

S V TRADING AND AGENCIES LIMITED
ANNUAL REPORT
2018-2019

**REGISTERED OFFICE:- SHOP NO.006, BUILDING NO.1, VASANT
AISHWARYA C.H.S. LTD., MATHURADAS EXTN. ROAD,
KANDIVALI (WEST) MUMBAI-400067.**

S V TRADING AND AGENCIES LIMITED

Annual Report: 2018-19

CIN	:	L51900MH1980PLC022309
Registered office	:	Shop No.006, Building No. 1, Vasant Aishwarya C.H.S.Ltd. Mathuradas Ext. Road, Kandivali (West), Mumbai- 400067
Board of Directors	:	Mr. Manoharbai P. Joshi Director Mr. Gopal Lal Paliwal Managing Director Mr. Rajeev Sharma Independent Director Mr. Kulbir Singh Pasricha Independent Director Mr. Sunil Upadhayay Independent Director Ms. Koshalya Joshi Non-Executive - Non Independent Director
Chief Financial officer	:	Mr. Prakash Chandra
Company Secretary	:	Ms. Ruby Jha
Bankers	:	Axis Bank Limited
Statutory Auditors	:	R. Soni & Co., Chartered Accountant
Share Registrar & Transfer Agent	:	Link Intime India Pvt. Ltd. C-101, 247 Park, L.B.S. Marg, Vikhroli (W), Mumbai-400083 Mumbai: 022-49186270, Fax: 022-49186060 Email: rnt.helpdesk@linkintime.co.in Website: www.linkintime.co.in
Website	:	http://www.svtrading.co.in/

CONTENTS

- **Notice**
- **Directors' Report**
- **Annexure to the Directors' Report**
- **Corporate Governance Report**
- **CEO/CFO Certificate**
- **Auditor's Report**
- **Balance Sheet**
- **Statement of Profit & Loss Account**
- **Cash Flow Statement**
- **Notes to financial statements**
- **Attendance Slip**
- **Proxy form**

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 39th Annual General Meeting of the Members of **S V Trading and Agencies Limited** will be held on Tuesday, September 10, 2019 at Acme Plaza Bldg. No. -2 Fifth Floor, Andheri Kurla Road, Andheri (East), Mumbai- 400059 at 12.00 noon to transact the following business;

Ordinary Business:

1. To receive, consider and adopt the financial statements of the Company for the financial year ended on March 31, 2019 including the audited Balance Sheet as at March 31, 2019 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Ms. Koshalya Joshi (DIN: 07999303), who retires by rotation and being eligible, offered herself for re-appointment.

SPECIAL BUSINESS:

3. **Re-appointment of Mr. Rajeev Sharma (DIN 06396701) as an Independent Non-Executive Director**

To consider and, if thought fit, to pass, with or without modification, the following resolution as an special resolution;

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Rajeev Sharma (DIN 06396701) Independent Non-Executive Director of the Company who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and who is eligible for re-appointment, be and is hereby re-appointed as an Independent Non-Executive Director of the Company to hold office for second term of five consecutive years with effect from September 11, 2019 to September 10, 2024 and whose office shall not be liable to retire by rotation.”

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

4. Re-appointment of Mr. Kulbir Singh Pasricha (DIN 06767577) as an Independent Non-Executive Director

To consider and, if thought fit, to pass, with or without modification, the following resolution as a special resolution;

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Kulbir Singh Pasricha (DIN 06767577) Independent Non-Executive Director of the Company who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and who is eligible for reappointment, be and is hereby re-appointed as an Independent Non-Executive Director of the Company to hold office for second term of five consecutive years with effect from September 11, 2019 to September 10, 2024 and whose office shall not be liable to retire by rotation.”

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

5. Re-appointment of Mr. Sunil Upadhyay (DIN 06767593) as an Independent Non-Executive Director

To consider and, if thought fit, to pass, with or without modification, the following resolution as a special resolution;

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Sunil Upadhayay (DIN 06767593) Independent Non-Executive Director of the Company who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and who is eligible for reappointment, be and is hereby re-appointed as an Independent Non-Executive Director of the Company to hold office for second term of five consecutive years with effect from September 11, 2019 to September 10, 2024 and whose office shall not be liable to retire by rotation.”

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

6. Approval to remuneration paid to Mr. Manohar P. Joshi (DIN: 02208711) as Executive Director of the Company

To consider and if thought fit, to pass with or without modification(s), the following resolutions as Ordinary Resolution;

“RESOLVED THAT pursuant to recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors and pursuant to the provisions of Sections 196, 197, 198, 203 and all other applicable provisions if any, read with Schedule V of the Companies Act, 2013 (‘Act’) and pursuant to the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time and other applicable provisions of the Companies Act, 2013 and Rules made there-under (including any statutory modification(s) or re-enactment thereof for the time being in force) and any subsequent amendment / modification in the Rules, Act and/or applicable laws in this regard, the approval of the Members of the Company be and is hereby accorded to the remuneration of Rs. 317,050 paid to Mr. Manohar P. Joshi (DIN: 02208711) as Executive Director of the Company during the period April 1, 2018 to March 31, 2019;

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

**By Order of the Board of Directors of
S V Trading and Agencies Limited**

**Sd/-
Gopal Lal Paliwal
Managing Director
DIN: 06522898**

Registered Office:

Shop No.006, Building No. 1,
Vasant Aishwarya C.H.S. Ltd
Mathuradas Ext. Road,
Kandivali (West) Mumbai - 400067

Place: Mumbai,

Dated: August 13, 2019

Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING OF THE COMPANY IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER.
2. A person can act as proxy on behalf of Members not exceeding 50 (fifty) and holding in the aggregate not more than 10 (ten) percent of the total share capital of the Company carrying voting rights. A member holding more than 10 (ten) percent of the total share capital of the Company carrying voting rights may appoint a single person as Proxy and same person shall not act as Proxy for any other person or shareholder.
3. The instrument appointing the Proxy, duly completed and signed, must be deposited at the registered office of the Company not less than 48 hours before the commencement of the Meeting. A proxy does not have the right to speak at the meeting and can vote only on a poll.
4. The Register of Members of the Company shall remain closed from Friday, September 06, 2019 to Tuesday, September 10, 2019 (both days inclusive).

5. This notice is being sent to all the members, whose names appear in the Register of Members/ Records of Depositories as on the close of working hours on August 09, 2019.
6. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the registered office of the Company during normal business hours (9.00 am to 5.00 pm) on all working days except Saturdays, up to and including the date of the Annual General Meeting of the Company.
7. The Notice of the Annual General Meeting is being sent electronically to all the shareholders who have registered their email addresses with the Company/Depositories and to the other shareholders by Speed Post / Registered Post / Courier.
8. Members seeking clarifications on the Annual Report are requested to send in written queries to the Company at least one week before the date of the Meeting. This would enable the Company to compile the information and provide replies in the meeting.
9. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management & Administration) Rules, 2014, the Company is pleased to offer Remote e-voting facility which will enable the members to cast their votes electronically on all the resolutions set out in the notice.
10. The Board of Directors has appointed R M Mimani & Associates LLP, Company Secretaries Firm Registration No I2001MH250300 as Scrutinizer for conducting the electronic voting process in a fair and transparent manner.
11. E-voting Facility: (i) the e-voting period commences on Friday, September 06, 2019 (9.00 a.m.) and ends on Monday, September 09, 2019 (5.00 p.m.). The Remote e-voting module shall be disabled for voting thereafter. (ii) The Company has engaged Central Depository Services (India) Limited ("CDSL") to offer Remote e-voting facility to all its members to enable them to cast their vote electronically.
12. Voting rights will be reckoned on the paid-up value of the shares registered in the name of the members as on the cut-off date i.e. September 03, 2019. The Scrutinizer, after scrutinizing the votes cast at the 39th Annual General Meeting, and through remote e-voting will, not later than three days of the conclusion of the 39th Annual General Meeting, make a consolidated report and submit the same to the Chairman/Managing Director. The results alongwith the consolidated scrutinizer's report shall be placed on the website of the Company and on the website of CDSL within three days from the conclusion of the 39th Annual General Meeting. The results shall simultaneously be communicated to the Stock Exchange.
13. The Voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company.
14. The equity shares of the Company are mandated for trading in the compulsory demat mode. The ISIN No. allotted for the Company's shares is INE404N01019.
15. Members / Proxies are requested to bring attendance-slip along with their copy of Annual Report to the Meeting.

16. Members desiring to exercise their vote by using e-voting facility should carefully follow the instructions given below.
- a. The shareholders should log on to the e-voting website:
www.evotingindia.com
 - b. Click on Shareholders/ Members Tab.
 - c. Enter your User ID:
 - i. For CDSL: [16 digits beneficiary ID];
 - ii. For NSDL: [8 Character DP ID followed by 8 Digits Client ID];
 - iii. Members holding shares in physical form should enter folio number registered with the Company.
 - d. Enter the image verification as displayed and click on login.
 - e. If you are holding shares in demat form and had logged on to **www.evotingindia.com** and voted on an earlier voting of any company, then your existing password is to be used.
 - f. If you are a first time user, follow the steps given below and fill the appropriate boxes: for members holding shares in demat form and physical form: PAN* enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)
 - g. 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.
 - h. 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. i.e. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN Field. DOB Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format. Dividend Bank Details# Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. # please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction
 - i. After entering these details appropriately, click on "SUBMIT" tab.
 - j. Members holding shares in physical form will then directly reach the EVSN 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.
 - k. For members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

- l. Click on the relevant EVSN for S V Trading and Agencies Limited on which you choose to vote.
- m. 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.
- n. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- o. 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.
- p. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- q. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page
- r. If demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- s. Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. 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.
- t. Note for Non – Individual Shareholders and Custodians
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI, etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporate.
 - A scanned copy of the registration form bearing the stamp and signature of the entity should be emailed to helpdesk.evoting@cdslindia.com
 - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com 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.
- u. 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, under help section or write an email to helpdesk.evoting@cdslindia.com.

17. Pursuant to Section 107 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, there will not be voting by show of hands on any of the agenda items at the Meeting and poll will be conducted in lieu thereof.
18. Relevant Explanatory Statement pursuant to provisions of Section 102 of the Companies Act, 2013, in respect of Special Business i.e. item nos. 3 to 5, as set out above is annexed hereto

ANNEXURE TO NOTICE EXPLANATORY STATEMENT PURSUANT TO PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013 ("THE ACT")

Item No. 3:

Mr. Rajeev Sharma was appointed as an Independent Non-Executive Director of the Company by the members at the 35th AGM of the Company held on September 12, 2014 for a period of five consecutive years ended on September 11, 2019. As per Section 149(10) of the Act, an Independent Director shall hold office for a term of upto five consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing a special resolution by the Company for another term of upto five consecutive years on the Board of a Company.

Based on recommendation of Nomination and Remuneration Committee and in terms of the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Rajeev Sharma, being eligible for re-appointment as an Independent Director and offering himself for re-appointment, is proposed to be re-appointed as an Independent Director for second term of five consecutive years from September 11, 2019 to September 10, 2024.

The Company has received declaration from him stating that he meets the criteria of Independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. He has also given his consent to continue to act as Director of the Company, if so appointed by the members.

In the opinion of the Board, Mr. Rajeev Sharma fulfils the conditions specified under Section 149 (6) of the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for his re-appointment as an Independent Non-Executive Director of the Company and is independent of the management. Copy of the draft letter for appointment of Mr. Rajeev Sharma as an Independent Non-Executive Director setting out terms and conditions would be available for inspection without any fee by the members at the Registered Office of the Company during

normal business hours (9:00 am to 5:00 pm) on any working day, except Saturday, upto and including the date of AGM of the Company.

Disclosure under Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 issued by the Institute of Company Secretaries of India are set out in the Annexure to the Explanatory Statement.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Rajeev Sharma as an Independent Director.

Accordingly, the Board recommends passing of the Special Resolution in relation to re-appointment of Mr. Rajeev Sharma as an Independent Director for another term of five consecutive years with effect from September 11, 2019 to September 10, 2024, for the approval by the shareholders of the Company.

Except Mr. Rajeev Sharma, being an appointee and his relatives, none of the Directors and Key Managerial Personnel of the Company is interested in the said resolution.

Item No. 4:

Mr. Kulbir Singh Pasricha was appointed as an Independent Non-Executive Director of the Company by the members at the 35th AGM of the Company held on September 12, 2014 for a period of five consecutive years ended on September 11, 2019. As per Section 149(10) of the Act, an Independent Director shall hold office for a term of upto five consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing a special resolution by the Company for another term of upto five consecutive years on the Board of a Company.

Based on recommendation of Nomination and Remuneration Committee and in terms of the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Kulbir Singh Pasricha, being eligible for re-appointment as an Independent Director and offering himself for re-appointment, is proposed to be re-appointed as an Independent Director for second term of five consecutive years from September 11, 2019 to September 10, 2024

The Company has received declaration from him stating that he meets the criteria of Independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. He has also given his consent to continue to act as Director of the Company, if so appointed by the members.

In the opinion of the Board, Mr. Kulbir Singh Pasricha fulfils the conditions specified under Section 149 (6) of the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1) (b) of the SEBI (Listing Obligations and

Disclosure Requirements) Regulations, 2015 for his re-appointment as an Independent Non-Executive Director of the Company and is independent of the management. Copy of the draft letter for appointment of Mr. Kulbir Singh Pasricha as an Independent Non-Executive Director setting out terms and conditions would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours (9:00 am to 5:00 pm) on any working day, except Saturday, upto and including the date of AGM of the Company.

Disclosure under Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 issued by the Institute of Company Secretaries of India are set out in the Annexure to the Explanatory Statement.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Kulbir Singh Pasricha as an Independent Director.

Accordingly, the Board recommends passing of the Special Resolution in relation to re-appointment of Mr. Kulbir Singh Pasricha as an Independent Director for another term of five consecutive years with effect from September 11, 2019 to September 10, 2024, for the approval by the shareholders of the Company.

Except Mr. Kulbir Singh Pasricha, being an appointee and his relatives, none of the Directors and Key Managerial Personnel of the Company is interested in the said resolution.

Item No. 5:

Mr. Sunil Upadhyay was appointed as an Independent Non-Executive Director of the Company by the members at the 35th AGM of the Company held on September 12, 2014 for a period of five consecutive years ended on September 11, 2019. As per Section 149(10) of the Act, an Independent Director shall hold office for a term of upto five consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing a special resolution by the Company for another term of upto five consecutive years on the Board of a Company.

Based on recommendation of Nomination and Remuneration Committee and in terms of the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Sunil Upadhyay, being eligible for re-appointment as an Independent Director and offering himself for re-appointment, is proposed to be re-appointed as an Independent Director for second term of five consecutive years from September 11, 2019 to September 10, 2024

The Company has received declaration from him stating that he meets the criteria of Independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure

Requirements) Regulations, 2015. He has also given his consent to continue to act as Director of the Company, if so appointed by the members.

In the opinion of the Board, Mr. Sunil Upadhayay fulfils the conditions specified under Section 149 (6) of the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for his re-appointment as an Independent Non-Executive Director of the Company and is independent of the management. Copy of the draft letter for appointment of Mr. Sunil Upadhayay as an Independent Non-Executive Director setting out terms and conditions would be available for inspection without any fee by the members at the Registered Office of the Company during normal business hours (9:00 am to 5:00 pm) on any working day, except Saturday, upto and including the date of AGM of the Company.

Disclosure under Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 issued by the Institute of Company Secretaries of India are set out in the Annexure to the Explanatory Statement.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Sunil Upadhayay as an Independent Director.

Accordingly, the Board recommends passing of the Special Resolution in relation to re-appointment of Mr. Sunil Upadhayay as an Independent Director for another term of five consecutive years with effect from September 11, 2019 to September 10, 2024, for the approval by the shareholders of the Company.

Except Mr. Sunil Upadhayay, being an appointee and his relatives, none of the Directors and Key Managerial Personnel of the Company is interested in the said resolution.

Item No. 6:

During the financial year ended on March 31, 2019, Mr. Manohar P. Joshi, Executive Director of the Company was paid the remuneration of Rs. 317,050 (Rupees Three lakh seventeen thousand fifty only). In terms of the provisions of section 197 and other applicable provisions of the Companies Act, 2013, any remuneration paid to the Executive Directors requires the approval of the members. Accordingly, the Board recommends the approval of the members for the remuneration paid to him during the financial year.

Accordingly, the Board recommends passing of the Ordinary Resolution as set out at item no. 6 of the notice.

Except Mr. Manohar P. Joshi and his relatives, none of the Directors and Key Managerial Personnel of the Company is interested in the said resolution.

Annexure to Explanatory Statement:

Profile of Directors being appointed

As required by SEBI (Listing Obligation and disclosure requirements) Regulations, the particulars of Directors who are proposed to be appointed or re-appointed are given below.

Details of Directors seeking appointment or re-appointment as required under SEBI (LODR), Regulations, 2015

Particulars	Director	Director	Director
Name of the Director	Rajeev Sharma	Kulbir Singh Pasricha	Sunil Upadhayay
DIN	06396701	06767577	06767593
Date of Birth	02-08-1979	11-09-1954	12-12-1975
Date of appointment on the Board	12-09-2014	12-09-2014	12-09-2014
Qualification	M.Com. LLB	M.Com.	B. Sc. , M.A. English
Expertise in functional areas	Practicing Advocate, having 13 Year experience in Tax Laws & Accounts	Having rich experience of 25 years with Banking Industry, He has get his retirement as Senior Manager from Oriental Bank of Commerce	Science Graduate with Post Graduation in English, Having more than 21 Years of experience in teaching and public contacts.
Relationship with Director	Nil	Nil	Nil
Directorship held in other public Companies (excluding foreign companies and section 8 companies)	Svaraj Trading and Agencies Limited	<ul style="list-style-type: none">• Asia Pack Limited• Miraj Developers Limited	<ul style="list-style-type: none">• Asia Pack Limited• Miraj Developers Limited
Membership/ Chairmanship in Committees of other public companies	Member in 1 committee Chairman in 1 committee	Member in 2 committees Chairman in 1 committee	Member in 2 committees Chairman in 1 committee
Shareholding in the Company	Nil	500	900

**By order of the Board of Directors of
SV Trading and Agencies Limited**

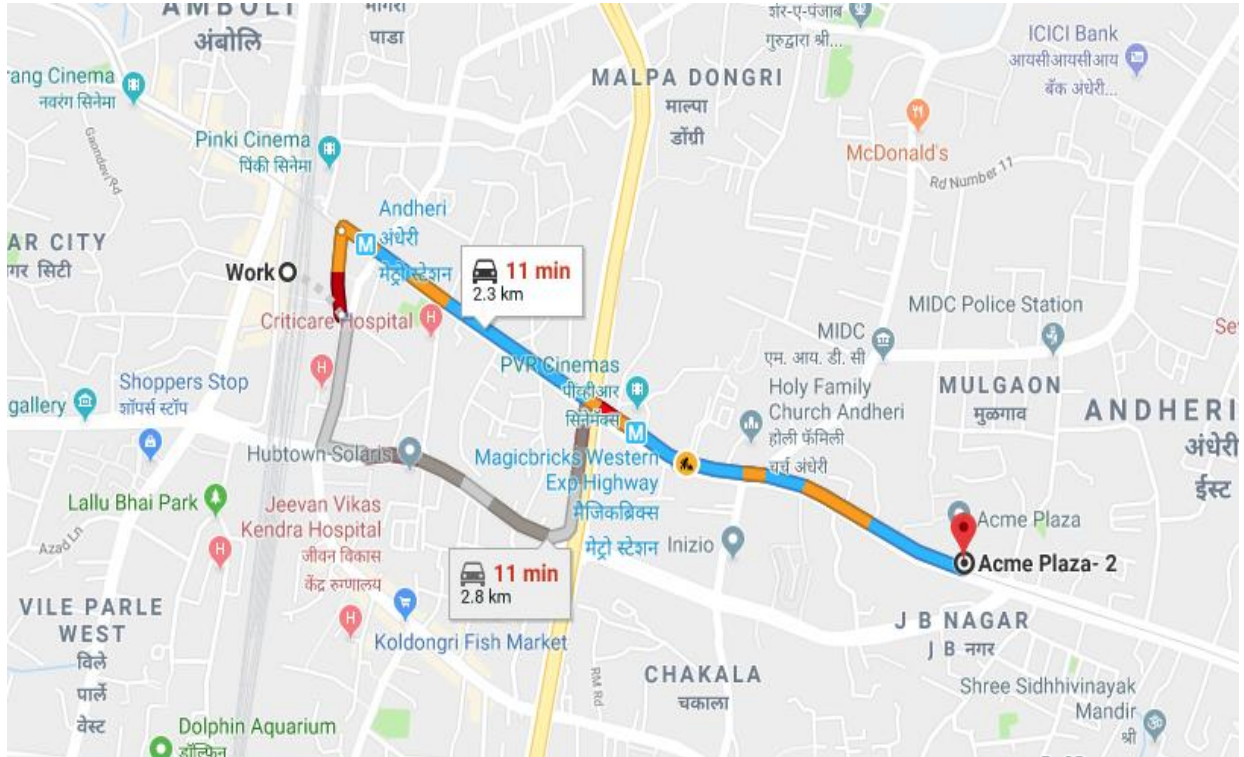
Sd/-

**Gopal Lal Paliwal
Managing Director
DIN: 06522898**

Place: Mumbai,
Dated: August 13, 2019

ROUTE MAP TO THE AGM VENUE

Address: Acme Plaza Bldg. No. -2 Fifth Floor, Andheri Kurla Road, Andheri (East), Mumbai- 400059



DIRECTORS' REPORT AND MANAGEMENT DISCUSSION & ANALYSIS

Dear Members,
SV TRADING AND AGENCIES LIMITED
MUMBAI

The Directors are pleased to present the 39th Director's Report together with the Audited Financial Statements for the financial year ended March 31, 2019.

1. FINANCIAL PERFORMANCE

The brief financial results of the Company are as detailed below:

Particulars	[In Lacs]	
	Year ended 31 st March 2019	Year ended 31 st March 2018
Revenue from operation	131.45	102.27
Profit/(Loss) before taxation	109.46	83.81
Less: Tax Expense	25.02	21.58
Profit/(Loss) after tax	84.44	62.23

2. OPERATION AND STATE OF THE AFFAIRS OF THE COMPANY

During the financial year ended on March 31, 2019, the revenue from operations of your Company stood at Rs. 1.31 crores as compared with Rs. 1.02 crores in the previous year. During the financial year ended on March 31, 2019, the Company earned a profit before tax of Rs. 1.09 crores as compared to Rs. 83.81 lacs in the previous year.

At present your Company is doing its existing line business to the optimum use of its resources and is taking the effort to improve its Earning per Share (EPS) and management has no plan of venturing into any new business.

3. CORPORATE OVERVIEW

During the year the company is in the business of general trading. There is no change in nature of the business of the Company. The Company has its registered office at Mumbai.

4. DIVIDEND AND RESERVES

Your Directors do not recommend any dividend for the financial year ended on March 31, 2019.

5. SHARE CAPITAL

The paid-up equity share capital as at March 31, 2019 stood at Rs. 171,000,000 (Rupees Seventeen crores ten lacs only). There is no change in the share capital of the company during the financial year.

6. SUBSIDIARY AND ASSOCIATES COMPANIES

As on March 31, 2019, the Company has no Subsidiary or Associate or Joint Venture Company. There is no company which have become or ceased to be the Subsidiary or Associates or Joint Venture of the Company during the financial year ended on March 31, 2019.

7. CORPORATE GOVERNANCE

A Report on Corporate Governance, as required in terms of the provisions of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 together with the Auditor's Certificate thereon is annexed herewith.

8. EXTRACT OF ANNUAL RETURN

The extract of the Annual Return in Form MGT- 9 is annexed herewith as "Annexure- 1"

9. DIRECTORS AND KEY MANAGERIAL PERSONNEL

- In terms of the provision of section 152 of the Companies Act, 2013 and of Articles of Association of the Company, Ms. Koshalya Joshi, Director of the Company retires at the ensuing Annual General Meeting and being eligible, seeks re-appointment.
- All Independent Directors have furnished to the Company a declaration under Section 149(7) of the Companies Act, 2013 stating that they meet criteria of Independence as provided under section 149(6) of the Companies Act, 2013 and SEBI Listing Regulations.
- During the Financial year 2018-19 Ms. Mitali Shah was appointed as Company Secretary and Compliance officer of the Company w.e.f September 29, 2018 and resigned with effect from April 10, 2019.
- Ms. Ruby Jha has been appointed as Company Secretary and Compliance officer of the Company w.e.f July 10, 2019

10. BOARD MEETING

During the financial year ended on March 31, 2019, (Six) 6 Board Meetings and four (4) Audit Committee Meetings convened and held in accordance with the provisions of the Companies Act, 2013 and rules made there under. All the Directors actively participated in the meetings. The details are given in the Corporate Governance Report. The intervening gap between the meetings was with the period prescribed under the law.

A meeting of the Independent Directors of Company convened and held in compliance with the requirements of Schedule IV of the Companies Act, 2013 and the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

11. BOARD EVALUATION, INDUCTION AND TRAINING OF BOARD MEMBERS

Pursuant to the provisions of the Companies Act, 2013 the Board has carried out an annual performance evaluation of its own performance, the Directors individually as well as evaluation of the working of the Board and its Committees, culture, execution and performance of specific duties, obligations and governance.

The performance evaluation of the Independent Directors was completed. The performance evaluation of the Non-Independent Directors was carried out by the Independent Directors. The Board of Directors expressed their satisfaction with the evaluation process.

The process followed by the Company for induction and training to Board members has been explained in the Corporate Governance Report.

12. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS BY COMPANY

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

13. WHISTLE BLOWER POLICY

The Company has a whistle blower policy to report genuine concerns or grievances. The Whistle Blower policy has been posted on the website of the Company.
(www.svtrading.co.in)

14. REMUNERATION AND NOMINATION POLICY

The Board of Directors has framed a policy which lays down a framework in relation to remuneration of Directors, Key Managerial Personnel and Senior Management of the Company. This policy also lays down criteria for selection and appointment of Board Members. The remuneration and nomination policy has been posted on the website of the Company (www.svtrading.co.in).

15. RELATED PARTY TRANSACTIONS AND POLICY

The Company has developed a related party transactions framework through standard operating procedures for the purpose of identification and monitoring of transactions with the related parties.

The policy on related party transactions as approved by the Board of Directors has been uploaded on the website of the Company. None of the Directors has any pecuniary relationship or transactions vis-d-vis the Company.

The details of transactions entered into with the related parties are given in form AOC-2 in terms of the provision of section 188(1) including certain arm's length transactions and annexed herewith as "annexure- 2."

16. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There are no significant and material orders passed by the Regulators/Courts that would impact the going concern status of the Company and its future operations.

17. DIRECTORS' RESPONSIBILITY STATEMENT

In terms of Section 134(5) of the Companies Act, 2013, in relation to the audited financial statements of the Company for the year financial ended on March 31, 2019, the Board of Directors hereby confirms that:

- a. in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b. such accounting policies have been selected and applied consistently and the Directors made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2019 and of the losses of the Company for the year ended on that date;
- c. proper and sufficient care was 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 of the Company have been prepared on a going concern basis;
- e. internal financial controls have been laid down to be followed by the Company and that such internal financial controls are adequate and were operating effectively;
- f. proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

18. STATUTORY AUDITOR AND AUDITORS' REPORT

R Soni & Co. Chartered Accountants, Firm Registration No. (FRN No. 130349W), is the Statutory Auditor of the Company appointed at the AGM held in the year 2017 for a period of five years, till the conclusion of the AGM of the Company to be held in the year 2022.

There is no audit qualification, reservation or adverse remark for the financial year ended on March 31, 2019

19. COST AUDIT

Provision of Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Rules, 2014 are not applicable to the Company during the financial year under review.

20. SECRETARIAL AUDIT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and rules made there under, the Company has appointed R M Mimani & Associates LLP, Company Secretaries to undertake the Secretarial Audit of the Company. The Secretarial Audit Report is annexed herewith as Annexure - 2 and forms an integral part of this report.

There is no audit qualification, reservation or adverse remark for the financial year under review.

21. INTERNAL AUDIT

As per Section 138 of the Companies Act, 2013, the Company has appointed **M.H. Parihar & Co.**, Chartered Accountants., (FRN No. 130070W) as an internal auditor for the year 2019-20 to conduct the internal audit and to ensure adequacy of the Internal controls, adherence to Company's policies and ensure statutory and other compliance through, periodical checks and internal audit.

22. INTERNAL FINANCIAL CONTROL AND THEIR ADEQUACY

Your Company has an effective internal control and risk-mitigation system, which are constantly assessed and strengthened with new/revised standard operating procedures. The Company's internal control system is commensurate with its size, scale and complexities of its operations. The main thrust of internal audit is to test and review controls, appraisal of risks and business processes, besides benchmarking controls with best practices in the industry. The Audit Committee of the Board of Directors actively reviews the adequacy and effectiveness of the internal control systems and suggests improvements to strengthen the same. The Company has a robust Management Information System, which is an integral part of the control mechanism. The Audit Committee of the Board of Directors, Statutory Auditors and the Business Heads are periodically apprised of the internal audit findings and corrective actions taken. Audit plays a key role in providing assurance to the Board of Directors. Significant audit observations and corrective actions taken by the management are presented to the Audit Committee of the Board. To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee.

23. RISK MANAGEMENT

Your Company has a Risk Management Policy adopted by the Board. Periodical in-house risk audits were conducted to detect and mitigate the risks in a timely and effective manner.

Management Discussion and Analysis Report contain more details on the risk management practiced by the Company

During the financial year under review, the Company has identified and evaluates elements of business risk. Consequently a Business Risk Management framework is in

place. The risk management framework defines the risk management approach of the Company and includes periodic review of such risks and also documentation, mitigating controls and reporting mechanism of such risks. The framework has different risk models which help in identifying risks trend, exposure and potential impact analysis at a Company level as also separately for business.

24. CORPORATE SOCIAL RESPONSIBILITY (CSR)

Provision of Schedule VII of the Companies Act, 2013 read with Companies Corporate Social Responsibility Policy Rules, 2014 are not applicable to the Company during the year under review.

25. AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

As required by SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Auditor's Certificate on Corporate Governance is set out in this Annual Report. The Auditor's Certificate for the year 2019 does not contain any qualification, reservation or adverse remark.

26. ENVIRONMENT AND SAFETY

The Company is conscious of the importance of environmentally clean and safe operations. The Company's policy requires conduct of operations in such a manner, so as to ensure safety of all concerned, compliances environmental regulations and preservation of natural resources.

As required by the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013, the Company has formulated and implemented a policy on prevention of sexual harassment at workplace with a mechanism of lodging complaints. Its redressal is placed on the intranet for the benefit of its employees.

During the year under review, no complaints were reported to the Board.

27. STATUTORY INFORMATION

- The information on conservation of energy, technology absorption and foreign exchange earnings and outgo pursuant to Section 134(3) (m) of the Companies Act, 2013, read with the Rule 8(3) of the Companies (Accounts) Rules, 2014 are not applicable to the Company during the financial year under review.
- The information required under section 197 of the Companies Act, 2013 read with Rule 5(1), (2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company are given in Annexure - 3 & 4 to this report.
- The Company has not accepted any deposits, within the meaning of Section 73 of the Companies Act, 2013, read with the Companies (Acceptance of Deposits) Rules, 2014.

- The Business Responsibility Reporting as required under SEBI (LODR), 2015 and is not applicable to your Company for the financial year under review.
- Disclosure as required under para F of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are not applicable to the Company during the financial year.

28. MANAGEMENT DISCUSSION AND ANALYSIS

Management Discussion and Analysis Report for the year under review as stipulated under SEBI (LODR), Regulations, 2015 is presented in a separate section forming part of this Annual Report for the financial year ended March 31, 2019.

29. CAUTIONARY STATEMENT

Statements in this Directors' Report & Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations or predictions may be "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied.

30. DISCLOSURES UNDER SECTION 134(3)(I) OF THE COMPANIES ACT, 2013

Except as disclosed elsewhere in this report, no material changes and commitments which could affect the Company's financial position, have occurred between the end of the financial year of the Company and date of this report.

31. STATEMENT PURSUANT TO SEBI LISTING REGULATIONS

The Company's shares are listed with BSE Ltd. Your Company has paid the annual listing fees and there are no arrears.

32. ACKNOWLEDGEMENT AND APPRECIATION

Your Directors express their sincere gratitude for the assistance and co-operation extended by Banks, Government Authorities, Shareholders, Suppliers and Customers. Your Directors also wish to place on record their appreciation of the contribution made by the employees at their levels towards achievements of the Company's goals.

**For and on behalf of the Board of Directors of
SV TRADING AND AGENCIES LIMITED**

Sd/-
Gopal Lal Paliwal
Managing Director
DIN: 06522898
Place: Mumbai

Sd/-
Manoharbhair P. Joshi
Director
DIN: 02208711

Dated: August 13, 2019

Form No. 9
Extract of Annual Return
As on Financial year ended on March 31, 2019
[Pursuant to section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

1. Registration & Others Details:

(i)	CIN	L51900MH1980PLC022309
(ii)	Registration Date	07/03/1980
(iii)	Name of the Company	S V Trading and Agencies Limited
(iv)	Category/Sub-category of the Company	Company Limited by the shares/ Non - Government Company
(v)	Address of the Registered office & contact details	Shop No. 006, Building No. 1, Vasant Aishwarya CHSL, Mathuradas Extn. Road, Kandivali (W), Mumbai-400067
(vi)	Whether listed company	Yes
(vii)	Name, address and contact details of the Registrar & Transfer Agent, if any	Link Intime India Pvt. Ltd. C-101, 247 Park, L.B.S. Marg, Vikhroli (W), Mumbai-400083 Tele No.: 022-49186270, Fax: 022-49186060 Email id: rnt.helpdesk@linkintime.co.in

2. Principal Business activities of the Company (All the business activities contributing 10% or more of the total turnover of the Company shall be stated)

Sr. No.	Name and description of main products/services	NIC code of the Product/Services	% of the total turnover of the Company
(i)	Trading Business & Investments	51311	100%

3. Particulars of holding, subsidiary and associates companies;

Sr. No.	Name and Address of the Company	CIN/GNL	Holding/ Subsidiary/ Associates	% of the shares held	Applicable Section
NIL					

4. Shareholding pattern (Equity share capital break-up as % of total capital)

i. Category-wise Shareholding

Category of the Shareholder	No. of Shares held at the beginning of the year (As on April 01, 2018)				No. of Shares held at the end of the year (As on March 31, 2019)				% of Change
	Demat	Physical	Total	% of total Capital	Demat	Physical	Total	% of total Capital	
A. Promoters									
(1) Indian									
Individual/HUF	859,000	-	859,000	5.02	859,000	-	859,000	5.02	0.00
Central Govt.									
State Govt.									
Bodies Corporate									
Banks/Fi									
Any other									
Sub Total (A)(1)	859,000	-	859,000	5.02	859,000	-	859,000	5.02	0.00
2. Foreign									
NRIs Individual									
Other Individual									
Bodies									
Banks/FiIs									
Sub Total (A)(2)									
Total Promoters Shareholding (1+2)	859,000	-	859,000	5.02	859,000	-	859,000	5.02	0.00
B. Public Shareholding									
1. Institutions									
Mutual Fund									
Banks/FiIs									
Central Govt.									
State Govt.									
Venture Capital									
Insurance Co.									
FiIs									
Foreign Venture Capital									
Others									
Sub Total (B)(1)									
2. Non Institutions									
Bodies Corp.									
i. Indian	54,50,000	-	54,50,000	31.87	54,50,000	-	54,50,000	31.87	0.00
ii. Overseas									
Individuals									
i. Individual holding nominal share capital upto Rs. 2 lacs	1,500	24,500	26,000	0.152	1,500	24,500	26,000	0.152	0.00
ii. Individual holding nominal share capital in excess of Rs. 2 lacs	78,65,000	-	78,65,000	45.99	78,65,000	-	78,65,000	45.99	0.00
Others, specify (HUF)	29,00,000	-	29,00,000	16.96	29,00,000	-	29,00,000	16.96	0.00
Clearing Members/Directors/Relatives /Employees									
NRI/Foreign National / Overseas Bodies									

Corporates									
Sub Total (B)(2)	16,216,500	24,500	16,241,000	94.98	16,216,500	24,500	16,241,000	94.98	0.00
Total Public Shareholding (2A+2B)	16,216,500	24,500	16,241,000	94.98	16,216,500	24,500	16,241,000	94.98	0.00
C. Shares held by Custodian for GDRs and ADRs	-	-	-	-	-	-	-	-	-
Gran Total (A+B+C)	17,075,500	24,500	17,100,000	100.0	17,075,500	24,500	17,100,000	100.0	0.00

ii. Shareholding of promoters

Name of the Shareholder	No. of Shares held at the beginning of the year (As on April 01, 2018)			No. of Shares held at the end of the year (As on March 31, 2019)			% change in share holding during the year
	No. of shares	% of total Capital	% of shares pledged/encumbered to total shares	No. of shares	% of total Capital	% of shares pledged/encumbered to total shares	
Gopal Lal Paliwal	426,570	2.49	NIL	426,570	2.49	NIL	NIL
Manoharbhai P Joshi	432,430	2.53	NIL	432,430	2.53	NIL	NIL
TOTAL	859,000	5.02	NIL	859,000	5.02	NIL	NIL

iii. Change in promoters' shareholding (Please specify, if there is no change)

Name of the promoter Shareholder	No. of Shares held at the beginning end of the year		Changes during the year			Cumulative shareholding during the year	
	No. of shares	% of total Capital	Date	Increase (+) Decrease (-) during the year	Reason	No. of shares	% of total Capital
NIL							

iv. Shareholding pattern of top ten shareholders (Other than Directors, promoters and holder of GDRs and ADRs)

Name of each top ten Shareholder	No. of Shares held at the beginning of the year		Changes during the year			Cumulative shareholding during the year	
	No. of shares	% of total Capital	Date	Increase (+) Decrease (-) during the year	Reason	No. of shares	% of total Capital
Madan Lal Paliwal	21,15,000	12.36%	NIL	NIL	NA	21,15,000	12.36%
Rapid Fire Multitrading Private Limited	20,50,000	11.99%	NIL	NIL	NA	20,50,000	11.99%
Madan Lal Paliwal HUF	20,00,000	11.70%	NIL	NIL	NA	20,00,000	11.70%

KBK Mercantile LLP	9,00,000	5.26%	NIL	NIL	NA	9,00,000	5.26%
MPK Equity Research LLP	9,00,000	5.26%	NIL	NIL	NA	9,00,000	5.26%
Prakash Equity Services LLP	8,00,000	4.68%	NIL	NIL	NA	8,00,000	4.68%
Raghav Shares Services LLP	8,00,000	4.68%	NIL	NIL	NA	8,00,000	4.68%
Kamal Kumar S Agrawal	8,00,000	4.68%	NIL	NIL	NA	8,00,000	4.68%
Rajendra Kumar Agrawal	8,00,000	4.68%	NIL	NIL	NA	8,00,000	4.68%
Karishma Avin Agrawal	8,00,000	4.68%	NIL	NIL	NA	8,00,000	4.68%

v. Shareholding of Directors and Key Managerial Personnel (KMP)

Name of the Director or KMP	No. of Shares held at the beginning of the year		Changes during the year			Cumulative shareholding at the end of the year	
	No. of shares	% of total Capital	Date	Increase (+) Decrease (-) during the year	Reason	No. of shares	% of total Capital
Gopal Lal Palwal	426,570	2.49%	NA	Nil	NA	426,570	2.49%
Manohar P Joshi	432,430	2.53%	NA	Nil	NA	432,430	2.53%
Prakash Chandra	1800	0.01%	NA	NIL	NA	1800	0.01%
Kulbir Singh Pasricha	500	0.00%	NA	Nil	NA	500	0.00%
Sunil Upadhyay	900	0.00%	NA	Nil	NA	900	0.00%

5. Remuneration of Directors and Key Managerial Personnel

(a) Remuneration to Managing Director, Whole-time Director and or Manager

Sr. No.	Particulars of Remuneration	Name of the MD/WTD/Manager			Total Amount
		MD Mr. Gopal Lal Paliwal	Executive Director Mr. Manohar Bhai P. Joshi	Manager	
1.	Gross Salaries				
	a) Salary as per provision contained in section 17(1) of Income Tax Act, 1961		307,050		
	b) Value of perquisites u/s 17(2) of Income Tax Act, 1961	NIL	NIL	NIL	NIL
	c) Profit in lieu of salary u/s 17(3) of the Income Tax Act, 1961				

2.	Stock option				
3.	Sweet equity				
4.	Commission				
	a) as % of profit	NIL		NIL	NIL
	b) others		10,000		
5.	Others, please specify				
Total		NIL	317,050	NIL	NIL
Ceiling as per the Act		NA	NA	NA	NA

(b) Remuneration to other Directors

Sr. No.	Particulars of Remuneration	Name of the Directors			Total Amount
		Mr. Rajeev Sharma	Mr. Kulbir Singh Pasricha	Mr. Sunil Upadhayay	
1.	Independent Directors				
	a) Fee for attending meetings	10,000	10,000	10,000	30,000
	b) Commission				
	c) Others, specify				
	Total -1	10,000	10,000	10,000	30,000
		Koshalya Joshi			
2.	Other Non-Executive-Directors				
	a) Fee for attending meetings	2,500			
	b) Commission				
	c) Others, specify (reimbursement expenses)	60,000			
	Total -2	62,500			62,500
	Total (1+2)	72,500	10,000	10,000	92,500
	Total Managerial Remuneration	72,500	10,000	10,000	92,500
	Ceiling as per the Act	NA	NA	NA	NA

(c) Remuneration to Key Managerial Personnel

Sr. No.	Particulars of Remuneration	CEO/CFO/CS			Total Amount
		CEO	CFO	CS	
1.	Gross Salaries	Nil	291,750	90,000	381,750
	d) Salary as per provision contained in section 17(1) of Income Tax Act, 1961				
	e) Value of perquisites u/s 17(2) of Income Tax Act, 1961				
	f) Profit in lieu of salary u/s 17(3) of the Income Tax Act, 1961				

	Stock option	Nil	Nil	Nil	Nil
3.	Sweet equity	Nil	Nil	Nil	Nil
4.	Commission c) as % of profit d) others	Nil	Nil	Nil	Nil
5.	Others, please specify	Nil	Nil	Nil	Nil
	Total	Nil	291,750	90,000	381,750

6. Penalties/Punishment/Compounding of offences

Type	Section of the Companies Act	Brief Description	Details of Penalties/Punishment/Compounding fee imposed	Authority	Appeal made, if any,
Company					
Penalty					
Punishment					
Compounding	-----	-----NIL-----	-----	-----	-----
Directors					
Penalty					
Punishment					
Compounding					
Other officers in default					
Penalty					
Punishment	-----	-----NIL-----	-----	-----	-----
Compounding					

For and on behalf of the Board of Directors of
S V TRADING AND AGENCIES LIMITED

Sd/-
Gopal Lal Paliwal
Managing Director
DIN: 06522898

Sd/-
Mr. Manoharbhaj P. Joshi
Director
DIN: 02208711

Place: Mumbai
Dated: August 13, 2019

Form No. AOC-2

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

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

A. Details of contract or arrangement or transactions not at arms' length basis; Nil

a.	Name(s) of the related party and nature of relationship	NA
b.	Nature of contract /arrangements/transaction	NA
c.	Duration of contract /arrangements/transaction	NA
d.	Salient terms of contract /arrangements/transaction including the value, if any,	NA
e.	Justification for entering into such contract / arrangements/ transaction	NA
f.	Date(s) of approval by the Board	NA
g.	Amount paid as advances, if any,	NA
h.	Date on which special resolution was passed in general meeting as required under first proviso to section 188	NA

B. Details of contract or arrangement or transactions at arms' length basis:

a.	Name(s) of the related party and nature of relationship	NA
b.	Nature of contract /arrangements/transaction	NA
c.	Duration of contract /arrangements/transaction	NA
d.	Salient terms of contract/arrangements/transaction including the value, if any,	NA
e.	Date(s) of approval by the Board	NA
f.	Amount paid as advances, if any,	NA

Form No. MR-3

Secretarial Audit Report for the financial year ended on March 31, 2019

[Pursuant to Section 204(1) of the Companies Act, 2013 and the Rule 9 of the companies (Appointment and remuneration of managerial personnel) Rule, 2014]

To,

The Members

SV Trading and Agencies Limited

[CIN: L51900MH1980PLC022309]

Shop No.006, Building No. 1,

Vasant Aishwarya C.H.S. Ltd.

Mathuradas Ext. Road, Kandivali (W)

Mumbai - 400067

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

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

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2019 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 there-under;
- (iii) The Depositories Act, 1996 and the Regulations and bye-laws framed there-under;
- (iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made there-under to the extent applicable;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (**'SEBI Act'**) to the extent applicable to the Company;
 - 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;
- (vi) During the financial year the Company is engaged in investment and general trading activities and hence no specific law is applicable to the Company.

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

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India
- (ii) The SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 and listing agreement entered into by the Company with Stock Exchanges in India.

We have relied on the representation made by the Company and its Officers for systems and mechanism formed by the Company and test verification on random basis carried out for compliances under other applicable Acts, Laws and Regulations to the Company.

The compliance by the Company of the applicable direct tax laws, indirect tax laws and other financial laws has not been reviewed in this Audit, since the same have been subject to review by the other designated professionals and being relied on the reports given by such designated professionals.

During the financial year under review, the Company has complied with the provisions of the Act, rules, regulations, guidelines, standards etc. as mentioned above.

During the financial year under review, provisions of the following regulations were not applicable to the Company;

- a) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
- b) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- c) The Securities and Exchange Board of India (Issue of Debt Securities) Regulations, 2008
- d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines 1999
- e) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- 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;

We report that, during the financial year under review, the Company has complied with the provisions of the Act, rules, regulations, guidelines as mentioned above, subject to the following:

- (i) *The Company has not fully complied with the provisions of section 203 of the Companies Act, 2013 with regard to the appointment of Key Managerial Personnel (KMP) during the financial year.*
- (ii) *The Company has not fully complied with the regulation 6 of the SEBI (Listing obligation and Disclosure Requirements) Regulations, 2015 with regard to appointment of compliance officer.*

During the financial year under review, provisions of the following regulations were not applicable to the Company;

- (i) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
- (ii) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- (iii) The Securities and Exchange Board of India (Issue of Debt Securities) Regulations, 2008
- (iv) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines 1999
- (v) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- (vi) 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;

We further report that:

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

- (i) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There was no change in the composition of the Board of Directors during the period under review.
- (ii) Adequate notice is given to all the directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for

- seeking and obtaining further information and clarifications on the agenda items before the meeting for meaningful participation at the meeting.
- (iii) Decisions at the meetings of Board of Directors of the Company and Committee thereof were carried out with requisite majority.

We further report that based on the information provided and representation made by the Company and also on the review of compliance reports of the respective department duly signed by the department head and Compliance Certificate(s) of the Managing Director/Company Secretary/CFO taken on record by the Board of Directors of the Company, in our opinion adequate system and process exists in the company commensurate with the size and operations of the Company to monitor and ensure compliance with the applicable laws, rules, regulations and guidelines.

We further report during the financial year under review, no specific events/actions having a major bearing on the affairs of the Company in pursuance of any of the above referred laws, rules, regulations, guidelines standards etc.

For **R M MIMANI & ASSOCIATES LLP**
[COMPANY SECRETARIES]
[Firm Registration No. I2001MH250300]

Sd/-
MANOJ MIMANI
(PARTNER)
ACS No: 17083
CP No: 11601

Place: Mumbai
Dated: August 13, 2019

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

To,
The Members
S V Trading and Agencies Limited
[CIN: L51900MH1980PLC022309]
Shop No.006, Building No. 1,
Vasant Aishwarya C.H.S. Ltd.
Mathuradas Ext. Road, Kandivali (W)
Mumbai - 400067

Our Secretarial Audit Report of even date is to be read along with this letter;

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

For R M MIMANI & ASSOCIATES LLP
[COMPANY SECRETARIES]
[Firm Registration No. I2001MH250300]

Sd/-
MANOJ MIMANI
(PARTNER)
ACS No: 17083
CP No: 11601

Place: Mumbai
Dated: August 13, 2019

Statement of Disclosure of Remuneration under Section 197 of Companies Act, 2013 and Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

- i) Ratio of the remuneration of each Executive Director to the median remuneration of the Employees of the Company for the financial year 2018 - 19.

Sr. No.	Name of the Director	Designation	Ratio of remuneration of each Director to median remuneration of employees
1.	Mr. Gopal Paliwal	Managing Director	NA
2.	Mr. Manoharbhair P. Joshi	Executive Director	44.57%
3.	Mr. Rajeev Sharma	Independent Director	NA
4.	Mr. Kulbir Singh Pasricha	Independent Director	NA
5.	Mr. Sunil Upadhyay	Independent Director	NA
6.	Ms. Koshalya Joshi	Non-Executive - Non Independent Director	NA

- ii) The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer and Company Secretary or manager during the financial year 2018-19.

Sl. No.	Name	Designation	Percentage increase in remuneration
1.	Mr. Gopal Paliwal	Managing Director	NA
2.	Mr. Manoharbhair P. Joshi	Director	NA being first year of salary payment
3.	Mr. Rajeev Sharma	Independent Director	NA
4.	Mr. Kulbir Singh Pasricha	Independent Director	NA
5.	Mr. Sunil Upadhyay	Independent Director	NA
6.	Ms. Koshalya Joshi	Non-Executive - Non-Independent Director	NA
7.	Mr. Prakash Chandra	Chief Financial officer	10.72%
8.	Ms. Mitali Shah	Company Secretary	NA being appointed during the year

- iii) The percentage increase in the median remuneration of Employees in the financial year is not applicable as employees joined during the year.
- iv) The Company has 03 permanent employees on the rolls of Company as on 31st March, 2019.
- v) Relationship between average increase in remuneration and Company's performance: Increase in remuneration given to only one employee - CFO of the company, such normal increase of 10.72% is reasonable considering overall market and business conditions and also with comparative increase in company's net profit by 37%.

The profit before tax for the financial year ended 31st March, 2019 increased by 37% whereas the average increase in remuneration is 10.72%, which is reasonable considering overall business scenario.

- vi). Comparison of the remuneration of the Key Managerial Personnel against the performance of the Company:

Rs. in lakhs				
Sl. No.	Particulars	Year (2018 - 19)	Year (2017 - 18)	Percentage of increase/decrease
1.	Sales	136.88	102.27	33.84%
2.	Profit before tax	114.90	83.81	37.10%
3.	Remuneration of the KMP	6.89*	2.63	161.98%

- *During the financial year 2018-19, company has appointed a Company Secretary and also paid remuneration to Executive Director – Mr. Manohar Bhai Joshi. Increase in Gross Remuneration is on account of appointment of Company Secretary and remuneration to Executive Director.

- vii) Market capitalization and price earnings ratio details are as under:

Particulars	As on 31.03.2019	As on 31.03.2018	Increase / (Decrease) (%)
Price Earnings Ratio	NA	NA	NA
Market Capitalization (Rs. in Crore)	NA	NA	NA

The Company has not made any public issue of shares.

- viii) Average percentage increase in the salaries of employees other than the managerial personnel in the financial year is NIL% whereas the increase in the managerial remuneration was 10.72%.
- ix) Comparison of each remuneration of the Key Managerial Personnel against the performance of the Company.

Sl. No.	Name of Key Managerial Personnel	Designation	Percentage increase in Remuneration	Percentage of increase in performance
1.	Mr. Gopal Paliwal	Managing Director	NA	37%
2.	Manohar Bhai Joshi	Executive Director	NA	37%
3.	Mr. Prakash Chandra	Chief Financial Officer	10.72%	37%
4.	Ms. Mitali Shah	Company Secretary	NA	37%

- x). The key parameter for any variable component of remuneration availed by Managing Directors: **Nil**
- xi) The ratio of the remuneration of the highest paid Director to that of the Employees who are not Directors but receive remuneration in excess of the highest paid Director during the year: **None**
- xii) It is hereby affirmed that the remuneration paid during the year is as per the Remuneration Policy of the Company.

Annexure - 5

Details of employees pursuant to Section 197 of the Companies Act, 2013 read with Rule 5(2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rule, 2014.- Not Applicable as no employees or managerial personnel draw salary equal to or exceeding Rs.102,00,000 p.a. or Rs.8,50,000 per month.

By Order of the Board of Directors

**Sd/-
Gopal Lal Paliwal
Managing Director
DIN: 06522898**

**Sd/-
Prakash Chandra
Chief Financial Officer**

Place: Mumbai
Dated: August 13, 2019

R M MIMANI & ASSOCIATES LLP

COMPANY SECRETARIES

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
S V TRADING AND AGENCIES LIMITED
[CIN: L51900MH1980PLC022309]
Shop No. 006, Building No. 1,
Vasant Aishwarya Co-operative Housing Society Limited,,
Mathurdas Extension Road, Kandivali-West,,
Mumbai -400067

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **S V TRADING AND AGENCIES LIMITED** (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 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) as considered necessary and explanations furnished to us by the Company and its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the financial year ending on March 31, 2019 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.

DIN	Full Name	Designation	Date of Appointment
06522898	Gopal Lal Paliwal	Managing Director	27/02/2014
02208711	Manoharbhai Premshankarji Joshi	Executive Director	27/02/2014
06767577	Kulbir Singh Pasricha	Independent Director	05/05/2014
06767593	Sunil Upadhayay	Independent Director	05/05/2014
06396701	Rajeev Sharma	Independent Director	05/05/2014
07999303	Koshalya Joshi	Non-executive Director	12/02/2018

Ensuring the eligibility of 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 these based on our verification.

R M MIMANI & ASSOCIATES LLP

COMPANY SECRETARIES

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.

For R M MIMANI & ASSOCIATES LLP
[Company Secretaries]
[Firm Registration No. I2001MH250300]

Sd/-
Manoj Mimani
(Partner)
ACS No: 17083
CP No: 11601

Place: Mumbai
Dated: August 13, 2019

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

INDUSTRY STRUCTURE AND DEVELOPMENT

The year witnessed a highly dynamic situation of our Country. India must be consistent in regaining its position as a leading emerging market investment destination. This can only be possible if consistency and clarity is in our policies. Basically, India is experiencing a difficult economic situation on the growth, asset quality, inflation and fiscal deficit fronts. Growth estimation graph shows bottomward trends but recovery is predicated upon clarity of policy matters and decision making by the Government. Both of the factors are out of the control of private enterprises. The past year has been a challenging year for our Industry with lots of ups and downs.

In spite of the above, Company has been able to maintain its steady performance during the year under review. Your Company's performance for the year 2018-19 has to be viewed in the context of aforesaid economic and market environment.

OPERATING RESULTS OF THE COMPANY

The total revenue from operations of your Company for the year ended March 31, 2019 stood at Rs. 1, 31, 45,338/- as against Rs. 1, 02, 27,732/- for the year ended March 31, 2018. The Company has earned a profit (after tax) of Rs. 84, 44,371/- for the Year ended March 31, 2019 as compared to Rs. 62, 23,228/- for the year ended March 31, 2018.

OPPORTUNITIES

- There is a provision of more FDI and investment opportunities.
- Withdrawal of quota restriction is contributing immensely in market development
- The global needs are being catered with product development.
- An upsurge in the purchasing power and disposable income of Indian customers has opened room for new market development.

THREATS

- Inflation could trigger increase in consumer price inflation, which would dampen growth.
- Striking a balance between demand and supply.
- Unfavorable economic development.
- Market risk arising from changes in the value of financial instruments as a result of changes in market variables like interest rate and exchange rates.

PROSPECT & OUTLOOK

The management is of the view that the future prospects of your company are bright and the performance in the current year is expected to be very well. The committed customers of the company are expected to place more orders, which ultimately affect the top line of the company, positively.

RISKS AND CONCERNS:

The Company has taken adequate preventive and precautionary measures to overcome all negative factors responsible for low trend to ensure steady growth.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

There are well-established procedures for Internal Controls for operations of the company. The finance & audit functions are well equipped with professionally experienced qualified personnel & play important roles in implementing the statutory obligations. The company has constituted Audit Committee for guidance and proper control of affairs of the company.

HUMAN RESOURCES

Human Resources are highly valued assets at SV. The company seeks to attract, retain and nurture technical & managerial talent across its operations and continues to create, sustain the environment that brings out the best in our people with emphasis on training, learning & development. It aims at career progression and fulfilling satisfactory needs. Performance is recognized and rewarded through up gradation & job enrichment, performance incentives.

CAUTIONARY STATEMENT

Statements in the Management Discussion and Analysis describing the Company's objectives, expectations, predictions and assumptions may be "FORWARD LOOKING" within the meaning of applicable Laws and Regulations. Actual results may differ materially from those expressed herein, important factors that could influence the Company's operations include domestic economic Conditions affecting demand, supply, price conditions, and change in Government's regulations, tax regimes, other statutes and other factors such as industrial relations.

REPORT ON CORPORATE GOVERNANCE

S V Trading and Agencies Limited believe that a good corporate governance practice is inevitable for improving efficiency and growth as well as enhancing stakeholder's confidence. Company has sound corporate practices and conscience, transparency, accountability and better communication which led it to the steady and continuous success.

The Company is adhering strictly to regulatory frameworks. Honesty, transparency and communication with stakeholders are integral part of our policy. The Company is committed to meet the expectations of stakeholders as a responsible corporate citizen.

- **Board of Directors**

Composition of the Board of Directors

The Company is fully compliant with the Corporate Governance norms in terms of constitution of the Board of Directors ("the Board"). The Board of the Company is composed of individuals from diverse fields. The Board of the Company is composed of Executive and Non-Executive Directors. As on March 31, 2019, the strength of the Board was six Directors comprising of two executive and four non-executive Directors of the Company. Fifty per cent of the Board comprised of Independent Directors. The details of the Board of Directors as on March 31, 2019 are given below:

Name of the Director	Designation	Date of Joining	No. of Directorships / Committee Memberships/ Chairmanships			
			Public Limited Companies (Including this Company)	Private Limited and Section 8 Companies	Committee Memberships	Committee Chairmanships
Mr. Manoharbhaj P. Joshi	Executive Director	27/02/14	01	Nil	01	Nil
Mr. Gopal Lal Paliwal	Managing Director	27/02/14	01	Nil	01	Nil
Mr. Rajeev Sharma	Independent Director	05/05/14	02	Nil	02	02
Mr. Kulbir Singh Pasricha	Independent Director	05/05/14	03	Nil	03	02
Mr. Sunil Upadhayay	Independent Director	05/05/14	03	Nil	03	02
Ms. Koshalya Joshi	Non-Executive Director	12/02/18	01	02 (Private Limited)	01	Nil

As on March 31, 2019, Mr. Manoharbai P. Joshi, Mr. Gopal Lal Paliwal, Mr. Kulbir Singh Pasricha and Mr. Sunil Upadhyay holding 432,430, 426,570, 500 and 900 equity shares of the Company respectively. Except above, no other Director or their relative hold shares of the Company.

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 ("the Act") and SEBI (LODR), Regulations, 2015.

- **Board Meetings**

The Board/Committee meetings are pre-scheduled and proper notices of Board and Committee meetings is circulated to the Directors well in advance to enable them to plan their schedules and to ensure their meaningful participation in the meetings.

During the financial year under review, 06 (Six) Board meetings were held on 30/05/2018, 11/08/2018, 29/09/2018, 14/11/2018, 12/02/2019 and 30/03/2019. The gap between two Board meetings was in compliance with the provisions contained in the Act and the Listing Agreement. Details of Directors as on March 31, 2019 and their attendance at the Board meetings and Annual General Meeting ("AGM") during the financial year ended March 31, 2019 are given below:

Attendance of Directors at Board Meetings and Annual General Meeting

Name of the Directors	Attendance at the Board meetings held on						Attendance at the AGM held on 23.09.2017
	30.05.18	11.08.17	29.09.18	14.11.17	12.02.19	30.03.19	
Mr. Manoharbai P. Joshi	✓	✓	✓	✓	✓	✓	✓
Mr. Gopal Lal Paliwal	✓	✓	✓	✓	✓	✓	✓
Mr. Rajeev Sharma	✓	✓	✓	✓	✓	✓	✓
Mr. Kulbir Singh Pasricha	✓	✓	✓	✓	✓	✓	✓
Mr. Sunil Upadhyay	✓	✓	✓	✓	✓	✓	✓
Ms. Koshalya Joshi	✓	✓	x	✓	✓	x	x

- **Audit Committee**

The role of the Audit Committee is in accordance with the provisions of Section 177 of the Companies Act, 2013 and of SEBI (LODR), Regulations, 2015.

During the financial year, the Audit Committee met 4 (Four) times on 30/05/2018, 11/08/2018, 14/11/2018 and 12/02/2019. Constitution of the Audit Committee and their attendance at the meetings during the financial year ended March 31, 2019 are given below:

Name of the Member Director	Category	No. of Meeting held	No of Meeting attended
Mr. Rajeev Sharma	Chairman of the Committee & Independent Director	04	04
Mr. Kulbir Singh Pasricha	Member & Independent Director	04	04
Mr. Sunil Upadhayay	Member & Independent Director	04	04

- **Nomination and Remuneration Committee**

The role of Nomination and Remuneration Committee is in accordance with the provisions of Section 178 of the Companies Act, 2013 and of SEBI (LODR), Regulations, 2015.

Constitution of Nomination and Remuneration Committee and their attendance at the meetings during the financial year ended March 31, 2019 are given below:

Name of the Member Director	Category	No. of Meeting held	No. of Meeting attended
Mr. Kulbir Singh Pasricha	Chairman of the Committee & Independent Director	01	01
Mr. Rajeev Sharma	Member & Independent Director	01	01
Ms. Koshalya Joshi	Member & Non- Executive Director	01	01

Details of the remuneration paid/payable to the Directors for the financial year ended on March 31, 2019 are as under:

Name of the Director	Salary	Perquisites	Commission /Sitting Fees	Total
Mr. Manoharbhair P. Joshi	307,050	Nil	10,000	317,050
Mr. Gopal Paliwal	Nil	Nil	Nil	Nil

Mr. Rajeev Sharma	Nil	Nil	10,000	10,000
Mr. Kulbir Singh Pasricha	Nil	Nil	10,000	10,000
Mr. Sunil Upadhayay	Nil	Nil	10,000	10,000
Ms. Koshalya Joshi	Nil	Nil	62,500	62,500

- **Stakeholders Relationship Committee**

The Stakeholders Relationship Committee considers and resolves the grievances of security holders.

During the financial year, the Stakeholders Relationship Committee met four (4) times on 30/05/2018, 11/08/2018, 14/11/2018 and 12/02/2019. Details of constitution and their attendance at the meetings during the financial year ended March 31, 2019 are given below:

Name of the Member Director	Category	No. of Meeting held	No of Meeting attended
Mr. Sunil Upadhayay	Chairman of the Committee & Independent Director	04	04
Mr. Manoharbai P. Joshi	Member & Executive Director	04	04
Mr. Gopal Lal Paliwal	Member & Managing Director	04	04

During the financial year, the Company/Company's Registrar and Transfer Agents have not received any complaint. There were no complaints from shareholders pending as on March 31, 2019.

- **Independent Directors' Meeting**

During the year under review, the Independent Directors met on February 12, 2019, inter alia, to discuss and review:

Evaluation of the performance of Non-independent Directors and the Board of Directors as a whole.

Evaluation of the quality, content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

- **Policy on material subsidiary**

The details of the policy have been disclosed on company's website at www.svtrading.co.in.

- **Policy on Related party transactions**
The details of the policy have been disclosed on company's website at www.svtrading.co.in
- **Policy for selection and appointment of Directors and their remuneration**
The details of the policy have been disclosed on company's website at www.svtrading.co.in
- **Familiarization programme for Directors**
The details of the familiarization programme have been disclosed on company's website at www.svtrading.co.in
- **Vigil Mechanism/Whistle Blower Policy**
The Company has adopted a Vigil Mechanism policy (Whistle Blower Policy) which enables Directors and employees to report their genuine concerns. The mechanism provides for adequate safeguards against the victimization of persons who use this mechanism and make provision for direct access to the Chairman of the Audit Committee in appropriate and exceptional cases.
- **Code of Conduct**
In Compliance with Regulation 26(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013, The Company has laid down the Code of Conduct for all Board members and senior management of the Company, which is available on the Company's Website at the details of the policy have been disclosed on company's website at www.svtrading.co.in.

All the Board members and senior management of the Company have affirmed compliance with their Code of Conduct for the financial year ended March 31, 2019. The Managing Director has also confirmed and certified the same. The certification is annexed at the end of this report.

- **Disclosures:**
 - Internal Audit Functions and Statutory Compliance:
Internal Audit functions of the company have been carried out by a firm of Chartered Accountants. The reports of the Internal Auditors on the operations and financial transactions and the action taken thereon by the management in the form of report are duly submitted to the Audit Committee of the Board of Directors
For every quarter of the year, the Company Secretary/Department Head makes report of statutory compliances which are placed before the Audit Committee and the Board Meeting.

- There were no material significant transactions with the Directors or the management or their subsidiaries or relatives that have any potential conflict with the interest of the Company.
- Details of Non-compliance:
There was no case of non-compliance by the company nor any cases of penalties, strictures imposed on the company by Stock Exchanges or SEBI or any statutory authority on any matter related to capital markets during the last three years.

General Body Meetings:

- **The details of the Annual General Meetings held during the last three financial years;**

Financial Year	Date and time	Venue	Nos. of special resolution passed
2015-16	September 23, 2016 at 11.30 a.m.	Acme Plaza Bldg., No.-2, Fifth Floor, Andheri Kurla Road, Andheri (East), Mumbai-400059	Nil
2016-17	September 23, 2017 at 12.00 noon	Acme Plaza Bldg., No.-2, Fifth Floor, Andheri Kurla Road, Andheri (East), Mumbai-400059	Nil
2017-18	September 15, 2018 at 12.00 noon	Acme Plaza Bldg., No.-2, Fifth Floor, Andheri Kurla Road, Andheri (East), Mumbai-400059	Nil

- During the last three financial years, no Extra Ordinary General Meeting was held and no resolution was passed through postal ballot.

- **Means of Communication**

- Quarterly, Half-Yearly and Annual results of the Company are published in newspapers such as Financial Express and Mumbai Lakshadeep. These results are promptly submitted to the BSE Limited
- The Company's results and press releases are available on the Company's website www.svtrading.co.in

- **CEO/CFO Certification**

Appropriate certification as required under Regulation 17(8) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 has been made to the Board of Directors by the CEO/CFO which has been taken note of by the Board.

- **Affirmation**

The provisions of regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 of SEBI (LODR), Regulations, 2015 are fully complied with, to the extent applicable to the Company. All the mandatory disclosure as required in term of the provisions of SEBI (LODR), Regulations, 2015 are disclosed in this report.

Further the company adopted the following discretionary requirements under Regulation 27 (1) of SEBI (LODR), Regulations, 2015.

- **The Board**

No separate office was maintained by the Chairman of the Company

No separate office was maintained by the present Managing Director of the Company.

- **Shareholders Rights**

Quarterly or half yearly financial results including summary of the significant events are presently not being sent to shareholders of the Company.

- **Modified opinions in audit report**

Not applicable since there is no qualification in the audit reports

- **Separate posts of Chairman and Chief Executive Officer**

At present no person is holding the post of Chairperson of the Company. Post of the Managing Director and Chief Executive officer is held by the same person.

- **Reporting of Internal Auditors**

- The Internal Auditors directly reported to the Audit Committee

- **General Shareholder Information**

AGM date, time and venue	September 10, 2019 at 12.00 noon at Acme Plaza Bldg. No. -2 Fifth Floor, Andheri Kurla Road, Andheri (East) Mumbai- 400059
Financial Year	April 01 to March 31
First quarter results	By 2 nd week of August 2019
Second quarter results	By 2 nd week of November 2019
Third quarter results	By 2 nd week of February 2020
Result for the financial year ended on March 31, 2020	By 4 th week of May 2020
Date of Book closure	Friday, September 06, 2019 to Tuesday, September 10, 2019
Dividend payment date	Not applicable
Listing on Stock Exchange	BSE Limited
Payment of annual listing fees	Listing fees for the year 2019-2020 have been paid to BSE Limited
Stock Code (BSE)	INE404N01019
Demat ISIN no. for CDSL and NSDL	503622

Corporate Identity Number (CIN)	L51900MH1980PLC022309
Share Registrar & Transfer Agent	Link Intime India Pvt. Ltd. C-101, 247 Park, L.B.S. Marg, Vikhroli (W), Mumbai- 400083 Tel No.: 022-49186270, Fax: 022-49186060 Email: rnt.helpdesk@linkintime.co.in Website: www.linkintime.co.in
Compliance officer	Ms. Ruby Jha Shop No.6, Building No. 1, Vasant Aishwarya C.H.S. Ltd. Mathuradas Ext. Rd. Kandivali (West) Mumbai -67 Email id: svtradingandagencies@gmail.com

- Market price data: High/Low during each month in the financial year (In Rs.)**

Month	BSE Limited, Mumbai	
	High	Low
April 2018	Not traded	Not traded
May 2018	Not traded	Not traded
June 2018	Not traded	Not traded
July 2018	Not traded	Not traded
August 2018	Not traded	Not traded
September 2018	Not traded	Not traded
October 2018	Not traded	Not traded
November 2018	Not traded	Not traded
December 2018	Not traded	Not traded
January 2019	Not traded	Not traded
February 2019	Not traded	Not traded
March 2019	Not traded	Not traded

(Source: Website of BSE Limited, Mumbai www.bseindia.com)

- Distribution of shareholding as on March 31, 2019**

Sr. No	No. of equity shares held		Shareholder(s)		Shareholding(s)	
	From	To	Nos.	%	Nos.	%
1	01	500	12	18.46	5,000	0.03
2	501	1000	09	13.84	8,100	0.05
3	1001	2000	04	6.15	5,900	0.03
4	5001	10000	1	1.53	7,000	0.04
5	10001	Above	39	60.00	17,074,000	99.85
	Total		65	100.00	17,100,000	100.00

- **Category wise distribution of shareholding as on March 31, 2019**

Category	No. of Shares Held	% of holding
Promoter and Promoter Group	859,000	5.02
Mutual fund	Nil	Nil
Banks and Financial Institutes, Insurance Companies etc.	Nil	Nil
FII's	Nil	Nil
Bodies Corporate	5,450,000	31.87
Indian Public	10,789,600	63.08
NRI's and OCB	Nil	Nil
Directors and relatives	1,400	00.02
Others	Nil	Nil
Total	17,100,000	100.00

- **Dematerialization of shares and liquidity**

The Company's shares are traded compulsorily in dematerialized form on the stock exchange. As on March 31, 2019, 99.86% of the paid-up share capital of the Company was in dematerialized form.

- **Outstanding GDR/ADR/Warrants or any Convertible Instruments, conversion dates and likely impact on equity**

Not Applicable

- **Address for investors correspondence**

Shareholders/Investors should address their correspondence to the Company's Registrar & Transfer Agents at the address mentioned earlier.

Shareholders/Investors may also contact Mr. Gopal Lal Paliwal, Managing Director & Compliance Officer of the Company at the Registered Office of the Company situated at Shop No.006, Building No. 1, Vasant Aishwarya C.H.S. Ltd. Mathuradas Ext. Road, Kandivali (West) Mumbai 400067. Telephone Nos.: 022-65027372 and Email id svtradingandagencies@gmail.com.

For S V Trading and Agencies Limited

Sd/-
Gopal Lal Paliwal
Managing Director
DIN: 06522898

Place: Mumbai

Dated: August 13, 2019

DECLARATION BY THE CEO UNDER REGULATION 26(3) OF THE SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 REGARDING ADHERENCE CODE OF CONDUCT:

In accordance with Regulation 26(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, I hereby confirm that, all the Directors and the Senior Management Personnel of the Company have affirmed compliance to the Code of Conduct for the Financial Year ended March 31, 2019.

For S V Trading and Agencies Limited

Sd/-

**Gopal Lal Paliwal
Managing Director
DIN: 06522898**

Place: Mumbai

Dated: August 13, 2019

CEO/CFO CERTIFICATION TO THE BOARD

[Regulation 17(8) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015]

We, Mr. Prakash Chandra, Chief Financial Officer (CFO) and Mr. Gopal Lal Paliwal, Managing Director of **S V Trading and Agencies Limited** appointed in terms of provision of Companies Act 2013, certify to the Board that:

- a. We have reviewed the financial statements and the cash flow statement for the financial year ended on March 31, 2019 and that to the best of our knowledge and belief:
 - These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations;
- b. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the financial year ended on March 31, 2019 which are fraudulent, illegal or violative of the Company's code of conduct;
- c. We accept responsibility for establishing and maintaining internal controls and that we have evaluated the effectiveness of the internal control systems of the Company and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of the internal control, if any, of which we are aware of and the steps we have taken or propose to take to rectify these deficiencies.
- d. We have indicated to the Auditors and the Audit Committee:
 - Significant changes in internal control over the financial reporting during the financial year 2018-19.
 - Significant changes in accounting policies during the financial year 2018-19 and that the same have been disclosed in the notes to the financial statements; and
 - Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over the financial reporting.

Sd/-

Gopal Lal Paliwal
Managing Director

Sd/-

Prakash Chandra
Chief Financial Officer

Place: Mumbai
Dated: May 29, 2019

INDEPENDENT AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

**To the Members of
S V Trading and Agencies Limited**

We have examined compliance of conditions of corporate governance by S V Trading and Agencies Limited (the Company) for the year ended on 31st March 2019 as per the relevant provisions of SEBI (Listing Obligation and Disclosure requirement) Regulations, 2015 ('Listing Regulations').

The compliance of conditions of corporate governance is the responsibility of the Management. Our examination was limited to procedures and implementations thereof, adopted by the Company for ensuring the compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of corporate governance as stipulated in the above- mentioned Listing Agreement / Listing Regulations as applicable.

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

For R. Soni & Co.
Chartered Accounts
(FRN.:130349W)

Sd/-

Rajesh Soni
Partner
Membership No. 133240

Place: Mumbai

Dated: August 13, 2019

INDEPENDENT AUDITOR'S REPORT

To the Members of **S V Trading and Agencies Limited**

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of S V Trading and Agencies Limited ("the Company"), which comprise the balance sheet as at 31st March 2019, and the statement of Profit and Loss, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, and profit/loss, changes in equity and its cash flows 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.

Key Audit Matters

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

Description of each key audit matter in accordance with SA 701:

The Key Audit Matter	How the matter was addressed in our Audit
<p>Measurement of Investment in accordance with Ind AS 109 “Financial Instruments”</p> <p>On initial recognition, investments are recognized at fair value in case of investment which are recognized at fair value through FVOCI. In that case that transaction costs are attributable to the acquisition value of the investments.</p> <p>The Company's investment are subsequently classified into following categories based on the objective to manage the cash flows and options available in the standard:</p> <ul style="list-style-type: none"> • At amortised cost • At fair value through profit or loss (FVTPL) • At fair value through Other comprehensive Income (FVTOCI) <p>The company has assessed following two objectives:</p>	<p>Principal Audit procedure:</p> <ul style="list-style-type: none"> • Obtaining an understanding of the companies objectives for such investments and assessment thereof in terms of Ind AS 109. • Obtaining an understanding of the determination of the measurement of the investments and tested the reasonableness of the significant judgement applied by the management. • Evaluated the design of internal controls relating to measurement and also tested the operating effectiveness of the aforesaid controls. • Obtaining understanding of basis of valuation adopted in respect of fair value investment and ensured that valuation techniques used are appropriate in circumstances and for which sufficient data are available to measure fair value. • Assessed the appropriateness of the

<ul style="list-style-type: none"> • Held to collect contractual cash flows. • Realising cash flows through sale of investments. The Company makes decision based on assets fair value and manages the assets to realize those fair values. <p>Since valuation of investment at fair value involves critical assumptions, significant risk in valuation and complexity in assessment of objectives, the valuation of investments as per Ind AS 109 is determined to be a key audit matter in our audit of the standalone financial statements.</p> <p>Refer Note 1 to the standalone financial statements.</p>	<p>discloser in the standalone financial statements in accordance with the applicable financial reporting framework.</p>
--	--

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, (changes in equity)⁵ and cash flows of the Company in accordance with⁶ the accounting principles generally accepted in India, including the accounting Standards specified 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 of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

Paragraph 40(b) of this SA explains that the shaded material below can be located in an Appendix to the auditor's report. Paragraph 40(c) explains that when law, regulation or applicable auditing standards expressly permit, reference can be made to a website of an appropriate authority that contains the description of the auditor's responsibilities, rather than including this material in the auditor's report, provided that the description on the website addresses, and is not inconsistent with, the description of the auditor's responsibilities below.

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 control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, 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.

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.

Other Matters

The Investment, Deposits with banks etc. are closely monitored by Board of Directors and therefore no appraisal, renewal, policies, procedures and documents has been executed.

Our opinion is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

As required by Section 143(3) of the Act, we report that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules,

(e) On the basis of the written representations received from the directors as on 31st March, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2019 from being appointed as a director in terms of Section 164 (2) of the Act.

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".

(g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

1. The Company has disclosed the impact of pending litigations on its financial position in its financial statements.
2. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
3. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For R SONI & COMPANY
Chartered Accountants
Firm's Registration No. 130349W

Sd/-
RAJESH SONI
Partner
Membership No. 133240

Place of Signature: Mumbai
Date: 29/05/2019

ANNEXURE A TO THE AUDITORS' REPORT

The Annexure referred to in our Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended March 31st, 2019, we report that:

- (i)** (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) The Company has a regular program of physical verification of its fixed assets by which fixed assets are verified in a phased manner over a period of one years. In accordance with this program, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.

(c) There are no immovable properties held by the Company.
- (ii)** (a) There are no inventories held by the Company.
- (iii)** (a) The Company has not granted loans to any party covered in the register maintained under section 189 of the Companies Act,2013 ('the Act'),

(b)No loans has been granted to any parties in the register maintained under section 189 of the act, Accordingly, paragraph 3(ii) (b) of the order is not applicable to the company in respect of payment of the principal amount.

(c) There are no overdue amounts for period of more than ninety days in respect of the loans granted to the bodies corporate listed in the register maintained under section 189 of the act.
- (iv)** In our opinion and according to the information and explanations given to us, the Company has complied with provision of section 185 and 186 of Act, with respect to the loan and investment made.
- (v)** The Company has not accepted any deposits during the year within the meaning of the provisions of section 73 to 76 or any other relevant provisions of the Companies Act and the rules framed there under.
- (vi)** The Central Government has not prescribed the maintenance of cost records under section148 (1) of the Act, for any of the services rendered by the Company

- (vii)** (a) According to the information and explanations given to us and on the basis of our examination of the records, the Company is regular in depositing undisputed statutory dues including provident fund, income tax, service tax, cess and other material statutory dues with the appropriate authorities. As explained to us, the Company did not have any dues on account of sales tax, wealth tax, duty of customs, value added tax, employees' state insurance and duty of excise.
- (b) According to the information and explanation given to us, there is no dispute pending in respect of dues of provident fund/sales tax/wealth tax/service tax/custom duty/excise duty/cess/value added tax, were in arrears as at 31st march, 2019 for a period of more than six month from the date they became payable.
- (viii)** The Company did not have any outstanding dues to financial institutions, banks or debenture holders during the year.
- (ix)** The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (ix) of the Order is not applicable.
- (x)** Based upon the audit procedure performed for purpose of reporting the true and fair view of the Financial Statements and According to the information and explanations given to us, no material fraud on or by the Company has been noticed or reported during the course of our audit.
- (xi)** According to the information and explanations given to us and based on our examination of the record of the Company, managerial remuneration has been paid/provided in accordance with the requisite approvals.
- (xii)** In our opinion and according to the information and explanations given to us, the company is not Nidhi Company. Accordingly paragraph 3(xii) of Order is not applicable.
- (xiii)** According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the Standalone financial statements as required by the applicable accounting standards.

- (xiv) The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.
- (xv) According to the information and explanations given to us and based on our examination of the record of the Company, the company has not entered into any non-cash transactions with directors or persons connected with him.
- (xvi) According to the information and explanations given to us, the provisions of the section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the company.

FOR R SONI & COMPANY

Chartered Accountants

Firm's registration number: 130349W

Sd/-

RAJESH SONI

Partner

Membership No.133240

Place: Mumbai

Date: 29/05/2019

ANNEXURE B TO THE AUDITORS' REPORT

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

We have audited the internal financial controls over financial reporting of **S V Trading and Agencies Limited** ('the Company') as of 31st March 2019 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based 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 (the "Guidance Note") issued by the Institute of Chartered Accountants of India (the "ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records, and timely preparation of reliable financial information, as required under the Act.

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.

Opinion

In our opinion, the company has, in all material respects, an adequate internal financial control system over financial reporting and such internal financial controls over financial reporting were operating effectively as at march 31,2019, based on the internal control over financial reporting criteria established by the company considering the essential components of internal control stated in the guidance note on audit of internal financial control over financial reporting issued by the Institute of Chartered Accountant of India.

FOR R SONI & COMPANY

Chartered Accountants

Firm's registration number: 130349W

Sd/-

RAJESH SONI

Partner

Membership No.133240

Place: Mumbai

Date: 29/05/2019

S V Trading and Agencies Ltd

BALANCE SHEET AS AT 31st March, 2019

(In Rupees)

Particulars	Note No.	As at 31 March, 2019	As at 31 March, 2018
ASSETS			
(1) Non - Current Assets			
(a) Property, Plant and Equipment		-	-
(b) Capital work - in - progress		-	-
(c) Other Intangible Assets		-	-
(d) Intangible assets under development		-	-
(e) Financial assets			
(i) Investments	1	357,949,857	357,949,857
(iii) Other financial assets		-	-
(f) Other tax assets (Net)	2	263,913	247,734
(g) Other non - current assets		-	-
(h) Deferred tax Asset		-	-
Total Non - Current Assets (A)		358,213,770	358,197,591
(2) Current Assets			
(a) Inventories		-	-
(b) Financial assets			
(i) Trade receivables	3	2,816,000	1,392,000
(ii) Cash and cash equivalents	4	77,985,766	70,587,802
(iii) Bank balances other than (ii) above		-	-
(iv) Loans	5	16,279	13,400
(v) Other financial assets		-	-
(c) Other tax assets (Net)		-	-
(d) Other current assets	6	53,117,054	53,461,774
Total Current Assets (B)		133,935,099	125,454,976
TOTAL ASSETS (A+B)		492,148,869	483,652,568
EQUITY AND LIABILITIES			
EQUITY			
(a) Equity share capital	7	171,000,000	171,000,000
(b) Other Equity	8	320,890,383	312,446,012
Total Equity (A)		491,890,383	483,446,012
LIABILITIES			
(1) Non Current Liabilities			
(a) Financial Liabilities			
(i) Other financial liabilities		-	-
Total Non Current Liabilities (B)		-	-
(2) Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	9	-	-
(i) Trade payables	10	181,194	159,795
(ii) Other financial liabilities		-	-
(b) Other current liabilities		-	-
(c) Provisions		-	-
(d) Current tax liabilities (Net)	11	77,292	46,761
Total Current Liabilities (c)		258,486	206,556
TOTAL EQUITY AND LIABILITIES (A+B+C)		492,148,869	483,652,568

The accompanying Notes 1 to 22 are integral part of these Financial Statements.

As per our report of even date attached.

FOR R SONI & COMPANY

Chartered Accountants

Firm Registration Number: 130349W

Sd/-

Rajesh Soni

Partner

MEMBERSHIP NO. 133240

PLACE : MUMBAI

DATED : 29/05/2019

FOR S V TRADING AND AGENCIES LIMITED

Sd/-

Gopal Lal Paliwal

MANAGING DIRECTOR

DIN: 06522898

Sd/-

Prakash Chandra

CHIEF FINANCIAL OFFICER

PAN: AWUPC7692N

Sd/-

Manoharbhaj P Joshi

DIRECTOR

DIN: 02208711

S V Trading and Agencies Ltd

Statement of Profit and loss for the year ended 31st March, 2019

(In Rupees)

Particulars	Note No.	2018-2019	2017-2018
Revenue from operations	12	4,800,000	7,800,000
Other income	13	8,345,338	2,427,732
Total Income		13,145,338	10,227,732
Expenses			
Operating Expenses		-	-
Purchases of Stock - in - Trade		-	-
Changes in inventories of Finished goods	14	-	-
Excise Duty on sales of goods		-	-
Employee benefit expenses	15	748,800	263,497
Finance Cost		-	-
Depreciation & amortization expenses		-	-
Other Expenses	16	1,449,741	1,582,785
Total Expenses		2,198,541	1,846,282
Profit before exceptional items & tax		10,946,797	8,381,450
Exceptional Items		-	-
Profit/(Loss) before tax		10,946,798	8,381,451
Less: Tax expenses			
(1) Current tax			
of Current year		3,045,400	2,158,224
of Earlier years		(542,973)	-
(2) Deferred tax		-	-
Profit for the period	A	8,444,371	6,223,228
Other Comprehensive Income			
A. (i) Items that will be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
B. (i) Items that will not be reclassified to profit or loss			141,489,433
(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
	B	-	141,489,433
Total Comprehensive Income for the period (Comprising Profit and Other Comprehensive Income for the period)	(A+B)	8,444,371	147,712,660
Earning per equity share (Face Value of Rs. 10/- each)	17		
(1) Basic		0.49	0.36
(2) Diluted		0.49	0.36

The accompanying Notes 1 to 22 are integral part of these Financial Statements.

As per our report of even date attached

FOR R. SONI & COMPANY
 CHARTERED ACCOUNTANTS
 Firm Registration Number: 130349W

FOR S V TRADING AND AGENCIES LIMITED

Sd/-
Rajesh Soni
 PARTNER
 MEMBERSHIP NO. 133240

Sd/-
Gopal Lal Paliwal
 MANAGING DIRECTOR
 DIN:
 06522898

Sd/-
Manoharbhaj P Joshi
 DIRECTOR
 DIN: 02208711

PLACE : MUMBAI
DATED : 29/05/2019

Sd/-
Prakash Chandra
 CHIEF FINANCIAL OFFICER
 PAN: AWUPC7692N

S V Trading and Agencies Limited
CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2019

Particulars		(In Rupees)	
		2018-19	2017-18
A)	CASH FLOW FROM OPERATING ACTIVITIES		
	Net Profit before tax	10,946,798	8,381,450
	Adjustment for:		
	Depreciation /Amortisation	344,720	344,720
	Interest income	(2,749,376)	(2,387,732)
	Interest Other	(4,328,906)	
	Prior period Items - Excess Provision written back	542,973	
		(6,190,589)	(2,043,012)
	OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	4,756,209	6,338,438
	ADJUSTMENTS FOR WORKING CAPITAL CHANGES :		
	Long Term Loans & Advances		
	Short Term Loans & Advances	(2,879)	50,000,000
	Other Current Assets	-	(2,539,998)
	Trade Receivables	(1,424,000)	(1,392,000)
	Other Tax Assets	(16,179)	1,438,087
	Other Tax Liabilities	30,531	(1,627,468)
	Other Long Term Liabilities	-	(160,000)
	Other Current Liabilities	21,399	65,390
		(1,391,128)	45,784,011
	Cash Generated from Operations	3,365,081	52,122,449
	Non cash items (Provision for Tax/ Preliminary Expenditure)	(3,045,400)	(2,158,224)
	NET CASH FROM OPERATING ACTIVITIES	319,681	49,964,225
B)	CASH FLOW FROM INVESTING ACTIVITIES		
	Investments in Fixed Deposits	(21,140,348)	-
	Interest Received	2,749,377	2,387,732
	Interest Others	4,328,906	(14,062,065)
		(14,062,065)	2,387,732
	NET CASH USED IN INVESTING ACTIVITY	(14,062,065)	2,387,732
C)	CASH FLOW FROM FINANCING ACTIVITIES		
	Loan Taken	-	-
		-	-
	NET CASH USED IN FINANCING ACTIVITY	-	-
	NET CHANGES IN CASH & CASH EQUIVALENTS(A+B+C)	(13,742,384)	52,351,957
	OPENING BALANCE OF CASH & CASH EQUIVALENTS	70,587,802	18,235,845
	CLOSING BALANCE OF CASH & CASH EQUIVALENTS	56,845,418	70,587,802
		(13,742,384)	52,351,957
Notes			
1	Closing Balance of Cash & Cash Equivalents Cash and Cash Equivalents Includes: (Refer Note No 14) CASH IN HAND <u>BALANCE WITH SCHEDULED BANKS</u> - In Current Account	46,136 56,799,283 56,845,418	139,568 70,448,234 70,587,802
2	Previous year figures have been regrouped and rearranged wherever considered necessary to make them comparable with those of the current year.		
<p>As per our report of even date attached.</p> <p>FOR R SONI & COMPANY CHARTERED ACCOUNTANTS Firm Registration Number: 130349W</p> <p>FOR S V TRADING AND AGENCIES LIMITED</p> <p>Sd/- Gopal Lal Paliwal MANAGING DIRECTOR DIN: 06522898 Sd/- Prakash Chandra CHIEF FINANCIAL OFFICER PAN: AWUPC7692N</p> <p>Sd/- Manoharbhaj P Joshi DIRECTOR DIN: 02208711</p> <p>PLACE : MUMBAI DATED : 29/05/2019</p>			

S V TRADING & AGENCIES LTD.

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 ST MARCH, 2019

(In Rupees)

A. Equity Share Capital

Particulars	Amount
Balance at at 31st March, 2018	171,000,000
Changes in equity share capital during the year	-
Balance at at 31st March, 2019	171,000,000

B. Other Equity

Particulars	Reservers and Surplus	Other items of Other comprehensive income	Total
	Retained Earnings		
Balance at at 31st March, 2018	-38,166,386	350,612,398	312,446,011
Profit for the year	8,444,371	-	8,444,371
Final Dividend	-	-	-
Tax on Dividend	-	-	-
Excess Provision written Back	-	-	-
Fair Value effect of Investments of shares	-	-	-
Balance at at 31st March, 2019	-29,722,015	350,612,398	320,890,382

**NOTE 1
INVESTMENTS**

Particulars	Face Value	Numbers	As at March 31, 2019	Numbers	As at March 31, 2018
Non Trade Investments (at fair value)					
Unquoted					
<u>Equity Shares</u>					
Crystal Infrabuilds Private Limited	10	255,000	75,098,646	255,000	75,098,646
Mountain Vintrade Private Limited	1	4,750,000	152,032,233	4,750,000	152,032,233
Rapid Fire Multitrade Private Limited	10	3,746	130,818,979	3,746	130,818,979
Total Value of Unquoted Investments			357,949,857		357,949,857
Total of Long Term Investments			357,949,857		357,949,857
Less: Provision for Diminution in the value of Investment			-		-
Net Value of Investment			357,949,857		357,949,857

No Deferred Tax Liability/ Assets has been made for the difference arising on account of Fair Value Measurements for Investments for Shares above.

NOTE 2 OTHER TAX ASSETS NET)		
Particulars	As at March 31, 2019	As at March 31, 2018
Advance Tax (Net of Provisions and TDS receivable)	263,913	247,734
	263,913	247,734

NOTE 3 TRADE RECEIVABLES		
Particulars	As at March 31, 2019	As at March 31, 2018
<u>Unsecured</u>		
Considered good	2,816,000	1,392,000
Considered Doubtful	-	-
Less: Allowance for Bad Debts	-	-
	2,816,000	1,392,000

Note: 1. No Trade or other receivables are due from Directors or other officers of the company either severally or jointly with any other person. Nor any trade or other receivable are due from the firms or private companies respectively in which any director is partner, a director or member.

2. The carrying amounts of Trade Receivables are considered to be the same as their fair values, due to their short term nature.

NOTE 4 CASH & CASH EQUIVALENTS		
Particulars	As at March 31, 2019	As at March 31, 2018
Balance With Banks	56,799,283	70,448,234
Cash on Hand	46,136	139,568
Axis Bank FDR @ 7.6%	21,140,348	-
	77,985,766	70,587,802

Note : The carrying amounts of Cash & Cash Equivalents are considered to be the same as their fair values, due to their short term nature.

NOTE 5 LOANS		
Particulars	As at March 31, 2019	As at March 31, 2018
Unsecured, Considered Good, unless specified otherwise		
Other Advances	16,279	13,400
	16,279	13,400

NOTE 6 OTHER CURRENT ASSETS		
Particulars	As at March 31, 2019	As at March 31, 2018
Preliminary Expenses to the extent not written off	-	344,720
Security Deposits	53,117,054	53,117,054
	53,117,054	53,461,774

a) In the opinion of the management, assets other than Fixed Assets and Non Current Investment have a value on realisation in the ordinary course of business at least equal to the amount at which they are stated.

b) Balance confirmation/reconciliation is carried out for cash & Bank Balances, Certain Loans & Advances and certain liabilities. Provisioning is considered against all doubtful and unrecoverable amounts. However in the opinion of the management all items of current assets are fully recoverable and held good.

NOTE 7		
EQUITY SHARE CAPITAL		
Particulars	As at	As at
	March 31, 2019	March 31, 2018
Authorized Share Capital		
1,81,00,000 Equity shares, Re. 10/- par value (Previous Year 1,81,00,000 equity shares Re. 10/- par value)	181,000,000	181,000,000
4,00,000 Unclassified shares, Re. 10/- par value (Previous Year 4,00,000 equity shares Re. 10/- par value)	4,000,000	4,000,000
	185,000,000	185,000,000
Issued, Subscribed and Fully Paid Up Shares		
1,71,00,000 Equity shares, Re. 10/- par value fully paid up (Previous Year 1,71,00,000 equity shares Re. 10/- par value)	171,000,000	171,000,000
	171,000,000	171,000,000

Note No 7.1: The reconciliation of the number of shares outstanding at the beginning and at the end of reporting period 31-03-					
Particulars	As at 31st March, 2019			As at 31st March, 2018	
	No. of Shares	Amount		No. of Shares	Amount
Number of shares at the beginning	17,100,000	171,000,000		17,100,000	171,000,000
Add: Shares issued during the year	-	-		-	-
Less : Shares bought back (if any)	-	-		-	-
Number of shares at the end	17,100,000	171,000,000		17,100,000	171,000,000

Note No 7.2: Terms/rights attached to equity shares

(A) The company has only one class of equity shares having a par value of Re. 10 per share. Each holder of equity shares is entitled to one vote per share.

(B) In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Note No 7.3: Aggregate number of bonus shares issued and sub-division of shares during the period of five years immediately preceding the reporting date :

No Bonus Shares Issued and Sub-Division of shares during the period of five years.

Note No 7.4: The details of shareholders holding more than 5% shares in the company :

Name of the shareholder	As at 31st March, 2019		As at 31st March, 2018	
	No. of shares held	% held as at	No. of shares held	% held as at
Madan Lal Paliwal	2,007,000	11.74%	2,007,000	11.74%
Madan Lal Paliwal HUF	2,115,000	12.37%	2,115,000	12.37%
Rapid Fire Multitrading Private	2,050,000	11.99%	2,050,000	11.99%
MPK Equity Research LLP	900,000	5.26%	900,000	5.26%
KBK Merchantile LLP .	900,000	5.26%	900,000	5.26%

NOTE 8 OTHER EQUITY		
Particulars	As at	As at
	March 31, 2019	March 31, 2018
Surplus		
Opening Balance (As per the last Balance sheet)	-38,166,385	-44,389,613
Add: Net profit after tax transferred from statement of profit & loss	8,444,371	6,223,228
	-29,722,014	-38,166,385
Add: Excess Provision Written back	-	-
	-29,722,014	-38,166,385
OCI		
Opening Balance	350,612,398	209,122,965
Add: during the year	-	141,489,433
Closing Balance	350,612,398	350,612,398
	320,890,383	312,446,012

NOTE 9 BORROWINGS		
Particulars	As at	As at
	March 31, 2019	March 31, 2018
Unsecured Loans	-	-
Buyers Credit	-	-
	-	-

NOTE 10 TRADE PAYABLES		
Particulars	As at	As at
	March 31, 2019	March 31, 2018
Sundry Creditors For Services	32,751	27,500
Sundry Creditors For Expenses	148,443	132,295
	181,194	159,795

Note: The Outstanding amount on account of Trade payable for Micro, Small and Medium Enterprises in not due for payment for more than 45 days as on 31st March 2018 and there is no interest due thereon.

NOTE 11 CURRENT TAX LIABILITIES (NET)		
Particulars	As at	As at
	March 31, 2019	March 31, 2018
Duties & Taxes Payable	77,292	46,761
	77,292	46,761

NOTE 12		
REVENUE FROM OPERATIONS		
Particulars	2018-2019	2017-2018
Sale of Diamond		-
Revenue from Promotional Services	4,800,000	4,800,000
Revenue from Other Operations	-	3,000,000
	4,800,000	7,800,000

NOTE 13		
OTHER INCOME		
Particulars	2018-2019	2017-2018
Interest Income from mutual funds	2,749,376	2,387,732
Interest Income FD	1,267,054	
Interest Income - others	4,328,908	-
Short term capital Gains	-	40,000
Other Income	-	-
	8,345,338	2,427,732

NOTE 14		
CHANGES IN INVENTORIES OF FINISHED GOODS		
Particulars	2018-2019	2017-2018
STOCK IN TRADE		
Change in Stock of Srock in Goods		
	-	-

NOTE 15		
EMPLOYEE BENEFIT EXPENSES		
Particulars	2018-2019	2017-2018
Salaries, Wages and Bonus	742,500	255,397
Salary to Managing Director	-	-
Leave encashment	6,300	8,100
	748,800	263,497

NOTE 16		
OTHER EXPENSES		
Particulars	2018-2019	2017-2018
Listing Fees	295000	339,250
Registrar Fees	33252	32,423
Custodian Charges	19986	49,281
ROC Charges	6000	5,400
AGM Expenses	11000	10,000
Rates & Taxes	2542	2,500
Rent	72000	74,700
Printing & Stationary	130	2,360
Advertisement	33264	33,737
Telephone, Postage & Telegram	43386	42,533
Payment to Statutory Auditor	-	30,000
Legal & Professional Fees	155000	205,640
Internal Audit Fees	15000	15,000
Secretarial Audit Fees	100000	83,000
Conveyance Expenses	57682	53,115
Directors' Sitting Fees	42500	42,500
Travelling Expenses	31077	30,457
Preliminary Expenses	344720	344,720
Office Expenses	178476	183,700
OTHER EXPENSES-Website Maintenance Charges	7600	-
Miscellaneous expenses	1126	2,469
	1,449,741	1,582,785

NOTE 17		
EARNING PER SHARE		
Particulars	2018-2019	2017-2018
(A) Profit attributable to Equity Shareholders (Rs.)	8444371	6,223,228
(B) No. of Equity Share outstanding during the year.	17,100,000	17,100,000
(C) Face Value of each Equity Share (Rs.)	10.00	10.00
(D) Basic & Diluted earning per Share (Rs.)	0.49	0.36

Note 18 : Financial instruments – Fair values and risk

A. Accounting classification and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

As at 31st March 2019					
Particulars	Carrying amount			Level 3	Total
	FVTOCI - designated as such	Amortised Cost	Total		
Financial assets					
Investments	357,949,857	-	357,949,857	357,949,857	357,949,857
Other Current Assets	-	53,117,054	53,117,054	-	-
Loans		-	-	-	-
Cash & cash equivalents		77,985,766	77,985,766	-	-
Trade Receivables	-	2,816,000	2,816,000	-	-
	357,949,857	133,918,820	491,868,677	357,949,857	357,949,857
Financial liabilities					
Trade Payables		159,795	159,795	-	-
	-	159,795	159,795	-	-
As at 31st March 2018					
Particulars	Carrying amount			Level 3	Total
	FVTOCI - designated as such	Amortised Cost	Total		
Financial assets					
Investments	357,949,857	-	357,949,857	357,949,857	357,949,857
Other Current Assets	-	53,130,454	53,130,454	-	-
Loans		13,400	13,400	-	-
Cash & cash equivalents		70,587,802	70,587,802	-	-
Trade Receivables	-	1,392,000	1,392,000	-	-
	357,949,857	125,123,656	483,073,513	357,949,857	357,949,857
Financial liabilities					
Trade Payables		159,795	159,795	-	-
	-	159,795	159,795	-	-

B. Measurement of fair values

Valuation techniques and significant unobservable inputs

The Fair Value of the Financial Assets & Liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

C. Financial Risk Management

C.i. Risk management framework

A wide range of risks may affect the Company's business and operational or financial performance. The risks that could have significant influence on the Company are market risk, credit risk and liquidity risk. The Company's Board of Directors reviews and sets out policies for managing these risks and monitors suitable actions taken by management to minimise potential adverse effects of such risks on the company's operational and financial performance.

C.ii. Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's trade and other receivables, cash and cash equivalents and other bank balances. To manage this, the Company periodically assesses financial reliability of customers, taking into account the financial condition, current economic trends and analysis of historical bad debts and ageing of accounts receivable. The maximum exposure to credit risk in case of all the financial instruments covered below is restricted to their respective carrying amount.

(a) Trade and other receivables from customers

Credit risk in respect of trade and other receivables is managed through credit approvals, establishing credit limits and monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business.

The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in the credit risk on an on-going basis through each reporting period. To assess whether there is a significant increase in credit risk the Company compares the risk of default occurring on assets as at the reporting date with the risk of default as at the date of initial recognition. It considers reasonable and supportive forwarding-looking information such as:

- i) Actual or expected significant adverse changes in business
- ii) Actual or expected significant changes in the operating results of the counterparty
- iii) Financial or economic conditions that are expected to cause a significant change to the counterparties ability to meet its obligation
- iv) Significant changes in the value of the collateral supporting the obligation or in the quality of third party guarantees or credit enhancements

Financial assets are written off when there is a no reasonable expectations of recovery, such as a debtor failing to engage in a repayment plan with the Company. When loans or receivables have been written off, the Company continues to engage in enforcement activity to attempt to recover the receivable due, When recoverable are made, these are recognised as income in the statement of profit and loss.

The Company measures the expected credit loss of trade receivables and loan from individual customers based on historical trend, industry practices and the business environment in which the entity operates. Loss rates are based on actual credit loss experience and past trends. Based on the historical data, loss on collection of receivable is not material hence no additional provision considered.

Financial Assets are considered to be of good quality and there is no significant increase in credit risk

(b) Cash and cash equivalents and Other Bank Balances

The Company held cash and cash equivalents and other bank balances as stated in Note No. 06. The cash and cash equivalents are held with bank with good credit ratings and financial institution counterparties with good market standing.

C.iii. Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset.

Liquidity risk is managed by Company through effective fund management of the Company's short, medium and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and other borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

C.iv. Market risk

Market Risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk.

C.iv.a Currency risk

The Company is not exposed to any currency risk on account of its operating and financing activities. The functional currency of the Company is Indian Rupee. Our exposure are mainly denominated in INR's Only. The Company's business model incorporates assumptions on currency risks and ensures any exposure is covered through the normal business operations. This intent has been achieved in all years presented. The Company has put in place a Financial Risk Management Policy to Identify the most effective and efficient ways of managing the currency risks.

C.iv.b Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is exposed to interest rate risk through the impact of rate changes on interest-bearing liabilities and assets. The Company manages its interest rate risk by monitoring the movements in the market interest rates closely.

19 Related party disclosure

a) Name of the related party and description of relationship.

S.No.	Related Parties	Nature of Relationship
1	Koshalya Joshi	Director
2	Manohar Bhai Joshi	Director
3	Rajeev Sharma	Director
4	Kulbeer Singh Pasricha	Director
5	Sunil Upadhyay	Director
6	Prakash Chandra	CFO
7	Mitali Shah	Company Secretary

b) Details of Transactions and Balances during the year with related parties at the year end.

S.No.	Related parties	Nature of Transactions during the year	2018-19	2017-18
			(Rs.)	(Rs.)
1	Koshalya Joshi	Reimbursement Charges	60,000	-
2	Koshalya Joshi	Sitting Fees	2,500	-
3	Manohar Bhai Joshi	Director Remuneration	307050	-
4	Manohar Bhai Joshi	Sitting Fees	10,000	10,000
5	Rajeev Sharma	Sitting Fees	10,000	10,000
6	Kulbeer Singh Pasricha	Sitting Fees	10,000	10,000
7	Sunil Upadhyay	Sitting Fees	10,000	10,000
8	Jyotsana Joshi	Sitting Fees	-	2,500
9	Prakash Chandra	Remuneration	291,750	263,497
10	Mitali Shah	Company Secretary	90,000	-

20 Balance of Trade Receivable includes Rs. 28,16,000 (Previous Year Rs. 13,92,000) which is neither overdue nor any provision has been made in the accounts as the Management is hopeful of recovery.

21 Balances of Trade Receivables, Trade Payables and Loans and Advances are subject to confirmation and consequential adjustment, if any.

22 At the Year End Companies Gross Revenue from Investing & Financing Activities are more than 50% of Total Gross Revenue and Financial Assets are more than 50% of Total Assets of the Company. Thus Company fulfills 50:50 test criteria. However the Company does not holds NBCF Licence nor it has applied for the same.

FOR R SONI & COMPANY

Chartered Accountants

Firm Registration Number: 130349W

Sd/-

RAJESH SONI

Partner

MEMBERSHIP NO. 133240

PLACE : MUMBAI

DATED : 29/05/2019

FOR S V TRADING AND AGENCIES LIMITED

Sd/-

Gopal Lal Paliwal

MANAGING DIRECTOR

DIN: 06522898

Sd/-

Prakash Chandra

CHIEF FINANCIAL OFFICER

PAN: AWUPC7692N

Sd/-

Manoharbhair P Joshi

DIRECTOR

DIN: 02208711

SV TRADING AND AGENCIES LIMITED

[CIN: L51900MH1980PLC022309]

Registered Office: Shop No.006, Building No. 1, Vasant Aishwarya C.H.S. Ltd
Mathuradas Ext. Road Kandivali (West), Mumbai - 400 067

Tel No: 91-22-65027372; Email Id: svtradingandagencies@gmail.com; website:svtrading.co.in

ATTENDANCE SLIP

(Please fill the attendance slip and hand it over at the entrance of the meeting hall)

Regd. Folio No.**

DP ID.....

No. of Shares held

Client ID

Name(s) and address of the shareholder in full

.....
.....

I/we hereby record my/our presence at the 39th Annual General Meeting of the Company held on Tuesday, September 10, 2019 at 12.00 noon at Acme Plaza Bldg. No. -2 Fifth Floor, Andheri Kurla Road, Andheri (East) Mumbai- 400059

Ordinary Business:

1. To receive, consider and adopt the financial statements of the Company for the year ended on 31st March 2019.
2. To appoint a Director in place of Mr. Koshalya Joshi (DIN 07999303), who retires by rotation and being eligible, offers herself for re-appointment.

Special Business:

3. To re-appoint Mr. Rajeev Sharma (DIN 06396701) as an Independent Non-Executive Director.
4. To re-appoint Mr. Kulbir Singh Pasricha (DIN 06767577) as an Independent Non-Executive Director.
5. To re-appoint Mr. Sunil Upadhayay (DIN 06767593) as an Independent Non-Executive Director.
6. To approve the remuneration paid to Mr. Manoharbai P Joshi during the financial year ended on March 31, 2019

Signature of Shareholder /Proxy

**Applicable for investor holding shares in physical form

SV TRADING AND AGENCIES LIMITED

[CIN: L51900MH1980PLC022309]

Registered Office: Shop No.006, Building No. 1, Vasant Aishwarya C.H.S. Ltd

Mathuradas Ext. Road Kandivali (West), Mumbai - 400 067

Tel No: 91-22-65027372; Email Id: svtradingandagencies@gmail.com; website: svtrading.co.in

**Proxy form
[Form MGT-11]**

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

Name of the Shareholder (s) _____

Registered Address _____

Folio No _____ Client Id _____ DP ID _____ No. of shares held _____

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

1. Name and address _____

E-mail Id. _____ Signature _____ or falling him /her

2. Name and address _____

E-mail Id. _____ Signature _____ or falling him /her

3. Name and address _____

E-mail Id. _____ Signature _____ or falling him /her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 39th Annual General meeting of the Company to be held on Tuesday, September 10, 2019 at 12.00 noon at Acme Plaza Bldg. No. -2 Fifth Floor, Andheri Kurla Road, Andheri (East) Mumbai- 400059 or any adjournment thereof in respect of such resolutions as are indicated below:

Ordinary Business:

1. To receive, consider and adopt the financial statements of the Company for the year ended on 31st March 2019.
2. To appoint a Director in place of Mr. Koshalya Joshi (DIN 07999303), who retires by rotation and being eligible, offers herself for re-appointment.

Special Business:

3. To re-appoint Mr. Rajeev Sharma (DIN 06396701) as an Independent Non-Executive Director
4. To re-appoint Mr. Kulbir Singh Pasricha (DIN 06767577) as an Independent Non-Executive Director
5. To re-appoint Mr. Sunil Upadhayay (DIN 06767593) as an Independent Non-Executive Director
6. To approve the remuneration paid to Mr. Manoharbai P Joshi during the financial year ended on March 31, 2019

Signature of shareholder

Signed this..... day of..... 2019

Affix Revenue Stamp

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the Meeting.