com). The scanned copy image of the above mentioned documents should be in the naming format "Corporate Name- EVSN."
7. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.,:

For shares held in electronic form: to their Depository Participants (DPs)

For shares held in physical form: to the Company/Registrar and Transfer Agent in prescribed Form ISR 1 and other forms pursuant to SEBI Circular No. SEBI/HO/ MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated November 3, 2021.

8. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the website of the Company's Registrar and Transfer Agents. It may be noted that any service request can be processed only after the folio is KYC Compliant.
9. SEBI vide its notification dated January 24, 2022 has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In

view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialisation, Members are advised to dematerialise the shares held by them in physical form. Members can contact the Company or the Registrar and Share Transfer Agents, for assistance in this regard. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or the Registrar and Share Transfer Agents, the details of such folios together with the share certificates along with the requisite KYC Documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialized form.

10. As per the provisions of Section 72 of the Act and SEBI Circular, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/ she may submit the same in Form ISR-3 or SH-14 as the case may be. Members are requested to submit the said details to their DP in case the shares are held by them in dematerialized form and to Registrar and Share Transfer Agents in case the shares are held in physical form.
11. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote during the AGM.
12. Instructions For Shareholders For E-Voting during The AGM are as under:-
  - 1) The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
  - 2) Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
  - 3) If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

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By Order of the Board of Directors  
**For Fundviser Capital (India) Limited**

Place: - Mumbai  
Date: - 20<sup>th</sup> August, 2022

**Rajendrakumar Daga**  
Chairman  
[DIN: 08234458]

## DIRECTOR'S REPORT

To,  
The Members,  
Fundviser Capital (India) Limited  
(Formerly known as Bagadia Colourchem Limited)

The Board of Directors have pleasure in presenting before you the 37<sup>th</sup> Annual Report and Audited Statements of Accounts for the Financial Year ended as on 31<sup>st</sup> March, 2022.

### 1. FINANCIAL RESULTS

The Financial Results for the Financial Year ended on 31<sup>st</sup> March, 2022 are briefly given below:-

(₹ in Hundreds)

PARTICULARS	2021-2022 (₹)	2020-2021 (₹)
Revenue from Operations & Other Income	19,799/-	83,795/-
Profit before Interest, Depreciation & Income Tax	(1,009/-)	63,805/-
Less : Interest	-	-
Depreciation	-	-
Profit/ (Loss) for the Year before Tax	(1,009/-)	63,805/-
Less : Provision for Tax Current Tax		10,160/-
Deferred Tax	6,860/-	1,254/-
Earlier Year	(4,572/-)	-
Profit/(Loss) after Tax	(3,297/-)	52,391/-

### 2. COMPANY'S AFFAIRS, PERFORMANCE AND MANAGEMENT DISCUSSION & ANALYSIS REPORT

#### Review of Operations:

Though the Company has not started its NBFC activities in a full-fledged manner, the entire Revenue of the Company consists of the said new activities.

The beginning of the Financial Year 2021-2022 had witnessed a significant spread of the Second Wave of COVID 19 Pandemic which had resulted in imposition of Lockdowns by the State Governments. The office of the Company being located in a prime & centrally located area, had to be closed down during COVID-19 pandemic due to the restrictions imposed by the Government, and as a result the working of the Company was affected and there was major impact of the second wave of the Pandemic.

During the Financial Year under review the Revenue from Operations of the Company was ₹ 15,09,600/- as against of ₹ 24,06,300/- of the previous year. The other income of the Company was ₹ 4,70,000/- as against ₹ 59,73,200/- of the previous year. The Company has incurred a loss of ₹ 3,29,700/- as against the Profit after tax of ₹ 52,39,100/- of the previous year.

### 3. KEY FINANCIAL RATIOS

Details of significant changes, (i.e., change of 25 percent or more, as compared to the immediately previous Financial Year) in Key Financial Ratio, along with detailed explanation thereof: -

Sr. No.	Particulars	Ratio as on 31 <sup>st</sup> March, 2022 (%)	Ratio as on 31 <sup>st</sup> March, 2021 (%)	Variance%
1	Current Ratio	176.20	46.76	129.44
2	Debt-Equity Ratio	-	-	-
3	Return on Equity Ratio	(0.01)	0.00	(0.01)
4	Inventory Turnover Ratio	-	-	-
5	Trade Receivables Turnover Ratio	-	-	-
6	Trade Payables Turnover Ratio	-	-	-
7	Net Capital Turnover Ratio	-	-	-
8	Net Profit Ratio	-	-	-
9	Return on Capital Employed	0.00	0.10	0.10
10	Return on Investments	0.01	0.01	0

#### 4. CAUTIONARY STATEMENT

Statements in this report, particularly those which relate to Management Discussion and Analysis, describing the Company's objectives, projections, estimates and expectations may constitute 'forward looking statements' within the meaning of applicable laws and regulations. Actual results might differ materially from those either expressed or implied.

#### 5. TRANSFER TO RESERVES

Your Company has not proposed to transfer any amount to the General Reserve.

#### 6. DIVIDEND

Considering the fact that the Company has incurred Loss during the Financial Year, your Directors do not recommend any Dividend on the Shares of the Company.

#### 7. PUBLIC DEPOSITS

During the Financial Year 2021-2022, your Company had not accepted any Deposit within the meaning of Sections 73 and 74 of the Companies Act, 2013 read together with the Companies (Acceptance of Deposits) Rules, 2014.

#### 8. INTERNAL CONTROL SYSTEMS AND ITS ADEQUACY

The Company has adequate internal control systems to ensure operational efficiency, accuracy and promptness in financial reporting and compliance of various laws and regulations.

The internal control system is supported by the internal audit process. An Internal Auditor has been appointed for this purpose.

The Audit Committee of the Board reviews the Internal Audit Report and the adequacy and effectiveness of internal controls periodically.

#### 9. LISTING AGREEMENT & FEES

The annual listing fees for the Financial Year 2021-2022 as well as for the Financial Year 2022-2023 have been paid to BSE Limited, where your Company's Shares are listed.

#### 10. HOLDING COMPANIES, SUBSIDIARY COMPANIES AND ASSOCIATE COMPANIES

Company does not have any Holding Company, Subsidiary Company and Associate Company. The Company during the Financial Year under Report has invested ₹ 49,000/- i.e. 49 % of the total Capital of Landcare Associates LLP. Thus, the said LLP is an Associate Body Corporate of the Company.

**11. EXTRACT OF ANNUAL RETURN**

Pursuant to provisions of Section 134 read with Section 92(3) of the Companies Act, 2013, as amended; copies of annual returns filed with the MCA are available at the website of the Company viz., [www.fundvisercapital.in](http://www.fundvisercapital.in) and the Annual Return for the Financial Year 2021–2022 will be uploaded at the website of the Company after filing of the same with the MCA.

**12. NUMBER OF MEETINGS OF THE BOARD**

During the Financial Year 2021-2022, Nine (9) Board Meetings and One (1) General Meeting were convened and held. In addition to that, the Meeting of the Independent Directors was held on 10<sup>th</sup> February, 2022 the details of which are given in the Corporate Governance Report.

The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013 and the Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**13. DIRECTORS' RESPONSIBILITY STATEMENT**

Directors' Responsibility Statement prepared pursuant to the provisions of Section 134(5) of the Companies Act, 2013 is furnished below as required under Section 134(3) (c).

**Directors state that:-**

- a) In the preparation of the Annual Accounts for the Financial Year ended 31<sup>st</sup> March, 2022 the applicable Accounting Standards read with requirements set out under Schedule III to the Act have been followed and there are no material departures from the same.
- b) Accounting Policies as mentioned in Part–B to the Financial Statements have been selected and applied consistently. Further judgments and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31<sup>st</sup> March, 2022 and of the Loss of the Company for the Financial Year ended on that date.
- 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) Proper internal financial controls were in place and that the financial controls were adequate and were operating effectively; and
- f) Proper systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

**14. DECLARATION BY INDEPENDENT DIRECTORS**

All Independent Directors have given declarations under Section 149(7) of the Companies Act, 2013 that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**15. AUDITORS AND AUDITORS' REPORT****a) Internal Auditor**

Ms. Purvi Agarwal, Chartered Accountant was appointed as an Internal Auditor of the Company as per the provisions of Section 138 of the Companies Act, 2013 for the Financial Year 2021-2022.

She has conducted Internal Audits periodically and submitted her reports to the Audit Committee. Her Reports have been reviewed by the Statutory Auditors and the Audit Committee.

**b) Statutory Auditor**

M/s. JMT & Associates, Chartered Accountants having FRN: 104167W were appointed as the Company's Statutory Auditor and their term of appointment is valid till the conclusion of Annual General Meeting to be held in the year 2026.

The Auditors Report to the Shareholders for the year under review does not contain any qualification.

No frauds have been reported by the Auditors under Section 143(12) of the Companies Act, 2013 requiring disclosure in Board's Report.

**c) Secretarial Audit**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, your Company has appointed M/s. Ghatpande & Ghatpande Associates, Company Secretaries having Firm Unique Code P2019MH0772200 and Peer Review No.: 1503/2021 to conduct the Secretarial Audit of your Company for the FY 2021-2022. The Secretarial Audit Report is annexed herewith as **Annexure – I** to this Report which is qualified by the Secretarial Auditors on following point:-

The Independent Directors of the Company have so far not registered on the Portal of 'Independent Director's Data Bank' introduced by Indian Institute of Corporate Affairs.

In this Connection the Directors state that the Independent Directors of the Company have not registered on the Portal of 'Independent Director's Data Bank'. The Independent Directors have already been informed about the said requirement.

**d) Cost Audit**

For the Financial Year under Report the appointment of Cost Auditor and obtaining their Report was not applicable to the Company.

**16. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENT**

During the Financial Year 2021-2022, Company has not provided any Loans or Guarantees under Section 186 of the Companies Act, 2013 read with Companies (Meeting of Board and its Powers) Rules, 2014.

The Details of Investments made as on 31<sup>st</sup> March, 2022 are as follows:

Name of Entity	Amount as at 31 <sup>st</sup> March, 2022 (₹)
<b>1. Quoted (Equity Shares)</b>	
(a) Investment in Equity Shares (FMV)	2,16,97,880/-
<b>2. Unquoted</b>	
(a) 165 Capital Gain Saving Bonds of ₹ 10,000/- each of Rural Electrification Corporation Ltd.	16,50,000/-
<b>3. Other Investment</b>	
(a) Fixed Capital in Landcare Associates LLP	49,000/-
(b) Current Capital in Landcare Associates LLP	75,00,000/-
<b>TOTAL:-</b>	<b>3,08,96,880/-</b>

**17. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES**

During the Year under Report, there were no transactions with the Related Parties except payment of remuneration to the Directors and KMP. Accordingly, the particulars of the same are reflected in Form AOC - 2 in terms of Section 134 (3) (h). The same has been attached herewith as **Annexure II**.

**18. MATERIAL CHANGES AND COMMITMENTS BETWEEN THE DATE OF THE BALANCE SHEET AND THE DATE OF REPORT**

There have been no material changes and commitments affecting the financial position of the Company which have occurred between the end of the Financial Year of the Company to which the Financial Statements relate and the date of the report.

**19. SIGNIFICANT/MATERIAL ORDERS PASSED BY THE REGULATORS**

There are no significant/material orders passed by the Regulators or Courts or Tribunals impacting the going concern status of your Company and its operations in future.

**20. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO**

The information on Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo stipulated under Section 134(3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 is as follows:

**A. Conservation of Energy and Technology Absorption:**

- (i) The steps taken or impact on conservation of energy: NA
- (ii) The operations of your Company are not energy intensive.
- (iii) The steps taken by the Company for utilizing alternate sources of energy: NIL
- (iv) The capital investment on energy conservation equipment: NIL

**B. Technology absorption:**

- (i) The efforts made towards technology absorption: Not Applicable.
- (ii) The benefits derived like product improvement, cost reduction, product development or import substitution: Not Applicable.
- (iii) In case of imported technology (imported during the last three years reckoned from the beginning of the Financial Year): Not Applicable.

**C. Foreign Exchange Earnings and Outgo**

During the Financial Year under Report, there are no foreign exchange earnings and outgo.

**21. RISK MANAGEMENT POLICY**

The Company has formulated various policies and procedures to face the risks and challenges affecting the Business of the Company. The Company has a Risk Management Policy in place and is being reviewed regularly. Various risks such as financial risk arising out of the operations, increased competition in the sectors/areas of the Company, business conditions in the markets and other risks have been identified and taken into account while formulating policies. The Directors get themselves trained and educated on various risks factors. Periodic reviews are also being taken to improve the same.

**22. NOMINATION AND REMUNERATION POLICY**

The Board has on the recommendation of Nomination and Remuneration Committee framed the policy for selection and appointment of Directors, KMP's and senior Management personnel and their remuneration. The same has been uploaded on the website of the Company. The link for accessing the same is <http://www.fundvisercapital.in>.

**23. STATEMENT REGARDING COMPLIANCE WITH THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION PROHIBITION AND REDRESSAL) ACT, 2013**

The Company has formed a Committee under the provisions of the Sexual Harassment of Women at

Workplace (Prevention, Prohibition and Redressal) Act, 2013 to ensure protection against sexual harassment of women at workplace and for the prevention and redressal of complaints of sexual harassment. No such instance took place during the reporting Financial Year.

#### **24. CORPORATE SOCIAL RESPONSIBILITY (CSR)**

The provisions of Section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014 in respect of CSR activities are not applicable to the Company. The Company voluntarily also has not undertaken any CSR activity.

#### **25. BOARD EVALUATION**

Pursuant to the provisions of the Section 134 (3) (p) of the Companies Act, 2013, Rules there under and Regulation 17 (10) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit, Nomination and Remuneration and other statutory committees. Performance evaluation has been carried out as per the Nomination and Remuneration Policy.

#### **26. CHANGE IN THE NATURE OF BUSINESS, IF ANY**

During the Financial Year under Report, there was no change in the nature of the Business of the Company.

#### **27. DETAILS OF DIRECTORS OR KEY MANAGERIAL PERSONNEL WHO WERE APPOINTED OR HAVE RESIGNED DURING THE YEAR**

During the year under Report, there was no change in the Directors or Key Managerial Personnel of the Company.

#### **28. DIRECTORS PROPOSED TO BE RE-APPOINTED AT THE ENSUING ANNUAL GENERAL MEETING**

Ms. Nikita Dhannalal Jain (DIN: 07163522), retires by rotation at the ensuing Annual General Meeting and being eligible, offers herself for re-appointment.

The necessary resolution for her appointment as the Director of the Company is proposed for the approval of the Members in the ensuing Annual General Meeting.

#### **29. COMPOSITION OF AUDIT COMMITTEE**

The composition of the Audit Committee under Section 177 of the Companies Act, 2013 and Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has been mentioned in the Corporate Governance Report annexed to this Report.

#### **30. PARTICULARS OF EMPLOYEES**

No employee of the Company was in receipt of remuneration aggregating to ₹ 102/- Lakh or more per year or ₹ 8.50 Lakh or more per month when employed for a part of the year and the particulars as required under Section 197 (12) read with the Rule 5(2) and 5 (3) of Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014.

#### **31. CASH FLOW**

A Cash Flow Statement for the financial year ended 31<sup>st</sup> March 2022 is attached to the Financial Statement.

#### **32. CORPORATE GOVERNANCE**

Pursuant to Regulation 15 (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 report on the Corporate Governance is not applicable to the Company. However as a good Corporate Governance practice the Company furnishes the report on the Corporate Governance along with the certificate of compliance from the Practicing Company Secretary which forms part of the Annual Report. The same is attached as **Annexure-III**.

**33. DEMATERIALISATION OF EQUITY SHARES**

As per SEBI Circular No. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated 20<sup>th</sup> April, 2018 the Shareholders holding Shares in Physical Form are required to submit their copies of PAN Card and Bank Account details. The Shareholders holding the Shares in Physical Form are requested if not already done, to forward the same to the Registrar & Share Transfer Agents – Satellite Corporate Services Private Limited at the earliest. Please note that no transfer of Shares is allowed in Physical Form.

**34. SECRETARIAL STANDARDS**

During the year under review the Company has complied with all applicable mandatory Secretarial Standards issued by Institute of Company Secretaries of India, and approved by the Central Government u/s 118(10) of the Companies Act, 2013.

**35. GENERAL DISCLOSURE**

Neither any application has been made nor any proceeding has been pending against the Company under the Insolvency and Bankruptcy Code, 2016.

**36. ACKNOWLEDGMENT**

The Directors place on record their appreciation for the co-operation and support extended by the Shareholders, Employees and Well Wishers of the Company all the times.

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By Order of the Board of Directors  
**For Fundviser Capital (India) Limited**

**Rajendrakumar Daga**  
Chairman  
[DIN: 08234458]

Place: -Mumbai  
Date: - 20/08/2022

**ANNEXURE I**  
**[FORM MR-3]**  
**SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED**  
**31<sup>ST</sup> MARCH 2022**

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

To,  
The Members  
**Fundviser Capital (India) Limited**  
[Formerly known as Bagadia Colourchem Limited]

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Fundviser Capital (India) Limited [Formerly known as Bagadia Colourchem Limited] (hereinafter called 'the Company'). Secretarial Audit was conducted in accordance with the ICSI Auditing Standards (CSAS-1 to CSAS-4) issued by the Institute of Company Secretaries of India and made applicable w.e.f. 1<sup>st</sup> April, 2021 and in a manner that provided us a reasonable basis for evaluating the corporate conducts /statutory compliances and expressing our opinion thereon.

Based on our Limited verification of the Company's Books, Papers, Minute Books, Forms and Returns filed and other records maintained by the Company and opinions sought by the Company and which are relied upon by us and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the Financial Year ended on 31<sup>st</sup> March, 2022 ('Audit Period') complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books (Excluding the Books of Accounts whether maintained Physically or Electronically), 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, 2022 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the Rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Byelaws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under 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, 2018; (\*)
  - d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and, The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (\*)
  - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (\*)

- f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 up to 9<sup>th</sup> June, 2021 and The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 w.e.f. 10<sup>th</sup> June, 2021; (\*)
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (\*)
- i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (\*) There were no events/ actions occurred during the year under the report which attracts the provisions of these Act/Regulations/Guidelines, hence the same were not applicable.

We have also examined compliance with the applicable Clauses of the following and have to report that:-

- (i) Secretarial Standards with regard to Meeting of the Board of Directors [SS-1], General Meetings [SS-2], Dividends[SS-3] (Not applicable to the Company since the Company has not declared and paid any Dividend during the Audit Period) and Report of the Board of Directors [SS-4] issued by the Institute of Company Secretaries of India, have been complied with.
- (ii) We have checked the compliance with the provisions of The Listing Agreement entered into by the Company with BSE Ltd., [Bombay Stock Exchange]. The compliance of Corporate Governance provisions specified in Regulation 15(2) of SEBI [Listing Obligations and Disclosure Requirements], Regulations 2015 is not applicable to the Company as the Paid –up Equity Share Capital of the Company does not exceed ₹ 10/- Crs and the Net Worth of the Company does not exceed ₹ 25/- Crs. However, we have been informed that the Company has as far as possible, complied with the said compliance as a good corporate practice, during the Year under Review and to the best of our knowledge, belief and understanding, We are of the view that the Company has complied with the Secretarial functions and Board processes to comply with the applicable provisions thereof.

We report the following Observations:-

- (i) During the Year under Report there were no changes in the composition of the Board of Directors. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. However, the Independent Directors of the Company have so far not registered on the Portal of 'Independent Director's Data Bank' introduced by Indian Institute of Corporate Affairs.
- (ii) The Website of the Company is under updation.

We further Report that:-

- (i) Adequate notices were given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were generally 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.
- (ii) All the decisions in the Board Meetings were carried through by the majority and it was informed to us while there were no dissenting views of the Members and hence not captured and recorded as part of the Minutes.

We further report that, we have relied on the representation made by the Company and its Officers, in respect of system and mechanism prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis. We have also been informed that there are no other Laws which are specifically applicable to the Company.

We further report that the compliance by the Company of applicable Financial Laws, like Direct and Indirect Tax Laws, have not been reviewed in this Audit since the same have been subject to review by Statutory Financial Auditors and other Designated Professionals.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable Laws, Rules, Regulations and Guidelines.

We further report that during the Audit Period there was no other event/ action having major bearing on the Affairs of the Company.

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**For Ghatpande & Ghatpande Associates**  
Company Secretaries

**Shekhar Ghatpande**

Partner

FCS No. 1659/CP No. 782

FRN: P2019MH077200

Peer Review No.: 1503/2021

UDIN: F001659D000820895

Place: Pune

Date: 20/08/2022

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

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**Annexure 'A' to the Secretarial Audit Report**

To,  
The Members  
Fundviser Capital (India) Limited  
[Formerly known as Bagadia Colourchem Limited]

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

1. Maintenance of Secretarial Record is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these Secretarial Records based on our Audit.
  2. We have followed the Audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial Records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial Records. We believe that the processes and practices, followed by us provide a reasonable basis for our opinion.
  3. We have not verified the correctness and appropriateness of Financial Records and Books of Accounts of the Company, since the same have been subject to review by Statutory Financial Auditors and other Designated Professionals.
  4. Wherever required, we have obtained the Management representation about the compliance of Laws, Rules and Regulations and happening of events etc.
  5. The compliance of the provisions of Corporate and other applicable Laws, Rules, Regulations, Standards is the responsibility of Management. Our examination was limited to the verification of procedures on test basis.
  6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the Management has conducted the affairs of the Company.
- 

**For Ghatpande & Ghatpande Associates**  
Company Secretaries

**Shekhar Ghatpande**

Partner

FCS No. 1659/CP No. 782

FRN: P2019MH077200

Peer Review No.: 1503/2021

UDIN: F001659D000820895

Place: Pune

Date: 20/08/2022

## ANNEXURE II

## 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 transaction under third proviso thereto

**1. Details of contracts or arrangements or transactions not at Arm's Length basis.**

Sr. No.	Name (s) of the related party & nature of relationship	Nature of Contracts/ Arrangements/ transaction	Duration of the Contracts/ Arrangements/ transaction	Salient terms of the Contracts or Arrangements or transaction including the value, if any	Justification for entering into such Contracts or Arrangements or transactions'	Date of approval by the Board	Amount paid as advances, if any	Date on which the special resolution was passed in General Meeting as required under first proviso to Section 188
-- Nil --								

**2. Details of Contracts or Arrangements or transactions at Arm's Length basis**

Sr. No.	Name (s) of the related party & nature of relationship	Nature of Contracts/ Arrangements/ transaction	Duration of the Contracts/ Arrangements/ transaction	Salient terms of the Contracts or Arrangements or transaction including the value, if any [₹]	Date of approval by the Board	Amount paid as advances, if any
1	Ms. Prachi Jain	Remuneration as CEO	For the FY 2021-2022	₹ 3,00,000/-	12/04/2021	N.A.
2	Mr. Suresh Adav	Remuneration as CFO	For the FY 2021-2022	₹ 3,24,000/-	12/04/2021	N.A.
3	Mr. Pushpendra Raikwar	Remuneration as Company Secretary	For the FY 2021-2022	₹ 4,50,000/-	12/04/2021	N.A.

**ANNEXURE III****ANNEXURE TO THE DIRECTOR'S REPORT FOR THE YEAR ENDED  
31<sup>st</sup> MARCH, 2022****REPORT ON CORPORATE GOVERNANCE****Pursuant to Regulation 34 (3) of SEBI (Listing Obligations and Disclosure Requirements)  
Regulations, 2015 (Listing Regulations)**

The Corporate Governance provisions as specified in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) are applicable to those Companies whose Paid up Equity Share Capital exceeds ₹ 10/- Crs AND the Net Worth of those Companies exceeds ₹ 25/- Crs., as on the last day of the previous Financial Year.

As the Paid-up Equity Share Capital and Net Worth of the Company does not exceed the Limits as specified above, the Corporate Governance provisions are not applicable to the Company and as such the furnishing of Report on Corporate Governance is not applicable to the Company.

However, as an additional disclosure we are furnishing below the said Report, as a good Corporate Governance practice.

**1. The Company's Philosophy on the Code of Corporate Governance**

The Company strongly believes that the system of Corporate Governance protects the interest of all the Shareholders by calculating transparent business operations and accountability from management and monitor and ensures compliance with Law and Regulations.

**2. Board of Directors, Composition of Board and its Meetings**

The Composition of the Board is in conformity with Regulation 17 of Listing Regulations and the Companies Act, 2013. The Company has a Non-Executive Chairman who is not drawing any remuneration. The Company has ½ (One Half) of its total strength of the Board as the Independent Directors on the Board of Directors of the Company.

The total strength of the Board at the beginning of the Financial Year 2021-2022 was Four (4) Directors consisting of Two Promoter Directors and Two Independent Directors.

During the Financial Year ended 31<sup>st</sup> March, 2022, Nine (9) meetings of the Board of Directors were held and maximum time Gap between two Meetings did not exceed 120 Days. The Dates of the Board Meetings were 12<sup>th</sup> April, 2021, 24<sup>th</sup> June, 2021, 13<sup>th</sup> August, 2021, 26<sup>th</sup> August, 2021, 30<sup>th</sup> September, 2021, 13<sup>th</sup> November, 2021, 28<sup>th</sup> January, 2022, 10<sup>th</sup> February, 2022 and 31<sup>st</sup> March, 2022.

In addition to that separate meeting of Independent Directors was also held on 10<sup>th</sup> February, 2022.

Details of Attendance of each Director at the Board Meeting, the Last AGM and other Indian Companies Directorships and Committee Memberships held by them and number of Shares held by the Non-Executive Directors as on date are as follows.

Name of the Director	Category of Directorship	No. of Board Meetings attended	Attendance at the last AGM	No. of other Directorships held	No. of Committees of which Member of other companies	No. of Shares held in the Company
Mrs. Namrata Kapil Jain	Director (NED)(P)	9	Yes	Nil	Nil	6,70,273
Mr. Satishkumar Santilal Mehta (*)	Director (NED)(I)	5	Yes	1	Nil	Nil
Mr. Rajendrakumar Ghevarchand Daga (*)	Chairman (NED)(I)	10	Yes	Nil	Nil	Nil
Ms. Nikita Dhannalal Jain	Director (NED)(P)	8	Yes	Nil	Nil	Nil

[ED= Executive Director, NED= Non-Executive Director, P = Promoter Director, I= Independent Director]

Note :- (\*) Includes One Separate Meeting of the Independent Director

### 3. Independent Directors' Meeting

In accordance with the provisions of Schedule IV (Code for Independent Directors) of the Companies Act, 2013 and Regulation 26 of the Listing Regulations a separate meeting of the Independent Directors of the Company was held on 10<sup>th</sup> February, 2022 without the attendance of Non-Independent Directors and Members of the Management.

#### Statement of Declaration by the Independent Directors / Directors

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board of Directors, after due assessment of veracity of the declarations received from the Independent Directors to the extent possible, confirms that, Independent Directors fulfill the conditions specified in the Regulation 25(8) of the aforesaid Regulations and they are Independent of the Management.

#### Familiarization programme for Independent Directors

Independent Directors of the Company are made aware of their role, rights and responsibilities at the time of their appointment, through a formal letter of appointment, which also stipulates various terms and conditions of their engagement. All Board Members are made aware of all the latest applicable legal, regulatory and business developments/ updates as may arise from time to time.

However, the Company is in process of making detailed Familiarization programme & presentations for Independent Directors.

#### Skills matrix for the Directors

The Board of Directors of the Company comprises of members who bring in the required skills and expertise for effective functioning of the Company, the Board and its Committees. Following is the Matrix showing the core skills, expertise and competencies identified and which are available with the Board:

- Strategy and Strategic planning
- Corporate Governance

- Business Acumen
- Leadership
- Industry knowledge
- Financial Skills
- Technology
- Legal and Regulatory knowledge

#### **4. Committees of the Board**

To enable better and more focused attention on the affairs of the Company, the Board delegates particular matters to the Committees of the Directors set up for the purpose. The Committees constituted by the Board plays a very important role in the Governance structure of the Company.

Currently, Board is assisted by various Committees viz., Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee all chaired by an Independent Director.

##### **a) Audit Committee**

The composition of the Audit Committee is in alignment with provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of the Listing Regulations. The Audit Committee consists of Mr. Rajendrakumar Daga, Mr. Satishkumar Mehta and Ms. Nikita Jain as the members of the Committee. Mr. Satishkumar Mehta was Chairman of Audit Committee.

Audit Committee held total Four (4) Meetings during the Financial Year under review on 24<sup>th</sup> June, 2021, 13<sup>th</sup> August, 2021, 13<sup>th</sup> November, 2021 and 10<sup>th</sup> February, 2022. All the Committee Members were present for all the Meetings held during the year.

The Audit Committee acts as a link between the Management, the Statutory Auditors, Internal Auditors and the Board of Directors.

The Audit Committee has been vested with the following powers:

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

##### **Terms of Reference**

The terms of reference of the Audit committee include all the matters specified in Part C of Schedule II of the Listing Regulations, 2015 as well as those specified in Section 177 of the Companies Act, 2013.

##### **b) Nomination & Remuneration Committee**

The composition of the Nomination & Remuneration Committee is in alignment with provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of the Listing Regulations. The Nomination & Remuneration Committee (NRC) consists of Mr. Rajendrakumar Daga, Mr. Satishkumar Mehta and Ms. Namrata Jain as the Members of the Committee. Mr. Rajendrakumar Daga was the Chairman of the NRC.

NRC held total One (1) Meeting during the Financial Year under review on 13<sup>th</sup> August, 2021. All the Committee Members were present for the said Meeting held during the year.

##### **Terms of Reference**

The terms of reference of the Nomination & Remuneration Committee include all the matters specified in Part D (A) of Schedule II of the Listing Regulations 2015 as well as those specified in Section 178 of the Companies Act, 2013.

**Evaluation of Board Effectiveness:**

In terms of provisions of the Companies Act, 2013 read with Rules issued there under and Regulation 17(10), 19 (4) and Part D of Schedule II of Listing Regulations, 2015 the Board of Directors, on recommendation of the Nomination and Remuneration Committee, have evaluated the effectiveness of the Board.

The Board of Directors have put in place a process to formally evaluate the effectiveness of the Board, its Committees along with the performance evaluation of each Directors to be carried out on an annual basis.

The evaluation of the Directors was based on various aspects which inter alia included the level of participation in the Board Meetings, understanding of their roles and responsibilities, business of the Company along with the environment and effectiveness of their contribution.

**Details of Remuneration paid to Directors**

During the Financial Year 2021-2022 no Remuneration has been paid to any of the Directors except sitting fees to the Non – Executive Directors of the Company for attending the Meetings of the Board.

**c) Stakeholder’s Relationship Committee**

The composition of the Committee is in alignment with Stakeholder’s Relationship Committee provisions of Section 178 of the Companies Act, 2013 and Regulation 20 of the Listing Regulations. The Stakeholder’s Relationship Committee (SRC) comprises of Mr. Rajendrakumar Daga, Chairman, Mr. Satishkumar Mehta, Non-Executive Independent Director, Ms. Namrata Jain, Non-Executive Promoter Director.

Stakeholder’s Relationship Committee held One (1) Meeting during the Financial Year under review on 10<sup>th</sup> February, 2022. All the Committee Members were present for the said Meeting held during the year.

The Compliance officer can be contacted as:

Mr. Pushpendra Raikwar,  
Company Secretary & Compliance officer  
Fundviser Capital (India) Limited

Investors can register their grievances at [cs@fundvisercapital.in](mailto:cs@fundvisercapital.in).

The Company had not received any Complaint during the year. The complaints remaining unresolved at the end of the year were Nil. The number of pending share transfers was Nil.

**Terms of Reference**

The terms of reference of the Stakeholder Relationship Committee include all the matters specified in Part D (B) of Schedule II of the Listing Regulations 2015.

**5. General Body Meetings**

Details of Last Three Annual General Meetings held are as follows:

Financial Year	Venue	Date and Time	Special Resolution Passed
2018-19	At Conference Hall of Hotel Shabari ‘Sai Dwar’ Near Laxmi Industrial Estate, Oberoi Complex Road, SAB TV Lane, Andheri (West) Mumbai - 400053	Monday 30 <sup>th</sup> September, 2019	1. Resolution for Reappointment of Mr. Natwarlal Bagadia as the Director liable to retire by rotation. 2. Resolution for appointment of Mr. Rajendrakumar Ghevarchand Daga as an Independent Director to hold office for a term of four consecutive years upto 30 <sup>th</sup> September, 2023.

Financial Year	Venue	Date and Time	Special Resolution Passed
			3. Resolution for Appointment of Mr. Satishkumar Santilal Mehta as an Independent Director to hold office for a term of four consecutive years up to 30 <sup>th</sup> September, 2023. 4. Resolution for Reclassification of outgoing Promoters from 'Promoter and Promoter Group' Category to 'Public' Category.
2019-20	Held through Video conferencing / other Audio visual means	30 <sup>th</sup> September, 2020 at 2.30 P. M.	1. Appointment of Ms. Nikita Dhannalal Jain (DIN: 07163522), Director, who retires by rotation and being eligible offers herself for reappointment.
2020-21	Held through Video conferencing / other Audio visual means	30 <sup>th</sup> September, 2021 at 3.00 P. M.	Nil

During the year under report no Extra Ordinary General Meeting was held and also no resolution was passed through Postal Ballot.

## 6. Disclosures

### i. Related Party Transactions

Pursuant to Regulation 23 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 the Company has formulated a policy on dealing with material Related Party Transactions. However, the same at present is not relevant as the Company does not have any substantial Business Operations.

### ii. Statutory Compliances, Penalties & Strictures

During the Year under Report, there were no penalties or strictures imposed on the Company by the Stock Exchanges or SEBI or any Statutory Authority on any matter relating to Capital markets.

### iii. Vigil Mechanism and Whistle Blower Policy

The Company promotes ethical behavior in all its business activity and has put in place a mechanism for reporting illegal or unethical behavior. The Company has a Vigil Mechanism and Whistle Blower Policy under which the Employees are free to report violation of applicable Laws and Regulations and Code of Conduct.

### iv. Code of Conduct

Your Company has adopted a Code of Conduct for all the Employees including Board Members and Senior Management Personnel of the Company in accordance with the Listing Regulations and in accordance with provisions of Companies Act, 2013.

Code of Conduct for Prevention of Insider Trading covers all the Directors, Senior Management Personnel, Persons forming part of Promoter(s)/ Promoter Group(s) and such other designated Employees of the Company, who are expected to have access to Unpublished Price Sensitive Information relating to the Company.

The Board Members and Senior Management Personnel have affirmed compliance with the Code. A declaration to that effect is signed by Mr. Rajendrakumar Daga, Chairman of the Company which forms part of this Report.

### v. Certificate from Practicing Company Secretaries

A Certificate from M/s Ghatpande and Ghatpande Associates, Practicing Company Secretaries having Firm Registration No. P2019MH077200 and Peer Review No.: 1503/2021 has been received confirming that none of the Directors of the Company have been debarred or disqualified from being appointed or continuing as Directors of Company by the Securities and Exchange Board of India/Ministry of Corporate Affairs or any such other authority.

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

Number of Complaints filed during the Financial Year	Nil
Number of Complaints disposed of during the Financial Year	Nil
Number of Complaints pending at the end of Financial Year	Nil

**7. Particulars of Director eligible for Re-appointment**

Ms. Nikita Dhannalal Jain (DIN: 07163522), retires by rotation and being eligible offers herself for reappointment.

The brief Resume of the said Director is as follows:

Name of the Director	Ms. Nikita Dhannalal Jain
Director Identification Number	07163522
Date of Joining the Board	29/10/2018
Profile of the Director	Ms. Nikita Jain has a background of engineering and finance. She has worked as an Analyst at Goldman Sachs, where she was managing many corporate, interbank and real money FX clients
Relationship with Present Directors	None She is the Sister of Ms. Prachi Jain CEO of the Company.
No. of Shares held in the Company	Nil

**8. Means of Communication**

- Half yearly / Quarterly Results: Since the results of the Company are published in the newspapers; half yearly / Quarterly results are not sent to each household of shareholders. Normally Company publishes these results in 'The Active Times' and 'Mumbai Lakshdeep'.
- Website: [www.fundvisercapital.in](http://www.fundvisercapital.in)
- Presentation to Institutional Investors or Analysts: No presentations were made to Institutional Investors or to Analysts during the year under review.
- Management Discussion and Analysis Report: The Management Discussion and Analysis Report is a part of the Director's Report.

**9. General Shareholder Information**

AGM (Date Time and Venue)	37 <sup>th</sup> Annual General Meeting on Thursday, 29 <sup>th</sup> September, 2022 at 3.00 P. M. The Company is conducting meeting through VC / OAVM pursuant to the MCA Circular dated 5 <sup>th</sup> May, 2020 and as such there is no requirement to have a venue for the AGM.
Financial Calendar	April – March
Date of book closure	Sunday, 25 <sup>th</sup> September, 2022 to Thursday, 29 <sup>th</sup> September, 2022 (both days inclusive)
Dividend Payment Date	Not Applicable since Company has not declared any Dividend
Listing on Stock Exchanges	The Company's Shares are presently Listed on BSE Limited [Bombay Stock Exchange]
BSE Stock Code	530197
ISIN Number	INE365H01014
Market Price Data & Price performance in comparison to BSE Sensex	During the Financial Year under Report, no major transactions were recorded on the Stock Exchange at Mumbai, during the Period April, 2021 to March, 2022.
Plant Location	Nil

**10. Distribution of Shareholding & Shareholding Pattern:**

The Shareholding Pattern as of 31<sup>st</sup> March, 2022 is as follows:

Category	No. of Shares	%
Promoters & their Relatives	19,60,154	53.12
Resident Individuals & HUF	13,64,943	36.99
Mutual Funds & UTI	24,900	0.67
Private Corporate Bodies	19,218	0.52
Banks / Financial Institutions	-	-
NRIs	3,20,785	8.70
<b>TOTAL: -</b>	<b>36,90,000</b>	<b>100.00</b>

**11. Monthly High and Low quotations along with the volume of shares traded at BSE Ltd [Bombay Stock Exchange], during 2021-2022:**

Month & Year	BSE		
	High (₹)	Low (₹)	Volume (Nos.)
April, 2021	5.71	5.00	5,785
May, 2021	7.15	4.75	14,730
June, 2021	12.89	6.76	43,061
July, 2021	16.20	10.45	1,48,244
August, 2021	36.60	14.30	95,817
September, 2021	40.30	19.95	92,314
October, 2021	25.80	17.25	74,230
November, 2021	20.05	15.90	29,486
December, 2021	34.45	18.05	42,523
January, 2022	38.75	28.45	1,07,471
February, 2022	31.60	19.50	31,401
March, 2022	22.50	18.55	22,550

**12. Share Transfer Agents**

Satellite Corporate Services Private Limited  
Office No.106 & 107, Dattani Plaza,  
East West Compound, Andheri Kurla Road,  
Saklinaka- Mumbai-400072  
CIN: U65990MH1994PTC077057  
Email Id: - service@satellitecorporate.com  
Phone: - 022 28524061/62, Fax: 022 28511809

**13. Share Transfer System**

Pursuant to Regulation 40(10) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the securities can be transferred only in dematerialized form w.e.f. 1<sup>st</sup> April, 2019 (except in case of Transmission or Transposition of Securities).

**14. Categories of Shareholders as on 31<sup>st</sup> March, 2022**

Category	No. of Shareholders	Voting Strength %	No. of Shares held
Individuals& Firms	4037	35.61	13,14,127
Companies	14	0.50	18,416
FIIIs	-	-	-
OCBs and NRIs	66	8.69	3,20,785
Promoters	3	53.12	19,60,154
Mutual Funds, Banks, FIs	3	0.68	24,900
Hindu Undivided Families	28	1.40	51,618
<b>TOTAL: -</b>	<b>4,151</b>	<b>100.00</b>	<b>36,90,000</b>

**15. Distribution of Share Holdings**

No. of Equity Shares held	As on 31.03.2022			
	No. of Share holders	% of Shares holders	No. of Shares	% of Share holding
Up to- 100	2,510	60.16	1,97,389	5.35
101- 500	1,195	28.64	3,18,032	8.62
501- 1,000	231	5.54	1,92,826	5.23
1,001-2,000	103	2.47	1,62,261	4.4
2,001-3,000	68	1.63	1,71,011	4.63
3,001-4,000	11	0.26	37,584	1.02
4,001-5,000	15	0.36	68,584	1.86
5,001-10,000	21	0.5	1,59,092	4.31
10,001 and above	18	0.44	23,83,221	64.58
<b>TOTAL: -</b>	<b>4,172</b>	<b>100.00</b>	<b>36,90,000</b>	<b>100.00</b>

16. Dematerialization of Shares: 27,87,500 Shares working out to 75.54% of the total Shares have been Dematerialized up to 31<sup>st</sup> March 2022 and balance 9,02,500 shares working out to 24.46% are in physical form.

17. The Company has not issued any GDR/ ADR/ Warrants or any convertible instruments.

**18. CEO/CFO Certification**

As required under Regulation 17 (8) of Listing Regulations the CEO/CFO certificate for the Financial Year 2021-2022 signed by Ms. Prachi D. Jain, CEO, Mr. Rajendrakumar Daga, Chairman of the Company and Mr. Suresh Adav, CFO was placed before the Board of Directors of your Company at their meeting held on 20<sup>th</sup> August, 2022.

**ANNEXURE TO REPORT ON CORPORATE  
GOVERNANCE FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2022  
DECLARATION OF COMPLIANCE WITH THE CODE OF CONDUCT**

I hereby confirm that:

As provided under Clause 49 of the Listing Agreement and pursuant to Regulation 34 (3) read with Schedule V Para D of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby declare that all Board Members and senior management personnel are aware of the provisions of the code of conduct laid down by the Board. All Board members and senior management personnel have affirmed compliance with the Code of Conduct.

Place: Mumbai  
Date: 20/08/2022

**Rajendrakumar Daga**  
Chairman  
[DIN: 08234458]

**CEO/CFO CERTIFICATE UNDER REGULATIONS 17 (8) OF LISTING REGULATIONS**

The Board of Directors  
**Fundviser Capital (India) Limited**  
[Previously known as Bagadia Colourchem Limited]

We Mr. Rajendrakumar Daga, Chairman, Ms. Prachi D. Jain, CEO and Mr. Suresh Adav, CFO hereby certify to the Board of Directors that:-

- a) We have reviewed Financial Statements and Cash Flow Statement for the year and that to the best of our knowledge and belief:
  - i) That the statements do not contain any materially untrue statement or omit any material fact or contains statements that might be misleading.
  - ii) These statements together present a true and fair view of Companies affairs and are in compliance with the existing Accounting Standards, applicable Laws and Regulations.
- b) There are, to the best of our knowledge and belief, no transactions entered into by Company during the Financial Year which are fraudulent, illegal or in violation of the Company's Code of Conduct.
- c) We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditor and Audit Committee, deficiencies in the design or operations of such internal controls, if any, of which we were aware and steps we have taken or proposed to take to rectify these deficiencies.
- d) We have indicated to the Auditor and Audit Committee:
  - i) Significant change, if any, in the Internal Control over Financial Reporting during the year;
  - ii) Significant change, if any, in Accounting Policies during the year and that the same has been disclosed in the Notes to the Financial Statement; and
  - iii) Instance of significant fraud, of which we have become aware and involvement there in, if any, of the Management or Employee having a significant roles in the Company's Internal Control System over financial reporting.

Place: Mumbai  
Date: 20/08/2022

**Rajendrakumar Daga**  
Chairman

**Prachi D. Jain**  
Chief Executive Officer

**Suresh Adav**  
Chief financial Officer

**CERTIFICATE ON COMPLIANCE OF REGULATIONS OF  
CORPORATE GOVERNANCE**

To,

The Members

**Fundviser Capital (India) Limited**

[Previously known as Bagadia Colourchem Limited]

We were informed by the management that the Corporate Governance provisions as specified in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) are not applicable to the Company as the Paid up Equity Share Capital does not exceed ₹ 10/- Crs AND the Net Worth of the Company does not exceed ₹ 25/- Crs., as on the last day of the previous Financial Year. However, as an additional disclosure the Company opted for furnishing the said Report, as a good Corporate Governance practice.

We have examined the compliance of the regulations of Corporate Governance by Fundviser Capital (India) Limited [Previously known as Bagadia Colourchem Limited] ('the Company') for the Financial Year ended 31<sup>st</sup> March, 2022, as stipulated in Part C of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (' Listing Regulations').

The Compliance of regulations of Corporate Governance is the responsibility of the Management of the Company. Our examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the Regulations of Corporate Governance. It is neither an Audit nor an expression of opinion on the Financial Statements of the Company.

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

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

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**For Ghatpande & Ghatpande Associates**  
Company Secretaries

**Shekhar Ghatpande**  
Partner

FCS No. 1659/CP No. 782

FRN: P2019MH077200

Peer Review No.: 1503/2021

UDIN: F001659D000820873

Place: Pune

Date: 20/08/2022

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**  
**(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI**  
**(Listing Obligations and Disclosure Requirements) Regulations, 2015)**

To,  
The Members of  
**Fundviser Capital (India) Limited**  
(Previously known as Bagadia Colourchem Limited)  
602, Floor 6<sup>th</sup>, Plot 952/954, Orbit Plaza CHS,  
New Prabhadevi Road, Nagusayajiwadi,  
Prabhadevi Mumbai -400025

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Fundviser Capital (India) Limited having CIN L65100MH1985PLC205386 and having Registered Office at 602, Floor 6<sup>th</sup>, Plot 952/954, Orbit Plaza CHS, New Prabhadevi Road, Nagusayajiwadi, Prabhadevi Mumbai-400025 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company for the Financial Year ending on 31<sup>st</sup> March, 2022 have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on this based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

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**For Ghatpande & Ghatpande Associates**  
Company Secretaries

**Shekhar Ghatpande**

Partner

FCS No. 1659/CP No. 782

FRN: P2019MH077200

Peer Review No.: 1503/2021

UDIN: F001659D000820917

Place: Pune  
Date: 20/08/2022

# **FINANCIAL STATEMENTS**

## INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL STATEMENTS

To the Members of  
**Fundviser Capital (India) Limited**  
(Formerly Known as Bagadia Colourchem Limited)

### Opinion

We have audited the accompanying Ind AS financial statements of **Fundviser Capital (India) Limited (Formerly Known as Bagadia Colourchem Limited) ("the Company")** which comprise the Balance Sheet as at March 31, 2022, the Statement of Profit and Loss (including Other Comprehensive Income), Cash Flow Statement and the Statement of changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, and its Profit /loss, including Other Comprehensive Income, Cash Flow and the changes in equity for the year ended on that date.

### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the 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 together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon. There are no other key audit matters and we do not provide a separate opinion on these matters.

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

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

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

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

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

**Responsibility of Management for the Financial Statements**

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

In preparing the financial statements, management and Board of Director are 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.

Board of Directors is also responsible for overseeing the company's financial reporting process.

**Auditor's Responsibility for the Audit of the financial statements**

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

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

- Identify and assess the risks of material misstatement of the 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 controls.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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

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

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

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143 (3) of the Act, we report that:
  - a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose 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, the Cash Flow Statement and Statement of changes in Equity dealt with by this Report are in agreement with the books of account;
  - d. in our opinion, the aforesaid Ind AS financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - e. On the basis of written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164 (2) of the Act.
  - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**".
3. 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. The Company has disclosed the impact of pending litigations on its financial position in its Ind AS Financial Statements note No-20.
  - ii. The Company, did not have any long-term contracts including derivative contracts for which there were no material foreseeable losses;
  - iii. There were no amount which were required to be transferred to the Investor Education and Protection Fund by the Company.

- iv. (a) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (b) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds ( which are material either individually or in the aggregate) have been received by the company from any person(s) or entity(ies), including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our attention that has caused us to believe that the representations under sub-clause (a) and (b) contain any material mis-statement.
- v. The company has not paid any dividend during the year.
4. 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.

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**For JMT & Associates**  
Chartered Accountants  
Firm Registration No. 104167W

**Amar Bafna**  
(Partner)

Place: Mumbai  
Date: 27/05/2022

Membership No. 048639  
UDIN: 22048639AJTNCA2737

## “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, 2022:**

On the basis of such checks as we considered appropriate and according to the information and explanations given to us during the course of our audit, we report that

- 1) In respect of the Company's Property Plant and Equipment:
  - (a) The Company does not own any Tangible or Intangible Assets (property Plant and Equipment) and hence the clauses pertaining to maintenance of proper records showing full particulars, including quantitative details and situation of fixed assets; and physical verification are not applicable. Also the clause regarding the Title deeds in the name of company and the revaluation of any property plant and equipment is not applicable.
  - (b) No proceedings have been initiated during the year nor are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- 2) (a) The Company does not possessed inventory as on balance sheet date and hence the clause is not applicable.
  - (b) During the year, the company has not been sanctioned any working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets.
- 3) The Company has not provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, Limited Liability partnerships or any other parties. Accordingly, the provisions of clause (iii) (a) to (f) of the Order with respect to above are not applicable to the Company and hence not commented upon.
  - (a) The Company has made investments in companies, firms, Limited Liability partnerships or any other parties as under:

Aggregate amount Investments during the year	Investments (₹ In Hundreds)
Subsidiary	--
Joint venture	--
Associates (LLP firm)	1,15,490
Others (listed equities and Bonds)	2,24,991.37
Balance outstanding as at balance sheet date in respect of above case.	
Subsidiary	--
Joint venture	--
Associates (LLP firm)	75,490
Others (listed equities and Bonds)	2,41,491.37

- (b) The investments made during the year are, in our opinion prima facie not prejudicial to the company's interest;
- 4) In our opinion and according to the information and explanations given to us, the company has not granted loans, guarantees and security covered u/s 185 and 186; the investment made by the company is in compliance with the provisions of section 186 of the Companies Act, 2013.
- 5) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposits) Rules, 2014 with regard to the deposits accepted from the public are not applicable.

- 6) As informed to us, 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) According to the information and explanations given to us, in respect of statutory dues:

- (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 Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2022 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, there are no Statutory dues referred to in Sub Clause (a) that have not been deposited on account of any dispute except as mentioned below:

Sr. No.	Name of Statute	Nature of Dues	Forum where Dispute is pending	Financial Year	Amount in ₹ in hundreds
1	Customs Act 1962	Penalty	Customs Kandla	2010-11 to 2012-13	10,000

- 8) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.
- 9) a) According to the information and explanations given to us, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any Lender.
- (b) According to the information and explanations given to us, the company is not declared willful defaulter by any bank or financial institution or other lender;
- (c) According to the information and explanations given to us, the Company has not taken any Term Loan during the Year.
- (d) According to the information and explanations given to us and in our opinion, funds raised on short term basis have not been utilised for long term purposes.
- (e) The company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiary, Associate or Joint Ventures.
- (f) The company has not raised loans during the year on the pledge of securities held in any subsidiary, Associate or Joint Venture nor has defaulted in repayment of such loans.
- 10) (a) According to the information and explanation given to us, the company has not raised moneys by way of initial public offer or further public offer including debt instruments during the year.
- (b) According to the information and explanation given to us, the company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.
- 11) a) During the course of our examination of the books and records of the company, carried in accordance with auditing standard generally accepted in India, we have neither come across any instance of fraud by the company or any fraud on the Company noticed or reported during the course of our audit nor have we been informed of any such instance by the management.
- b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government during the year
- (c) According to the information and explanation given to us, there are no whistle-blower complaints received during the year by the company;
- 12) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 3 (xii) of the Order are not applicable to the Company.

- 13) In our opinion, all transactions with the related parties are 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 Indian Accounting Standards.
- 14) (a) According to the information and explanation given to us, the company has an internal audit system commensurate with the size and nature of its business;
- (b) We have considered the reports of the Internal Auditor for the period under audit.
- 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 clause 3 (xv) of the Order are not applicable to the Company.
- 16) (a) 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 clause 3 (xvi) of the Order are not applicable to the Company.
- (b) The Company has not conducted any Non-Banking Financial or Housing Finance activities.
- (c) The company is not the Core Investment company.(CIC)
- (d) There are no other CIC which are part of the Group.
- 17) The company has incurred cash losses of ₹ (In Hundreds) 3,658.12/- during the financial year. However the company has not incurred cash losses during immediately preceding financial year.
- 18) There has been no resignation of the statutory auditors during the year.
- 19) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention which causes us to believe that any material uncertainty exists as on the date of the audit report that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts upto the date of the Audit Report and we neither give any guarantee nor an assurance that all liabilities falling due within a period of one year from the balance sheet date will get discharged by the company as and when they fall due.
- 20) The provisions of section 135 of the Companies Act 2013 and the Companies (Corporate Social Responsibility) Rules 2014 in respect of CSR activities are not applicable to the company. Accordingly reporting under clause (xx) of the order is not applicable for the year.

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**For JMT & Associates**

Chartered Accountants  
Firm Registration No. 104167W

**Amar Bafna**

(Partner)

Place: Mumbai

Date: 27/05/2022

Membership No. 048639

UDIN: 22048639AJTNCA2737

**“ANNEXURE B” TO THE INDEPENDENT AUDITOR’S REPORT OF EVEN DATE ON  
THE FINANCIAL STATEMENTS OF FUNDVISER CAPITAL (INDIA) LIMITED  
(FORMERLY KNOWN AS BAGADIA COLOURCHEM 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 **Fundviser Capital (India) Limited (Formerly Known as Bagadia Colourchem Limited)** (“the Company”) as of March 31, 2022 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

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

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

**Auditors’ Responsibility**

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

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

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

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

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

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

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future 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 or for other reasons.

### **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, 2022, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

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**For JMT & Associates**  
Chartered Accountants  
Firm Registration No. 104167W

**Amar Bafna**  
(Partner)

Membership No. 048639  
UDIN: 22048639AJTNCA2737

Place: Mumbai

Date: 27/05/2022

BALANCE SHEET AS AT 31<sup>ST</sup> MARCH, 2022

Particulars	Note No.	As at 31 <sup>st</sup> March, 2022 ₹ In Hundreds	As at 31 <sup>st</sup> March, 2021 ₹ In Hundreds
<b>I. ASSETS</b>			
<b>(1) Non-Current Assets</b>			
(a) Property, Plant and Equipment		-	-
(b) Investment Properties		-	-
(c) Financial Assets			
-Investments	3	308,969	16,500
(d) Deferred Tax Assets (Net)	4	2,179	7,206
(e) Other Non current Assets	5	10,555	5,342
<b>Total Non-Current Assets</b>		<b>321,703</b>	<b>29,048</b>
<b>(2) Current Assets</b>			
<b>(a) Financial Assets</b>			
i. Cash and cash equivalents	6	296,272	414,983
ii. Other Bank balance	7	-	-
iii. Other Financial Assets	8	3,613	200,096
(b) Current Tax Assets (net)	9	1,620	-
(c) Other current Assets		-	-
<b>Total Current Assets</b>		<b>301,505</b>	<b>615,079</b>
<b>Total Assets</b>		<b>623,208</b>	<b>644,127</b>
<b>II. EQUITY AND LIABILITIES</b>			
<b>(1) Equity</b>			
(a) Equity Share Capital	10	369,000	369,000
(b) Other Equity	11	252,497	261,973
<b>Total Equity</b>		<b>621,497</b>	<b>630,973</b>
<b>(2) Liabilities</b>			
<b>Non-Current Liabilities</b>			
Provisions		-	-
<b>Total Non-Current Liabilities</b>		<b>-</b>	<b>-</b>
<b>Current Liabilities</b>			
<b>(a) Financial Liabilities</b>			
Short-term Borrowings		-	-
Trade Payables :	12		
- Outstanding dues of Micro and Small enterprises		-	-
- Outstanding dues other than Micro and Small enterprises		1,711	3,652
(b) Other Current Liabilities	13	-	2,649
(c) Provisions		-	-
(d) Current Tax Liabilities (net)	14	-	6,853
<b>Total current liabilities</b>		<b>1,711</b>	<b>13,154</b>
<b>Total</b>		<b>623,208</b>	<b>644,127</b>
See accompanying notes to the financial statements	1 to 33		

In witness & confirmation of facts  
For & on behalf of Board of Directors  
For Fundviser Capital (India) Limited  
(Formerly Known as Bagadia Colourchem Limited)

**Rajendra Kumar Daga**  
Chairman  
DIN:08234458

**Namrata K. Jain**  
Director  
DIN:07052846

**Pushendra Raikwar**  
Company Secretary  
Membership No. ACS32867

**Prachi Jain**  
CEO

**Suresh Adav**  
CFO

As per our Report attached  
**For JMT & Associates**  
Chartered Accountants  
FRN : 104167W

**Amar Bafna**  
Partner  
Membership No. 048639  
UDIN - 22048639AJTNCA2737

Place : Mumbai  
Date : 27/05/2022

**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON 31<sup>ST</sup> MARCH, 2022**

Particulars	Note No.	Current Year 2021-22 ₹ In Hundreds	Previous Year 2020-21 ₹ In Hundreds
<b>INCOME</b>			
1 Revenue from operations	15	15,096	24,063
2 Other income	16	4,703	59,732
3 <b>Total Income (1+2)</b>		19,799	83,795
<b>4 Expenses</b>			
(a) Employee benefits expense	17	10,740	10,133
(b) Finance costs	18	-	-
(c) Depreciation, amortisation and impairment		-	-
(d) Legal and professional		3,891	4,310
(e) Lease rentals		-	-
(f) Listing Fees		3,540	3,540
(g) Other expenses	19	2,637	2,007
Total expenses		20,808	19,990
5 <b>Profit / (Loss) before exceptional items and tax (3 - 4)</b>		(1,009)	63,805
6 Exceptional items		-	-
7 <b>Profit / (Loss) before tax (5 + 6)</b>		(1,009)	63,805
<b>8 Tax expense:</b>			
(a) Current tax expense for current year		-	10,160
(b) Tax expense relating to prior years		(4,572)	-
(d) Deferred tax Expense/(Income)		6,860	1,254
9 <b>Profit / (Loss) for the period after tax (7 + 8)</b>		(3,297)	52,391
<b>10 Other comprehensive income:</b>			
i. Items that will not be reclassified to Statement of Profit and Loss		-	-
ii. Income tax relating to items that will not be reclassified to Statement of Profit and Loss		-	-
iii. Items that will be reclassified to Statement of Profit and Loss		(8,012)	-
iv. Income tax relating to items that will be reclassified to Statement of Profit and Loss		1,833	-
11 <b>Total comprehensive income for the year (9 + 10)</b>		(9,476)	52,391
12 <b>Earnings per share (of ₹ 10/- each): Basic &amp; Diluted</b>	23	(0.09)	1.42
See accompanying notes to the financial statements	1 to 33		

In witness & confirmation of facts  
For & on behalf of Board of Directors  
For Fundviser Capital (India) Limited  
(Formerly Known as Bagadia Colourchem Limited)

**Rajendra Kumar Daga**  
Chairman  
DIN:08234458

**Namrata K. Jain**  
Director  
DIN:07052846

**Pushpendra Raikwar**  
Company Secretary  
Membership No. ACS32867

As per our Report attached  
**For JMT & Associates**  
Chartered Accountants  
FRN : 104167W

**Amar Bafna**  
Partner  
Membership No. 048639  
UDIN - 22048639AJTNCA2737

**Prachi Jain**  
CEO

**Suresh Adav**  
CFO

Place : Mumbai  
Date : 27/05/2022

**CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31<sup>ST</sup> MARCH, 2022**

Particulars	Current Year 31 <sup>st</sup> March, 2022 ₹ In Hundreds	Previous Year 31 <sup>st</sup> March, 2021 ₹ In Hundreds
<b>A. Cash Flow from Operating Activities</b>		
Net profit before tax from continueing operation	(1,009)	63,805
<u>Adjusted for</u>		
Depreciation and amortisation	-	-
Profit on sale of Investments	-	(58,346)
Interest income	(16,045)	(25,012)
Dividend income	(1,105)	-
<b>Operating profit / (loss) before working capital changes</b>	<b>(18,159)</b>	<b>(19,553)</b>
<u>Changes in working capital:</u>		
Other Non current assets	758	-
Other current assets	-	-
Other Financial assets	196,482	(186,489)
Trade payables	(1,941)	(1,706)
Other current liabilities	(2,649)	(12,488)
Short-term provisions	-	-
Long-term provisions	-	-
<b>Cash generated from operations</b>	<b>174,490</b>	<b>(220,235)</b>
Net income tax (paid) / refunds	(9,870)	(3,307)
<b>Net cash flow from / (used in) operating activities (A)</b>	<b>164,620</b>	<b>(223,543)</b>
<b>B Cash flow from investing activities</b>		
Sale of Fixed Assets	-	-
Purchase / Sale/redemption of Investments (net)	(300,481)	-
Purchase / sale of Investment Property	-	189,934
Interest received	16,045	25,012
Dividend received	1,105	-
<b>Net cash flow from / (used in) investing activities (B)</b>	<b>(283,331)</b>	<b>214,946</b>
<b>C Cash flow from financing activities</b>		
Addition / (Repayment) of short-term borrowings	-	-
Finance cost	-	-
<b>Net cash flow from / (used in) financing activities (C)</b>	<b>-</b>	<b>-</b>
<b>Net increase / (decrease) in Cash and cash equivalents (A+B+C)</b>	<b>(118,711)</b>	<b>(8,597)</b>
Cash and cash equivalents at the beginning of the year	414,983	423,580
<b>Cash and cash equivalents at the end of the year</b>	<b>296,272</b>	<b>414,983</b>

Particulars	Current Year 31 <sup>st</sup> March, 2022 ₹ In Hundreds	Previous Year 31 <sup>st</sup> March, 2021 ₹ In Hundreds
<b>Cash and cash equivalents Comprises of</b>		
(a) Cash on hand	4,276	4,921
(b) Balances with banks	291,996	410,062
<b>Cash and cash equivalents</b>	<b>296,272</b>	<b>414,983</b>

In witness & confirmation of facts  
For & on behalf of Board of Directors  
For Fundviser Capital (India) Limited  
(Formerly Known as Bagadia Colourchem Limited)

As per our report of even date  
**For JMT & Associates**  
Chartered Accountants  
FRN : 104167W

**Rajendra Kumar Daga**  
Chairman  
DIN:08234458

**Namrata K. Jain**  
Director  
DIN:07052846

**Pushendra Raikwar**  
Company Secretary  
Membership No. ACS32867

**Amar Bafna**  
Partner  
Membership No. 048639  
UDIN - 22048639AJTNCA2737

**Prachi Jain**  
CEO

**Suresh Adav**  
CFO

Place : Mumbai  
Date : 27/05/2022

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2022

## A Equity share capital

(1) Current reoprtng period- 31<sup>st</sup> March 2022

₹ In Hundreds				
Balance at the Begning of the Current reporting period	Changes in equity share capital due to prior period error	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
369,000	-	-	-	369,000

(2) Previous reoprtng period- 31<sup>st</sup> March 2021

Balance at the Begning of the Current reporting period	Changes in equity share capital due to prior period error	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
369,000	-	-	-	369,000

## B Other Equity

	Reserves & Surplus		Surplus P & L	Total
	Capital Reserve	General Reserve		
<b>As at 1 April, 2020</b>	<b>40,000</b>	<b>23,134</b>	<b>146,447</b>	<b>209,582</b>
Profit for the Year	-	-	52,391	52,391
Items of other comprehensive income, Net of tax	-	-	-	-
Dividend paid (Including Dividend Tax)	-	-	-	-
<b>As at 1 April, 2021</b>	<b>40,000</b>	<b>23,134</b>	<b>198,839</b>	<b>261,973</b>
Profit for the Year	-	-	(3,297)	(3,297)
Items of other comprehensive income, Net of tax	-	-	(6,180)	(6,180)
Dividend paid (Including Dividend Tax)	-	-	-	-
<b>As at 31 March, 2022</b>	<b>40,000</b>	<b>23,134</b>	<b>189,362</b>	<b>252,497</b>

As per our report of even date

In witness & confirmation of facts  
For & on behalf of Board of Directors  
For Fundviser Capital (India) Limited  
(Formerly Known as Bagadia Colourchem Limited)

**Rajendra Kumar Daga**  
Chairman  
DIN:08234458

**Namrata K. Jain**  
Director  
DIN:07052846

**Prachi Jain**  
CEO

**Pushpendra Raikwar**  
Company Secretary  
Membership No. ACS32867

**Suresh Adav**  
CFO

As per our Report attached  
**For JMT & Associates**  
Chartered Accountants  
FRN : 104167W

**Amar Bafna**  
Partner  
Membership No. 048639  
UDIN - 22048639AJTNCA2737

Place : Mumbai  
Date : 27/05/2022

## **NOTES TO AND FORMING PART OF THE BALANCE SHEET AS AT AND THE PROFIT & LOSS STATEMENT FOR THE YEAR ENDED ON 31<sup>ST</sup> MARCH, 2022**

### **1 Corporate Information**

Fundviser Capital (India) Limited formerly Bagadia Colourchem Limited ( CIN : L65100MH1985PLC205386) is a Public Limited Company listed on BSE Limited.

The Company earlier was in the field of manufacturing of dye intermediates. During the financial year 2015-16 The Company sold its manufacturing facilities at MIDC, Mahad, Maharashtra and has changed its Object in Memorandum of Association for Investment & Finance business activities.

### **2 Presentation and Preparation of Financial statements**

#### **2.1 Statement of Compliance and Basis of Preparation**

- a These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS), notified under section 133 of the Companies Act, 2013 read with Rule 3 of the Companies ( Indian Accounting Standards) Rules, 2015, under the historical cost convention on accrual basis, except for certain financial instruments, which are measured at fair values, as specified at places of respective categories
- b Accounting policies not specifically referred to otherwise are consistent with the generally accepted accounting principles followed by the Company.
- c All the assets and liabilities have been classified as current or non current as per the Company's normal operating cycle and other criteria set out in the IND AS Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalent, the Company has ascertained its operating cycle to be twelve months for the purpose of current – non-current classification of assets and liabilities.
- d The preparation of financial statements requires estimates and assumption to be made that effect the reported amount of assets and liabilities on the date of financial statements and the reported amount of revenue and expenses during the reporting period .The Difference between the actual and estimate are recognized in the period in which results are known/materialized.
- e The financial statements of the Company have been prepared on a going concern basis.

#### **SIGNIFICANT ACCOUNTING POLICIES**

#### **2.2 Property, plant and equipment**

- a Tangible Assets are stated at cost of acquisition or cost of construction less depreciation. All costs, relating to the acquisition and installation of fixed assets have been capitalised and include financing costs relating to borrowed funds upto the date the assets are ready and put to use. However there are no tangible assets owned by the company as on closing date of balance sheet.
- b There are no intangible assets.
- c Profit/Losses arising from the retirement of and gains & losses arising from disposal of fixed assets, which are carried at cost, are recognized in the statement of profit & loss.
- d Depreciation & Amortisation

Depreciation on fixed assets is provided on Straight-Line-Method (SLM) over their useful life in the manner as specified in the Companies Act, 2013.

Depreciation on assets added/ disposed off during the year has been provided on pro-rata basis with reference to the days of addition/ disposal.

No Depreciation is charged during the year in absence of Fixed Assets

**2.3 Investment Properties**

Investment Property is measured initially at cost, including transaction costs.

**2.4 Foreign Currency Transactions**

(i) Functional currency and presentation currency :

The functional currency of the Company is the Indian rupee. These financial statements are presented in Indian rupees, which is the Company's functional and presentation currency.

(ii) Transactions and balances

Transactions denominated in foreign currencies are translated into the functional currency at the exchange rates prevailing at the time of the transaction. Foreign exchange gains and losses resulting from the settlement of such transactions and from Monetary assets and liabilities in foreign currency, outstanding at the end of the year are converted into Indian currency at the rate prevailing on the Balance Sheet date. Resulting gain or loss is recognized in statement of profit or loss.

At the reporting date, non-monetary items which are carried in terms of historical cost denominated in foreign currency are reported using the exchange rate at the date of transaction

**2.5 Investments**

Investments that are readily realizable and are intended to be held for not more than one year from the date, on which such investments are made, are classified as current investments. All the other investments are classified as Non current investments. Current investments and Non Current Investments are carried at Fair Market Value / Net realizable value at the Balance sheet date.

**2.6 Impairment of Assets**

Assessment is done at each Balance Sheet date as to whether there is any indication that a tangible asset may be impaired. For the purpose of assessing impairment, the smallest identifiable group of asset that generates cash inflows from continuing use that are largely independent of the cash inflow from other assets or groups of assets, is considered as a cash generating unit. If any such indication exists, an estimate of the recoverable amount of the asset/cash generating unit is made.

Assets whose carrying value exceeds their recoverable amount are written down to the recoverable amount. Recoverable amount is higher of an asset's or cash generating unit's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an assets and from its disposal at the end of its useful life. Assessment is also done at each Balance Sheet date as to whether there is any indication that an impairment loss recognized for an asset in prior accounting periods may no longer exist or may have decreased.

**2.7 Recognition of Income & Expenditure**

- a Revenue/ Incomes and Costs/ Expenditure are generally accounted on accrual, as they are earned or incurred.
- b Interest income is accounted on accrual basis.
- c Dividend income is accounted for when the right to receive it is established.

**2.8 Employee Benefits****a) Defined Benefit Plan****1 Gratuity**

The number of Employees employed is less than the threshold limit and therefore provision for Gratuity is not applicable as on the end of the year.

**2 Leave Salary / Wages**

No leave is accumulated beyond one year. Provision is made for leave accumulated at the end of every year and is paid in the immediate next year.

**3 Bonus**

Bonus is part of employee costs and is paid during the year.

**b) Defined Contribution Plan**

The Company incurs no expenditure under any defined contribution plan.

**2.9 Segment Reporting**

The Company has deployed major funds in the Investment in Equity and deposits yielding Interest income. Accordingly it is operating its business in single segment.

**2.10 Leases**

Leases in which a significant portion and rewards of ownership are not transferred to the company as lessee are classified as operating leases. Lease Rentals for assets taken on operating lease are recognized as under expenses in Profit and Loss Account over the lease term on accrual basis. The same have ceased to exist during the year.

**2.11 Taxes on Income**

Tax expense for the year comprises of current tax and deferred tax. Current taxes are measured at the amounts expected to be paid using the applicable tax rates and tax laws. Deferred tax assets and liabilities are measured using tax rates and tax laws that have been or substantively enacted as of balance sheet date. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in the profit and loss account in the year of change. Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statements carrying amounts of existing assets and liabilities and their respective tax bases and operating loss carry forwards.

**2.12 Provisions and Contingencies****a Provision**

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

**b Contingent liabilities**

Contingent liabilities are disclosed when there is a possible obligation arising from the past events, the existence of which will be confirmed only on the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arises from past events where it is either not portable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made

**2.13 Borrowing Cost**

Borrowing cost incurred in relation to the acquisition, construction of assets are capitalized as the part of cost of such assets up to date which such assets are ready for intended use. Other borrowing costs are charged as an expense to the Profit and loss.

**2.14 Cash and Cash Equivalents**

In the Cash flow statement, cash and cash equivalents include cash on hand, demand deposits with bank, other short term highly liquid investments with original maturity of three months or less.

**2.15 Earnings per share**

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by weighted average number of equity shares outstanding during the period. The Weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for the events, such as bonus shares, other than conversion of potential equity share that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity share holders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

**2.16 Financial Instruments**

A financial instrument is a contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

**2.15 A Financial Assets****i) Classification**

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

- a) at fair value either through other comprehensive income (FVOCI) or through profit and loss (FVTPL); and
- b) at amortised cost.

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

Gains and losses will either be recorded in the statement of profit and loss or other comprehensive income for assets measured at fair value.

For investments in equity instruments, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value or through other comprehensive income or profit and loss.

**ii) Measurement**

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

**a Equity instruments**

The Company measures all equity investments at fair value. The Company's management has opted to present fair value gains and losses on equity investments through Other Comprehensive Income. Dividends from such investments are recognised in the statement of profit and loss as other income when the Company's right to receive payments is established. Changes in the fair value of financial assets at fair value through Other Comprehensive Income are recognised in other comprehensive income section in the statement of profit and loss.

**iii) Impairment of financial assets**

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

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

**iv) Derecognition of financial assets**

A financial asset is derecognised only when

- a) The Company has transferred the rights to receive cash flows from the financial asset. Or
- b) Retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

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

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

**v) Income Recognition****a Interest income**

Interest income from debt instruments is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses

**b Dividend income**

Dividends are recognised in the statement of profit and loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Company, and the amount of the dividend can be measured reliably

**vi) Cash and cash equivalents**

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

**2.16 B Financial Liabilities****i) Measurement**

Financial liabilities are initially recognised at fair value, reduced by transaction costs (in case of financial liabilities not recorded at fair value through profit and loss), that are directly attributable to the issue of financial liability. All financial liabilities are subsequently measured at amortised cost

using effective interest method. Under the effective interest method, future cash outflow are exactly discounted to the initial recognition value using the effective interest rate, over the expected life of the financial liability, or, where appropriate, a shorter period. At the time of initial recognition, there is no financial liability irrevocably designated as measured at fair value through profit and loss

**ii) Derecognition**

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss

**iii) Trade and other payables**

These amounts represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid as per payment terms

**Offsetting financial instruments**

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

**2.17A Critical estimates and judgments**

In the application of the company's accounting policies, which are described in note 1 (d), the management is required to make judgment, estimates, and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other process. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future period if the revision affects both current and future period.

The following are the critical estimates and judgments that have the significant effect on the amounts recognised in the financial statements.

**i) Estimation of current tax expense and deferred tax**

The calculation of the company's tax charge necessarily involves a degree of estimation and judgment in respect of certain items whose tax treatment cannot be finally determined until resolution has been reached with the relevant tax authority or, as appropriate, through a formal legal process. Significant judgments are involved in determining the provision for income taxes, including amount expected to be paid/recovered for uncertain tax positions. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the current and deferred income tax in the period in which such determination is made.

**Recognition of deferred tax assets / liabilities**

The recognition of deferred tax assets is based upon whether it is probable that sufficient and suitable taxable profits will be available in the future against which the reversal of temporary differences can be deducted. To determine the future taxable profits, reference is made to the

approved budgets of the company. Where the temporary differences are related to losses, local tax law is considered to determine the availability of the losses to offset against the future taxable profits as well as whether there is convincing evidence that sufficient taxable profit will be available against which the unused tax losses or unused tax credits can be utilised by the company. Significant items on which the Company has exercised accounting judgment include recognition of deferred tax assets in respect of losses. The amounts recognised in the financial statements in respect of each matter are derived from the Company's best estimation and judgment as described above.

**ii) Estimation of Provisions and Contingent Liabilities**

The company exercises judgment in measuring and recognising provisions and the exposures to contingent liabilities, which is related to pending litigation or other outstanding claims. Judgment is necessary in assessing the likelihood that a pending claim will succeed, or a liability will arise, and to quantify the possible range of the financial settlement.

Because of the inherent uncertainty in this evaluation process, actual liability may be different from the originally estimated as provision. Although there can be no assurance of the final outcome of the legal proceedings in which the company is involved, it is not expected that such contingencies will have a material effect on its financial position or profitability.

**iii) Estimation of useful life of Property, Plant and Equipment, Intangible assets, Investment properties**

Property, Plant and Equipment, Intangible assets, Investment properties represent a significant proportion of the asset base of the company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of company's assets are determined by management at the time the asset is acquired and reviewed periodically, including at each financial year end. The useful lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology.

**iv) Estimated fair value of Financial Instruments**

The fair value of financial instruments that are not traded in an active market is determined using valuation techniques. The Management uses its judgment to select a variety of methods and make assumptions that are mainly based on market conditions existing at the end of each reporting period.

**v) Impairment of Trade Receivable**

The impairment provisions for trade receivable are based on assumptions about risk of default and expected loss rates. The company uses judgment in making these assumptions and selecting the inputs to the impairment calculation, based on the company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

**Notes on Financial Statements**
**3 Non-Current Investment**

Particulars	As at 31 <sup>st</sup> March, 2022 ₹ In Hundreds	As at 31 <sup>st</sup> March, 2021 ₹ In Hundreds
Non Trade Quoted (At FVOCI)		
Investment in Equity Shares		
3000 shares of Aarvi Encon Ltd of face value ₹ 10 fully paid up	3,477	-
1000 Shares of Aditya Birla Capital face value ₹ 10 fully paid up	1,077	-
100 Shares of Apollo Tricoat Tubes Ltd face value ₹ 2 fully paid up	856	-
17500 Bank of India face value ₹ 10 fully paid up	8,024	-
50 Bharat Forge Ltd face value ₹ 2 fully paid up	350	-
100 Bosch Limited face value ₹ 10 fully paid up	14,439	-
25000 Central Bank of India face value ₹ 10 fully paid up	4,588	-
1000 Century Textiles & Industries Ltd face value ₹ 10 fully paid up	8,546	-
5000 Den Networks Limited face value ₹ 10 fully paid up	1,845	-
200 Dr Lal Path Lab face value ₹ 10 fully paid up	5,221	-
5000 Equitas Holdings Ltd face value ₹ 10 fully paid up	5,325	-
500 Everest Organics Ltd face value ₹ 10 fully paid up	869	-
500 Fermenta Biotech Ltd face value ₹ 5 fully paid up	617	-
10000 Hathway Cable & Datacom Ltd face value ₹ 2 fully paid up	1,725	-
500 HCL Technologies Ltd face value ₹ 2 fully paid up	5,819	-
100 HDFC face value ₹ 2 fully paid up	2,390	-
500 HDFC Life Insurance Co Ltd face value ₹ 10 fully paid up	2,691	-
1300 Hemisphere Properties India Ltd face value ₹ 10 fully paid up	1,487	-
250 Hindustan Aeronautics Ltd face value ₹ 10 fully paid up	3,712	-
500 ICICI General Insurance Co Ltd face value ₹ 10 fully paid up	6,642	-
10000 IDBI Bank Ltd face value ₹ 10 fully paid up	4,280	-
5000 IDFC First Bank Ltd face value ₹ 10 fully paid up	1,985	-
1500 Indian Energy Exchange Ltd face value ₹ 1 fully paid up	3,371	-
500 Indostar Capital Finance Ltd face value ₹ 10 fully paid up	1,056	-
500 ION Exchange (India) Ltd face value ₹ 10 fully paid up	8,316	-
6000 ITC Limited face value ₹ 1 fully paid up	15,039	-
200 Johnson Controls Hitachi India Ltd face value ₹ 10 fully paid up	3,542	-
500 Jyothy Laboratories Ltd face value ₹ 1 fully paid up	737	-
200 Kotak Mahindra Bank face value ₹ 5 fully paid up	3,508	-
2000 Mahindra & Mahindra Ltd face value ₹ 5 fully paid up	16,131	-
1500 Max Healthcare Institute Ltd face value ₹ 10 fully paid up	5,215	-
2500 NTPC Limited face value ₹ 10 fully paid up	3,375	-

Particulars	As at	As at
	31 <sup>st</sup> March, 2022 ₹ In Hundreds	31 <sup>st</sup> March, 2021 ₹ In Hundreds
1000 Polycab India Ltd face value ₹ 10 fully paid up	23,644	-
500 Railtel Corporation of India Ltd face value ₹ 10 fully paid up	421	-
500 Security & Intelligence Services Ltd face value ₹ 5 fully paid up	2,425	-
150 Siemens Ltd face value ₹ 2 fully paid up	3,552	-
250 Solara Active Pharma Sciences Ltd face value ₹ 10 fully paid up	1,665	-
1000 Syngene International Ltd face value ₹ 10 fully paid up	5,976	-
1000 Tata Consumer Products Ltd face value ₹ 1 fully paid up	7,774	-
300 TCS face value ₹ 1 fully paid up	11,220	-
5000 Thomas Cook (India) Ltd face value ₹ 1 fully paid up	3,430	-
600 Whirlpool of India Ltd face value ₹ 10 fully paid up	9,437	-
200 Wipro Limited face value ₹ 2 fully paid up	1,183	-
<b>Non trade / Unquoted (At Amortised Cost)</b>		
165 Rural Electrification Corporation Ltd of FV 10000 each	16,500	16,500
<b>Other Investments (at cost)</b>		
Fixed Capital in Landcare Associates LLP	490	-
Current Capital in Landcare Associates LLP	75,000	-
<b>Total</b>	<b>308,969</b>	<b>16,500</b>
Total Cost of Quoted Investments	224,991	-
Total Fair market Value of Quoted Investments	216,979	-
Total amount of unquoted Investments	91,990	16,500

#### 4 Deferred Tax Assets-Net

Particulars	As at	As at
	31 <sup>st</sup> March, 2022 ₹ In Hundreds	31 <sup>st</sup> March, 2021 ₹ In Hundreds
a Tax effect of items constituting deferred tax liability		
(i) Depreciation	-	-
(ii) Valuation of Investments	-	-
b Tax effect of items constituting deferred tax assets		
(i) Gratuity	-	-
(ii) Valuation of Investments	1,833	
(iii) Business Loss	346	7,206
<b>Total</b>	<b>2,179</b>	<b>7,206</b>

**4.1 Movement in deferred Tax assets/ liabilities and recognition in Statement of Profit and loss**

Particulars	As at 31 <sup>st</sup> March, 2022 ₹ In Hundreds	As at 31 <sup>st</sup> March, 2021 ₹ In Hundreds
a Tax effect of items charged to statement of Profit and loss		
(i) Depreciation	-	-
(ii) Valuation of Investments	-	-
(i) Gratuity	-	-
(ii) Business Loss	(6,860)	1,254
b Tax effect of items charged to Other Comprehensive Income	1,833	-
Net deferred tax asset/(liability) recognised in Statement of Profit and Loss / other Comprehensive Income	<u>(5,027)</u>	<u>1,254</u>

**5 Other Non Current Assets**

Particulars	As at 31 <sup>st</sup> March, 2022 ₹ In Hundreds	As at 31 <sup>st</sup> March, 2021 ₹ In Hundreds
Claims Receivables from Authorities	10,555	5,342
Prepaid expenses	-	-
<b>Total</b>	<u>10,555</u>	<u>5,342</u>

**6 Cash and Cash Equivalents**

Particulars	As at 31 <sup>st</sup> March, 2022 ₹ In Hundreds	As at 31 <sup>st</sup> March, 2021 ₹ In Hundreds
a Cash on hand	4,276	4,921
b Balances with banks		
(i) In SBI	62,681	1,062
(ii) In HDFC Bank	689	600
(iii) BOB, Pune	109	109
(iv) Deposits with maturity of more than 3 months but less than 12 months	228,517	408,291
<b>Total</b>	<u>296,272</u>	<u>414,983</u>

**7 Other Bank Balances**

Particulars	As at 31 <sup>st</sup> March, 2022 ₹ In Hundreds	As at 31 <sup>st</sup> March, 2021 ₹ In Hundreds
(i) Deposits with maturity of more than 3 months but less than 12 months	-	-
(ii) Deposits with maturity of more than 12 months	-	-
(ii) Deposits held as margin money	-	-
	<u>-</u>	<u>-</u>

**8 Other Financial Assets**

Particulars	As at 31 <sup>st</sup> March, 2022 ₹ In Hundreds	As at 31 <sup>st</sup> March, 2021 ₹ In Hundreds
Unsecured, considered good		
Interest accrued but not due	3,613	12,521
Other Receivables	-	187,575
<b>Total</b>	<b>3,613</b>	<b>200,096</b>

**9 Current Tax Assets (net)**

Particulars	As at 31 <sup>st</sup> March, 2022 ₹ In Hundreds	As at 31 <sup>st</sup> March, 2021 ₹ In Hundreds
Tax paid in advance (net of Provision)	1,620	-
<b>Total</b>	<b>1,620</b>	<b>-</b>

**10 Equity Share Capital**

10.1 Particulars	As at 31 <sup>st</sup> March, 2022 ₹ In Hundreds	As at 31 <sup>st</sup> March, 2021 ₹ In Hundreds
Authorised		
3750000 Equity Shares of ₹ 10 each	375,000	375,000
Issued, Subscribed & Fully Paid Up		
3690000 Equity Shares of ₹ 10 Each	369,000	369,000
<b>Total</b>	<b>369,000</b>	<b>369,000</b>

Out of the above, 180,000 (Previous year 180,000) Equity Shares of ₹ 10/- each were allotted as fully paid bonus Shares by capitalisation of profits.

**10.2 The reconciliation of the number of Shares outstanding is set out below:**

Particulars	As at 31 <sup>st</sup> March, 2022 Numbers	As at 31 <sup>st</sup> March, 2021 Numbers
<b>Equity Shares</b>		
Shares outstanding at the beginning of the year	3,690,000	3,690,000
Shares Issued during the year		-
Shares bought back during the year		-
Shares outstanding at the end of the year	<b>3,690,000</b>	<b>3,690,000</b>

- 10.3** The Company has only one class of Shares referred to as Equity Shares having a par value of ₹ 10/- each. Each holder of Equity Shares is entitled to one vote per share.
- 10.4** In case any dividend is declared and paid it is done in Indian rupees. The dividend proposed, if any, by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.
- 10.5** The Company has not declared or paid any dividend during the year or in respect of the year ended on 31 March 2022
- 10.6** In the event of liquidation of the Company, the holders of Equity Shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts. However, no such preferential amounts exist currently. The distribution will be in proportion to the number of Equity Shares held by the shareholders.
- 10.7** The Company is neither a Holding Company nor a Subsidiary Company of any other Company.
- 10.8** The details of shareholder holding more than 5% Shares are set out below :

Name of the Shareholder	As at 31 <sup>st</sup> March, 2022		As at 31 <sup>st</sup> March, 2021	
	No. of Shares held	% of Shares held	No. of Shares held	% of Shares held
Equity Shares				
Prachi Dhanalal Jain	670,331	18.17	670,331	18.17
Namrata Kapil Jain	670,273	18.16	670,273	18.16
Sureshchand Chhotelal Jain (HUF)	619,550	16.79	619,550	16.79

**10.9** Details of Shares held by Promoters of the Company

Promotor Name	No. Of shares Held	% of Total shares	No. Of shares Held	% of capital	% Change During the Year
	As at March' 2022		As at March' 2021		
Prachi Dhanalal Jain	670,331	18.17	670,331	18.17	-
Namrata Kapil Jain	670,273	18.16	670,273	18.16	-
Sureshchand Chhotelal Jain (HUF)	619,550	16.79	619,550	16.79	-

**11** Other Equity

Particulars	As at 31 <sup>st</sup> March, 2022	As at 31 <sup>st</sup> March, 2021
	₹ In Hundreds	₹ In Hundreds
a Capital Reserve	40,000	40,000
b General Reserve		
Opening Balance	23,134	23,134
<b>Total</b>	<b>23,134</b>	<b>23,134</b>
c Surplus- Opening Balance	198,839	146,447
Add: Net profit after tax transferred from Statement of Profit and Loss	(3,297)	52,391
Add: Other Comprehensive Income	(6,180)	-
Amount available for appropriation	189,362	198,839
<b>Grand Total</b>	<b>252,497</b>	<b>261,973</b>

**12 Trade Payables**

Particulars	As at	As at
	31 <sup>st</sup> March, 2022 ₹ In Hundreds	31 <sup>st</sup> March, 2021 ₹ In Hundreds
(A) total outstanding dues of micro enterprises and small enterprises; and	-	-
(B) total outstanding dues of creditors other than micro enterprises and small enterprises.	1,711	3,652
<b>Total</b>	<b>1,711</b>	<b>3,652</b>

**12.1** The company does not have any dealings with any enterprise under the Micro, Small and Medium Enterprises Development Act, 2006 and this information is given based on intimation from suppliers regarding their status under the said MSMED Act.

**THE DISCLOSURES PURSUANT TO THE SAID MSMED ACT ARE AS FOLLOWS :**

Micro and small enterprises	2022	2021
a) dues remainin unpaid at the end of accounting year		
- principal	-	-
- interest on above	-	-
b) Interest paid as per section 16 of MSMED act along with payments beyond the apponted day during the year		
- principal paid beyond the aponted day	-	-
- interest paid as above	-	-
c) Interest due and payable for delay of amount paid beyond appointed day during the year	-	-
d) further interest due and payable in the subsiding year untill such date when amount is actualy paid	-	-
e) amount of interest accrued and remainig unpaid	-	-
<b>Medium enterprises</b>	<b>2022</b>	<b>2021</b>
a) dues remainin unpaid at the end of accounting year		
- principal	-	-
- interest on above	-	-
b) Interest paid as per section 16 of MSMED act along with payments beyond the apponted day during the year		
- principal paid beyond the aponted day	-	-
- interest paid as above	-	-
c) Interest due and payable for delay of amount paid beyond appointed day during the year	-	-
d) further interest due and payable in the subsiding year untill such date when amount is actualy paid	-	-
e) amount of interest accrued and remainig unpaid	-	-

**12.2 ADDITIONAL INFORMATION ON TRADE PAYABLES.**
**AS ON 31ST MARCH 2022.**

₹ In Hundreds

Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-	-	-
(ii) Others	-	1,711	-	-	-	-	1,711
(iii) Disputed Dues - MSME	-	-	-	-	-	-	-
(iv) Disputed Dues - Others	-	-	-	-	-	-	-

**AS ON 31ST MARCH 2021**

₹ In Hundreds

Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
(i) MSME	-	-	-	-	-	-	-
(ii) Others	-	3,652	-	-	-	-	3,652
(iii) Disputed Dues - MSME	-	-	-	-	-	-	-
(iv) Disputed Dues - Others	-	-	-	-	-	-	-

**13 Other Current Liabilities**

Particulars	As at	As at
	31 <sup>st</sup> March, 2022 ₹ In Hundreds	31 <sup>st</sup> March, 2021 ₹ In Hundreds
<b>Other payables</b>		
(i) Statutory Payments	-	-
(ii) Other payables	-	2,649
<b>Total</b>	<u>-</u>	<u>2,649</u>

**14.1 Details of Current tax provisions**

Provision for tax for the year	-	10,160
Taxes paid in Advance	-	(3,307)
Net provision / (refund claim)	<u>-</u>	<u>6,853</u>

## 14.2 Reconciliation of effective tax rate

Particulars	As at 31 <sup>st</sup> March, 2022 ₹ In Hundreds	As at 31 <sup>st</sup> March, 2021 ₹ In Hundreds
Profit before tax	(1,009)	63,805
Tax at domestic tax rate 26%	(262)	16,589
<b>Tax effect of:</b>		
Income tax at different rate	82	(5,212)
tax exempt income	-	-
Loss setoff	180	(1,426)
provisions for interest	-	208
Provision recognised for the year	<b>(0)</b>	<b>10,161</b>

## 15 Revenue From Operations

Particulars	Current Year 2021-22 ₹ In Hundreds	Previous Year 2020-21 ₹ In Hundreds
Interest on Fixed Deposit with Bank	15,096	24,063
<b>Total</b>	<b>15,096</b>	<b>24,063</b>

## 16 Other income

Particulars	Current Year 2021-22 ₹ In Hundreds	Previous Year 2020-21 ₹ In Hundreds
Interest income	949	949
Dividend income: from long-term investments	1,105	-
Sundry Balance Written back	2,649	437
Net gain on sale of Investments	-	58,346
<b>Total</b>	<b>4,703</b>	<b>59,732</b>

## 17 Employee benefits expense

Particulars	Current Year 2021-22 ₹ In Hundreds	Previous Year 2020-21 ₹ In Hundreds
Managerial Remuneration	3,000	3,000
Salaries Wages and Bonus	7,740	7,133
	-	-
<b>Total</b>	<b>10,740</b>	<b>10,133</b>

**18 Finance cost**

Particulars	Current Year 2021-22 ₹ In Hundreds	Previous Year 2020-21 ₹ In Hundreds
(i) Interest on bank OD	-	-
(ii) Interest on other delayed payments	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

**19 Other Expenses**

Particulars	Current Year 2021-22 ₹ In Hundreds	Previous Year 2020-21 ₹ In Hundreds
Demat Charges	316	-
Sundry Balance Writthen Back	70	-
Director Sitting Fees	250	460
Computer Exp	120	-
Penalties	-	24
Miscellaneous expenses	127	86
Office Expenses	1,000	702
Travelling and conveyance	-	113
Payments to Auditors (Refer Note (i) below)	544	472
Printing and stationery	210	150
<b>Total</b>	<b>2,637</b>	<b>2,007</b>

(i) Payments to the auditors comprises

As auditors - statutory audit

544                      472

For other services

-                              -

**Total**

**544                      472**

**20 Details of Contingent Liability**

Particulars	Current Year 2021-22 ₹ In Hundreds	Previous Year 2020-21 ₹ In Hundreds
Penalty raised by Customs department under dispute	10,000	10,000
<b>Total</b>	<b>10,000</b>	<b>10,000</b>

21 Particulars	Current Year 2021-22 ₹ In Hundreds	Previous Year 2020-21 ₹ In Hundreds
<b>a Expenditure in Foreign Currency</b>		
Travelling & Exhibition Expenses	-	-
<b>Total</b>	-	-
<b>b Earnings in foreign exchange</b>	-	-
<b>Total</b>	-	-

## 22 Related Party Disclosure

### A. Names of Related Parties and Description of Relationship with whom there were transaction during the year. :

Directors, Key Management Personnel

- a) Mr Natwarlal R. Bagadia, Director (up to 10/11/2020)
- b) Miss Prachi D Jain, Chief Executive Officer;
- c) Mrs. Namrata Jain, Director
- d) Miss Nikita Jain, Director
- e) Mr. Rajendra Kumar Daga, Chairman & Director
- f) Mr. Satish Mehta, Director
- g) Mr. Pushpendra Raikwar, Company Secretary
- h) Mr Suresh Adav, CFO

### B. Value of transactions :

Nature of Transactions	Current Year 2021-22 ₹ In Hundreds	Previous Year 2020-21 ₹ In Hundreds
Salary, Remuneration & Sitting Fees		
Miss Prachi Jain - Managerial Remuneration	3000	3000
Mr Pushpendra Raikwar - Company Secretary	4500	4500
Mr Suresh Adav - Salary	3240	2633
Mr. Rajendra Daga - Sitting Fees	80	115
Mr. Satish Mehta - Sitting Fees	55	105
Mrs Namrata Jain - Sitting Fees	55	85
Ms. Nikita Jain - Sitting Fees	60	105
Mr Natwarlal Bagadia - Sitting Fees	0	50
<b>Total</b>	<b>10,990</b>	<b>10,593</b>

**23 Earnings per Share**

Particulars	Current Year	Previous Year
	2021-22	2020-21
	₹ In Hundreds	₹ In Hundreds
Basic & Diluted		
Profit / (Loss) After Tax	(3,297)	52,391
Number of Equity Shares	36,900	36,900
The nominal value of Equity Shares	10	10
<b>Earnings per Share</b>	<b>(0.09)</b>	<b>1.42</b>

**24** The outbreak of Coronavirus(Covid-19)globally and in India is causing significant disturbance and slowdown of economic activity. The company has evaluated its impact on its business operations and based on its review and current indicators of future economic conditions,there is no significant impact on its financial results. However the impact assessment of COVID-19 is continuing process given the uncertainties associated with its nature and duration. The impact of COVID 19 may be different from that estimated as at the date of approval of these financial results and the Board will continue to closely monitor the developments.

**25 Fair value disclosures for financial assets and financial liabilities**

₹ In Hundreds

Financial instruments by category	As at March 31, 2022			As at March 31, 2021		
	FVTPL	FVOCI	Amortised Cost	FVTPL	FVOCI	Amortised Cost
<b>Financial assets</b>						
Equity instruments	-	216,979	-	-	-	-
Bond instruments	-	-	16,500	-	-	16,500
Capital Investment in Partnership Firm	-	-	75,490	-	-	-
Cash and cash equivalents	-	-	296,272	-	-	414,983
Other Bank balance	-	-	-	-	-	-
Other financial assets	-	-	3,614	-	-	200,096
<b>Total Financial assets</b>	<b>-</b>	<b>216,979</b>	<b>391,875</b>	<b>-</b>	<b>-</b>	<b>631,578</b>
<b>Financial Liabilities</b>						
Borrowings	-	-	-	-	-	-
Trade payables	-	-	-	-	-	-
<b>Total Financial liabilities</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

**i) Fair value hierarchy**

This section explains the judgments and estimates made in determining the fair values of the financial instruments that are (a) recognized and measured at fair value and (b) measured at amortized cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

₹ In Hundreds

Financial assets and liabilities measured at fair value	As at March 31, 2022			As at March 31, 2021		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
Equity instruments	216,979	-	-	-	-	-
<b>Total</b>	<b>216,979</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

₹ In Hundreds

Financial assets and liabilities measured at amortised cost	As at March 31, 2022			As at March 31, 2021		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
Bond Instruments	-	-	16,500	-	-	16,500
Capital Investment in Partnership Firm	-	-	75,490	-	-	-
Cash and cash equivalents	-	-	296,272	-	-	414,983
Other Bank balance	-	-	-	-	-	-
Other financial assets	-	-	3,614	-	-	200,096
<b>Total financial assets</b>	<b>-</b>	<b>-</b>	<b>391,875</b>	<b>-</b>	<b>-</b>	<b>631,578</b>
Borrowings	-	-	-	-	-	-
Trade payables	-	-	-	-	-	-
<b>Total financial liabilities</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments that have quoted price. The fair value of all equity instruments which are traded in the stock exchanges is valued using the closing price as at the reporting period

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity specific estimates. The Company has mutual funds for which all significant inputs required to fair value an instrument falls under level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities and unlisted preference shares are included in level 3.

\*\*There are no transfers between levels 1, 2 and 3 during the year

## (ii) Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include: Investments in quoted equity instruments are valued using the closing price at Bombay Stock Exchange (BSE) at the reporting period.

**(iii) Fair value of Financial assets and liabilities measured at amortised cost**

₹ In Hundreds

	As at March 31, 2022		As at March 31, 2021	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
<b>Financial assets</b>				
Bond Instruments	16,500	16,500	16,500	16,500
Capital Investment in Partnership Firm	75,490	75,490	-	-
Cash and cash equivalents	296,272	296,272	414,983	414,983
Other Bank balance	-	-	-	-
Other financial assets	3,613	3,613	200,096	200,096
<b>Total financial assets</b>	<b>391,875</b>	<b>391,875</b>	<b>631,578</b>	<b>631,578</b>
<b>Financial liabilities</b>				
Borrowings	-	-	-	-
Trade payables	-	-	-	-
<b>Total financial liabilities</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

- a) The carrying amounts of Investments, trade payables, cash and cash equivalents, bank balances other than cash and cash equivalents, borrowings and other financial liabilities are considered to be the same as their fair values, due to their short term nature.

**NOTE 26: Financial risk management**

The Company's activities expose it to market risk, liquidity risk and credit risk. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the impact of hedge accounting in the financial statements.

The company has a robust risk management framework comprising risk governance structure and defends risk management processes. The risk governance structure of the company is a formal organization structure with defined roles and responsibilities for risk management.

Risk	Exposure arising from	Measurement	Management
Credit risk	Cash and cash equivalents, loans & other financial assets measured at amortized cost.	Ageing analysis	Diversification of bank deposits, credit limits in select cases.
Liquidity risk	Other financial liabilities	Sensitivity analysis	Availability of committed credit lines and borrowing facilities
Market risk security prices	Investments in equity shares, Bonds	Sensitivity analysis	Long Term review analysis

The Company risk management is carried under the guidance from the board of directors. Company's identifies, evaluates and hedges financial risks in close coordination with the company's operating units. The board provides written principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, and credit risk, use of derivative financial instruments and non-derivative financial instruments, and investment of excess liquidity. There is no change in objectives and process for managing the risk. Methods used to measure the risk as compared to previous year and the expenses are limited to few areas.

**1) Credit Risk:**

Credit risk is the risk that the counterparty will not meet its obligation under a financial instrument or customer contract, leading to financial loss. The Credit risk mainly arises receivables from customers, cash and cash equivalents, loans and deposits with banks, financial institutions & others.

**a) Cash and cash equivalents:**

The cash and cash equivalents are held with public sector bank.

**b) Other Bank Balances:**

Other bank balances are held with publicsector bank.

**c) Other financial assets:**

Other financial assets include security deposits and refund receivable from Tax authorities neither pastdue nor impaired.

**2) Liquidity Risk :**

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions, due to the dynamic nature of the underlying businesses.

Company treasury maintains flexibility in funding by maintaining availability under committed credit lines. Management monitors rolling forecasts of the Company's liquidity position (comprising the undrawn borrowing facilities below) and cash and cash equivalents on the basis of expected cash flows.

**(i) Financing arrangements**

The Company had access to the borrowing facilities against on fixed deposits at the end of the reporting period.

**(ii) Maturity pattern of financial liabilities (₹ In Hundreds)**

<b>As at April 1, 2022</b>	<b>Not Due</b>	<b>0-6 months</b>	<b>06-12 months</b>	<b>More than 12 months</b>
Borrowings	-	-	-	-
Trade Payable	-	1,71,118	-	-
<b>As at April 1, 2021</b>	<b>Not Due</b>	<b>0-6 months</b>	<b>06-12 months</b>	<b>More than 12 months</b>
Borrowings	-	-	-	-
Trade Payable	-	3,65,210	-	-

**3) Market Risk :**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risks namely interest rate risk, currency risk and other price risk, such as commodity risk. Currently The Company is not exposed to interest rate risk and currency risk whereas the exposure to other price risk is given below:

**A) Market Risk- Price risk.****(a) Exposure**

The company is mainly exposed to the price risk due to its investment in equity instruments held by the company and classified in the balance sheet as fair value through profit or loss. The Company was sold all its Equity Investment and as on date there is no Equity Investment.

**(b) Sensitivity**

The table below summarizes the impact of increases/decreases of the BSE index on the Company's equity and Gain/ Loss for the period. The analysis is based on the assumption that the index has increased by 5% or decreased by 5% with all other variables held constant, and that all the company's equity instruments moved in line with the index.

	<b>Impact on other Component of Equity</b>	
	<b>For year ended</b>	
	<b>March 31, 2022</b>	<b>March 31, 2021</b>
BSE Sensex 30 Increase 5%	10,84,894	--
BSE Sensex 30 Decrease 5%	10,84,894	--

**NOTE 27: Capital management**
**(a) Risk Management**

The company's objectives when managing capital are to safeguard the company's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. In order to maintain or adjust the capital structure, the company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The Company monitors capital and during the period covered in this financial statements there are no debts (net) and therefore the gearing ratio is not applicable.

**(b) No Dividend paid during the period.**

Additional Regulatory information.

**NOTE 28 :**

The disclosure requirements about any transactions not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act 1961 ( such as search or surveyor any other relevant provision of Income Tax Act 1961 ) is not applicable to the company.

**NOTE 29 :**

The company has not traded or invested in crypto currency or virtual currency during the financial year.

**NOTE 30 :**

There are no proceedings which are initiated or pending against the Company for holding any Benami property under the Benami transactions ( Prohibition ) Act 1988 & rules made thereunder.

**NOTE 31 :**

The Company does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956.

**Note: 32**

Statement of Ratio analysis.

Sr no.	Ratio	Numerator	Denominator	2021-22 Ratio	2020-21 Ratio	Reason for Variance
						Change in Ratio > 25 %
1	Current Ratio	Current Assets	Current Liabilities	176.20	46.76	Increase in ratio is due to significant decrease in Current liabilities vis a vis decrease in current assets.
2	Debt-Equity Ratio	Total Debts	Shareholder's Equity	-	-	N.A.
3	Debt-Service Coverage Ratio	Earnings available for debt service	Debt Service	-	-	N.A.
4	Return on Equity Ratio	Profit after tax	Average Shareholders' Equity	-0.01	0.00	Profitability has decreased during the year on account lower income.
5	Inventory Turnover Ratio	Net Sales	Average Inventory	-	-	N.A.
6	Trade Receivable Turnover Ratio	Net Sales	Average Debtors	-	-	N.A.
7	Trade Payable Turnover Ratio	Net Purchase	Average Creditors	-	-	N.A.
8	Net Capital Turnover Ratio	Net Sales	Working Capital	-	-	N.A.
9	Net Profit Ratio	Net Profit after Tax	Net Sales	-	-	N.A.
10	Return on Capital Employed	Earnings before interest and tax	Capital Employed	-0.00	0.10	Profitability has decreased during the year on account lower income.
11	Return on Investment	Investment Income	Average value of Investment	0.01	0.01	Return on Investment has reduced on sale of investment property in the previous year.

**NOTE: 33** Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification /disclosure.

In witness & confirmation of facts For & on behalf of Board of Directors For Fundviser Capital (India) Limited (Formerly Known as Bagadia Colourchem Limited)			As per our Report attached <b>For JMT &amp; Associates</b> Chartered Accountants FRN : 104167W
<b>Rajendra Kumar Daga</b> Chairman DIN:08234458	<b>Namrata K. Jain</b> Director DIN:07052846	<b>Pushendra Raikwar</b> Company Secretary Membership No. ACS32867	<b>Amar Bafna</b> Partner Membership No. 048639 UDIN - 22048639AJTNCA2737
	<b>Prachi Jain</b> CEO	<b>Suresh Adav</b> CFO	

Place : Mumbai  
Date : 27/05/2022

***If undelivered, please return to:***

**FUNDVISER CAPITAL (INDIA) LIMITED**

602, 6<sup>th</sup> Floor, Plot No 952/954,  
Orbit Plaza CHS, New Prabhadevi  
Road, Nagusayajiwadi, Prabhadevi  
Mumbai – 400 025.