



ABHIJIT

TRADING

CO.LTD.

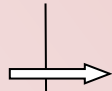
42th ANNUAL REPORT

F.Y- 2023-24



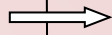
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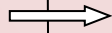
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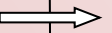
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CORPORATE INFORMATION

CIN: L51909MH1982PLC351821

BOARD OF DIRECTORS

Mr. Virendra Jain	Managing Director
Mr. Bhupendra Kaushik	Independent Director
Mr. Luv Sharma	Independent Director
Ms. Promila Sharma	Independent Women Director
Mrs. Babita Jain	Non-Executive & Non-Independent Director

BOARD COMMITTEE

<u>Audit Committee:</u>		<u>Risk Management Committee:</u>	
Mr. Luv Sharma	Chairperson	Mr. Luv Sharma	Chairperson
Ms. Promila Sharma	Member	Ms. Promila Sharma	Member
Mr. Bhupendra Kaushik	Member	Mr. Bhupendra Kaushik	Member

<u>Nomination & Remuneration Committee:</u>		<u>Stakeholders Relationship committee:</u>	
Mr. Luv Sharma	Chairperson	Mr. Luv Sharma	Chairperson
Ms. Promila Sharma	Member	Ms. Promila Sharma	Member
Mr. Bhupendra Kaushik	Member	Mr. Bhupendra Kaushik	Member

<p><u>STATUTORY AUDITORS</u></p> <p>(Chartered Accountants) GSA & ASSOCIATES LLP DDA Flats Ground Floor, Panchsheel- Shivalik Mor, Near Malviya Nagar, New Delhi-110017</p>	<p><u>Secretarial Auditor</u></p> <p>ACS Parul Agrawal (Practicing Company Secretaries) 8/2, 3rd Floor West Patel Nagar-110008</p>
<p><u>Internal Auditor</u></p> <p>Mr. Deepak Kumar Bhojak</p>	<p><u>Scrutinizer</u></p> <p>ACS Parul Agrawal (Practicing Company Secretaries) 8/2, 3rd Floor, West Patel Nagar-110008</p>
<p><u>Company Secretary</u></p> <p>Ms. Arpita Agarwal</p>	<p><u>Bankers</u></p> <p>IDBI Bank, New Delhi Jana Small Finance Bank, New Delhi HDFC Bank, Karol Bagh Gurudwara Road Oriental Bank of Commerce, New Delhi</p>
<p><u>Registered Office</u></p> <p>Chl. No. 350/2801, Motilal Nagar 2 Opp. Shankar Temple, Goregaon (W) Mumbai 400062</p>	<p><u>Registrar and Transfer Agent</u></p> <p>Bigshare Services Private Limited Office No S6-2, 6th floor Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East) Mumbai – 400093</p> <p>Corp. Office -302, Kusal bazar, Nehru Place, New Delhi, Delhi 110019</p>
<p><u>Corporate Office</u></p> <p>16/121-122, Jain Bhawan, Faiz Road, W.E.A Karol Bagh, New Delhi -110005</p>	<p><u>Stock Exchange(S) Where Company's Securities Are Listed</u></p> <p>BSE Limited</p>
<p><u>Website</u></p> <p>www.abhijittrading.in</p>	<p><u>Chief Financial Officer</u></p> <p>Mr. Dharmendra Gupta</p>

ABHIJIT TRADING CO. LTD.

Regd. Off: CHL No. 350/ 2801 , Motilal Nagar 2, opp. Shankar Temple , Goregaon (W) Mumbai, Maharashtra-400062,
Corp off: 16/121-122, Jain Bhawan, Faiz Road, Karol Bagh, New Delhi-110060
Email: abhijitrading@gmail.com , Website: www.abhijitrading.in, CIN: L51909MH1982PLC351821
MB: 9891095232, TEL NO: 11-46082858

NOTICE

Notice is hereby given that the 42nd Annual General Meeting of the Company will be held on **Thursday, 18th Day of July, 2024 at 01:00 P.M.IST** through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”) to transact the following business:

ORDINARY BUSINESS:

1. ADOPTION OF FINANCIAL STATEMENTS & REPORT THERE ON:

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

“RESOLVED THAT pursuant to the provisions of Section 134 of the Companies Act 2013, the Financial Statements containing the Balance Sheet, Profit and Loss Account, Cash Flow statements, Note & Schedules appended thereto for the Financial Year ended 31st March 2024 together with the Board’s Report and Auditor’s Report thereon be and are hereby received, considered and adopted.”

2. RETIRE BY ROTATION AS PER SECTION 152 OF COMPANIES ACT, 2013

To consider and if thought fit, to pass with or without modification, the following resolution as an **Ordinary resolution:**

To appoint **Mr. Virendra Jain, Managing Director (DIN: 00530078)**, who retires by rotation and being eligible offers himself for re-appointment in this regard to consider and if thought fit, to pass the following resolution as an Ordinary Resolution.

“RESOLVED THAT Mr. Virendra Jain, Managing Director (DIN: 00530078), who retire by rotation in terms of Section 152 of Companies Act, 2013 and being eligible be and is hereby re-appointed as Director of the Company whose office shall be liable to retirement by rotation”.

SPECIAL BUSINESS

ITEM NO. 1: INCREASE IN THE AUTHORISED SHARE CAPITAL OF THE COMPANY AND ALTERATION OF CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY

To consider and if thought fit, to pass with or without modification, the following resolution as **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 13, 61(1)(a), 64 of the Companies Act, 2013 (“the Act”) and other applicable provisions of the Act, if any, (including any statutory modification(s) and re-enactment(s) thereof for the time being in force) read with the Companies (Share Capital and Debentures) Rules, 2014 framed thereunder and Articles of Association of the Company, on the recommendation of the Board of Directors of the Company, the consent of the Members of the Company be and is hereby accorded to increase the Authorized Share Capital of the Company from the present ₹ 10,50,00,000/- (Rupees Ten Crores Fifty Lakhs Only) divided into 1,05,00,000 (One Crore and Five Lakh) Equity Shares of ₹10/- (Rupee Ten) each to ₹ 30,00,00,000/- (Rupees Thirty Crores Only) consisting of 3,00,00,000 (Three Crores) equity shares of face value ₹10/- (Rupee Ten) each ranking pari- passu in all respects with the existing equity shares.

RESOLVED FURTHER THAT the Memorandum of Association of the Company be and is hereby altered by substituting the existing Clause V thereof by the following new Clause V as under:

V. The Authorised Share Capital of the Company is ₹ 30,00,00,000/- (Rupees Thirty Crores Only) consisting of 3,00,00,000 (Three Crores) equity shares of face value ₹ 10/- (Rupee Ten) each with power to increase and reduce the capital of the company and to divide the shares in the capital for the time being into different classes and to attach thereto respectively such preferential or special rights or privileges or conditions as may be determined by or in accordance with the regulations of the company.

RESOLVED FURTHER THAT the directors of the Company be and are hereby severally authorised to do all such act(s), deed(s) and things including filing of all forms and documents with Registrar of Companies and other Regulatory Authorities as may be necessary and incidental to give effect to the aforesaid resolution.”

ITEM NO. 2: ISSUANCE OF UPTO 2,82,34,800 EQUITY SHARES ON PREFERENTIAL BASIS UPON CONVERSION OF OUTSTANDING UNSECURED LOAN, TO THE PERSONS BELONGING TO PROMOTER GROUP AND NON PROMOTER GROUP.

To consider and if thought fit, to pass with or without modification(s), the following resolution as **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 62 read with Section 42 of the Companies Act, 2013 and rules made thereunder (the “Act”) and any other applicable provisions, if any, of the Companies Act, 2013, as amended and other relevant rules made there under (including any statutory modification(s) thereto or re-enactment thereof for the time being in force), enabling provisions in Memorandum and Articles of Association of the Company, provisions of the uniform listing agreements entered into by the Company with the relevant stock exchange(s) where the shares of the Company are listed (**"Stock Exchange(s)"**), and in accordance with the guidelines, rules and regulations of the Securities and Exchange Board of India (**"SEBI"**), as amended including the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time (**"SEBI ICDR Regulations"**), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"SEBI LODR Regulations"**), as amended from time to time and in accordance with other applicable rules, regulations, circulars, notifications, clarifications and guidelines issued thereon, from time to time, by the Ministry of Corporate Affairs, SEBI and / or any other competent authorities, and subject to the approvals, consents, permissions and / or sanctions, as may be required from the Government of India, SEBI, Stock Exchange(s) and any other relevant statutory, regulatory, governmental authorities or departments, institutions or bodies and subject to such terms, conditions, alterations, corrections, changes, variations and / or modifications, if any, as may be prescribed by any one or more or all of them in granting such approvals, consents, permissions and / or sanctions and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the **"Board"** which term shall be deemed to include any Committee, which the Board has constituted or may hereinafter constitute, to exercise one or more of its powers, including the powers conferred hereunder), the consent of the Members of the Company be and is hereby accorded to create, issue, offer and allot, on a preferential basis, up to 2,82,34,800 (Two Crore Eighty Two Lakhs Thirty Four Thousand Eight Hundred) Equity Shares of face value of ₹10/- (Rupees Ten Only) fully paid up, to persons belonging to Promoter Group and Non-Promoter Group, towards conversion of outstanding unsecured loan into equity shares to the extent of ₹ 697,96,42,560/- (Rupees Six Hundred Ninety Seven Crore and Ninety Six Lakhs Forty Two Thousand Five Hundred and Sixty Only) or at an issue price of ₹ 247/20 (Rupees Two Hundred Forty Seven and Twenty Paise Only) per equity share as determined in accordance with the provisions of Chapter V of SEBI ICDR Regulations, on such further terms and conditions as may be finalized by the Board of Directors, to the following persons (**"Proposed Allottee"**):

S.N.	Name of the proposed allottee	Category	No. of Equity Shares to be allotted
1	Utsav Securities Limited	Promoter Group	46,52,100
2	Amrit India Limited	Non-Promoter	42,63,700
3	Calyx Securities Private Limited	Non-Promoter	44,49,800
4	Hibiscus Holdings Private Limited	Non-Promoter	35,72,800
5	Avail Financial Services Limited	Non-Promoter	46,11,600
6	Edoptica Retail India Limited	Non-Promoter	35,90,200
7	Lovely Securities Private Limited	Non-Promoter	30,94,600
Total			2,82,34,800

“RESOLVED FURTHER THAT in terms of the provisions of Chapter V of ICDR Regulations, the relevant date for determining the minimum issue price of Equity Shares shall be Tuesday, June 18, 2024, being the date 30 days prior to the date of the Annual General Meeting of the shareholders of the Company scheduled to be held, i.e., Thursday, July 18, 2024.”

“RESOLVED FURTHER THAT the aforesaid issue of Equity Shares shall be subject to the following terms and conditions:

- a) The outstanding unsecured loans extended by the proposed allottee(s) shall be adjusted towards the subscription /allotment of equity shares, meaning thereby an amount required to be paid towards the consideration for the equity shares shall be set off from the outstanding unsecured loan at the time of subscription of the equity shares.
- b) The pre-preferential shareholding of the Proposed Allottees and Equity Shares to be allotted to the Proposed Allottees shall be under lock in for such period as may be prescribed under Chapter V of the SEBI ICDR Regulations.
- c) The Equity Shares to be allotted to the Proposed Allottees under this resolution shall not be sold, transferred, hypothecated or encumbered in any manner during the period of lock-in provided under SEBI ICDR Regulations except to the extent and in the manner permitted there under.
- d) The Equity Shares shall be allotted within a period of 15 (fifteen) days from the date of passing shareholder’s resolution in this regard, provided where the allotment of the Equity Shares is pending on account of pendency of any approval of such allotment by any regulatory authority, the allotment shall be completed within a period of 15 (fifteen) days from the date of receipt of such approval.
- e) Allotment of Equity shares shall only be made in dematerialized form.”

“RESOLVED FURTHER THAT the Equity Shares proposed to be so allotted shall rank pari-passu in all respects including as to dividend, with the existing fully paid-up Equity Shares of face value of ₹ 10/- each of the Company, subject to the relevant provisions contained in the Memorandum of Association and Articles of Association of the Company.”

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any Director and/ or Company Secretary & Compliance Officer of the Company be and are hereby severally and/ or jointly authorized to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, desirable or expedient including application to Stock Exchanges for obtaining of in-principle approval, listing of shares, filing of requisite documents with the Stock Exchange, SEBI, Registrar of Companies, National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and/ or such other authorities as may be necessary for the purpose, to resolve and settle any questions and difficulties that may arise in the proposed issue, offer and allotment of the said Equity Shares, utilization of issue proceeds, signing of all deeds and documents as may be required without being required to seek any further consent or approval of the shareholders.”

ITEM NO. 3: TO INCREASE THE BORROWING LIMIT OF THE COMPANY

To consider and if thought fit, to pass, with or without modification(s), the following resolution as Special Resolution:

“**RESOLVED THAT** in pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 including any statutory modifications or any amendments or any substitution or re-enactment thereof, if any, for the time being in force and all other applicable Acts, laws, rules, regulations and guidelines for the time being in force, the consent of the members be and is hereby accorded to the Board of Directors of the Company for borrowing from time to time as they may think fit, any sum or sums of money up to ₹ 10,00,00,00,000/- (Rupees One Thousand Crores Only) on such terms and conditions as the Board may deem fit, whether the same may be secured or unsecured and if secured, whether by way of mortgage, charge or hypothecation, pledge or otherwise in any way whatsoever, or in any other respect, or against any of the Company’s assets and/or properties whether moveable or immovable, including stock-in-trade, notwithstanding that the money to be borrowed together with the money already borrowed by the Company and remaining un-discharged at any given time, exceed the aggregate, for the time being, of the paid-up share capital of the company and free reserve and securities premium account.

RESOLVED FURTHER THAT the board of director of the Company be and are hereby jointly or severally authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**By order of Board of Directors of
ABHIJIT TRADING CO.LTD.**

Place: New Delhi

Date: 20/06/2024

**Virendra Jain
Managing Director
DIN: 00530078**

**Babita Jain
Director
DIN: 00560562**

NOTES

1. The Ministry of Corporate Affairs (“MCA”) has vide its General circular no. 10/2022 dated December 28, 2022 read with circular No. 02/2022 dated May 5, 2022 read with circulars dated May 5, 2020, January 13, 2021, December 12, 2021 and December 14, 2021 (collectively referred to as “MCA Circulars”) permitted the holding of the Annual General Meeting (“AGM”) through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (“Act”), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and MCA Circulars, the AGM of the Company is being held through VC / OAVM.
2. A Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business, to be transacted at the AGM, is annexed hereto.
3. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. The Route Map is not required to be annexed to this Notice.
4. Participation of members through VC/OAVM will be reckoned for the purpose of quorum for the AGM as per Section 103 of the Act.
5. Institutional / Corporate Shareholders (i.e., other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC /OAVM on its behalf and to vote during the AGM. The said Resolution/Authorization shall be sent to the e-mail id of Scrutinizer i.e. roc.pcsbhc@gmail.com with a copy marked to evoting@nsdl.co.in. The said Resolution/Authorization may be sent to the Company at its email address to abhijitrading@gmail.com or send the physical copy to registered office/ corporate office of the Company.
6. The Members can join the Annual General Meeting in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the Annual General Meeting through VC/OAVM will be made available for at least 1000 members on first come first served basis. This will include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the Annual General Meeting without restriction on account of first come first served basis.
7. Pursuant to the provisions of Section 91 of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members and Share Transfer Books of the Company will remain closed from **12th July, 2024 to 18th July, 2024**. (“Book Closer”)
8. In conformity with the applicable regulatory requirements, the Notice of this AGM and the Report and Accounts 2024 are being sent only through electronic mode to those Members who have registered their e-mail addresses with the Company or with the Depositories.

9. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form including Issue of duplicate securities certificate, Claim from Unclaimed Suspense Account, Renewal/ Exchange of securities certificate, Endorsement, Sub-division /splitting of securities certificate, Consolidation of securities certificates/folios, Transmission and Transposition. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents, Bigshare Services Private Limited for assistance in this regard.
10. Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with the company in case the shares are held by them in physical form.
11. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to Company or Company's Registrars and Transfer Agents, Bigshare Services Private Limited in case the shares are held by them in physical form.
12. As per the provisions of Section 72 of the Act, members Desirous of making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit the said details to their DP in case the shares are held by them in electronic form and to Company or Company's Registrars and Transfer Agents, Bigshare Services Private Limited in case the shares are held in physical form.
13. Members holding shares in multiple Folios in physical mode are requested to apply for consolidation of shares to the Company or approach the Registrar & Share Transfer Agent along with relevant Share Certificates.
14. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 10/2022 dated December 28, 2022 read with circulars dated May 5, 2022 read with circulars dated May 5, 2020, January 13, 2021, December 12, 2021 and December 14,2021.The Securities and Exchange Board of India ("SEBI") vide its Circular No's.: SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May,13, 2022, SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 (collectively referred to as "SEBI Circulars") has granted relaxation in respect of sending physical copies of annual report to shareholders and requirement of proxy for general meetings held through electronic mode.
15. In compliance with the aforesaid MCA Circulars and SEBI Circular, Notice of the AGM along with the Annual Report 2023-24 is being sent only through electronic mode to those Members whose email addresses are registered with the Company. Members may note that the Notice and Annual Report 2023-24 will also be available on the Company's website www.abhijittrading.in and on the Website of the Stock Exchange i.e. BSE at www.bseindia.com and on the website of NSDL www.evoting.nsdl.com.

16. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30.
17. Instructions for e-voting and AGM are as follows:

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

- i. The voting period begins on **Monday, 15th July, 2024 from 9:00 A.M** and ends on **Wednesday, 17th July, 2024 till 5:00 P.M.** During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Thursday, **11th July, 2024** may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.
- ii. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

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

- iv. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.
- Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for **Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> <li data-bbox="467 237 1461 478">1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. <li data-bbox="467 527 1461 888">2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of BIGSHARE the e-Voting service provider and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. BIGSHARE, so that the user can visit the e-Voting service providers' website directly. <li data-bbox="467 936 1461 1010">3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration <li data-bbox="467 1058 1461 1402">4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress, and also able to directly access the system of all e-Voting Service Providers. Click on BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-voting period.
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> <li data-bbox="467 1423 1461 1906">1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

	<p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name BIGSHARE and you will be redirected to i-Vote website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

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

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

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

- **Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:**

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**LOGIN**” button under the ‘**INVESTOR LOGIN**’ section to Login on E-Voting Platform.
- Please enter you ‘**USER ID**’ (User id description is given below) and ‘**PASSWORD**’ which is shared separately on you register email id.
- Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID** as user id.
- Shareholders holding shares in **NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID** as user id.
- Shareholders holding shares in **physical form should enter Event No + Folio Number** registered with the Company as user id.

***Note** If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).*

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.

NOTE: If Shareholders are holding shares in demat form and have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on ‘**LOGIN**’ under ‘**INVESTOR LOGIN**’ tab and then Click on ‘**Forgot your password?**’
- Enter “**User ID**” and “**Registered email ID**” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘**Reset**’.

(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for shareholders on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.
- Click on “**VIEW EVENT DETAILS (CURRENT)**” under ‘**EVENTS**’ option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on “**VOTE NOW**” option which is appearing on the right hand side top corner of the page.

- Cast your vote by selecting an appropriate option “**INFAVOUR**”, “**NOT IN FAVOUR**” or “**ABSTAIN**” and click on “**SUBMIT VOTE**”. A confirmation box will be displayed. Click “**OK**” to confirm, else “**CANCEL**” to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on investor portal.

• **Custodian registration process for i-Vote E-Voting Website:**

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**REGISTER**” under “**CUSTODIAN LOGIN**”, to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with “**User id and password will be sent via email on your registered email id**”.

NOTE: If Custodian have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on ‘**LOGIN**’ under ‘**CUSTODIAN LOGIN**’ tab and further Click on ‘**Forgot your password?**’
- Enter “**User ID**” and “**Registered email ID**” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘**RESET**’.

(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for Custodian on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.
- **Investor Mapping:**
- First you need to map the investor with your user ID under “**DOCUMENTS**” option on custodian portal.

- Click on “**DOCUMENT TYPE**” dropdown option and select document type power of attorney (POA).
- Click on upload document “**CHOOSE FILE**” and upload power of attorney (POA) or board resolution for respective investor and click on “**UPLOAD**”.

Note: The power of attorney (POA) or board resolution has to be named as the “**InvestorID.pdf**” (Mention Demat account number as Investor ID.)

- Your investor is now mapped and you can check the file status on display.

Investor vote File Upload:

- To cast your vote select “**VOTE FILE UPLOAD**” option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on “**UPLOAD**”. Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on custodian portal.

Helpdesk for queries regarding e-voting:

Login type	Helpdesk details
Shareholder’s other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions (‘FAQs’) and i-Vote e-Voting module available at https://ivote.bigshareonline.com , under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22

- **Procedure for joining the AGM/EGM through VC/ OAVM:**

For shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- The Members may attend the AGM through VC/ OAVM at <https://ivote.bigshareonline.com> under Investor login by using the e-voting credentials (i.e., User ID and Password).
- After successful login, **Bigshare E-voting system** page will appear.
- Click on “**VIEW EVENT DETAILS (CURRENT)**” under ‘EVENTS’ option on investor portal.
- Select event for which you are desire to attend the AGM/EGM under the dropdown option.
- For joining virtual meeting, you need to click on “VC/OAVM” link placed beside of “**VIDEO CONFERENCE LINK**” option.
- Members attending the AGM/EGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

The instructions for Members for e-voting on the day of the AGM/EGM are as under:-

- The Members can join the AGM/EGM in the VC/ OAVM mode 15 minutes before the scheduled time of the commencement of the meeting. The procedure for e-voting on the day of the AGM/EGM is same as the instructions mentioned above for remote e-voting.
- Only those members/shareholders, who will be present in the AGM/EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM/EGM.
- Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the AGM/EGM.

Helpdesk for queries regarding virtual meeting:

In case shareholders/ investor have any queries regarding virtual meeting, you may refer the Frequently Asked Questions (‘FAQs’) available at <https://ivote.bigshareonline.com>, under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22.

**By order of Board of Directors of
ABHIJIT TRADING CO.LTD.**

**Virendra Jain
Managing Director
DIN: 00530078**

**Babita Jain
Director
DIN: 00560562**

**Place: New Delhi
Date: 20/06/2024**

**EXPLANATORY STATEMENT
(PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013)**

As required by Section 102 of the Companies Act, 2013 (the “Act”), and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the “SEBI ICDR Regulations”) the following Explanatory Statement sets out all material acts relating to the business mentioned under Item No. 01, 02 and 03 of the accompanying Notice dated Thursday, June 20, 2024:

ITEM NO. 1: INCREASE IN THE AUTHORISED SHARE CAPITAL OF THE COMPANY AND ALTERATION OF CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY

The Company has come up with Preferential Offer, which necessitates increasing the authorised share capital of the Company by infusion of more Capital into the Company. Presently, the Authorized Share Capital of the Company is ₹ 10,50,00,000/- (Rupees Ten Crores Fifty Lakhs Only) 1,05,00,000 (One Crore and Five Lakh) Equity Shares of ₹ 10/- (Rupee Ten) each, it is proposed to increase the Authorized Share Capital to ₹ 30,00,00,000/- (Rupees Thirty Crores Only) consisting of 3,00,00,000 (Three Crores) equity shares of face value ₹ 10/- (Rupee Ten) each by the creation of additional 1,95,00,000 Equity Shares equity shares of ₹ 10/- (Rupee Ten) each.

The increase in the Authorized Share Capital as aforesaid would entail consequential alteration of the existing Clause V of the Memorandum of Association of the Company. The increase in the Authorized Share Capital and consequential alteration to Clause V of the Memorandum of Association of the Company require Members’ approvals in terms of Sections 13, 61 and 64 of the Companies Act, 2013 and any other applicable statutory and regulatory requirements.

The set of Memorandum of Association is available for inspection at the Registered Office of the Company during business hours between 11.00 A.M. to 2.00 P.M. on all working days of the Company (Except Saturday, Sundays and Public holidays)

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 1 of this Notice except to the extent of their shareholding in the Company. Accordingly, approval of the Members of the Company is hereby sought by way of ordinary resolution as set out in Item No. 1 of this Notice.

ITEM NO. 2: ISSUANCE OF UPTO 2,82,34,800 EQUITY SHARES ON PREFERENTIAL BASIS UPON CONVERSION OF OUTSTANDING UNSECURED LOAN, TO THE PERSONS BELONGING TO PROMOTER GROUP AND NON PROMOTER GROUP

The Special Resolutions contained in Item No. 2 of the Notice, have been proposed pursuant to the provisions of Sections 62 read with Section 42 of the Companies Act, 2013, to issue and allot upto 28234800 (Two Crore Eighty Two Lakhs Thirty Four Thousand Eight Hundred) Equity Shares of face value of ₹10/- (Rupee Ten) each towards conversion of loan to the extent of ₹ 697,96,42,560/- (Rupees Six Hundred Ninety

Seven Crore and Ninety Six Lakhs Forty Two Thousand Five Hundred and Sixty Only), to the persons belonging to the Promoter Group and Non-Promoter Group of the Company at an Issue Price of ₹ 247/20 (Rupees Two Hundred Forty Seven and Twenty Paise Only) determined in accordance with Chapter V of SEBI (ICDR) Regulations

The Promoter Group and Non-Promoter Group have extended loans to the Company and the Company proposes to convert loans worth ₹ 697,96,42,560/- (Rupees Six Hundred Ninety Seven Crore and Ninety Six Lakhs Forty Two Thousand Five Hundred and Sixty Only) into Equity Shares on a private placement basis.

The proposed Preferential Issue is to be issued to the persons belonging to Promoter Group and Non-Promoter Group as per the details disclosed in the respective resolution. The preferential issue shall be made in terms of Chapter V of the SEBI ICDR Regulations, 2018 and applicable provisions of Companies Act, 2013. The said proposal has been considered and approved by the Board in its meeting held on June 20, 2024.

The approval of the members is accordingly being sought by way of passing a 'Special Resolution' under Section 62 of the Companies Act, 2013, read with Section 42 and the rules made thereunder, and Regulation 160 of the SEBI ICDR Regulations for Item No. 2 of the Notice.

The details of the issue and other particulars as required in terms of Rule 14(1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014, Rule 16 of the Companies (Share Capital and Debentures) Rules, 2014, of Companies Act, 2013 and Chapter V of the SEBI ICDR Regulations, and other relevant details in respect of the proposed Preferential Issue of Equity Shares are as under:

a. Particulars of the Preferential Issue including date of passing of Board resolution, kinds of securities offered and the price at which security is being offered, and the total/maximum number of securities to be issued:

The Board of Directors at its meeting held on June 20, 2024, have, subject to the approval of the Members of the Company and such other approvals as may be required and approved the issuance and allotment of upto 2,82,34,800 (Two Crore Eighty Two Lakhs Thirty Four Thousand Eight Hundred) Equity Shares of face value of ₹10/- (Rupee Ten) fully paid up, to persons belonging to Promoter Group and Non-Promoter Group, towards conversion of outstanding unsecured loan into equity shares to the extent of ₹ 697,96,42,560/- (Rupees Six Hundred Ninety Seven Crore and Ninety Six Lakhs Forty Two Thousand Five Hundred and Sixty Only) per Equity Share at an Issue Price of ₹ 247/20 (Rupees Two Hundred Forty Seven and Twenty Paise Only) determined in accordance with Chapter V of SEBI (ICDR) Regulations to the following Proposed Allottees.

S. No.	Name of the proposed allottee	Category	No. of Equity Shares to be allotted
1	Utsav Securities Limited	Promoter Group	46,52,100
2	Amrit India Limited	Non-Promoter	42,63,700
3	Calyx Securities Private Limited	Non-Promoter	44,49,800
4	Hibiscus Holdings Private Limited	Non-Promoter	35,72,800

5	Avail Financial Services Limited	Non-Promoter	46,11,600
6	Edoptica Retail India Limited	Non-Promoter	35,90,200
7	Lovely Securities Private Limited	Non-Promoter	30,94,600
Total			2,82,34,800

b. Objects of the Issue:

There are Unsecured Loans from the Promoter Group and Non-Promoter Group and the Company proposes to issue such number of Equity Shares on preferential basis in order to restructure the said unsecured loans held in the names of proposed allottee(s) namely, Utsav Securities Limited, Amrit India Limited, Calyx Securities Private Limited, Hibiscus Holdings Private Limited, Avail Financial Services Limited, Edoptica Retail India Limited and Lovely Securities Private Limited to the extent of ₹ 697,96,42,560/- (Rupees Six Hundred Ninety Seven Crore and Ninety Six Lakhs Forty Two Thousand Five Hundred and Sixty Only) and to strengthen the Capital structure of the Company. Pursuant to the agreement executed with the Promoter Group and Non-Promoter Group of the Company, it is proposed to convert the outstanding unsecured loan into equity shares. In view of the current financial position of the Company, the Board of Directors of the Company has decided to convert the unsecured loans into Equity Shares which is in best interest of the Company, and it will also strengthen the financial position of the Company by reducing liabilities and it will also result in increase of net worth of the Company.

Allocation of Preferential Issue funds

The issue of securities as mentioned in Item No. 2 of this Notice is pursuant to conversion of unsecured loan of person belonging to the Promoter Group and Non-Promoter Group and allocation of the same is as following:

S. No.	Name of the proposed allottees	Outstanding loan proposed to be converted
<i>Promoter Group</i>		
1.	Utsav Securities Limited	Up to ₹114,99,99,120
<i>Non Promoter Group</i>		
2.	Amrit India Limited	Up to ₹105,39,86,640
3.	Calyx Securities Private Limited	Up to ₹109,99,90,560
4.	Hibiscus Holdings Private Limited	Up to ₹88,31,96,160
5.	Avail Financial Services Limited	Up to ₹1,13,99,87,520
6.	Edoptica Retail India Limited	Up to ₹88,74,97,440
7.	Lovely Securities Private Limited	Up to ₹76,49,85,120
Total		Up to ₹6,97,96,42,560

The Total amount of issue size as mentioned above has been fully allocated towards conversion of outstanding loans and there will be no utilization towards General Corporate Purposes.

Schedule of implementation and Deployment of Funds

Since present preferential issue is pursuant to conversion of unsecured loan in terms of the provisions of Chapter V of the SEBI (ICDR) Regulation therefore all the outstanding unsecured loans which is proposed to be converted into equity shares, shall be considered converted immediately on the approval of the Board of Directors of the Company subject to grant of shareholder's approval along with regulatory approvals.

Interim Use of Proceeds

Not applicable as the said issue is pursuant to conversion of unsecured loans into Equity Shares and there will be no unutilized funds post allotment of Equity Shares.

Appraisal and Monitoring Agency

As the size of this Issue is above ₹100 Crores so, our Company has appointed Informatics Valuation and Rating Private Limited as monitoring agency for this Issue.

c. Basis on which the price has been arrived at along with report of the registered valuer

The Board of the Company has fixed the Issue price of ₹ 247/20 (Rupees Two Hundred Forty Seven and Twenty Paise Only) each which is not less than the Minimum Price as determined in compliance with the requirements of the SEBI ICDR Regulations. Minimum price is ₹ 247/20 per equity share in accordance with regulation 165 and regulation 166A of SEBI (ICDR) Regulations was performed by Mr. Manish Manwani, a Registered Valuer (Registration No. IBBI/RV/03/2021/14113) having his office located at Unit No. 125, Tower B-3, Spaze Itech Park, Sohna Road, Sector 49, Gurugram Haryana 122018.

The shares of the Company are listed on BSE Limited and are infrequently traded. Articles of Association of the Company does not provide for any particular method of determination of price however the proposed allotment is more than 5% of the post issue fully diluted Equity Share Capital of the Company to an allottee or to allottees acting in concert therefore the price is determined in compliance with Regulation 165 read with Regulation 166A of SEBI ICDR Regulations for Preferential Issues taking into account valuation parameters including book value, comparable trading multiples and such other parameters as are customary for valuation of shares.

The valuation was performed by Mr. Manish Manwani, a Registered Valuer (Registration No. IBBI/RV/03/2021/14113) having his office located at Unit No. 125, Tower B-3, Spaze Itech Park, Sohna Road, Sector 49, Gurugram Haryana 122018 in accordance with regulation 165 and regulation 166A of SEBI (ICDR) Regulations. The certificate of Independent Valuer confirming the minimum price for preferential issue as per chapter V of SEBI (ICDR) Regulations is available for inspection at the Registered Office of the Company between 10:00 A.M. to 05:00 P.M. on all working days upto the date of AGM and uploaded on the website of the Company. The link of Valuation Report is <https://www.abhijittrading.in/resource/Shareholding-Information/Notice.aspx>

d. Relevant Date

The relevant date as per the Regulation 161 of SEBI ICDR Regulations, for determination of minimum price for the issuance of equity shares of the Company is Tuesday, June 18, 2024 being the date 30 days prior to the date of the Annual General Meeting of the shareholders of the Company scheduled to be held, i.e., Thursday July 18, 2024.

e. The intent of the promoters, directors or key management personnel of the issuer to subscribe to the offer:

Except as following none of the promoters & promoter group, directors or key management personnel of the issuer intent to subscribe to the offer:

Sr. No	Name of the Proposed Allottees	Outstanding Loan proposed to be converted	Maximum no. of Equity Shares proposed to be allotted	Category
1.	Utsav Securities Limited	Up to ₹114,99,99,120	46,52,100	Promoter Group

Except aforesaid, none of the Directors or Key Managerial Personnel of the Company intend to subscribe to any of the securities proposed to be issued under the Preferential Issue or otherwise contribute to the Preferential Issue or separately in furtherance of the objects specified hereinabove.

f. The class or classes of persons to whom the allotment is proposed to be made

The allotment is proposed to be made to the proposed allottees as mentioned at point no. (g) below.

g. Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of post preferential issues that may be held by them and change in control, if any, in the issuer consequent to the preferential issues

Sr. N.	Name of the Proposed Allottees	Category	Ultimate Beneficial Owner	Pre- Issue Shareholding		Number of Equity Shares to be issued	Post- Issue Shareholding	
				No. of Shares	% of holding		No. of Shares	% of holding
1.	Utsav Securities Limited	Promoter Group	Virendra Jain	Nil	Nil	46,52,100	46,52,100	15.66%
2.	Amrit India Limited	Non-Promoter	Harsh	Nil	Nil	42,63,700	42,63,700	14.36%
3.	Calyx Securities Private Limited	Non-Promoter	Ram Sunder	Nil	Nil	44,49,800	44,49,800	14.98%
4.	Hibiscus Holdings Private Limited	Non-Promoter	Parmanand Chaubey	Nil	Nil	35,72,800	35,72,800	12.03%
5.	Avail Financial Services Limited	Non-Promoter	Heena Arya	Nil	Nil	46,11,600	46,11,600	15.53%
6.	Edoptica Retail India Limited	Non-Promoter	Moni	Nil	Nil	35,90,200	35,90,200	12.09%
7.	Lovely Securities Private Limited	Non-Promoter	Naveen Kumar	Nil	Nil	30,94,600	30,94,600	10.42%

h. Proposed time limit within which the allotment shall be complete:

In terms of SEBI ICDR Regulations, the preferential allotment of said Equity Shares will be completed within a period of 15 (fifteen) days from the date of passing of special resolution. Provided that where the allotment is pending on account of pendency of any application for approval or permission by any regulatory authority, if applicable, the allotment would be completed within 15 (fifteen) days from the date of such approval or within such further period as may be prescribed or allowed by SEBI, stock exchange(s) or other concerned authorities.

i. The Shareholding Pattern of the issuer before and after the preferential issue:

The shareholding pattern of the Company before and after the proposed preferential issue is likely to be as follows:

Sr. No.	Category	Pre-Issue Shareholding		Equity Shares to be allotted	Post Issue Shareholding	
		No. of equity shares held	% of Shares		No. of equity shares held	% of Shares
A	Promoter & Promoter Group Shareholding					
A1	Indian Promoter	1,55,000	10.57%	46,52,100	48,07,100	16.18%
A2	Foreign Promoter	-	-	-	-	-
	Sub Total (A)	1,55,000	10.57%	46,52,100	48,07,100	16.18%
B	Public Shareholding					
B1	Institutions	-	-	-	-	-
B2	Institutions (Domestic)	-	-	-	-	-
	Mutual Funds	-	-	-	-	-
B3	Institutions (Foreign)	-	-	-	-	-
B4	Central Government/ State Government(s)/ President of India	-	-	-	-	-
B5	Non-Institutions	-	-	-	-	-
	Resident Individuals holding nominal share capital up to Rs. 2 lakhs	1,13,595	7.75%	-	1,13,595	0.38%
	Resident Individuals holding nominal share capital in excess of Rs. 2 lakhs	-	-	-	-	-
	Non-Resident Indians (NRIs)	-	-	-	-	-
	Foreign Companies	-	-	-	-	-
	Bodies Corporate	11,85,000	80.82%	2,35,82,700	2,47,67,700	83.39%
	Any Other (specify)	12,600	0.86%	-	12,600	0.04%
	Sub Total B= B1+B2+B3+B4+B5	13,11,195	89.43%	2,35,82,700	2,48,93,895	83.82%
	Total Shareholding(A+B)	14,66,195	100.00%	2,82,34,800	2,97,00,995	100.00%

j. Consequential Changes in the control and change in management:

As a result of the proposed preferential issue of Equity Shares, there will be no change in the control or management of the Company. However, voting rights will change in tandem with the shareholding pattern.

k. The number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price.

During the year the Company has not made any allotments on preferential basis till date.

l. Principle terms of assets charged as securities.

Not applicable.

m. Material terms of raising such securities

The Equity Shares being issued shall be pari-passu with the existing Equity Shares of the Company in all respects, including dividend and voting rights.

n. Lock-In Period & Transferability

The Equity Shares shall be locked-in for such minimum period as specified under regulation 167 of the SEBI ICDR Regulations.

Further the entire pre-preferential allotment shareholding of the allottees if any shall be locked-in from the relevant date up to a period of 90 (Ninety) trading days from the date of trading approval.

o. The current and proposed status of the allottee(s) post Preferential Issue namely, promoter or non-promoter

Existing promoters will continue as promoter of the Company and pursuant to this allotment to the proposed allottees belongs to other than promoter shall be covered under the head on non – promoter/public under shareholding pattern of the Company.

p. The percentage of post preferential issue capital that may be held by the allottee(s) and change in control, if any, in the issuer consequent to the preferential issue

Sr. No.	Name of proposed allottees	Percentage of post preferential issue
1.	Utsav Securities Limited	15.66%
2.	Amrit India Limited	14.36%
3.	Calyx Securities Private Limited	14.98%
4.	Hibiscus Holdings Private Limited	12.03%
5.	Avail Financial Services Limited	15.53%
6.	Edoptica Retail India Limited	12.09%
7.	Lovely Securities Private Limited	10.42%

q. Justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer.

Not applicable since the proposed allotment will be made on cash basis, as the shares will be issued upon conversion of unsecured loan of the proposed allottee(s).

r. Amount which the company intends to raise by way of such securities.

Not Applicable, since the issue is pursuant to conversion of outstanding unsecured loan into equity.

s. Certificate of Practicing Company Secretary

The certificate from Practicing Company Secretaries, certifying that the preferential issue of equity shares is being made in accordance with requirements of Chapter V of SEBI ICDR Regulations has been obtained considering the said preferential issue. The copy of said certificate may be accessed on the Company's website <https://www.abhijittrading.in/resource/home.aspx>

t. Other disclosures/Undertaking

- i. The Company, its Promoters and its Directors are not categorized as wilful defaulter(s) by any bank or financial institution or consortium thereof, in accordance with the guidelines on wilful defaulters issued by Reserve Bank of India and have not been categorized as a fraudulent borrower.
- ii. None of its directors or promoters are fugitive economic offenders as defined under the SEBI ICDR Regulations.
- iii. The Company does not have any outstanding dues to SEBI, Stock Exchanges or the depositories.
- iv. The Company has obtained the Permanent Account Numbers (PAN) of the proposed allottees, except those allottees which may be exempt from specifying PAN for transacting in the securities market by SEBI before an application seeking in-principle approval is made by the Company to the stock exchange(s) where its equity shares are listed;
- v. The Company shall be making application seeking in-principle approval to the stock exchange(s), where its equity shares are listed, on the same day when this notice will be sent in respect of the general meeting seeking shareholders' approval by way of special resolution;
- vi. The Company is in compliance with the conditions for continuous listing.
- vii. Since the Equity Shares have been listed on the recognized stock exchanges for a period of more than 90 trading days prior to the Relevant Date, the Company is not required to re-compute the price in terms of Regulation 163(1)(g) and Regulation 163(1)(h) of SEBI ICDR Regulations.
- viii. None of the allottees have sold or transferred any Equity Shares during the 90 trading days preceding the relevant date.
- ix. The Equity Shares held by the proposed allottees in the Company are in dematerialized form only.
- x. None of the allottees have previously subscribed to any shares of the Company during the last one year.
- xi. The Company has complied with the applicable provisions of the Companies Act, 2013. The provisions of Section 62 of the Companies Act, 2013 (as amended from time to time) and the SEBI ICDR Regulations provide, inter alia, that when it is proposed to increase the issued capital of the Company by allotment of further shares, such shares are required to be first offered to the existing members of the Company for subscription unless the members decide otherwise through a Special Resolution.

The Board of Directors of the Company believes that the proposed preferential issue is in the best interest of the Company and its members. The Board of Directors recommends the passing of the resolution as set out in Item No. 2 as Special Resolution for your approval.

Except Mr. Virendra Jain, Managing Director of the Company and Ms. Babita Jain, Director of the Company, none of the Directors, Key Managerial Personnel are, in any way, concerned or interested, financially or otherwise in the resolution set out at Item No. 2 of the accompanying notice, except mentioned in point no. e above or to the extent of their shareholding, if any in the Company.

Documents referred to in the notice/ explanatory statement will be available for inspection by the Members of the Company as per applicable law.

ITEM NO. 3: TO INCREASE THE BORROWING LIMIT OF THE COMPANY

Keeping in view the Company's existing and future financial requirements to support its business operations, the Company needs additional funds. For this purpose, the Company is desirous of raising finance from various Banks and/or Financial Institutions and/or any other lending institutions and/or such other body corporate entity(ies) as may be considered fit, which, together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's Bankers in the ordinary course of business) may exceed the aggregate of the paid up share capital of the Company and its free reserves, that is to say reserves not set apart for any specific purpose, provided that the total amount of moneys so borrowed up to ₹10,00,00,00,000/- (Rupees One Thousand Crores Only). Under the provisions of section 180(1)(c) of the Companies Act, 2013, the borrowing powers can be exercised only with the consent of the members obtained by a special resolution. As such it is necessary to obtain approval of the members by means of a special resolution, to enable the Board of Directors of the Company to borrow moneys, apart from temporary loans obtained from the Company's Bankers in the ordinary course of business) in excess of the paid up share capital of the Company and free reserves of the Company. It is proposed to increase the borrowing limit of the Board provided the total amount so borrowed by the Board shall not, at any time exceed the limit of ₹10,00,00,00,000/- (Rupees One Thousand Crores Only). The Company might be required to create charge/ mortgage/ pledge/ hypothecation/ lien in favour of its lenders for the purpose of securing the loan of credit facility raise by the Company up to the limits as may be approved under section 180(1)(c) of the act, and in order to authorize the Board to create charge or mortgage the property of the Company, the Company needs to take approval of the members by Special Resolution in accordance with provisions of Section 180(1)(c) of the Act.

The Board therefore, submits the item No. 3 for your consideration and recommends it to be passed as a special Resolution.

None of the Directors or the Key Managerial Personnel of the Company including their relatives are in any way concerned or interested in the Resolution.

**By order of Board of Directors of
ABHIJIT TRADING CO. LTD.**

**Place: New Delhi
Date: 20/06/2024**

**Virendra Jain
Managing Director
DIN: 00530078**

**Babita Jain
Director
DIN: 00560562**

**DISCLOSURE REGARDING APPOINTMENT &
RE-APPOINTMENT OF DIRECTORS IN THE ENSUING AGM**

***(In Pursuance of Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015***

Item 1: Reappointment of Mr. Virendra Jain

Name of director	Virendra Jain
Nationality	Indian
Original Date of Appointment in Abhijit Trading Co. Ltd	09/07/2011
Qualifications	Graduation
Number of Shares held in the Company	20,000
Expertise in specific Functional areas	Financial, Banking & Investment Sector
Directorship on the other listed Companies	Nil
Membership / Chairmanship of Committees of the Board of other Listed Companies	Nil
Relationship between Director Inter-se	Nil

DIRECTOR'S REPORT

To,
The Members
Abhijit Trading Co. Limited

The Directors have pleasure in presenting before you the 42nd Annual Report on the business and operations of the Company along with the Audited Financial Statement for the financial year ended 31st March, 2024.

FINANCIAL SUMMARY HIGHLIGHTS:

Particulars	(Rs.in Lakhs)	(Rs. in Lakhs)
	31st March, 2024	31st March, 2023
Total Income	81.478	49.406
Total Expenses	77.683	28.401
Profit/(Loss) before Tax	3.795	21.005
Tax Expense:		
• Current Tax	0.944	5.718
• Deferred Tax	0.053	(0.008)
Net Profit After Tax	2.888	15.294

1. STATE OF COMPANY AFFIARS:

During the financial year 2023-24, the Company has earned a total income of ₹ 81.478 Lakhs against a total income of ₹ 49.406 Lakhs in the previous year. The Company has earned a Net Profit of ₹ 2.888 Lakhs against a Net Profit of ₹ 15.294 Lakhs in the previous year. The Directors are optimistic about future performance of the Company.

2. WEB ADDRESS OF ANNUAL RETURN

The Annual Return of the Company for the Financial Year 2023-24 referred in sub-section (3) of Section 92 has been placed at the web address of the company which is as mentioned below:
http://www.abhijittrading.in/resource/Shareholding-Information/Annual_Return.aspx

3. CHANGE IN NATURE OF BUSINESS:

There was no change in the nature of business of company.

4. DIVIDEND

No Dividend was declared during the year.

5. TRANSFER TO RESERVES:

The Company did not transfer any amount to the General Reserves.

6. SHARE CAPITAL:

During the year ended 31st March, 2024, Authorized Share Capital of the Company is ₹ 10,50,00,000/-. The Paid-up Equity Share Capital as on 31st March, 2024 was ₹ 1,46,61,950/-. There has been no change in the Paid-up Equity Share Capital of the company during the year.

7. DEPOSITS:

During the year, the Company has not invited/accepted any deposits under Companies Act, 2013.

8. SUBSIDIARIES, ASSOCIATED AND JOINT VENTURE COMPANIES:

There are no subsidiaries, associated and joint venture companies of the Company.

9. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

During the Financial Year 2023-24, Ms. Rajni Tanwar who was appointed as the director of the Company had resigned on 10th May, 2023 and on the same date, Mr. Bhupendra Kaushik was appointed as a Non-Executive Additional Independent Director of the company, subject to regularization of his appointment at the ensuing General Meeting of the company.

On 1st August, 2023, Mrs. Babita Jain (DIN: 00560562) was appointed as an Additional Director of the company, subject to regularization by the shareholders in the ensuing Annual General Meeting.

During the year under review, no Non-Executive Directors (NEDs) of the Company had any pecuniary relationship or transactions with the Company

As required under Regulation 34(3) read with Schedule V Para C (10)(i) of LODR, Certificate from the Ms. Parul Agarwal, Practicing Company Secretary that none of the Company's Directors have been debarred or disqualified from being appointed or continuing as directors of Companies, is enclosed as an Annexure with Secretarial Auditor Report (MR- 3) to the Annual Report.

S. No	Name	Designation	Category	Occupation	Nationality
1	Virendra Jain	Managing Director	Promoter	Executive Director	Indian
2	Luv Sharma	Director	Independent	Non-Executive & Independent Director	Indian
3	Promila Sharma	Women Director	Independent	Non-Executive & Independent Director	Indian
4	Bhupendra Kaushik (Appointed on 10/May/2023)	Director	Independent	Non-Executive & Independent Director	Indian
5	Babita Jain (Appointed on 1/August/2023)	Director	Promoter	Non-Executive & Non- Independent Director	Indian

10. DIRECTOR RETIRE BY ROTATION:

Mr. Virendra Jain (DIN: 00530078), Managing Director of the Company, is liable to retire by rotation at the ensuing Annual General Meeting and being eligible, offer himself for re-appointment. The Board of Directors recommends his re-appointment.

11. INDEPENDENT DIRECTORS:

The Independent Directors hold office for a fixed term of five years subject to reappointment and are not liable to retire by rotation. The Independent Directors have submitted their disclosure to the Board that they fulfill all the requirements as to qualify for their appointment as an Independent Director under the provisions of the Companies Act, 2013 as well as SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The policy for Familiarization of Independent Director is also placed on Website of the company i.e. www.abhijittrading.in respectively.

During the Year, One meeting of Independent Directors was held on October 17, 2023.

12. DECLARATIONS FROM INDEPENDENT DIRECTORS:

In terms of Section 149 of the Act, Mrs. Promila Sharma, Mr. Luv Sharma and Mr. Bhupendra Kaushik are the Independent Directors of the Company as on March 31, 2024 and also as on date. The Company has received declarations from the Independent Directors to the effect that (a) they fulfill the criteria for independence as laid down under Section 149(6) of the Companies Act, 2013 and the rules framed thereunder, read with Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended upto date (“Listing Regulations”) (b) that they have got themselves registered in the data bank for Independent Directors being maintained by the Indian Institute of Corporate Affairs (IICA), of the Ministry of Corporate Affairs, Government of India and their names are included in the data bank maintained by IICA (c) they are not aware of any circumstance or situation, existing or anticipated, which may impact or impair their ability to discharge duties (d) that they have complied with the Code for Independent Director prescribed in Schedule IV to the Companies Act, 2013 which forms a part of the Company’s Code of Conduct for Directors and Senior Management Personnel, to which as well, they affirm their compliance.

As required under Regulation 25(7) of SEBI (LODR) Regulations, the Company has programmers for Familiarization for the Independent Directors about the nature of the Industry, Business model, roles, rights and responsibilities of Independent Directors and other relevant information. The details of the Familiarization Program for Independent Directors is available on the website of the Company.

COMPANY’S POLICY ON APPOINTMENT AND REMUNERATION OF DIRECTORS:

The Company’s Policy for the appointment of Directors and Key and Senior Managerial Personnel and their Remuneration policy can be accessed on the Company’s website at the web-link <http://www.abhijittrading.in/resource/Shareholding-Information/POLICY.aspx>

In seeking to select individuals for induction as directors on the Board of Directors of the Company, the criteria such as qualifications, positive attributes, independence as set out in the aforementioned policy, are strictly adhered to. Additionally, the knowledge, experience and expertise of the incumbent and their relevance to the Company, are other aspects covered by the policy, which are considered.

Remuneration packages for directors, key and senior management personnel, are drawn up in consonance with the tenets as laid down in the Remuneration Policy. Depending upon the nature, quantum, importance and intricacies of the responsibilities and functions being discharged as also the standards prevailing in the industry the concerned individuals get the best possible remuneration packages permissible under the applicable laws, so that the Company gets to retain the best of quality and talent.

13. BOARD EVALUATION:

In compliance with the requirements of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015, the Board of Directors has carried out an annual evaluation of its own performance, board committees and individual directors.

Pursuant to Schedule II, Part D of LODR, the Nomination and Remuneration Committee has laid down evaluation criteria for performance evaluation of Independent Directors, which is based on attendance, expertise and contribution brought in by the Independent Director at the Board and Committee Meetings, which shall be taken into account at the time of reappointment of Independent Director.

The performance of the Independent Directors was reviewed and evaluated by the entire Board and in such exercise, the director concerned whose performance was being evaluated, did not participate.

Pursuant to Section 134(3)(p) of the Companies Act, 2013, and Regulation 25(4) of LODR, Independent Directors have evaluated the quality, quantity and timeliness of the flow of information between the Management and the Board, Performance of the Board as a whole and its Members and other required matters.

The performance of the committees was evaluated by the Board after seeking inputs from the committee members based on criteria such as the composition of committees, effectiveness of committee meetings, etc.

The performance of Non – Executive Directors, the Board as a whole and the Chairman of the Company was evaluated by Independent Directors, after taking into account the views of the Executive Director and NEDs.

The Board and the Nomination and Remuneration Committee reviewed the performance of individual directors based on criteria such as the contribution of the individual director to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc.

The above criteria are broadly based on the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India on January 5, 2017.

14. KEY MANAGERIAL PERSONNEL:

The following persons have been designated as Key Managerial Personnel of the Company pursuant to Section 203 of Companies Act, 2013 read with the Rules framed there under:

A. Mr. Virendra Jain, Managing Director	(APPOINTED W.E.F 09/07/2011)
B. Ms. Arpita Agarwal, Company Secretary	(APPOINTED W.E.F 01/08/2023)
C. Mr. Dharmendra Gupta, CFO	(APPOINTED W.E.F 17/07/2023)

15. DIRECTORS' RESPONSIBILITY STATEMENT:

In accordance with the provision of section 134(5) of the Companies Act, 2013 the Board confirms and submits the Director's Responsibility Statement:

- In the preparation of the Annual Accounts, the applicable Accounting Standards have been followed along with proper explanation relating to material departures;
- The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for the year under review;
- The Directors have taken proper & sufficient care of 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 prevention & detecting fraud & other irregularities;
- The Directors have prepared the accounts for the year ended March 31, 2024 on a going concern basis.
- The directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
- The directors had devised proper system to ensure compliance with the provision of all applicable laws and that such systems were adequate and operating effectively.

16. MEETINGS:

a. BOARD MEETINGS

The Board of Directors duly met (9) times during the Financial Year ended 31/03/2024. The dates on which meetings was /held are **10/05/2023, 17/07/2023, 01/08/2023, 29/08/2023, 13/10/2023, 08/11/2023, 01/02/2024, and 06/03/2024.**

The periodicity between two Board Meetings was within the maximum time gap as prescribed in the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015/ Companies Act, 2013.

The Composition of the Board of Directors, their attendance at Board Meetings and last Annual General Meeting is as under:

Name of Director	Designation	Category	Number of Board Meetings		Attendance of Last AGM
			Directors entitled to attend	Directors attended	
Mr. Virendra Jain	Managing Director	Executive & Promoter	9	9	Yes
Ms. Rajni Tanwar	Woman Director	Non-Executive, & Independent Director	1	1	NA
Mr. Bhupendra Kaushik	Director	Non-Executive, & Independent Director	8	8	Yes
Mrs. Babita Jain	Director	Non-Executive, & Non-Independent Director	6	6	Yes
Mr. Luv Sharma	Director	Non-Executive & Independent Director	9	9	Yes
Mrs. Promila Sharma	Woman Director	Non-Executive & Independent Director	9	9	Yes

b. COMMITTEE MEETINGS:

(i) AUDIT COMMITTEE

The Audit Committee comprises Three Members during the year and the (04) Audit Committee meetings were convened and held.

Meetings of the Committee:

The Committee met 04 times dated on **10/05/2023, 01/08/2023, 08/11/2023, and 01/02/2024**, during the financial year ended on March 31, 2024.

The Composition of audit committee and their attendance at the meeting are as under: -

Name of Members	Category/Designation	No. of Meetings	
		Members entitled to attend	Members attended
Mr. Bhupendra Kaushik	Member	04	04
Mr. Luv Sharma	Chairperson	04	04
Mr. Promila Sharma	Member	04	04

(ii) NOMINATION & REMUNERATION COMMITTEE

The Nomination & Remuneration Committee comprises three members, all are Non-Executive Directors. During the year One Meeting of Nomination & Remuneration Committee Meetings was held.

Meetings of the Committee:

The Committee met 1 time during the Financial Year- 2023-24 dated on **17/07/2023**. The Composition of Nomination & Remuneration Committee and their attendance are mentioned asunder: -

Name of Members	Category/ Designation	No. of Meetings	
		Members entitled to attend	Members attended
Mr. Luv Sharma	Chairperson	1	1
Mr. Bhupendra Kaushik	Member	1	1
Mr. Promila Sharma	Member	1	1

The amended/ updated policy of nomination policy is also placed on website of the company i.e. www.abhijittrading.in respectively.

(iii) STAKEHOLDERS' RELATIONSHIP COMMITTEE:

The Stakeholders Relationship Committee comprises three members. During the year, One (01) Stakeholders Relationship Committee Meetings was convened and held.

Meetings of the Committee:

The Committee met 1 time on **24/08/2023**, during the F.Y.-2023-24. The Composition Stakeholders' Relationship committee and their attendance at the meeting are as under:-

Name of Members	Category / Designation	No. of Meetings	
		Members entitled to attend	Members attended
Mr. Luv Sharma	Chairperson	01	01
Mr. Bhupendra Kaushik	Member	01	01
Mr. Promila Sharma	Member	01	01

(iv) RISK MANAGEMENT COMMITTEE:

The Risk Management Committee comprises three members. During the year two (2) Risk Management Committee Meetings were convened and held.

Meetings of the Committee:

The Committee met 2 times on **18/07/2023, and 11/09/2023** during the F.Y.-2023-24. The Composition Risk Management committee and their attendance at the meeting are as under:-

Name of Members	Category/Designation	No. of Meetings	
		Members entitled to attend	Members attended
Mr. Luv Sharma	Chairperson	2	2
Mr. Bhupendra Kaushik	Member	2	2
Mr. Promila Sharma	Member	2	2

17. SHAREHOLDERS MEETING:

There is only Two Share Holders Meeting i.e. one is AGM (Annual General Meeting) has been held on 21st Day of September, 2023 through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”) and another is EGM (Extra Ordinary General meeting) has been held on 09-11-2023 through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”).

18. PARTICULARS OF LOAN, GUARANTEES AND INVESTMENTS:

During the Financial Year, No Loan, Guarantees and Investments made by the company under section 186 of the Company Act, 2013. Details of Loans, Guarantees and investments, outstanding as on 31st March, 2024 are given in the notes to the financial statements.

19. INTERNAL FINANCIAL CONTROL SYSTEM:

Internal financial controls of the Company are commensurate with the nature and size of business operations. Your Directors are of the view that there are adequate policies and procedures in place in the Company so as to ensure:

- (1) 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.

20. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

The statement containing the top ten employees and the employees drawing remuneration in excess of limit prescribed under Section 197(12) of the Companies Act, 2013 (Act) read with Rule 5(2) & (3) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, forms part of the report. However, In terms of the proviso to Section 136(1) of the Act, the Report and Accounts are being sent to the

Members and others entitled thereto, excluding the said information on employees' particulars. The said statement is also available for inspection at the Registered Office of the Company during business hours on working days of the Company up to the date of the ensuing Annual General Meeting. Any Member interested in obtaining a copy of the same may write to the Company Secretary.

21. DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM:

Pursuant to Section 177(9) and (10) of the Companies Act, 2013 and Regulation 22 of SEBI (LODR) Regulations, 2015, Company has established a vigil mechanism and has a whistle blower policy. The policy provides the mechanism for the receipt, retention and treatment of complaints and to protect the confidentiality and anonymity of the stakeholders. The Vigil Mechanism provides a mechanism for employees of the Company to approach the Chairman of the Audit Committee for Redressal. No person has been denied access to the Chairman of the Audit Committee.

The amended/updated Whistle Blower Policy is available on the website of the Company i.e., www.abhijittrading.in.

22. GENERAL:

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions pertaining to or developments/happenings in respect of such matters, during the year under review:

- a) Issue of equity shares with differential rights as to dividend, voting or otherwise.
- b) Issue of shares (including sweat equity shares) to employees of the Company under any scheme including the stock option schemes in force in the Company.
- c) Passing of Material orders by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.
- d) Corporate insolvency resolution process initiated or pending of any insolvency proceedings under the insolvency and bankruptcy code, 2016 (IBC).

23. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

The particulars of contracts or arrangements with Related Parties for the Financial Year 2023-24 is annexed herewith to the Financial Statements in Form No AOC -2.

24. CORPORATE GOVERNANCE:

As per Regulation 15(2) of SEBI (Listing Obligation and Disclosures requirements) Regulation, 2015, Report on Corporate Governance is **not applicable** to the Company as the Company is within the prescribed limit that the Paid-up Share Capital of the Company is INR **1,46,61,950/-** (One Crore Forty-Six Lakh Sixty-One Thousand and Nine Hundred Fifty Only) and Net worth is INR **9,38,97,044.05/-** (Rupees Nine Crore Thirty Eight Lakhs Ninety Seven Thousand Forty Four only) as on 31st March, 2024.

25. MANAGEMENT DISCUSSION ANALYSIS REPORT:

The Management Discussion and Analysis Report is applicable to the company as per the Regulation 34 under SEBI (Listing Obligation and Disclosures requirements) Regulation, 2015 and annexed herewith marked as **Annexure-I**.

26. AUDITORS

(a) STATUTORY AUDITORS:

M/S Tiwari & Mishra, Chartered Accountants have in compliance with the provisions of Section 139 of the Companies Act, 2013 read with the Companies (Audit And Auditors) Rules, 2014, were appointed in the 41st Annual General Meeting of the company held on 30th September, 2022, as the Statutory Auditors of the Company to hold office as such for a term of five years, from the financial year 2022-23 to 2026-27.

M/s. TIWARI & MISHRA (Firm Registration Number 018393N) and M/s. GSA & ASSOCIATES LLP (000257N/N500339) and M/s. DEEPA ANKIT JAIN & ASSOCIATES (023987N) and M/s. BHATTA CHARJEES & CO (327892E) Chartered Accountants Firms have merged to single entity leading to reconstitution of their firms with change in their firm name as M/s. GSA & ASSOCIATES LLP (000257N/N500339) with effect from 23rd November 2023 and there is no change in the auditor of the company.

The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments.

The Auditors' Report does not contain any qualification, reservation or adverse remark.

No frauds has been reported by the Statutory Auditor, details of which are required to be disclosed u/s 143(12) of the Act.

However, A Certificate from the Auditors has been received from the Statutory to the effect that their appointment, if made, would be within the limits prescribed under section 141(3)(g) of the Companies Act, 2013 and that they are not disqualified to be appointed as statutory auditors in terms of the provisions of the proviso to section 139(1), section 141(2) and section 141(3) of the companies Act, 2013, and the provisions of Companies (Audit and Auditors) Rules, 2014.

- Statutory Auditor's Report

The Auditor has given an audit report on the financial statements for the Financial Year 2023-24 and annexed herewith marked as **Annexure-II**.

- Statutory Auditor's Observations

The observations made by Auditors with reference to notes to account are Self-explanatory and need no comments. The Board of Directors considered the matter and seeking to resolve the matter, if any.

(b) SECRETARIAL AUDITORS:

The Company has appointed ACS Parul Agrawal (Practicing Company Secretaries) w.e.f 10th May 2023 as Secretarial Auditor to conduct the Secretarial Audit for the year 2023-24.

- Secretarial Auditor 's Report

The Secretarial Audit Report is annexed herewith as **Annexure-III** to this report in **Form No.MR-3**.

- **Secretarial Auditor 's Observations**

The observations made by Auditors with reference to notes to account are mentioned in the MR-3 in **Annexure-III**. The Board of Directors considered the matter and seeking to resolve the matter.

(c) **INTERNAL AUDITOR**

The Company has appointed Mr. Deepak Kumar Bhojak as an Internal Auditor w.e.f 10th May 2023 of the Company for the financial year 2023-24.

- **Internal Auditor's Report**

Mr. Deepak Kumar Bhojak placed the internal audit report to the Company.

- **Internal Auditor's Observations**

Internal Audit Report is Self-explanatory and need no comments.

27. MAINTENANCE OF COST RECORDS

Maintenance of Cost Audit Records as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013 is not applicable to the Company and accordingly such accounts and records are not required to be made and maintained. **Also Cost Audit is not applicable to the Company.**

28. ENHANCING SHAREHOLDER VALUE:

Your Company firmly believes that its success in the market place and a good reputation is among the primary determination of value to the shareholders. For this purpose, the Management has listed its shares on Bombay Stock Limited (BSE) having nationwide trading platform.

29. PARTICULARS OF EMPLOYEES

Disclosure under Section 197(12) and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014.

1. Ratio of remuneration of each director to the median remuneration of the employees of the company for the financial year ended 31st March, 2024.

Sr. No.	Name of Directors	Remuneration P.A.	Ratio to Median Remuneration of Employees
1.	Virendra Jain	NIL	NIL
2.	Luv Sharma	27,833	-
3.	Promila Sharma	22,833	-

Note: Sitting fees paid to Independent Directors but no salary or fees paid to Non-Executive Director of the company.

2. The percentage increase in remuneration of each director CFO, CEO, Company Secretary or Manager, if any, in the financial year 2023-24 : **NIL**
3. Percentage increase in median remuneration of employees in the financial year: **NIL**
4. The number of permanent employees on the payroll of the company as on 31stMarch, 2024 is **3**.
5. Affirmation that the remuneration is as per the remuneration policy of the company:
Pursuant to Rule 5(1)(Xii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, it is affirmed that the remuneration paid to the Directors, Key Managerial Personnel and senior management is as per the Remuneration Policy of your Company.

30. DEMATERIALISATION OF SHARES:

The Company has connectivity with NSDL & CDSL for dematerialization of its equity shares. The ISIN No.INE994N01019 has been allotted for the Company. Therefore, the matter and/or investors may keep their shareholding in the electronic mode with their Depository Participates. 97.083% of the Company's Paid-up Share Capital is in dematerialized form as on 31stMarch, 2024 and balance 2.917% is in physical form.

31. LISTING OF SHARES

The Company has listed 1466195 Equity Shares of INR 10/- each on Bombay Stock Exchange (BSE).

32. HEALTH, SAFETY AND ENVIRONMENT PROTECTION

The Company has complied with all the applicable environmental law and labor laws. The Company has been complying with the relevant laws and has been taking all necessary measures to protect the environment and maximize worker protection and safety.

33. HUMAN RESOURCES

People remain the most valuable asset of your Company. Your Company follows a policy of building strong teams of talented professionals. Your Company continues to build on its capabilities in getting the right talent to support different products and geographies and is taking effective steps to retain the talent. It has built an open, transparent and meritocratic culture to nurture this asset.

34. DISCLOSURE OF FRAUDS IN THE BOARD'S REPORT UNDER SECTION 143 OF THE COMPANIES ACT, 2013

During the year under review, your directors do not observe any transactions which could result in a fraud. Your Directors hereby declares that the Company has not been encountered with any fraud or fraudulent activity during the Financial Year 2023-24.

35. COMPLIANCE:

The Company has complied and continues to comply with all the applicable regulations, circulars and guidelines issued by the Ministry of Corporate Affairs (MCA), Stock Exchange(s), Securities and Exchange Board of India (SEBI) etc.

The Company has complied with all applicable provisions of the Companies Act, 2013, Listing Agreement executed with the Stock Exchange(s), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable rules/ regulations/ guidelines issued from time to time.

36. SECRETARIAL STANDARDS OF ICSI:

Pursuant to the approval by the Central Government to the Secretarial Standards specified by the Institute of Company Secretaries of India on April 10, 2015, the Secretarial Standards on Meetings of the Board of Directors (SS-1) and General Meetings (SS-2) came into effect from July 01, 2015. Thereafter, Secretarial Standards were revised with effect from October 01, 2017. The Company is in compliance with the Secretarial Standards.

37. SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:

The Company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

The following is a summary of sexual harassment complaints received and disposed-off during the year 2023-24:-

- No of complaints received : NIL
- No of complaints disposed off : NIL

The policy is available on the website of the company i.e. www.abhijittrading.in.

38. DEVELOPMENT & IMPLEMENTATION OF RISK MANAGEMENT POLICY:

In compliance with Regulation 21(2) of the SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 as amended upto date, pursuant to the recent amendment in such regulations notified by SEBI on May 5, 2021, a Risk Management Committee was constituted by the Board of Directors Voluntarily comprising of Mr. Luv Sharma, Independent Director as the Chairman of Committee, Mr. Bhupendra Kaushik and Mrs. Promila Sharma as Members on March 31, 2024, both are Independent Directors, to oversee implementation of the Risk Management Policy in force in the Company, and monitor and evaluate risks, basis appropriate methodology, processes and systems.

The Risk Management Policy is in force and, has been drawn up based on a detailed assessment of the operational risks, risks associated with related business in India, in general and the business of the Company in particular. The Risk management Policy also covers the risks related to the Company assets

and property, the risks which the employees of the Company may get exposed to, the risks arising out of non-compliance if any, with the provisions of and requirements laid down under the applicable authorities.

39. DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES:

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions are not applicable in the Company.

40. MATERIAL CHANGES AND COMMITMENTS BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

Except as disclosed elsewhere in the Report, there have been no material changes and commitments made between the end of the financial year of the company and the date of this report.

41. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS AND TRIBUNALS:

No significant and material order has been passed by the regulators, courts, tribunals impacting the going Concern status and Company's operations in future.

42. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS & OUTGO:

The information pertaining to conservation of energy, technology absorption, Foreign exchange Earnings and outgo as required under Section 134(3) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is furnished: -

a. Conservation of energy:

Steps taken / impact on conservation of energy, with special reference to the following:
Steps taken by the company for utilizing alternate sources of energy including waste generated: **NA**

b. Technology absorption:

Efforts, in brief, made towards technology absorption. Benefits derived as a result of the above efforts, e.g., product improvement, cost reduction, product development, import substitution, etc. The Company has not taken any technical knowhow from anyone and hence not applicable.

In case of imported technology (imported during the last 3 years reckoned from the beginning of the financial year), following information may be furnished:

The Company has not imported any technology and hence **not applicable**.

Expenditure incurred on Research and Development:

The Company has not incurred any expenditure on research and development.

c. Foreign Exchange Earnings/ Outgo:

Foreign Exchange Earnings and Outgoings	31 st March, 2024	31 st March, 2023
Earnings in Foreign Currency(FOB Value of exports)	NIL	NIL
Expenditure in Foreign Currency	NIL	NIL

43. DETAILS OF APPLICATION MADE FOR OR PROCEEDING PENDING UNDER INSOLVENCY AND BANKRUPTCY CODE, 2016.

During the year under review, there were no Application made or proceeding in the name of the Company under the Insolvency and Bankruptcy Code, 2016.

44. DETAILS OF DIFFERENCE BETWEEN VALUATION AMOUNT ON ONE TIME SETTLEMENT AND VALUATION WHILE AVAILING LOAN FROM BANKS AND FINANCIAL INSTITUTIONS:

During the year under review, there has been no one time settlement of loans taken from Banks and Financial Institutions.

45. CODE OF CONDUCT ON SEBI(PIT):

The Company has laid down a code of conduct for all Board members and senior management personnel. The Code of Conduct is available at company's website <http://www.abhijittrading.in/>

46. DETAILS OF DIFFERENCE BETWEEN VALUATION AMOUNT ON ONE TIME SETTLEMENT AND VALUATION WHILE AVAILING LOAN FROM BANKS AND FINANCIAL INSTITUTIONS:

During the year under review, there has been no one time settlement of loans taken from Banks and Financial Institutions.

47. GREEN INITIATIVES

This year too, Annual Report and the notice of the 42nd Annual General meeting of the Company are being sent to all members electronically, at their registered e-mail ids as made available to the Company or its Registrar and Transfer Agent, Big share Services Private Limited.

The e-voting facility is being provided to the members to enable them to cast their votes electronically on all resolutions sent forth in the notice, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014. The instructions for e-voting are provided in the notice.

Furthermore, in compliance with the conditions and the related procedure laid down in the MCA Circulars, the meeting and the voting thereat shall take place in the manner so laid down.

ACKNOWLEDGEMENT:

The Directors are thankful to the Bankers, Customers, Dealers, and Vendors for their valuable support and assistance. The Directors wish to place on record their appreciation of the commendable work done, dedication and sincerity by all the employees of the Company at all levels during the year under review. The Company will make every effort to meet the aspirations of its shareholders and wish to sincerely thank them for their whole hearted co-operation and support at all times.

**By order of Board of Directors of
ABHIJIT TRADING CO.LTD.**

**Place: New Delhi
Date: 20/06/2024**

**Virendra Jain
Managing Director
DIN: 00530078**

**Babita Jain
Director
DIN: 00560562**

FORM NO. AOC-2

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

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

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

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

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

SI. No.	Names of the related party and nature of relation-ship	Nature of contracts/ arrangements / transaction	Duration of contracts/ arrangements/transaction	Salient terms of the contracts or arrangements or transactions including the value	Date of approval by the Board, if any	Amount paid as advances, if any
1	Arpita Agrawal (CS)	KMP		1,20,000/-	10/05/2023	NIL
2	Mekaster Finlease Limited (Common Director)	Unsecured Borrowing		15,32,276/-	10/05/2023	NIL
3	Utsav Securities Pvt. Ltd.(Common Director)	Unsecured Borrowing		1,15,00,00,000/-	10/05/2023	NIL
4	Sunshine capital Limited (Relative of Director)	Unsecured Loan & Advance		150,00,00,000/-	10/05/2023	NIL
5	Virendra Jain (Director)	Unsecured Borrowing		82,814/-	10/05/2023	NIL
6	Priti Jain (Relative of Director)	Rent Paid		79,860/-	10/05/2023	NIL
7	Babita Jain (Relative of Director)	Rent Paid		79,860/-	10/05/2023	NIL

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

A. ECONOMIC OUTLOOK FOR F.Y.-2023-24:

Macroeconomic Overview

Economy Back to Growth, Business as Usual

India's GDP took a big leap on Leap Day in 2024: The country's remarkable growth rate of 8.4% in the third quarter of the fiscal year 2024¹ surpassed all expectations, as market analysts had pencilled in a slower growth this quarter, between 6.6% and 7.2%. Deloitte's projected growth for the quarter was between 7.1% and 7.4% (as published in January 2024). With substantial revisions to the data from the past three quarters of the fiscal year, India's GDP growth already touched 8.2% year over year (YoY) in these quarters.

We have revised our growth prediction for this year to a range of 7.6% to 7.8%, up from our previous estimates due to GDP revisions and stronger-than-expected growth in fiscal 2024. However, we expect growth in the fourth quarter to be modest because of uncertainties related to India's 2024 general elections and modest consumption growth. Our expectations for the near-term future remain in line with previous forecasts with a slight change in the forecast range due to a higher base effect in fiscal 2024. We believe GDP growth to be around 6.6% in the next fiscal year (fiscal 2025) and 6.75% in the year after (fiscal 2026), as markets learn to factor in geopolitical uncertainties in their investment and consumption **decisions**.

Global Economic Overview:

The global economy is expected to witness a synchronous rebound in 2025 as major election uncertainties are out of the way and central banks in the West likely announce a couple of rate cuts later in 2024. India will likely see improved capital flows boosting private investment and a rebound in exports. Inflation concerns remain, however, which we believe may ease only in the latter half of the next fiscal year barring any surprises from rising oil or food prices.

In this edition of India economic outlook, the focus is on the emerging consumer spending patterns in India, highlighting the rise of the middle-income class. Not only has growth in consumer spending post pandemic been fluctuating, but there is also a shift in consumption patterns, with demand for luxury and high-end products and services growing faster than demand for basic goods. As we expect the number of middle- to high-income households with increasing disposable income to rise, this trend will likely get further amplified, driving overall private consumer expenditure growth.

But the challenge of rising household debt and falling savings could weigh on long-term growth sustainability. Controlling household debt to prevent it from crossing unsustainable levels will be essential to mitigate risks of debt overhang, maintain economic stability, and protect households against financial vulnerability. Real GDP growth climbed to 8.4% YoY in third quarter of the current fiscal year.

B. COMPANY OVERVIEW:

The company is engaged in sale purchase of equity shares, loans & advances dealing in the capital market. We believe that we are well placed to leverage on the growth opportunities in the economy.

Abhijit Trading Company Limited is poised for rapid growth. Unique Experience and insight of its Management allows the company to discover new opportunities and reveal their true potential. Growth and money cannot sustain an organization for as long as uniqueness and excellence can. Keeping this in mind

Abhijit Trading Company Limited delivers value and commitment based on highest professional standards.

C. FINANCIAL PERFORMANCE:

The Company has achieved a turnover of Rs. 81.47 Lacs during the year with Profit after tax of Rs. 2.888 Lacs. The Company's income from operations primarily includes income from trading and distributions of financial products such as Interest income from Inter-Corporate Loan and Long-Term Investments. The Company has incurred a Net Profit of Rs.2.888 Lacs during the year. The Directors are optimistic about future performance of the Company.

D. OPPORTUNITIES & THREATS:

Opportunities

- Increase in Income levels will aid greater penetration of financial products.
- Positive regulatory reforms.
- Increase in corporate growth & risk appetite.
- Greater efficiency in debt market operations which will also help greater penetration.
- Increased securitization.
- Focus on selling new product/services.

Threats

- Inflation could trigger increase in consumer price inflation, which would dampen growth.
- Increased competition in both local & overseas markets.
- 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.

E. RISK MANAGEMENT AND CONCERNS:

The company operates in the Financial Services Sector, which is affected by variety factors linked to economic development in India and globally which, in turn, also affected global fund flows. Any economic event across the globe can have direct or indirect impact on your company. To mitigate this, Company has diversified its revenue stream across multiple verticals.

The company's risk management system is a comprehensive and integrated framework comprising structured reporting and stringent controls. Through its approach it strives to identify opportunities that enhance organizational values while managing or mitigating risks that can adversely impact the company's future performance. Within the organization, every decision taken is after weighing the pros and cons of such a decision-making taking note of the risk attributable.

The company has established a guideline to inform board members about the risk assessment and mitigation process. The Company manages, evaluates, and reports on the major risks and uncertainties that may jeopardize its ability to meet its strategic goals. The Company's Risk Management Policy focuses on identifying, assessing, and managing risks related to the Company's assets and property, Employees, Foreign Currency Risks, Operational Risks, and Non-compliance with statutory enactments, Competition Risks, and Contractual Risks.

F. HUMAN RESOURCE:

The Company holds its skilled and trained workforce in high esteem, recognizing them as indispensable for achieving organizational goals. A commitment is made to not only maintain but also enhance their capabilities, ensuring they remain aligned with the ever-evolving technological landscape. During the year under review, the Company undertook a variety of training initiatives covering a wide spectrum of topics. These encompassed technical competencies crucial for operational excellence, programs aimed at fostering positive behavioral traits, workshops focusing on enhancing business acumen, as well as both general and advanced management principles. Leadership training was provided to cultivate effective decision-making and team management skills. Customer-centric training was prioritized to uphold service standards, while safety protocols were reinforced to ensure a secure work environment. The Company emphasized the importance of values and ethical conduct, instilling a sense of integrity and responsibility across all levels of the workforce.

G. MATERIAL DEVELOPMENT IN HUMAN RESOURCES / INDUSTRIAL RELATION FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED:

The employees are satisfied and having good relationship with the Management. Your Company values each employee, supports them, and strives to provide opportunities based on their skill sets, resulting in mutually beneficial relationships between the company and its employees. Your Company has developed a policy that increases employee job satisfaction while simultaneously increasing production.

H. INTERNAL CONTROL SYSTEMS

Your Company has an internal control system that is suitable to the characteristic and scale of its operations and that efficiently and efficiently addresses all aspects of the business and functional departments.

The framework encompasses a compliance management team with established policies, norms, and procedures, as well as applicable statutes, rules, and regulations, as well as an inbuilt system of checks and balances, to ensure that appropriate and prompt corrective actions are taken in the event of any discrepancies from the defined standards and parameters.

Internal control systems are examined on a regular basis for effectiveness and deliverability, so that any necessary precautions to reinforce them can be undertaken in response to changing company requirements. Your Company conducts ongoing reviews of its systems, procedures, and controls, comparing and aligning them with industry standards.

I. DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT:

This is to confirm that the Company has adopted a Code of conduct for its employees including the director.

I confirm that the Company has in respect of the financial Year ended 31stMarch, 2024, received from the Senior Management team of the Company and the members of the Board, a declaration of Compliance with the code of Conduct as applicable to them.

J. DISCLOSURE OF ACCOUNTING TREATMENT

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards notified under Section 133 of the Companies Act, 2013 ("the 2013 Act") and the relevant provisions of the 2013 Act, as applicable. The financial statements have been prepared on going concern basis under the historical cost convention on accrual basis.

The Company has opted to continue with the period of 1st day of April to 31stday of March, each year as its financial year for the purpose of preparation of financial statements under the provisions of Section 2(41) of the Companies Act, 2013.

K. CAUTIONARY STATEMENT

The management discussion and analysis report containing the Company's objectives, projections, estimates and expectation may constitute certain statements, which are forward looking within the meaning of applicable laws and regulations. The statements in this management discussion and analysis report could differ materially from those expressed or implied.

Important factors that could make a difference to the Company's operation include raw material availability and prices, cyclical demand and pricing in the Company's principal markets, changes in the governmental regulations, tax regimes, forex markets, economic developments within India and the countries with which the Company conducts business and other incidental factors such as changes in the governmental regulations, tax regimes, forex markets, economic developments within India.

CEO/CFO/MD CERTIFICATION

The Managing Director and Chief Financial Officer have certified, in terms of Part B of Schedule II of the SEBI (LODR) Regulations, 2015 to the Board that the Financial Statements present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards. The said certification of the Financial Statements and the Cash Flow Statement for the financial year 2023-24 is enclosed below.

We, **VIRENDRA JAIN**, Managing Director and **DHARMENDRA GUPTA**, Chief Financial Officer of the **ABHIJIT TRADING CO LTD**, to the best of my knowledge and belief hereby certify that:

- (a) We have reviewed the financial statements and the cash flow statements for the year ended 31.03.2024 and that the best of my 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 my knowledge and belief, no transactions have been entered into by the company during the years that are fraudulent, illegal or violate the company's Code of conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and that the same did not reveal any deficiencies;
- (d) There was no significant changes in internal control over financial reporting during the period.
- (e) There was no significant changes in accounting policies during the year; and
- (f) There was no instances of significant fraud of which we have become aware having involvement therein of the management or an employee having a significant role in Company's internal control system over financial reporting.

By the order of Board of Directors
For ABHIJIT TRADING CO LTD

Place: Mumbai
Date: 20/06/2024
PAN:

Dharmendra Gupta
Chief Financial Officer
BOOPG4998G

Virendra Jain)
Managing Director
DIN: 00530078

INDEPENDENT AUDITORS' REPORT

To
The Members of **Abhijit Trading Company Limited**
Report on the audit of the financial statements

Opinion

We have audited the financial statements of Abhijit Trading Company Limited (“the Company”), which comprise the balance sheet as at **March 31, 2024**, and the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows for the year 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 financial statements give the information required by the Companies Act, 2013 (‘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, 2024, its profit Amount of Rs. 3,79,496/- and cash out flows for the year ended on that date.

Basis for opinion

We conducted our audit in accordance with the standards on auditing 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 Act and the rules there under, 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.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at 31st March 2024, its profit/loss statement and its cash flows statement for the year ended on that date, subject to following observation:

(a) During the year, the company purchased shares of Sital Leasing & Finance Ltd, which is not showing in demat statement of the company, there is difference of 2898211 shares between books and demat statement as on 31.03.2024.

Information other than the financial statements and auditors’ report thereon

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

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

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

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

Management's responsibility for the financial statements

The Company's board of directors is responsible for the matters stated in section 134 (5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Rules, 2016, as amended from time to time, and other accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The boards 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.

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.

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 Annexure "A" a statement on the matters specified in paragraphs 3 and 4 of the Order.

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 my examination of those books;

(c) The balance sheet, the statement of profit and loss, and the cash flow statement dealt with by this report are in agreement with the books of account;

(d) In our opinion, the aforesaid financial statements comply with the accounting standards specified under section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014;

(e) On the basis of the written representations received from the directors as on March 31, 2024 taken on record by the board of directors, none of the directors is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164 (2) of the Act;

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting;

(g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197 (16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to our, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act; and

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

a. The Company does not have any pending litigations which would impact its financial position;

b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and

c. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

(i) with respect to the proviso to rule 3 sub section 1 of companies (Accounts) rules 2014, the company did not maintain the accounting software which has a feature of recording of audit trail of each and every transaction, creating and edit log of each change made in the books of accounts along with the date when such changes were made and ensuring that the audit trail cannot be disabled.

For GSA & Associates LLP
Chartered Accountant
Firm Regn. No: 000257N/N500339

CA. MANINDRA TIWARI
(PARTNER)
M.NO: 501419

PLACE: NEW DELHI
DATE: 23.05.2024

Annexure “A” to the Independent Auditor’s Report*

(Referred to in paragraph 1 under ‘Report on other legal and regulatory requirements’ section of our report to the members of Abhijit Trading Company Limited of even date)

1. In respect of the Company’s fixed assets:
 - a. The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - b. The fixed assets of the Company were physically verified in full by the management during the year. According to the information and explanations given to us and as examined by us, no material discrepancies were noticed on such verification.
 - c. According to the information and explanations given to us, the records examined by us, we report that the Company does not hold any freehold, are held in the name of the Company as at the balance sheet date. In respect of immovable properties of land and building that have been taken on lease and disclosed as fixed assets in the financial statements, the lease agreements are in the name of the Company.
2. The inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable. According to the information and explanations given to us and as examined by us, no material discrepancies were noticed on such verification.
3. According to information and explanation given to us, the company has granted interest bearing loan unsecured to companies, firms, limited liability partnerships or other parties covered in the register required under section 179 of the Companies Act, 2013. Accordingly, paragraph 3 (iii) of the order is not applicable.
4. In our opinion and according to information and explanation given to us, the company granted any loans or provided any guarantees or given any security or made any investments to which the provision of section 185 and 186 of the Companies Act, 2013. Accordingly, paragraph 3 (iv) of the order is not applicable.
5. In our opinion and according to the information and explanations given to us, the company has not accepted any deposits and accordingly paragraph 3 (v) of the order is not applicable.
6. The Central Government of India has not prescribed the maintenance of cost records under sub-section (1) of section 148 of the Act for any of the activities of the company and accordingly paragraph 3 (vi) of the order is not applicable.
7. In respect of statutory dues:
 - (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, employees’ state insurance, income-tax, sales- tax, service tax, goods and service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues have been generally regularly deposited during the year by the company with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees’ state insurance, income-tax, sales- tax, service tax, goods and service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues were in arrears as at March 31, 2024 for a period of more than six months from the date they became payable

(b)According to the information and explanations given to us and the records of the company examined by us, there are no dues of income-tax, sales- tax, service tax, goods and service tax, duty of customs, duty of excise and value added tax which have not been deposited on account of any dispute.

- 8 In our opinion and according to the information and explanations given to us, the company has no outstanding dues to any financial institutions or banks or any government or any debenture holders during the year. Accordingly, paragraph 3 (viii) of the order is not applicable.
9. The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) and has not taken any term loans during the year. Accordingly, paragraph 3 (ix) of the order is not applicable.
10. To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company by its officers or employees has been noticed or reported during the year.
11. In our opinion and according to the information and explanations given to us, the Company has not paid/ provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
12. The Company is not a Nidhi Company and accordingly, paragraph 3 (xii) of the order is not applicable to the Company.
13. 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 section 177 and 188 of the Act. Where applicable, the details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- 14 According to the information and explanations given to us and based on our examination of the records of the company, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, paragraph 3(xiv) of the order is not applicable.
- 15 According to the information and explanations given to us and based on our examination of the records of the company, the company has not entered into non-cash transactions with directors or persons connected with them. Accordingly, paragraph 3(xv) of the order is not applicable.
- 16 According to the information and explanations given to us and based on our examination of the records of the company, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

For GSA & Associates LLP
Chartered Accountant
Firm Regn. No: 000257N/N500339

CA. MANINDRA TIWARI
(PARTNER)
M.NO: 501419
UDIN: 24501419BKAAET6366

PLACE: NEW DELHI
DATE: 23.05.2024

Annexure “B” to the Independent Auditor’s Report

(Referred to in paragraph 2 (f) under ‘Report on other legal and regulatory requirements’ section of our report to the Members of Abhijit Trading Co. Limited of even date)

Report on the internal financial controls over financial reporting 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 Abhijit Trading Co. Limited (“the Company”) as at March 31, 2023, in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s responsibility for internal financial controls

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

Auditors’ responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Company 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”) issued by the Institute of Chartered Accountants of India and the standards on auditing prescribed under Section 143 (10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 were 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 in the financial statements, whether due to fraud or error.

Our 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 control 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 (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (ii) 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 (iii) 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.

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 or 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 and according to the information and explanations given to us, 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, 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For GSA & Associates LLP
Chartered Accountant
Firm Regn No: 000257N/N500339

CA. MANINDRA TIWARI
(PARTNER)
M.NO: 501419

PLACE: NEW DELHI
DATE: 23.05.2024

ABHIJIT TRADING CO LTD

REGD. OFF: CHL. NO.350/2801, MOTILAL NAGAR 2, OPP. SHANKAR TAMPLE, GOREGAON (W), MUMBAI CITY, MAHARASHTRA-400062

CORP. OFF: 16/121-122, JAIN BHAWAN FAIZ ROAD, W.E.A KAROL BAGH NEW DELHI-110005
CIN- L51909MH1982PLC351821

BAIANCE SHEET AS AT 31.03.2024

(₹ in Lacs)

Particulars	Note No.	AS AT 31ST MARCH, 2024	AS AT 31ST MARCH, 2023
1	2	3	4
(1) ASSETS			
Non-current assets			
(a) Property, Plant and Equipment	3	0.161	0.195
(b) Capital work-in-progress		-	-
(c) Investment Property		-	-
(d) Goodwill		-	-
(e) Other Intangible assets		-	-
(f) Intangible assets under evelopment		-	-
(g) Biological Assets other than bearer plants		-	-
(h) Financial Assets			
(i) Investments		-	-
(ii) Trade receivables		-	-
(iii) Loans	4	36,461.166	545.503
(iv) Others (to be specified)		-	-
(i) Deferred tax assets (net)	5	0.092	0.145
(j) Other non-current assets	6	7.924	4.801
(2) Current assets			
(a) Inventories	7	2,294.382	21.516
(b) Financial Assets			
(i) Investments	8	42,398.355	-
(ii) Trade receivables	9	3.416	-
(iii) Cash and cash equivalent	10	2.191	1.351
(iv) Bank balances other than (iii) above	11	1,190.411	382.846
(v) Loans		-	-
(vi) Others (to be specified)		-	-
(c) Current Tax Assets (Net)		-	-
(d) Other current assets		-	-
Total Assets		82,358.096	956.357

EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	12	146.620	146.620
(b) Other Equity	13	792.351	789.463
LIABILITIES			
Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowings		-	-
(ii) Trade payables		-	-
(iii) Other financial liabilities (other than those specified in item (b), to be specified)		-	-
(b) Provisions			
(c) Deferred tax liabilities (Net)			
(d) Other non-current liabilities			
Current liabilities			
(a) Financial Liabilities			
(i) Borrowings	14	81,417.000	13.313
(ii) Trade payables		-	-
(iii) Other financial liabilities (other than those specified in item (c))		-	-
(b) Provisions	15	2.126	6.961
(c) Other current liabilities			
(d) Current Tax Liabilities (Net)			
Total Equity and Liabilities		82,358.096	956.357
See accompanying notes to the financial statements			
1			
IN TERMS OF OUR REPORT OF EVEN DATE ANNEXED			
FOR GSA & ASSOCIATES LLP			
CHARTERED ACCOUNTANTS		FOR AND ON BEHALF OF	
FIRM REGN NO: 000257N/N500339		ABHIJIT TRADING CO LTD	
CA.MANINDRA K TIWARI	VIRENDRA JAIN	BABITA JAIN	
(PARTNER)	(MANAGING DIRECTOR)	(DIRECTOR)	
M.NO: 501419	DIN: 00530078	DIN: 00560562	
UDIN: 24501419BKAAET6366			
		ARPITA AGGARWAL	DHARMENDRA GUPTA
		(COMPANY SECRETARY)	(CFO)
PLACE : NEW DELHI		M.NO:- A50493	
DATE : 23.05.2024			

STATEMENT OF CHANGES IN EQUITY

ABHIJIT TRADING CO LTD

REGD. OFF: CHL. NO.350/2801, MOTI LAL NAGAR 2, OPP. SHANKAR TAMPLE, GOREGAON (W), MUMBAI CITY, MAHARASHTRA-400062

CORP. OFF: 16/121-122, JAIN BHAWAN FAIZ ROAD, W.E.A KAROL BAGH NEW DELHI-110005

CIN- L51909MH1982PLC351821

Statement of Changes in Equity for the period ended 31.03.2024

A. Equity Share Capital

(₹ in Lacs)

PARTICULAR	No. Of Shares	Amount of Shares
As at 01st April,2022	14,66,195	146.620
Changes in equity share capital during the year	-	-
As at 31st March,2023	14,66,195	146.620
Changes in equity share capital during the year	-	-
As at 31st March,2024	14,66,195	146.620

B. Other Equity

PARTICULAR	Share application money pending allotment	Equity component of compound financial instruments	Reserves and Surplus				Debt instruments through Other Comprehensive Income	Equity Instruments through Other Comprehensive Income	Effective portion of Cash Flow Hedges	Revaluation Surplus	Exchange differences on translating the financial statements of a foreign operation	Other items of Other Comprehensive Income (specify nature)	Money received against share warrants	Total
			Capital Reserve	Securities Premium Reserve	Other Reserves (specify nature)	Retained Earnings								
As at 01st April 2022	-	-	-	675.000	-	99.169	-	-	-	-	-	-	-	774.169
Profit for the year	-	-	-	-	-	15.294	-	-	-	-	-	-	-	15.294
Total Comprehensive Income for the year	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-	-	-	-	-	-	-	-	-	-
As at 31st March 2023	-	-	-	675.000	-	114.463	-	-	-	-	-	-	-	789.463
profit for the year	-	-	-	-	-	2.888	-	-	-	-	-	-	-	2.888
Total Comprehensive Income for the year	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Transfer to retained earnings	-	-	-	-	-	-	-	-	-	-	-	-	-	-
As at 31st March 2024	-	-	-	675.000	-	117.351	-	-	-	-	-	-	-	792.351

IN TERMS OF OUR REPORT OF EVEN DATE ANNEXED

FOR GSA & ASSOCIATES LLP
CHARTERED ACCOUNTANTS
FIRM REGN NO: 000257NN500339FOR AND ON BEHALF OF
ABHIJIT TRADING CO LTDCA.MANINDRA K TIWARI
(PARTNER)
M.NO: 501419
UDIN: 24501419BKAAET6366VIRENDRA JAIN
(MANAGING DIRECTOR)
DIN: 00530078BABITA JAIN
(DIRECTOR)
DIN: 00560562PLACE : NEW DELHI
DATE : 23.05.2024ARPITA AGGARWAL
(COMPANY SECRETARY)
M.NO:- A50493DHARMENDRA GUPTA
(CFO)

ABHIJIT TRADING CO LTDREGD. OFF: CHL. NO.350/2801, MOTI LAL NAGAR 2, OPP. SHANKAR TAMPLE, GOREGAON (W),
MUMBAI CITY, MAHARASHTRA-400062

CORP. OFF: 16/121-122, JAIN BHAWAN FAIZ ROAD, W.E.A KAROL BAGH NEW DELHI-110005

CIN- L51909MH1982PLC351821

Statement of Profit and Loss for the period ended 31.03.2024

(₹ in Lacs)

S.N	Particulars	Note No.	YEAR ENDED 31ST MARCH 2024	YEAR ENDED 31ST MARCH 2023
I	Revenue From Operations	16	80.484	48.383
II	Other Income	17	0.995	1.023
III	Total Income (I+II)		81.478	49.406
IV	EXPENSES			
	Cost of materials consumed		-	-
	Purchases of Stock-in-Trade	18	2,272.866	-
	Changes in inventories of finished Stock-in -Trade and work-in-progress	19	(2,272.866)	-
	Employee benefits expense	20	6.062	5.166
	Finance costs	21	0.024	0.019
	Depreciation and amortization expense	3	0.034	0.053
	Other expenses	22	71.563	23.163
	Total expenses (IV)		77.683	28.401
V	Profit/(loss) before exceptional items and tax (I- IV)		3.795	21.005
VI	Exceptional Items		-	-
VII	Profit/(loss) before tax (V-VI)		3.795	21.005
VIII	Tax expense: (1) Current tax (2) MAT Credit Entitlement (3) Deferred tax (4) Excess Provision of earlier Year		0.944 - 0.053 0.090	5.718 - (0.008) -
IX	Profit (Loss) for the period from continuing operations (VII-VIII)		2.888	15.294
X	Profit/(loss) from discontinued operations		-	-
XI	Tax expense of discontinued operations		-	-
XII	Profit/(loss) from Discontinued operations (after tax) (X-XI)		-	-
XIII	Profit/(loss) for the period (IX+XII)		2.888	15.294

Cont.....

XIV	Other Comprehensive Income			
	A (i) Items that will not be reclassified to profit or loss			-
	(ii) Income tax relating to items that will not be reclassified to profit or loss			-
	B (i) Items that will be reclassified to profit or loss			-
XV	(ii) Income tax relating to items that will be reclassified to profit or loss			-
	Total Comprehensive Income for the period (XIII+XIV)(Comprising Profit (Loss) and Other Comprehensive Income for the period)			-
				-
XVI	Earnings per equity share (for continuing operation):			
	(1) Basic		0.197	1.043
	(2) Diluted		0.197	1.043
XVII	Earnings per equity share (for discontinued operation):			
	(1) Basic		-	-
	(2) Diluted		-	-
XVIII	Earnings per equity share (for discontinued & continuing operations)			
	(1) Basic		0.197	1.043
	(2) Diluted		0.197	1.043

See accompanying notes to the financial statements

IN TERMS OF OUR REPORT OF EVEN DATE ANNEXED

FOR GSA & ASSOCIATES LLP
 CHARTERED ACCOUNTANTS
 FIRM REGN NO: 000257N/N500339

FOR FOR AND ON BEHALF OF
 ABHIJIT TRADING CO LTD

CA.MANINDRA K TIWARI
 (PARTNER)
 M.NO: 501419
 UDIN: 24501419BKAET6366

VIRENDRA JAIN
 (MANAGING DIRECTOR)
 DIN: 00530078

BABITA JAIN
 (DIRECTOR)
 DIN: 00560562

ARPITA AGGARWAL
 (COMPANY SECRETARY)
 M.NO:- A50493

DHARMENDRA GUPTA
 (CFO)

PLACE : NEW DELHI
DATE : 23.05.2024

ABHIJIT TRADING CO LTDREGD. OFF: CHL. NO.350/2801, MOTI LAL NAGAR 2, OPP. SHANKAR TAMPLE, GOREGAON (W),
MUMBAI CITY, MAHARASHTRA-400062

CORP. OFF: 16/121-122, JAIN BHAWAN FAIZ ROAD, W.E.A KAROL BAGH NEW DELHI-110005

CIN- L51909MH1982PLC351821

Statement of Cash Flows for the year ended 31.03.2024

(₹ IN LACS)

Particulars	Year Ended 31st March 2024	Year Ended 31st March 2023
Cash flows from operating activities		
Profit before taxation	3.79	21.00
Adjustments for:		
Depreciation	0.03	0.05
Provision for income tax	0.94	-
Excess Provision for Income Tax	0.09	-
Defered tax	0.05	-
Working capital changes:		
(Increase) / Decrease in trade and other receivables	(6.59)	88.93
Increase / (Decrease) in trade payables	(0.06)	(1.42)
Cash generated from operations		
Interest paid	-	-
Tax paid	(6.66)	(10.57)
Dividends paid	-	-
Net cash from operating activities	(8.40)	98.00
Cash flows from investing activities		
Purchase/Sale of Share	(2,272.87)	-
Purchase of investment	(42,398.35)	-
Net cash used in investing activities	(44,671.22)	-
Cash flows from financing activities		
Loans & Advances Given/ received	(35,915.66)	13.31
Dividends paid	-	-
Proceeds from long-term borrowings	81,403.69	-
Net cash used in financing activities	45,488.02	13.31
Net increase in cash and cash equivalents	808.40	111.31
Cash and cash equivalents at beginning of period	384.20	272.88
Cash and cash equivalents at end of period	1,192.60	384.20

IN TERMS OF OUR REPORT OF EVEN DATE ANNEXED

FOR GSA & ASSOCIATES LLP
CHARTERED ACCOUNTANTS
FIRM REGN NO: 000257N/N500339FOR AND ON BEHALF OF
ABHIJIT TRADING CO LTDCA.MANINDRA K TIWARI
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(CFO)

PLACE : NEW DELHI

DATE : 23.05.2024

ABHIJIT TRADING CO LTDREGD. OFF: CHL. NO.350/2801, MOTI LAL NAGAR 2, OPP. SHANKAR TAMPLE, GOREGAON (W), MUMBAI CITY,
MAHARASHTRA-400062

CORP. OFF: 16/121-122, JAIN BHAWAN FAIZ ROAD, W.E.A KAROL BAGH NEW DELHI-110005

CIN- L51909MH1982PLC351821

NOTE 3: PROPERTY, PLANT AND EQUIPMENT

DEPRECIATION CHART AS PER COMPANIES ACT, 2013.

(₹ in Lac)

Fixed Assets	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	Cost/valuation as at beginning of the year 2023-24	Additions during the year 2023-24	Disposals/ Adjustments	Cost/valuation at the year end 2023-24	As at the beginning of the year 2023-24	Depreciation during the year 2023-24	Disposals/ Adjustments	Total up to the year end 2023-24	As at the Current year end 2024	As at the previous year end 2023
Tangible Assets										
Air Conditioner	0.395	-	-	0.395	0.377	-	-	0.377	0.018	0.018
Computers	1.024	-	-	1.024	0.980	-	-	0.980	0.044	0.044
Furniture & Fixtures	0.709	-	-	0.709	0.652	0.015	-	0.667	0.042	0.057
LCD TV	0.660	-	-	0.660	0.583	0.020	-	0.603	0.057	0.077
Total Assets	2.788	-	-	2.788	2.593	0.034	-	2.627	0.161	0.195
Previous year	2.788	-	-	2.788	2.540	0.053	-	2.593	0.195	0.248

IN TERMS OF OUR REPORT OF EVEN DATE ANNEXED

FOR GSA & ASSOCIATES LLP
CHARTERED ACCOUNTANTS
FIRM REGN NO: 000257N/N500339FOR AND ON BEHALF OF
ABHIJIT TRADING CO LTDCA.MANINDRA K TIWARI
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ABHIJIT TRADING CO LTD

REGD. OFF: CHL. NO.350/2801, MOTI LAL NAGAR 2, OPP. SHANKAR TAMPLE, GOREGAON (W), MUMBAI CITY, MAHARASHTRA-400062

CORP. OFF: 16/121-122, JAIN BHAWAN FAIZ ROAD, W.E.A KAROL BAGH NEW DELHI-110005

CIN- L51909MH1982PLC351821

DEPRECIATION CHART AS PER INCOME TAX ACT

(₹ in Lacs)

PARTICULARS	DEP. RATE	OPENING WDV	ADDITION / REVALUATION ON OR BEFORE 30.09.2023	ADDITION / REVALUATION AFTER 30.09.2023	SOLD DURING THE YEAR	TOTAL	DEPRECIATION	CLOSING WDV
Air Conditioner	15%	0.149	-	-	-	0.149	0.022	0.127
Computers	40%	0.008	-	-	-	0.008	0.003	0.005
Furniture & Fixtures	10%	0.322	-	-	-	0.322	0.032	0.290
LCD TV	15%	0.249	-	-	-	0.249	0.037	0.212
Total Assets		0.728	-	-	-	0.728	0.095	0.633

IN TERMS OF OUR REPORT OF EVEN DATE ANNEXED

FOR GSA & ASSOCIATES LLP
CHARTERED ACCOUNTANTS
FIRM REGN NO: 000257N/N500339FOR AND ON BEHALF OF
ABHIJIT TRADING CO LTDCA.MANINDRA K TIWARI
(PARTNER)
M.NO: 501419
UDIN: 24501419BKAAET6366VIRENDRA JAIN
(MANAGING DIRECTOR)
DIN: 00530078BABITA JAIN
(DIRECTOR)
DIN: 00560562ARPITA AGGARWAL
(COMPANY SECRETARY)
M.NO:- A50493DHARMENDRA GUPTA
(CFO)PLACE : NEW DELHI
DATE : 23.05.2024

Notes to Financial Statements**OTHER NON CURRENT ASSETS****NOTE 4: LOAN**

(₹ in Lacs)

PARTICULARS	AS AT 31ST MARCH 2024	AS AT 31ST MARCH 2023
Unsecured, Considered Good		
Intellectual Builders Pvt. Ltd	5,450.000	
Pacheli Industrial Finance Ltd	15,000.000	
Sulphur Securities Pvt. Ltd	435.000	
Sunshine Capital Limited	15,000.000	
Sunworld Devlopers Pvt. Ltd	576.166	545.503
Total	36,461.166	545.503

NOTE 5: DEFERED TAX LIABILITIES (NET)

(₹ in Lacs)

PARTICULARS	AS AT 31ST MARCH 2024	AS AT 31ST MARCH 2023
Opening Balance	0.145	0.137
Created/ Reversed During the year	(0.053)	0.008
Total	0.092	0.145

NOTE 6: OTHER NON- CURRENT ASSETS

(₹ in Lacs)

PARTICULARS	AS AT 31ST MARCH 2024	AS AT 31ST MARCH 2023
Balance from Revenue Authorities		
Tax Deducted at Source 2023	-	4.801
Tax Deducted at Source 2024	7.924	
Total	7.924	4.801

NOTE 7: INVENTORIES

(₹ in Lacs)

PARTICULARS	AS AT 31ST MARCH 2024	AS AT 31ST MARCH 2023
Stock In Shares	2,294.382	21.516
As Per "Annexure-A"		
** Market Price of Shares are 2,322.18 Lacs		
Total	2,294.382	21.516

NOTE 8: INVESTMENT						(₹ in Lacs)
PARTICULARS		AS AT 31ST MARCH 2024		AS AT 31ST MARCH 2023		
NAME OF THE COMPANY	N.V.	QTY.	AMOUNT	QTY.	AMOUNT	
Unquoted Equity Shares						
Amrit India Limited	10/-	520000	5,304.260	-	-	
Dewan Motors Investment and Finance Ltd.	10/-	1160000	1,751.600	-	-	
Edoptica Retail India Limited	10/-	746800	1,414.439	-	-	
Gunny Auto and Finance Pvt. Ltd	10/-	2000000	2,961.000	-	-	
Hologram Holdings Pvt. Ltd	10/-	462000	8,736.420	-	-	
Lavender Holdings Pvt. Ltd	10/-	78000	1,845.450	-	-	
Lunar Gold International Pvt. Ltd	10/-	2175485	3,812.491	-	-	
Prism Securities Pvt. Ltd	10/-	141709	3,351.418	-	-	
RKG Finvest Limited	10/-	2029600	10,595.527	-	-	
Sterling India Capital Services Pvt. Ltd	10/-	1500000	2,625.750	-	-	
<i>** Market Price of Shares are 45,449.36 Lac</i>						
Total			42,398.355		-	
NOTE 9: TRADE RECEIVABLES						
(₹ in Lacs)						
PARTICULARS		AS AT 31ST MARCH 2024		AS AT 31ST MARCH 2023		
Less Than Six Months						
Trade Receivables – considered good			3.416		-	
Trade Receivables – considered doubtful			-		-	
More Than Six Months						
Trade Receivables – considered good			-		-	
Trade Receivables – considered doubtful			-		-	
Total			3.416		-	
NOTE 10: CASH & CASH EQUIVALENTS						
(₹ in Lacs)						
PARTICULARS		AS AT 31ST MARCH 2024		AS AT 31ST MARCH 2023		
Cash in Hand			2.191		1.351	
Total			2.191		1.351	
NOTE 11: BANK & BANK BALANCES						
(₹ in Lacs)						
PARTICULARS		AS AT 31ST MARCH 2024		AS AT 31ST MARCH 2023		
IDBI Bank			2.975		7.790	
HDFC Bank			748.576		-	
FDR Account			435.582		374.082	
Jana Bank			3.278		0.973	
Total			1,190.411		382.846	

NOTE 12: EQUITY SHARE CAPITAL

(₹ in Lacs)

PARTICULARS	AS AT	AS AT
	31ST MARCH 2024	31ST MARCH 2023
Authorised Share Capital		
105,00,000 (Previous Year 15,00,000) Equity Share of ₹ 10 Each	1,050.000	150.000
	1,050.000	150.000
Issued, Subscribed & Paid up Share Capital		
Shares at the end of the Accounting Period 14,66,195 (Previous Year 14,66,195) Equity Shares of ₹10/-	146.620	146.620
	146.620	146.620

12.1 The company has only one class of equity Shares having Par Value of ₹10 per Share. All these Shares have Same right & preferences with respect to payment of dividend,

12.2 Shares in the company held by each Shareholder holding more than 5% shares

Name of the Shareholders	AS AT			AS AT	
	31ST MARCH 2024			31ST MARCH 2023	
	% of Shares held	No. Of Share	% of change in holding	% of Shares held	No. Of Share
Euro Asia India Corporation Pvt. Ltd.	10.91%	1,60,000	-	10.91%	1,60,000
Finage Leasing & Finance India Ltd.	7.50%	1,10,000	-	7.50%	1,10,000
KDG Properties & Construction Pvt. Ltd.	9.00%	1,32,000	-	9.00%	1,32,000
Micro Land Developers Pvt. Ltd.	6.07%	89,000	-	6.07%	89,000
Yuvraj Exports Pvt. Ltd,	15.82%	2,32,000	-	15.82%	2,32,000
RKG Finvest Limited	9.00%	1,32,000	-	9.00%	1,32,000
Paschim Finance and Chit Fund Pvt. Ltd	10.64%	1,56,000	-	10.64%	1,56,000
Shares held by Promoters at the end of the year					
Virendra Jain	1.36%	20,000	-	1.36%	20,000
Surendra Kumar Jain	4.43%	65,000	-	4.43%	65,000
Priti Jain	4.43%	65,000	-	4.43%	65,000
Babita Jain	0.34%	5,000	-	0.34%	5,000

12.3 The reconciliation of the number of Shares outstanding is set out Below:

PARTICULARS	AS AT	AS AT
	31ST MARCH 2024	31ST MARCH 2023
Equity Shares at the beginning of the year	14,66,195	14,66,195
Add : Issued during the year	-	-
Equity Shares at the end of the Year	14,66,195	14,66,195

NOTE 13: OTHER EQUITY		
Refer Statement of Changes in Equity for detailed movement in Equity balance		
(₹ in Lacs)		
PARTICULARS	AS AT 31ST MARCH 2024	AS AT 31ST MARCH 2023
Securities Premium Account		
At The Beginning Of The Accounting Period	675.000	675.000
Additions During The Year	-	-
At The End Of The Accounting Period	675.000	675.000
Surplus in Statement of Profit & loss		
At The Beginning Of The Accounting Period	114.463	99.169
Additions During The Year	2.888	15.294
Less: Dividend Payable	-	-
(Balance In Statement Of Profit & Loss)	117.351	114.463
Grand Total	792.351	789.463
NOTE 14: BORROWINGS		
(₹ in Lacs)		
PARTICULARS	AS AT 31ST MARCH 2024	AS AT 31ST MARCH 2023
Mekaster Finlease Limited	-	13.313
Alstone Textiles India Limited	11,620.000	-
Amrit India Limited	10,540.000	-
Avail Financial Services Pvt. Ltd	11,400.000	-
Calxy Securities Pvt. Ltd	11,000.000	-
Edoptica Retail India Limited	8,875.000	-
Hibiscus Holdings Pvt. Ltd	8,832.000	-
Lovely Securities Pvt. Ltd	7,650.000	-
Utsav Securities Pvt. Ltd	11,500.000	-
Total	81,417.000	13.313
NOTE 15 : PROVISIONS		
(₹ in Lacs)		
PARTICULARS	AS AT 31ST MARCH 2024	AS AT 31ST MARCH 2023
Current other Liabilities:		
Audit Fees Payable	0.540	0.590
Legal & professional Charges Payable	-	-
Provision for Income Tax	0.944	5.718
Registrar Charges Payable	-	0.081
Salary Payable	0.592	0.545
TDS Payable	0.050	0.027
Total	2.126	6.961
NOTE : 16 REVENUE FROM OPERATION		
(₹ in Lacs)		
PARTICULARS	AS AT 31ST MARCH 2024	AS AT 31ST MARCH 2023
Sale of Shares	-	-
Interest Income	80.484	48.383
Total	80.484	48.383

NOTE 17 : OTHER INCOME		
(₹ in Lacs)		
PARTICULARS	AS AT 31ST MARCH 2024	AS AT 31ST MARCH 2023
Dividend Income	0.995	1.023
Total	0.995	1.023
NOTE : 18 PURCHASE OF STOCK IN TRADE		
(₹ in Lacs)		
PARTICULARS	AS AT 31ST MARCH 2024	AS AT 31ST MARCH 2023
Purchases of shares	2,272.866	-
Total	2,272.866	-
NOTE 19 : CHANGE IN INVENTORIES OF FINISHED GOODS		
(₹ in Lacs)		
PARTICULARS	AS AT 31ST MARCH 2024	AS AT 31ST MARCH 2023
Balance at the beginning of the year	21.516	21.516
Balance at the Closing of the year	2,294.382	21.516
Total	-2,272.866	-
NOTE 20: EMPLOYEE BENEFIT EXPENSES		
(₹ in Lacs)		
PARTICULARS	AS AT 31ST MARCH 2024	AS AT 31ST MARCH 2023
Salary Expenses	6.062	5.166
Total	6.062	5.166
NOTE 21 : FINANCE COST		
(₹ in Lacs)		
PARTICULARS	AS AT 31ST MARCH 2024	AS AT 31ST MARCH 2023
Bank Charges	0.024	0.019
Total	0.024	0.019

NOTE 22 : OTHER EXPENSES

(₹ in Lacs)

PARTICULARS	AS AT 31ST MARCH 2024	AS AT 31ST MARCH 2023
Advertisement & Publicity Expenses	0.113	0.180
Audit Fees	0.590	0.590
Bad Debts W/off	-	12.035
Brokerage on Equity	0.020	-
CDSL Custodial Fees	0.142	0.106
Certification Charges	0.068	0.135
Conveyance Expenses	0.107	0.101
Computer Repair & Maintenance	0.078	0.038
Demat Account Charges	0.165	0.016
Director Seeting Fee	0.071	-
Demand Paid	0.002	-
Filing Fees	9.062	0.066
Interest paid	51.134	0.238
Interest on Tax	-	1.031
Legal & Professional charges	3.045	0.791
Listing Fees	3.835	3.540
Misc Expense	0.210	0.090
NSDL Fees	0.248	0.330
Office Expenses	-	-
Office Rent	1.597	1.597
Office Repair & Maintenance	-	1.160
Photocopy Expenses	0.077	0.041
Postal charges	0.073	0.040
Printing & Stationery	0.063	0.053
Registrar Charge	0.802	0.767
Software Expenses	0.058	0.220
Total	71.563	23.163

"ANNEXURE-A"			₹ in Lacs
S. NO.	Name of Share	Quantity	Amount
1	ACC LIMITED	10	0.159
2	BANK OF BARODA	51	0.093
3	BANK OF INDIA	50	0.103
4	BEML LAND ASSTES LIMITED	10	0.000
5	BHARAT EARTH MOVERS LIMITIED	10	0.106
6	CANARA BANK LIMITED	25	0.076
7	CENTRAL BANK OF INDIA LIMITED	50	0.052
8	COAL INDIA LIMITEED	10	0.037
9	DCB BANK LIMITED	50	0.053
10	EXIDE INDUSTRIES LIMITED	50	0.092
12	GMR AIRPORT INFRASTRUCTURE LIMITED	500	0.076
13	GMR POWER AND URBAN INFRA LTD	50	0.000
14	GUJRAT MINERRAL DEVELOPMENT CORPORATION LIMITED	50	0.058
16	HIINDUSTAN COPPER LIMITED	50	0.033
15	HINDUSTAN CONSTRUCTION COMPANY LIMITED	111	0.030
17	HOUSING DEVELOPMENT & INFRASTRUCTURE LIMITED	50	0.050
18	ICICI BANK LIMITED	22	0.063
19	IDBI BANK LIMITED	50	0.036
20	INDIAN BANK LIMITED	50	0.085
21	INDIAN OVERSEAS BANK LIMITED	50	0.021
22	JAI CORPORATION LIMITED	100	0.052
23	JAI PRAKASH ASSOCIATES LTD	100000	7.095
24	JIO FINANCIAL SERVICES LTD	50	0.000
26	LARSEN & TOUBRO LIMITED	15	0.167
27	MMTC LIMITED	150	0.050
28	NHPC LIMITED	50000	10.640
29	OIL AND NATURAL GAS CORPORATION LIMITED	75	0.157
30	PUNJ LLYOD LIMITED	100	0.030
31	RELIANCE CAPITAL LIMITED	25	0.109
33	RELIANCE HOME FINANCE LTD.	25	0.000
32	RELIANCE INDUSTRIES LIMITED	50	0.234
34	SITAL LEASING & FINANCE LTD	3042331	2,272.866
35	STATE BANK OF INDIA LIMITED	25	0.068
36	STEEL AUTHORITY OF INDIA LIMITED	100	0.070
37	SUZLON ENERGY LIMITED	1000	0.272
38	TATA MOTORS LIMITED	28	0.137
39	TATA STEEL LIMITED	330	0.126
11	THE FEDERAL BANK LIMITED	100	0.067
25	THE KARNATAKA BANK LIMITED	97	0.062
40	UCO BANK LIMITED	50	0.033
41	UNION BANK OF INDIA LIMITED	50	0.082
42	UNITED SPIRITS LIMITED	50	0.369
43	YES BANK LIMITED	50	0.083
44	ZEE ENTERTAINMENT ENTERPRISES LIMITED	100	0.353
45	ZEE LEARN LIMITED	100	0.036
	TOTAL		2,294.38

Financial Ratio

Ratio	31.03.2024	31.03.2023	Variance (%)	Reason for Variance
(a) Current Ratio (Times) Current assets/ Current liabilities	82358.096	956.357	8511.649	There is recovery of loan
(b) Debt- Equity Ratio (Times) borrowing (long term & short term)	81417.000	13.313	0.133	There is a borrowing in the company
(c) Debt service coverage ratio (Times) (Profit after tax + finance cost+ depreciation)/ (finance cost paid+principal repayment (long term borrowing and lease liabilities)	3.416	0.000	#DIV/0!	There is no debt in the company
(d) Return on Equity Ratio (%) (profit after tax/ average total equity)	2.888	15.294	-81.119	There is shortfall in profit of the company
(e) inventory turnover Ratio (times) (sale of product/ average inventory)	0.000	0.000	0.000	
(f) trade receivables turnover Ratio (times) (sale of product/ average trade receivables)	0.000	0.000	0.000	
(g) trade payable turnover Ratio (times) (purchase of stock in trade and raw materials +other expenses/ average trade payables)	0.000	0.000	0.000	
(h) Net capital turnover Ratio (times) (sale of product/ average working capital)	936.083	920.789	1.661	There is a increase in networth of the company
(i) Net profit Ratio (%) (profit after tax/ revenue fom operation)	2.888	15.294	-81.119	There is shortfall in profit of the company
(j) Return on capital employed (%) (profit before exceptional item, interest and tax/ average capital employed) Average capital employed= Net worth + Total debt+deferred tax liability	0.000	0.000	0.000	
(k) Return on investment (%) (closing balance+interest+dividend-opening+/- cash flows during the period)/ Average investments)	0.000	0.000	0.000	
Investment in subsidiaries, associates and joint ventures	0.000	0.000	0.000	
Investment in government securities	0.000	0.000	0.000	
Other investments	0.000	0.000	0.000	

Notes To The Financial Statements

Note1: COMPANY INFORMATION

Abhijit Trading Co. Ltd. is a public limited company (The Company) having registered office at Chl. No.350/2801, MotiLal Nagar 2 Opp. Shankar Temple, Goregaon (W), Mumbai City, Maharashtra-400062. The Company is listed on the BSE (Bombay Stock Exchange). The company is engaged in trading in shares and investment activities. We believe that we are well placed to leverage on the growth opportunities in the economy.

Note 2: BASIS OF PREPARATION, MEASUREMENT AND SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of Preparation and Measurement

(a) Basis for preparation of Accounts:

These financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

The financial statements have been prepared on accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the financial statements. All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria as set out in the Division II of Schedule III to the Companies Act, 2013. Based on the nature of products and the time between acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

The financial statements are presented in INR, the functional currency of the Company. Items included in the financial statements of the Company are recorded using the currency of the primary economic environment in which the Company operates (the 'functional currency'). Transactions and balances with values below the rounding off norm adopted by the Company have been reflected as "0" in the relevant notes in these financial statements. The financial statements of the Company for the year ended 31st March, 2024 were approved for issue in accordance with the resolution of the Board of Directors 10TH May, 2024.

(b) Current - Non Current classification

All assets and liabilities are classified into current and non-current as per company normal accounting cycle.

(i) Assets

"An asset is classified as current when it satisfies any of the following criteria:

- 1) It is expected to be realised in, or is intended for sale or consumption in, the Company's normal operating cycle;
- 2) It is held primarily for the purpose of being traded;
- 3) It is expected to be realised within 12 months after the reporting date; or
- 4) It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

Current assets include the current portion of non-current financial assets.

All other assets are classified as non-current.

(ii) Liabilities

"A liability is classified as current when it satisfies any of the following criteria:

- 1) It is expected to be settled in the company's normal operating cycle;
- 2) It is held primarily for the purpose of being traded;
- 3) It is due to be settled within 12 months after the reporting date; or
- 4) The company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity Instruments do not affect its classification.

Current liabilities include current portion of non-current financial liabilities.

All other liabilities are classified as non-current.

"Operating cycle

Operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents.

(c) Basis of measurement

These financial statements are prepared under the historical cost convention unless otherwise indicated.

(d) Key Accounting Estimates and Judgments

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the result of operations during the reporting year end. Although these estimates are based upon management's best knowledge of current events and actions, actual result could differ from these estimates. Any revisions to the accounting estimates are recognized prospectively in the current and future years.

(e) Tangible fixed assets

"Tangible fixed assets (except freehold land which is carried at cost) are stated at cost of acquisition less accumulated depreciation and impairment loss, if any. Cost of acquisition includes freight inward, duties, taxes and other directly attributable expenses incurred to bring the assets to their working condition.

(f) Depreciation and amortization

The company has followed the WDV method for the depreciation and amortization of all tangible and intangible assets. There is no change in the method of depreciation during previous year.

(g) Investments/ Inventory:

Investments/ Inventory are carried at cost less accumulated impairment losses or market price whichever is lower. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in subsidiaries, associates and joint venture, the difference between net disposal proceeds and the carrying amounts are recognized in the Statement of Profit and Loss.

(h) Cash and Cash Equivalents:

Cash and cash equivalents are short-term (three months or less from the date of acquisition), highly liquid investments that are readily convertible into cash and which are subject to an insignificant risk of changes in value.

(i) Trade Receivables and Loans:

Trade receivables are initially recognized at fair value. Subsequently, these assets are held at amortised cost, using the effective interest rate (EIR) method net of any expected credit losses. The EIR is the rate that discounts estimated future cash income through the expected life of financial instrument.

(j) Provisions and Contingent Liabilities:

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance Sheet date.

If the effect of the time value of money is material, provisions are discounted to reflect its present value using a current pre-tax rate that reflects the current market assessments of the time value of money and the risks specific to the obligation. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

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

(k) Revenue Recognition:

Revenue from sale of goods is recognized when all the significant risks and rewards of ownership in the goods are transferred to the buyer as per the terms of the contract, there is no continuing managerial involvement with the goods and the amount of revenue can be measured reliably. The Company retains no effective control of the goods transferred to a degree usually associated with ownership and no significant uncertainty exists regarding the amount of the consideration that will be derived from the sale of goods. Revenue is measured at fair value of the consideration received or receivable, after deduction of any trade discounts, volume rebates and any taxes or duties collected on behalf of the government which are levied on sales such as sales tax, value added tax, goods and services tax, etc.

Interest income is recognized using the effective interest rate (EIR) method. Dividend income on investments is recognized when the right to receive dividend is established.

(l) Expenditure:

Expenses are accounted on accrual basis.

(m) Income Taxes:

Income tax expense for the year comprises of current tax and deferred tax. It is recognized in the Statement of Profit and Loss except to the extent it relates to a business combination or to an item which is recognized directly in equity or in other comprehensive income.

Current tax is the expected tax payable/receivable on the taxable income/loss for the year using applicable tax rates at the Balance Sheet date, and any adjustment to taxes in respect of previous years. Interest expenses and penalties, if any, related to income tax are included in finance cost and other expenses respectively. Interest Income, if any, related to Income tax is included in current tax expense.

Deferred tax is recognized in respect of temporary differences between the carrying amount of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes.

A deferred tax liability is recognized based on the expected manner of realization or settlement of the carrying amount of assets and liabilities, using tax rates enacted, or substantively enacted, by the end of the reporting period. Deferred tax assets are recognized only to the extent that it is probable that future taxable profits will be available against which the asset can be utilized. Deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that the related tax benefit will be realized.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognized amounts and there is an intention to settle the asset and the liability on a net basis. Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities; and the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority.

(n) **Employee Benefits**

No provision of retirement benefits of employees such as leave encashment, gratuity has been made during the year by the company. The same shall be accounted for as and when arises.

22. Previous year's figures have been reworked, regrouped, & reclassified wherever necessary to confirm to the current year presentation.
23. In the opinion of Board of Director, the current Assets, loans & advances have a value on realization in the ordinary course of business at least equal to the amount at which these are stated.
24. The company's business activity falls within single primary/ secondary business segment viz. Finance Activity. The disclosure requirement of IND AS-108 "Segment Reporting" issued by the Institute of chartered Accountants of India, therefore is not applicable.
25. The company state that one on loan given of the company in financial year 2015-16 to M/s Sunworld Developers Pvt. Ltd amounting of Rs. 5,76,16,610/- as on 31.03.2024 has not recovered till date. The management of the company assure full recovery in ensuing years. Hence any provision for doubtful assets has not been made.
26. **Related Party Disclosure:**

As per IND AS-24, on related Party disclosure issued by the Institute of chartered Accountants of India, The details of Such Related party transaction recognized during the year is as under:

S.N	Particulars	Holding & Subsidiary company	Non-Executive Director and their relative	KMP	Relative of KMP	Enterprises over which person (s) (having control or significant influence over the co./ KMP, along with their relatives) are able to exercise significant influence
1	Remuneration (KMP) Arpita Agrawal	-	-	1,20,000/-	-	-
2	Mekaster Finlease Limited	Common Director	-	-	15,32,276/-	Unsecured Borrowing
3	Utsav Securities Ltd	Common Director	-	-	1,15,00,00,000/-	Unsecured Borrowing
4	Sunshine Capital Limited	Relative of Director	-	-	150,00,00,000	Unsecured Loan & Advance
5	Virendra Jain	Director	-	-	82,814	Unsecured Borrowing

6	Priti Jain	Relative of Director	-	-	79,860/-	Rent Paid
7	Babita Jain	Relative of Director	-	-	79,860/-	Rent Paid

27. Details of Policy Developed And Implemented by the Company on its Corporate Social Responsibility Initiatives

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions are not applicable.

28. Details of Crypto / Virtual Currency

There were no Transaction and Financial Dealing in Crypto / Virtual Currency during the Financial Year 2023-24.

29. Earnings per Share “IND AS-33” issued by the Institute of chartered Accountants of India:

Particulars	Year ended March 31, 2024	Year ended March 31, 2023
(A) Profit after taxation as statement of Profit & Loss (In Rs.)	2,88,773/-	15,29,413/-
(B) Weight Average number of equity Shares outstanding during the year	14,66,195	14,66,195
(C) Nominal value of Equity shares (in `)	10.00	10.00
(D) Basic Earnings per Share	0.197	1.04
(E) Diluted Earnings per share	0.197	1.04

30. There are no micro, Small and Medium Enterprises, to whom the Company owes dues which outstanding for more than 45 days as at 31st March 2024. This information as required to be disclosed under the micro, small and medium Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with company.

IN TERMS OF OUR REPORT OF EVEN DATE ANNEXED.

**FOR GSA & ASSOCIATES LLP
(CHARTERED ACCOUNTANTS)
FRN: 000257N/N500339**

**FOR AND BEHALF OF
ABHIJIT TRADING CO. LTD.**

**CA. MANINDRA K TIWARI
(PARTNER)
M.NO: 501419**

**VIRENDRA JAIN
(MANAGING DIRECTOR)
DIN: 00530078**

**BABITA JAIN
(DIRECTOR)
DIN:0560562**

**ARPITA AGGARWAL
(COMPANY SECRETARY)
M.NO:- A50493**

**DHARMENDRA GUPTA
(CFO)**

**PLACE: NEW DELHI
DATE: 23.05.2024**

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED March 31, 2024
[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies
(Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
ABHIJIT TRADING CO LTD
(L51909MH1982PLC351821)
Chl. No. 350/2801, Motilal Nagar 2 Opp. Shankar Temple,
Goregaon (w), Mumbai - 400062.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **ABHIJIT TRADING CO. LTD**. The Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the **ABHIJIT TRADING CO. LTD** books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on March 31, 2023 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **ABHIJIT TRADING CO. LTD** (“the Company”) for the financial year ended on March 31, 2024 according to the provisions of:

- 1) The Companies Act, 2013 (the Act) and rule made thereunder;
- 2) The Securities Contracts (Regulation) Act, 1956 (“SCRA”) and the rules made thereunder;
- 3) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- 4) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial borrowings.
- 5) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (“SEBI Act”):-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009[**Not Applicable in the period of Audit**]

- d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999. **[Not Applicable in the period of Audit]**
- e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021. **[Not Applicable in the period of Audit]**
- f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client.
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009. **[Not Applicable in the period of Audit]**
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998. **[Not Applicable in the period of Audit]**

I 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 Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulations, 2015.

I further report that:

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors and Non-Executive Directors as on March 31, 2024. 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.
- Proof of sending notice to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance maintained by the Company.
- On the basis of the Minutes of the Board Meeting, it is apparent that all the decisions are carried through unanimous consensus and there were no dissenting members' views.
- Based on review of compliances mechanism established by the Company and on the basis of certificates issued by officers of the Company, we are of the opinion that the management has adequate systems and processes commensurate with its sizes and operations, to monitor and ensure compliance with applicable laws, rules and regulations and guidelines.
- The compliance by the Company of applicable financial laws, likes direct and indirect tax laws and financial accounts, has not been reviewed in this Audit since the same has been subject to review by statutory financial audit and designated professionals.

**For Parul Agrawal & Associates
Company Secretaries**

PCS Parul Agrawal

ACS No. 35968

C P No.: 22311

Peer Review No. 3397/2023

UDIN: A035968F000583229

Place: Delhi

Date: June 18, 2024

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

To,
The Members,
ABHIJIT TRADING CO LTD
(L51909MH1982PLC351821)
Chl. No. 350/2801, Motilal Nagar 2 Opp. Shankar Temple,
Goregaon (w), Mumbai - 400062.

Subject: My Report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the content of the Secretarial records. The verification was done on to ensure that correct facts are reflected in secretarial records. I believe that the process and practice, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and books of account of the Company.
4. Where ever required, I have obtained the Management Representation about the compliance of Laws, rules, regulations and happening of events etc.
5. The compliance of provision of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to future validity of the company nor of the efficiency or effectiveness with which management has conducted the affairs of the Company.

**For Parul Agrawal & Associates
Company Secretaries**

PCS Parul Agrawal

ACS No. 35968

C P No.: 22311

Place: New Delhi

Date: June 18, 2024

Peer Review No. 3397/2023

UDIN: A035968F000583229

C E R T I F I C A T E

(Pursuant to Regulation 34(3) read with clause 10 of Part C of Schedule V of LODR)

To,

The Members,

ABHIJIT TRADING CO LTD

(L51909MH1982PLC351821)

Chl. No. 350/2801, Motilal Nagar 2 Opp. Shankar Temple,

Goregaon (W) Mumbai, Maharashtra- 400062

In pursuance of sub-clause (i) of clause 10 of Part C of Schedule V of The Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I hereby certify that:

On the basis of the written declaration received from the directors and taken on record by the Board of Directors, arson March 31, 2024, none of the directors on the board of the Company has been debarred or disqualified from being appointed or continuing as director of companies by the SEBI / Ministry of Corporate Affairs or any such statutory authority.

**For and on behalf of
M/s Parul Agrawal & Associates
(Company Secretaries)**

Date: 18/06/2024

Place: New Delhi

**Parul Agrawal
(Company Secretary)
M. No.-A35968
C.P. No.-22311
Peer Review No. 3397/2023
UDIN: A035968F000583229**