



Tashi India Ltd.
(CIN: L51900MH1985PLC036521)

34th ANNUAL REPORT 2018 – 19

TASHI INDIA LIMITED

BOARD OF DIRECTORS

Shri Rohit Bajaj

[DIN: 00511745]

Shri Sunil Bajaj

[DIN: 00509786]

Shri Akshay Ranka

[DIN: 00235788]

Shri Sunil Chandra Agrawal

[DIN: 00511873]

Smt. Shweta Jejani

[DIN: 07097052]

COMPANY SECRETARY & CHIEF FINANCIAL OFFICER

Ms. Aarti Batra

AUDITORS

VMSS & ASSOCIATES

Chartered Accountants, KOLKATA

BANKERS

Axis Bank Limited

Civil lines, Nagpur.

R & T AGENT

M /s. Adroit Corporate Services Private Limited

1st Floor, 19, Jaferbhoy Industrial Estate

Makwana Road, Marol Naka

Mumbai-400 059

REGISTERED OFFICE

Imambada Road, Nagpur- 440018 (Maharashtra)

TASHI INDIA LIMITED

NOTICE

NOTICE is hereby given that the Thirty Fourth Annual General Meeting of the Shareholders of **M/s TASHI INDIA LIMITED** will be held on **TUESDAY**, the 17th Day of **SEPTEMBER**, 2019 at 11.00 A.M. at the Registered Office at Imambada Road, Nagpur - 440018 (Maharashtra) to transact the following business:

ORDINARY BUSINESS :-

- 1) To receive, consider and adopt the Audited Financial Statements (Including Audited Consolidated Financial Statements) of the company for the year ended 31st March, 2019 and Reports of the Auditors and Directors thereon.
- 2) To appoint a Director in place of Shri Rohit Bajaj (DIN: 00511745), who retires by rotation and being eligible offers himself for re-appointment.

SPECIAL BUSINESS:-

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

3) APPOINTMENT OF MRS. BINA BAJAJ AS A MANAGER OF THE COMPANY:

“RESOLVED THAT pursuant to Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment(s) thereof, for the time being in force), the consent of the members be and is hereby accorded for appointment of Mrs. Bina Bajaj as Manager of the company for a period of two years with effect from 01.08.2019 to 31.07.2021 on terms and conditions including remuneration as given below.

a. Salary Rs. 1,00,000/- (Rupees One Lakh Only) per month.

b. All other terms and conditions of her employment be decided by the Board.

RESOLVED FURTHER THAT Smt Bina Bajaj in the capacity of Manager will be entrusted with the powers, authorities, functions, duties, responsibilities etc. by Board of Directors of the company, from time to time.

RESOLVED FURTHER THAT Mr. Akshay Ranka (DIN:00235788), Director of the company be and is hereby authorised to do all such acts, deeds and things as may be necessary, proper and expedient for the purpose of giving effect to this resolution”.

Registered Office:

Imambada Road,

Nagpur- 440018 (Maharashtra)

Place: Nagpur

Dated: 14.08.2019

**By order of the Board,
For TASHI INDIA LTD.**

AKSHAY RANKA

DIRECTOR

[DIN: 00235788]

NOTES

1. A Member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote instead of himself and such proxy need not be a member. Proxies in order to be effective must be lodged at the Registered Office of the Company not later than 48 hours before the commencement of the Meeting.
2. The Register of Members and Share Transfer Books of the Company will remain closed from **07.09.2019 to 17.09.2019 (both days inclusive)**
3. Pursuant to Section 102 of the Companies Act, 2013, an Explanatory Statement in respect of the Item No. 3 of the Notice is enclosed.
4. Members are requested to bring their copies of the Annual Report to the Meeting. They are also requested to avoid being accompanied by non-members and children.
5. Members are requested to notify immediately any change in their addresses quoting their Folio/Client ID No. to the Company's Registrars & Share Transfer Agents - **M/s Adroit Corporate Services (P) Ltd.** 1st Floor, 19/20 Jaferbhoy Industrial Estate, Makwana Road, Marol Naka, Mumbai - 400 059 (Maharashtra) Tel : (022) 2859 0942/4442/4428/4060, E.mail: adroits@vsnl.net.
6. SEBI has mandated submission of PAN by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their respective depository participants, where shares are held in electronic form. However, if shares are held in physical form, members are advised to register their email Ids with **M/s Adroit Corporate Services (P) Ltd.** at info@adroitcorporate.com.
7. Members, who still hold shares in physical form are advised to dematerialise their shareholding to avail the numerous benefits of dematerialisation, which includes easy liquidity, ease of trading and transfer, savings in stamp duty and elimination of any possibility of loss of documents and bad deliveries.
8. Corporate members are requested to send in advance their duly certified copy of board resolution/power of attorney authorising their representative to attend the annual general meeting.

9. Members/proxies are requested to bring the attendance slip/proxy form duly filled and signed for attending the meeting.
10. proxies are requested to bring their ID proof at the meeting for the purpose of identification.
11. For security reasons, no article/baggage will be allowed at the venue of the meeting.

12 .Voting through Electronic Means :

In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and regulation 44(1) of SEBI (Listing Obligations and Disclosure Requirements) 2015 , the Company is pleased to provide members facility to exercise their right to vote at the 34th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting services provided by Central Depository Services (India) Limited.

The instructions for members for voting electronically are as under:

The e-voting period begins on **14.09.2019 (9.00 AM) and ends on 16.09.2019 (5.00 PM)**. During this period shareholders of the Company holding shares either in physical form or in dematerialized form, as on cut-off date of **06.09.2019** cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

Incase of members receiving e-mail:

- i) the shareholders should log on to the e-voting website www.evotingindia.com
- ii) Click on "Shareholders" tab.
- iii) Now enter your User ID
 - a. For CDSL : 16 digits beneficiary ID,
 - b. For NSDL : 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio No. Registered with the Company.
- (iv) Next enter the Image Verification as displayed and then Click on "**Login**".
- (v) If you are holding shares in Demat Form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vi) If you are a first time user follow the steps given below :

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ol style="list-style-type: none"> 1. Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. 2. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yy format) as recorded in your Demat Account or in the Company records in order to login.</p> <p>If both the details are not recorded with the depository or company, Please enter the member id / folio number in the Dividend bank details field as mentioned in instruction (iv).</p>

- After entering these details appropriately, click on **“SUBMIT”** tab.
 - Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (vii) Click on **“Electronic Voting Sequence Number (EVSN) – of **TASHI INDIA LIMITED**”**. This will take you to the voting page.
- (viii) On the voting page, you will see Resolution Description and against the same the option **“YES/No”** for voting. Select the option **“YES”** or **“NO”** as desired. The option **“YES”** implies that you assent to the Resolution and option **“NO”** implies that you dissent to the Resolution.

- (ix) Click on the **“Resolutions File Link”**. If you wish to view the entire Resolutions,
- (x) After selecting the resolution you have decided to vote on, click on **“SUBMIT”**. A confirmation box will be displayed. If you wish to confirm your vote, click on **“OK”**, else to change your vote, click on **“CANCEL”** and accordingly modify your vote.
- (xi) Once you **“CONFIRM”** your vote on the resolution, you will not be allowed to modify your vote.
You can also take a print of the votes cast by clicking on **“Click here to print”** option on the Voting page.
- (xii) If Demat account holder has forgotten the changed password then enter the User ID and the image verification Code & click on **Forgot Password** & enter the details as prompted by the system.

Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Iphone and Windows phone users can download the App from the App store and the Windows Phone Store Respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xiii) Note for Non – Individual Shareholders and Custodians

1. Non- Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
2. After receiving the login details a Compliance User should be created using admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
3. The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
4. A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.

In addition to the E-voting facility as described above, the company shall make voting facility available at the venue of the AGM, by way of ballot paper, Member may participate in the AGM even after exercising right to vote through e-voting above but shall not be allowed to vote again at the AGM. Only such members attending the AGM who have not already cast their votes by e-voting shall be able to exercise their right to vote at the AGM. E-voting facility will not be made available at the AGM venue.

13. Voting Through Physical Ballot Form :

In terms of Clause 44 of the SEBI (Listing Obligation & Disclosure Requirements) Regulation, 2015 the members who do not have access to e-voting are requested to fill in the Physical Ballot Form enclosed with the Notice and submit the same in a sealed envelope to the Scrutinizer. Unsigned, incomplete or incorrectly ticked forms shall be rejected. The ballot must be received by the Scrutinizer on or before **16.09.2019 (5.00 PM)**. The Scrutinizer's decision on the validity of the forms will be final. Members are required to vote only through the electronic system or through ballot and in no other form. In the event a member casts his votes through both the processes, the votes in the electronic system would be considered and the ballot vote would be ignored.

M/s B.Chhawchharia & Co, Chartered Accountants, Nagpur, (Firm Registration No. 305123E) has been appointed as the Scrutinizer to scrutinize the e-voting process (including the physical ballots received from members who don't have access to the e-voting process) in a fair and transparent manner.

The Scrutinizer shall within a period not exceeding Three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least Two (2) witness not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.

Since e-voting facility (including Ballot Forms) is provided to the Members pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, voting by show of hands will not be allowed in the meeting.

Registered Office:
Imambada Road,
Nagpur - 440018 (Maharashtra)

Place: Nagpur
Dated: 14/08/2019

By order of the Board,
For TASHI INDIA LTD.

AKSHAY RANKA
DIRECTOR
[DIN: 00235788]

Explanatory Statement
[Pursuant to Section 102(2) of the Companies Act, 2013]

ITEM NO. 3:**To appoint Mrs. Bina Bajaj as Manager (KMP) of the Company:**

Mrs. Bina Bajaj had been appointed and working as the President of the Company vide board resolution passed on March 26, 2015 w.e.f April 1, 2014 till Date. Looking to her experience and management and guidance in the Company, the present proposal is to seek the Shareholders' approval for the appointment of Mrs. Bina Bajaj as the Manager (KMP) in terms of the applicable provisions of the Companies Act, 2013. The Board of Directors of the Company (the 'Board'), at its meeting held on July 31, 2019 has, subject to the approval of the Shareholders, appointed Mrs. Bina Bajaj for a period of 2 years with effect from August 1, 2019.

The payment of remuneration has been approved by the Nomination & Remuneration Committee in its meeting held on July 31, 2019 & subsequently by the Board of Directors in its Board Meeting held on the same date. Therefore the Board proposes to seek approval of the Shareholders of the Company.

The Brief Profile of Mrs. Bina Bajaj (Appointee) is as under;

Sr No.	Resolution	Information
1	Background Details	She has the experience in the field of management of NBFC Company for past few years as she has been working in the Company as President of the Company Since 2015.
2	Remuneration Proposed	Rs. 1,00,000/- per month.
3	Pecuniary relationship with company	Mrs. Bina Bajaj is one of the promotor of Company.

The major terms of the appointment of Manager are as under:**I. PERIOD:**

The term of the Manager shall be for a period of two years from 1st August, 2019 to 31st July, 2021.

II. REMUNERATION:**A. SALARY:**

The Manager shall be entitled to monthly salary of Rs. 1,00,000/- (Rupees One Lakh only)

III DUTIES:

Subject to the superintendence, direction and control of the Board of Directors of the Company, the Manager shall be entrusted with substantial powers of management and also such other duties and responsibilities as may be entrusted to her by the Board of Directors from time to time.

The Board recommends the Resolution as mentioned in the Notice for your approval.

Except Mrs. Bina Bajaj, none of the other Directors and Key Managerial Personnel (KMP) of the Company or their relatives are concerned or interested, financial or otherwise, in the resolution set out at Item No 3.

Registered Office:
Imambada Road,
Nagpur - 440018 (Maharashtra)

Place: Nagpur
Dated: 14/08/2019

By order of the Board,
For TASHI INDIA LTD.

AKSHAY RANKA
DIRECTOR
(DIN: 00235788)

TASHI INDIA LIMITED
DIRECTORS' REPORT

The Directors present their Thirty Fourth Annual Report and Audited Statement of Accounts for the year ended 31st March, 2019.

FINANCIAL RESULTS:

The accounts for the year under review reflect a profit of ₹ 20,60,035 /-.The Directors propose to appropriate the same as under:

Particulars	FY 2018-19	FY 2017-18
Total Income	2,88,64,198/-	2,52,17,680/-
Total Expense	2,62,03,770/-	2,18,68,366/-
Profit Before Tax	26,60,428/-	33,49,314/-
Less: Current Tax	5,93,706/-	8,30,000/-
Less: Deferred Tax	6,687/-	40,555/-
Profit after Tax	20,60,035/-	24,78,759-
Earning Per Share	2.77	3.34

DIVIDEND:

The Directors regret their inability to recommend any dividend for the year under review.

STATE OF COMPANY'S AFFAIR AND FUTURE OUTLOOK:

The performance of the Company was satisfactory during the year under review. Your Company plans to take the performance to the next level by adopting modern ways and hence your Directors are confident of achieving better working results in the coming years.

EXTRACT OF ANNUAL RETURN:

The extract of Annual Return, in format MGT-9, for the Financial Year 2018-19 has been enclosed with this report.

NUMBER OF BOARD MEETINGS:

During the Financial Year 2018-19, Five (5) meetings of the Board of Directors of the Company were held i.e. on 25.05.2018, 31.07.2018, 02.11.2018, 31.12.2018 and 09.02.2019.

SEPARATE MEETING OF INDEPENDENT DIRECTORS :

During the year under review, a separate meeting of Independent Directors without the attendance of Non-Independent Directors and members of the Management, was held on 29th Day of March, 2019, as required under Schedule IV of the Companies Act, 2013 (Code for Independent Directors) read with Regulations 25(3) of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015.

The Independent Directors inter-alia reviewed the performance of the Non-Independent Directors, Chairman of the Company and the Board as a whole.

DECLARATION BY INDEPENDENT DIRECTORS :

The Company has received necessary declarations from all the Independent Directors of the Company Under Section 149(7) of the Companies Act, 2013, confirming that they meet the criteria of Independence laid down in Section 149(6) of the Companies Act, 2013.

DIRECTORS' RESPONSIBILITY STATEMENT:

In accordance with the provisions of Section 134(5) of the Companies Act, 2013, Your Directors confirm that :

- i) In the preparation of Annual Accounts for the financial year ended March 31, 2019, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- ii) The Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period.
- iii) The Directors have taken proper and sufficient care toward the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv) The Annual Accounts have been prepared on a going concern basis.
- v) The Directors have laid down internal financial controls, which are adequate and are operating effectively.
- vi) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SECTION 143(12):

During the year under review, there were no frauds reported by the Statutory Auditors to the Audit Committee of the Board under section 143(12) of the Companies Act, 2013.

PUBLIC DEPOSITS :

The company being a Non-Banking Finance Company has not accepted any deposits from the public during the year under review and shall not accept any deposits from the public without obtaining prior approval of RBI.

HARMONISATION OF DIFFERENT CATEGORIES OF NBFCs

The Reserve Bank of India vide its circular no. DNBR (PD)CC.No. 097/03.10.001/2018-19 dated 22 February 2019, harmonized different categories of NBFCs into fewer ones on the basis of the principle of regulation by activity rather than regulation by entity in order to provide greater operational flexibility.

Accordingly, the three categories of NBFCs viz. Asset Finance Companies (ACFs), Loan Companies (LCs) and investment Companies (ICs) have been merged into a new category called NBFC- Investment and Credit Company (NBFC- ICC) .

The Company now is categorized as NBFC-Investment and Credit Company(NBFC - ICC).

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES :

There are no related party transactions as referred Under Section 188(1) of the Companies Act, 2013 for the Financial Year 2018 - 19.

SECRETARIAL AUDITOR :

The Board of Directors of the Company has appointed M/s. More Daliya & Associates, Practicing Company Secretaries, Nagpur, to conduct Secretarial Audit for the Financial Year 2018-19. The Secretarial Audit Report for the Financial Year ended on March 31, 2019 is annexed herewith to this Report.

The said report does not contain any qualification, reservation or adverse remark by the Secretarial Auditor.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS :

Particulars of loan, guarantee and investments, if any covered under Section 186 of the Companies Act, 2013 are given in notes to the Financial Statements provided in this Annual report.

CORPORATE SOCIAL RESPONSIBILITY POLICY:

Your Directors informed that the Company is not required to abide the provisions of Section 135 of the Companies Act, 2013 and Rules made thereunder and Regulation 15(2) of SEBI (Listing Obligation & Disclosure Requirement) Regulations 2015 in relation to the Corporate Social Responsibility as the Company is not covered under any of the conditions / criteria mentioned under Section 135 of the Companies Act, 2013 and SEBI (Listing Obligation & Disclosure Requirement) Regulations 2015.

BOARD EVALUATION:

The Companies Act 2013 states that a formal annual evaluation needs to be made by the Board and Schedule IV of the Companies Act 2013 states that the performance evaluation of Independent Directors shall be done by the entire Board of Directors, excluding the Director being evaluated. The evaluation of all the Directors and the Board as a whole was being conducted. None of the Independent Directors are due for re-appointment.

AUDIT COMMITTEE :

In terms of Section 177 of the Companies Act, 2013 read with Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014, the Audit Committee of the Board of Directors consisting of below mentioned Independent Directors :

- (i) Mr. Akshay Ranka (DIN: 00235788)- Chairman (Independent Director)
- (ii) Mr. S.C.Agrawal (DIN: 00511873)-Member (Independent Director)
- (iii) Mrs. Shweta Jejani (DIN: 07097052)-Member (Independent Director) as a practice of good Corporate Governance. All the recommendations made by the Audit Committee were accepted by the Board.

NOMINATION & REMUNERATION COMMITTEE :

In terms of Section 178 of the Companies Act, 2013 read with Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014, the Company has constituted Nomination & Remuneration Committee of the Board of Directors consisting of below mentioned Independent Directors :

- Mr. Akshay Ranka (DIN: 00235788)- Chairman (Independent Director)
- Mr. S.C.Agrawal (DIN: 00511873)- Member (Independent Director)
- Mrs. Shweta Jejani (DIN: 07097052) - Member (Independent Director) as a practice of good Corporate Governance.

VIGIL MECHANISM

The Vigil Mechanism of the Company, which also incorporates a whistle blower policy in terms of Section 177(9) of the Companies Act, 2013 and Regulation 22 of SEBI (Listing Obligation & Disclosure Requirement) Regulations, 2015, includes an Ethics comprising senior Executives of the Company. Protected disclosures can be made by a whistle blower through an e-mail or letter. The policy on vigil mechanism may be accessed on the Company's website at www.tashiindia.com.

CODE OF CONDUCT:

Your Directors informed that pursuant to provisions of Regulation 17(5) of SEBI (Listing Obligation & Disclosure requirement) Regulations, 2015 every Listed Company is under an obligation to adopt a policy on Code of Conduct for all the Members of the Board of Directors and Senior Management. As per the said Regulation, the Board of Directors adopted the Policy on code of conduct for all the Members of Board of Directors and Senior management of the Company.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, RESEARCH AND DEVELOPMENT:

Your Directors are of the opinion that with respect to conservation of energy and technology absorption as prescribed under Section 134(3)(m) of the Companies Act 2013 read with the Companies (Accounts) Rules, 2014 are not relevant in view of the nature of business activities of the Company and hence, are not required to be given.

FOREIGN EXCHANGE EARNINGS AND OUTGO:

During the year under review, there is no foreign exchange earning, outgo and expenditure.

DIRECTORS:

In view of the provisions of the Companies Act 2013, Shri Rohit Bajaj (DIN 00511745) retires from the Board by rotation this year and being eligible, offers himself for re-appointment.

Apart from the above, there is no change as regard to the Directorship of the Company.

KEY MANAGERIAL PERSONNEL:**Appointment of Company Secretary:**

During the year under review Ms. Aarti Batra was appointed as Company Secretary (Key Managerial Personnel) under the Provisions of Companies Act, 2013 and Compliance Officer under the terms of Regulation 6(1) of SEBI (LODR) Regulations 2015, w.e.f 31st December, 2018.

ASSOCIATE COMPANIES:

The Company is an Associate of M/S Rohit Techserve Limited (Formerly Known as Rohit Machines and Fabricators Limited) by virtue of section 2(6) of the Companies act, 2013 pursuant to Proviso to Section 129(3) of the Companies Act, 2013 statement containing the salient features of the financial statement of the Company's Associate is attached herewith.

CONSOLIDATED FINANCIAL STATEMENTS:

The Board of Directors also present the Audited Consolidated Financial Statements incorporating the duly audited financial statements of the Associate Company and as prepared in compliance with the Companies Act, 2013 and all other applicable provisions.

A separate statement containing the salient features of our associate Company in the prescribed form AOC-1 is annexed.

LISTING OF SHARES:

The Shares of the Company continued to be listed on the Stock Exchange, Mumbai. The Company has paid the annual listing fee for the financial year 2018-2019.

The Equity Shares of the Company has the Electronic connectivity under ISIN No. INE552H01017 To provide service to the Shareholders, the Company has appointed M/s. Adroit Corporate Services Private Limited, 1st Floor, 19, Jaferbhoy Industrial Estate, Makwana Road, Marol Naka, Mumbai-400 059 as Registrar and Transfer Agent of the Company for existing physical based and allied Secretarial Services for its Members / Investors and for Electronic Connectivity with NSDL and CDSL.

STATUTORY AUDITORS AND AUDITORS' REPORT :

Pursuant to the provisions of section 139 of the Companies Act, 2013 and the rules made thereunder, the auditors of the Company M/s VMSS & Associates, Chartered Accountants, Kolkata (Firm Reg. No. 328952E), were appointed at the AGM of Financial Year 2016-17 by the shareholders for five years term to hold the office until the conclusion of the 37th Annual General Meeting.

The Auditor's Report on the Financial Statements of the Company for the Year ending 31st March, 2019 is unmodified i.e it does not contain any qualification, reservation or adverse remarks. The Auditor's report is enclosed with the Financial statement forming part of the Annual Report.

DETAILS OF SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS OR COURT OR TRIBUNAL:

During the year under review, there are no orders passed by any authorities which impacts the going concern status and company's operations in future.

INTERNAL FINANCIAL CONTROLS :

The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weakness in the design or operation was observed.

STATUTORY DISCLOSURES:

None of the Directors of your Company are disqualified as per the provisions of Section 164(2) of the Companies Act, 2013. Your Directors have made necessary disclosures, as required, under various provisions of the Companies Act, 2013 and SEBI LODR.

MATERIAL CHANGES AFFECTING THE FINANCIAL POSITION OF THE COMPANY:

No material changes / events affecting the financial position of the Company occurred between the end of the financial year 31st March, 2019 till date of this report.

ACKNOWLEDGEMENT:

Your Directors are grateful to Bankers for their continued support, co-operation and assistance during the year. Your Directors express their thanks for the sincere and dedicated efforts put in by the workers, staff and officers during the year.

For and on behalf of the Board

Registered Office:

Imambada Road,
Nagpur-440018 (Maharashtra)

Akshay Ranka Shri S.C Agrawal
D I R E C T O R D I R E C T O R
DIN 00235788 DIN 00511873

PLACE: NAGPUR.
DATED: 14/08/2019

FORM NO. MGT - 9

EXTRACT OF ANNUAL RETURN (As on 31.03.2019)

Pursuant to Section 92 (3) of the Companies Act, 2013 and Rule 12(1) of the Company (Management & Administration) Rules, 2014.

I. REGISTRATION & OTHER DETAILS :

1.	Corporate Identification Number (CIN)	L51900MH1985PLC036521
2.	Registration Date	07th June, 1985
3.	Name of the Company	TASHI INDIA LIMITED
4.	Category/Sub-category of the Company	PUBLIC LIMITED COMPANY/ LIMITED BY SHARES
5.	Address of the Registered office & contact details	IMAMBADA ROAD, NAGPUR - 440018 (Maharashtra)
6.	Whether listed company	YES
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	M/s ADROIT CORPORATE SERVICES PRIVATE LIMITED 1st Floor, 19/20 Jaferbhoy Industrial Estate, Makwana Road, Marol Naka, Mumbai - 400 059 (Maharashtra)

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

(All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Income from Interest on Loan	65923	89.33%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

S. No.	Name and Address of the Company	CIN/GLN	Holding / Subsidiary / Associate	% of Shares held	Applicable Section
1	ROHIT TECHSERVE LIMITED (Formerly known as Rohit Machines & Fabricators Limited) Add: IMAMBADA ROAD, NAGPUR - 440018 (Maharashtra)	U74999MH1985 PLC035774	Associate Company	48.75% (The Company holds 48.75% voting powers of Rohit Techserve Limited)	Section 2(6) of Companies Act, 2013

IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as Percentage of Total Equity) TASHI INDIA LIMITED - i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	0	57100	57100	7.69	0	57100	57100	7.69	0.00
b) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
c) State Govt.	0	0	0	0.00	0	0	0	0.00	0.00
d) Bodies Corporates	0	0	0	0.00	0	0	0	0.00	0.00
e) Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
Sub Total : A(1)	0	57100	57100	7.69	0	57100	57100	7.69	0.00
(2) Foreign									
a) NRI - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b) Other - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corporates	0	0	0	0.00	0	0	0	0.00	0.00
d) Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
Sub Total : A(2)	0	0	0	0.00	0	0	0	0.00	0.00
Total Shareholding of Promoters (A)=(A(1) + A(2))	0	57100	57100	7.69	0	57100	57100	7.69	0.00
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b) Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
c) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
d) State Govt.	0	0	0	0.00	0	0	0	0.00	0.00
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
g) FIs	0	0	0	0.00	0	0	0	0.00	0.00
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i) Any Other (Specify)									
Sub Total : B(1)	0	0	0	0.00	0	0	0	0.00	0.00
(2) Non - Institutions									
a) Bodies Corporates									
ai) Indian	147900	491900	639800	86.17	147900	491900	639800	86.17	0.00
aii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individuals									
bi) Individual Shareholders holding nominal share capital upto Rs. 1 Lakh	100	45500	45600	6.14	100	45500	45600	6.14	0.00
bi) Individual Shareholders holding nominal share capital in excess of Rs. 1 Lakh	0	0	0	0.00	0	0	0	0.00	0.00
c) Any Other (Specify)									
Sub Total : B(2)	148000	537400	685400	92.31	148000	537400	685400	92.31	0.00
Total Public Shareholding (B)=(B(1) + B(2))	148000	537400	685400	92.31	148000	537400	685400	92.31	0.00
C. Shares held by Custodian for GDRs & ADRs									
a) Promoter & Promoter Group	0	0	0	0.00	0	0	0	0.00	0.00
b) Public	0	0	0	0.00	0	0	0	0.00	0.00
Sub Total : C(1)	0	0	0	0.00	0	0	0	0.00	0.00
Total Shareholding of Shares held by Custodian for GDRs & ADRs (C)=(C(1))	0	0	0	0.00	0	0	0	0.00	0.00
Grand Total (A + B + C)	148000	594500	742500	100.00	148000	594500	742500	100.00	0.00

ii) Shareholding of Promoters

Sl No.	Shareholder's Name	No. of Shares held at the beginning of the year		No. of Shares held at the end of the year			% Change during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to	No. of Shares	% of total Shares of the company	
1	HARGOVIND BAJAJ	200	0.03	0.00	200	0.03	0.00
2	MR.GANGABISAN BAJAJ	3000	0.40	0.00	3000	0.40	0.00
3	KUSH BAJAJ	4950	0.67	0.00	4950	0.67	0.00
4	LAV BAJAJ	4950	0.67	0.00	4950	0.67	0.00
5	SMT.KUMKUM BAJAJ	8000	1.08	0.00	8000	1.08	0.00
6	VINOD BAJAJ	200	0.03	0.00	200	0.03	0.00
7	VARUN BAJAJ	1450	0.20	0.00	1450	0.20	0.00
8	SMT.BINA BAJAJ	7000	0.94	0.00	7000	0.94	0.00
9	SUNIL HARGOVIND BAJAJ	7950	1.07	0.00	7950	1.07	0.00
10	ROHIT HARGOVIND BAJAJ	1000	0.13	0.00	1000	0.13	0.00
11	LASHISH BAJAJ	5500	0.74	0.00	5500	0.74	0.00
12	KANIKA BAJAJ	4000	0.54	0.00	4000	0.54	0.00
13	SMT.SHAKUNTALA BAJAJ	5900	0.79	0.00	5900	0.79	0.00
14	GAVATRI BAJAJ	3000	0.40	0.00	3000	0.40	0.00
	TOTAL	57100	7.69	0.00	57100	7.69	0.00

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

Sl No.	Name of Promoter's	As On Date	No. of Shares held at the beginning of the year		Cumulative Shareholding during the year		
			No. of Shares	% of total shares of the company	No. of shares	% of total shares of the company	
1	At the beginning of the year	MR.GANGABISAN BAJAJ	01/04/2018	3000	0.40	3000	0.40
	Date wise Increase / Decrease in Promoters Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2019	0	0.00	3000	0.40
2	At the beginning of the year	MR.ROHIT BAJAJ	01/04/2018	1000	0.13	1000	0.13
	Date wise Increase / Decrease in Promoters Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2019	0	0.00	1000	0.13
3	At the beginning of the year	SMT.GAYATRI BAJAJ	01/04/2018	3000	0.40	3000	0.40
	Date wise Increase / Decrease in Promoters Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2019	0	0.00	3000	0.40
4	At the beginning of the year	KANIKA BAJAJ	01/04/2018	4000	0.54	4000	0.54
	Date wise Increase / Decrease in Promoters Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2019	0	0.00	4000	0.54
5	At the beginning of the year	SMT.KUMKUM BAJAJ	01/04/2018	8000	1.08	8000	1.08
	Date wise Increase / Decrease in Promoters Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2019	0	0.00	8000	1.08
6	At the beginning of the year	HARGOVIND BAJAJ	01/04/2018	200	0.03	200	0.03
	Date wise Increase / Decrease in Promoters Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2019	0	0.00	200	0.03
7	At the beginning of the year	MR.ASHISH BAJAJ	01/04/2018	5500	0.74	5500	0.74
	Date wise Increase / Decrease in Promoters Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2019	0	0.00	5500	0.74
8	At the beginning of the year	SMT.BINA BAJAJ	01/04/2018	7000	0.94	7000	0.94
	Date wise Increase / Decrease in Promoters Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2019	0	0.00	7000	0.94
9	At the beginning of the year	MR.VINOD K. BAJAJ	01/04/2018	200	0.03	200	0.03
	Date wise Increase / Decrease in Promoters Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2019	0	0.00	200	0.03
10	At the beginning of the year	SMT.SHAKUNTALA BAJAJ	01/04/2018	5900	0.79	5900	0.79
	Date wise Increase / Decrease in Promoters Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2019	0	0.00	5900	0.79
11	At the beginning of the year	SUNIL BAJAJ	01/04/2018	7950	1.07	7950	1.07
	Date wise Increase / Decrease in Promoters Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2019	0	0.00	7950	1.07
12	At the beginning of the year	MASTER LAV BAJAJ	01/04/2018	4950	0.67	4950	0.67
	Date wise Increase / Decrease in Promoters Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2019	0	0.00	4950	0.67
13	At the beginning of the year	MASTER KUSH BAJAJ	01/04/2018	4950	0.67	4950	0.67
	Date wise Increase / Decrease in Promoters Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2019	0	0.00	4950	0.67
14	At the beginning of the year	VARUN BAJAJ	01/04/2018	1450	0.20	1450	0.20
	Date wise Increase / Decrease in Promoters Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2019	0	0.00	1450	0.20

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

Sl No.	For Each of the Top 10 Shareholders	Name of Shareholder's	As On Date	No. of Shares held at the beginning of the year		Cumulative Shareholding during the year	
				No. of Shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year	RIDHI VINIMAY PRIVATD LIMITED	01/04/2018	111000	14.95	111000	14.95
	Date wise Increase / Decrease in Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2019	0	0.00	111000	14.95
2	At the beginning of the year	SIDHI VINIMAY PRIVATE LIMITED	01/04/2018	111000	14.95	111000	14.95
	Date wise Increase / Decrease in Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2019	0	0.00	111000	14.95
3	At the beginning of the year	TWINSTAR PLASTICCOATS PVT LTD	01/04/2018	74000	9.97	74000	9.97
	Date wise Increase / Decrease in Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2019	0	0.00	74000	9.97
4	At the beginning of the year	GLYCOSIC MERCHANTS PRIVATE LIMITED	01/04/2018	73900	9.95	73900	9.95
	Date wise Increase / Decrease in Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2019	0	0.00	73900	9.95
5	At the beginning of the year	M/S BAJAJ EXPORT.PVT.LTD	01/04/2018	58000	7.81	58000	7.81
	Date wise Increase / Decrease in Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2019	0	0.00	58000	7.81
6	At the beginning of the year	ROHIT POLYTEX (P) LTD	01/04/2018	55000	7.41	55000	7.41
	Date wise Increase / Decrease in Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2019	0	0.00	55000	7.41
7	At the beginning of the year	ROHIT MACHINES & FABRICATORS LTD	01/04/2018	26000	3.50	26000	3.50
	Date wise Increase / Decrease in Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2019	0	0.00	26000	3.50
8	At the beginning of the year	PROSPEROUS FINANCE SERVICES LIMITED	01/04/2018	26000	3.50	26000	3.50
	Date wise Increase / Decrease in Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2019	0	0.00	26000	3.50
9	At the beginning of the year	AMPEE TEXTILES PVT. LTD	01/04/2018	24700	3.33	24700	3.33
	Date wise Increase / Decrease in Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2019	0	0.00	24700	3.33
10	At the beginning of the year	BAJAJ GLOBAL LIMITED	01/04/2018	22000	2.96	22000	2.96
	Date wise Increase / Decrease in Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2019	0	0.00	22000	2.96

(v) Shareholding of Directors and Key Managerial Personnel

Sl No.		Name of Shareholder's	As On Date	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of Shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year	Rohit Bajaj	01/04/18	1000	0.13	1000	0.13
	Date wise increase/decrease in Directors' shareholding during the year			NIL	NIL		
	At the End of the year		31/03/19	0	0	1000	0.13
2	At the beginning of the year	Sunil Bajaj	01/04/18	7950	1.07	7950	1.07
	Date wise increase/decrease in Directors' shareholding during the year			NIL	NIL		
	At the End of the year		31/03/19	0	0	7950	1.07
3	At the beginning of the year	Akshay Ranka	01/04/18	10	0.001	10	0.001
	Date wise increase/decrease in Directors' shareholding during the year			NIL	NIL		
	At the End of the year		31/03/19	0	0	10	0.001
4	At the beginning of the year	Sunilchandra Agrawal	01/04/18	100	0.013	100	0.013
	Date wise increase/decrease in Directors' shareholding during the year			NIL	NIL		
	At the End of the year		31/03/19	0	0	100	0.013

V) INDEBTEDNESS - Indebtedness of the Company including interest outstanding/accrued but not due for payment.

(Amount in ₹)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	1,98,02,058/-	12,20,91,830/-	-	14,18,93,888/-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	1,98,02,058/-	12,20,91,830/-	-	14,18,93,888/-
Change in Indebtedness during the financial year				
* Addition	7,72,79,503/-	3,77,84,500/-	-	11,50,64,003/-
* Reduction	(8,61,42,284/-)	(93,38,450/-)	-	(9,54,80,734/-)
Net Change	(88,62,781/-)	2,84,46,050/-	-	1,95,83,269/-
Indebtedness at the end of the financial year				
i) Principal Amount	1,09,39,277/-	15,05,37,880/-	-	16,14,77,157/-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	1,09,39,277/-	15,05,37,880/-	-	16,14,77,157/-

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-
A. REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTORS AND/OR MANAGER:

S.N.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
1	Gross salary NIL.....	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961		
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961		
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961		
2	Stock Option		
3	Sweat Equity		
4	Commission - as % of profit - others, specify...		
5	Others, please specify		
	Total (A)		
	Ceiling as per the Act		

B. REMUNERATION TO OTHER DIRECTORS :

S.N.	Particulars of Remuneration	Name of Directors	Total Amount
1	Independent Directors NIL.....	
	Fee for attending board committee meetings		
	Commission		
	Others, please specify		
	Total (1)		
2.	Other Non-Executive Directors		
	Fee for attending board committee meetings		
	Commission		
	Others, please specify		
	Total (2)		
	Total (B)=(1+2)		
	Total Managerial Remuneration		
	Overall Ceiling as per the Act		

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MANAGING DIRECTOR/ MANAGER / WHOLETIME DIRECTOR

S.N.	Particulars of Remuneration	Key Managerial Personnel		Total Amount
		CS	CFO	
1	Gross salary	61,385/-	NA	61,385/
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961			-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-
2	Stock Option			-
3	Sweat Equity			
4	Commission	-	-	-
	- as % of profit			
	others, specify...			
5	Others, please specify	-	-	-
	Total	61,385/-		61,385/

* Salary of Ms. Aarti Batra, Company Secretary has been computed from 01.01.2019 (date of appointment) to 31.03.2019.

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES

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

Form No. MR-3
**SECRETARIAL AUDIT REPORT
 FOR THE FINANCIAL YEAR ENDED 2018-19**

[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,
 Tashi India Limited
 Imambada Road, Nagpur-440018
 Maharashtra.**

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions for the Financial Year 2018-19 of **M/s Tashi India Limited (hereinafter called the "Company")**, incorporated on 7th June, 1985 and having CIN-L51900MH1985PLC036521 and Registered office at Imambada Road, Nagpur 440018, Maharashtra, w.e.f 20th April, 2019 (Board Meeting held on 20th April, 2019), previously situated at 254, Pandit Ravi Shankar Shukla Marg, Civil Lines, Nagpur 440001, Maharashtra.

Based on our verification of the books, papers, minutes books, forms, and returns filed by the Company and also information provided by the Company, agents, and authorised representative during the course of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2019 complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliances-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms, and returns filed and record maintained by the Company for the financial year ended on 31st March, 2019 according to the applicable provisions of the

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) 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 (Prohibition of Insider Trading) Regulations, 2015;
- (b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; and amended on 2nd of February 2018;
- (c) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- (d) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (e) 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;
- (f) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(v) Other laws applicable to the Company as given below, we have relied on the compliance system prevailing in the Company and on the basis of information provided to us;

- i) Reserve Bank of India Act, 1934.
- ii) Prevention of Money Laundering Act, 2002

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

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India.
- (ii) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

1. *The Company has complied the provision with respect to Appointment of one of the Key Managerial Personnel i.e. Whole-Time Company Secretary, as the Company has appointed the Whole-Time Company Secretary w.e.f. 31.12.2018*
However, the Company has appointed CFO w.e.f. 01.08.2019 and has appointed Manager w.e.f. 01.08.2019 subject to approval of the members in the ensuing Annual General Meeting of the Company.
2. *Promoters' Shareholdings are not fully dematerialized during the period under review. However, it has been dematerialized before issuing of this report.*

we further report that

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

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

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

**For More Daliya and Associates,
Company Secretaries**

**Place : Nagpur
Date : 03.08.2019**

**Mangesh More
Partner
Mem. No. 41540
CP No. 18055**

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

‘ANNEXURE A’

To,
The Members,
Tashi India Limited

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

1. The compliance of provisions of all laws, rules, regulations, standards applicable to Tashi India Limited (hereinafter called ‘the TIL’) is the responsibility of the management of the TIL. Our examination was limited to the verification of records and procedures on test check basis for the purpose of issue of the Secretarial Audit Report.
2. Maintenance of secretarial and other records of applicable laws is the responsibility of the management of the TIL. Our responsibility is to issue Secretarial Audit Report, based on the audit of the relevant records maintained and furnished to us by the TIL, along with explanations where so required.
3. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial and other legal records, legal compliance mechanism and corporate conduct. The verification was done on test check basis to ensure that correct facts as reflected in secretarial and other records produced to us. We believe that the processes and practices we followed, provides a reasonable basis for our opinion for the purpose of issue of the Secretarial Audit Report.
4. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the TIL.
5. Wherever required, we have obtained the management representation about list of applicable laws, compliance of laws, rules and regulations and major events during the audit period.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the TIL nor of the efficacy or effectiveness with which the management has conducted the affairs of the TIL.

**For More Daliya and Associates,
Company Secretaries**

Date : 03.08.2019

Place: Nagpur

**Mangesh More
Partner
Mem. No. 41540
CP No. 18055**

AUDITORS' REPORT

To the Members of **M/s TASHI INDIA LIMITED,**

Report on the Financial Statements

We have audited the accompanying standalone financial statements of **M/s Tashi India Limited** (‘the Company’), which comprise the balance sheet as at 31 March 2019, the statement of profit and loss and the cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2019, and its Profit, and its cash flows for the year ended on that date

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor’s Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Management’s Responsibility for the Standalone Financial Statements

The Company’s Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 (“the Act”) with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes

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

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

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

Auditor's Responsibility for the Audit of the Financial Statements

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism 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.

Report on Other Legal and Regulatory Requirements

1. 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 Act, we give in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the order.
2. As required by Section 143 (3) of the Act, we report that:
 - (a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

- (b) in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- (c) the balance sheet, the statement of profit and loss and the cash flow statement dealt with by this Report are in agreement with the books of account;
- (d) in our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
- (e) on the basis of the written representations received from the directors as on 31 March 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2019 from being appointed as a director in terms of Section 164 (2) of the Act;
- (f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"; and
- (g) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. the Company does not have any pending litigations which would impact its financial position;
 - ii. the Company does not have any material foreseeable losses on long term contracts including derivative contracts which would impact its financial position;
 - iii. there were no amounts which are required to be transferred to the Investor Education and Protection Fund by the Company

For VMSS & Associates
Chartered Accountants
Firm Registration No. 328952E

Aditya Sethia
Partner
Membership No. 311293

Place: NAGPUR (CAMP)

Date: 30th May, 2019.

ANNEXURE-A TO THE AUDITORS' REPORT

Referred to in paragraph 1 of our Report of even date for the year ended 31st March, 2019.

- (i) a) Proper records showing full particulars including quantitative details and situation of fixed assets are being updated by the company.
 - b) As explained to us, all the fixed assets except machinery in stock were physically verified during the year by the management. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
 - c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- (ii) According to the information and explanation given to us, physical verification of inventory has been conducted by the management at reasonable intervals. The Company is maintaining proper records of inventory and no material discrepancies were noticed on physical verification of inventory.
- (iii) The company has granted unsecured Loans to five Companies covered in the register Maintained under section 189 of the Companies Act, 2013 and in this respect:
 - a) In our opinion and according to the information and explanation given to us, the terms and condition of the grant of such loans are not prejudicial to the interest of the company.
 - b) In our opinion and according to the information and explanations given to us, the parties are regular in repayment of the principal amount and interest thereon.
 - c) As explained to us there is no overdue amount of loan.
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of loans, investments, guarantees and securities made by the company.
- (v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Companies Act, 2013 Act and the Companies

(Acceptance of Deposits) Rules, 2014 (as Amended).

- (vi) In view of the activities of the Company maintenance of cost records under Section 148(1) of the Companies Act, 2013 is not applicable.
- (vii) In our opinion and according to the information and explanations given to us:
- a) The Company is generally regular in depositing undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax (Including GST), Service Tax, Wealth Tax, Custom Duty, Excise Duty, Cess and other statutory dues, as applicable, with the appropriate authorities.
- b) According to the information and explanation given to us, there are no dues of Sales Tax, Income Tax, Customs Duty, Wealth Tax, Service Tax, Excise Duty, GST and Cess except as details below, against which appeal is preferred before the Deputy Commissioner of Sales Tax Appeal, Nagpur.

Name of the Statute	Nature of Dues	Amount ₹	Period	Forum where dispute is pending
Sales Tax Act, 1956 & MVAT Act, 2002.	CST and VAT	3,60,895/-	FY-2005-2006	Commissioner of Sales Tax(Appeal)
Sales Tax Act, 1956 & MVAT Act, 2002.	CST and VAT	8,84,006/-	FY-2006-2007	Commissioner of Sales Tax(Appeal)

- viii) The company has not taken any loans from Financial Institutions or Banks or Debenture holders.
- (ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year under review.
- x) According to the information and explanations given to us and to the best of our knowledge and belief, no fraud on or by the Company has been

noticed or reported during the year.

- xi) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/ provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company.
- xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act and the details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- Xiv) According to the information and explanations give 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.
- xv) 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 him.
- xvi) The Company is a Non-Banking Financial Company and is registered under section 45-IA of the Reserve Bank of India Act, 1934.

Place: Nagpur (CAMP)

Dated: 30th May, 2019

**For VMSS & Associates
Chartered Accountants
Firm Registration No. 328952E**

**Aditya Sethia
Partner
Membership No. 311293**

ANNEXURE – B TO THE AUDITORS’ REPORT**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

We have audited the internal financial controls over financial reporting of M/s Tashi India Limited (“the Company”) as of 31 March 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For VMSS & Associates
Chartered Accountants
Firm Registration No. 328952E**

Place: Nagpur (CAMP)

Dated: 30th May, 2019

**Aditya Sethia
Partner
Membership No. 311293**

**TASHI INDIA LIMITED
BALANCE SHEET AS AT 31ST MARCH, 2019**

Particulars	Note No.	AS AT		AS AT	
		31.03.2019		31.03.2018	
		₹	₹	₹	₹
EQUITY AND LIABILITIES					
Shareholders' Funds					
Share Capital	1	74,25,000		74,25,000	
Reserves & Surplus	2	90,725,330		88,640,295	
			98,150,330		96,065,295
Current Liabilities					
Short Term Borrowings	3	161,477,157		141,893,888	
Trade Payables	4	445,897		445,897	
Other Current Liabilities	5	2,235,677		1,780,258	
Short Term Provisions	6	508,000		533,000	
			<u>164,666,731</u>		<u>144,653,043</u>
			<u>262,817,061</u>		<u>240,718,338</u>
ASSETS					
Non-current Assets					
Property, plant and equipment	7	7,149,754		7,232,632	
Tangible Assets		10,232,268		10,232,268	
Non-Current Investments	8	10,232,268		10,232,268	
Deferred Tax-Net	9	141,567		148,254	
Long-term loans and advances	10	22,020		21,770	
			17,545,609		17,634,924
Current Assets					
Inventories	11	3,040,261		7,420,619	
Trade Receivable	12	2,614,414		2,504,926	
Cash & Bank Balances	13	66,041,344		31,505,231	
Short Term Loans & Advances	14	173,575,433		181,652,638	
			245,271,452		223,083,414
			<u>262,817,061</u>		<u>240,718,338</u>
SIGNIFICANT ACCOUNTING POLICIES AND OTHER NOTES ON FINANCIAL STATEMENTS	22				

The Notes referred above form an integral part of the accounts.
In terms of our report of even date attached herewith

For VMSS & Associates
Chartered Accountants
Firm Registration No. 328952E
Aditya Sethia
Partner
Membership No. 311293
Place : Nagpur (CAMP)
Date : 30th May, 2019.

AKSHAY RANKA
S. C. AGRAWAL
DIRECTOR

**TASHI INDIA LIMITED
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2019**

	Note No.	2018-2019		2017-2018	
		2018-2019		2017-2018	
		₹	₹	₹	₹
Income					
Revenue from Operation	15	25,785,050		23,348,538	
Other Income	16	3,079,148		1,869,142	
			<u>28,864,198</u>		<u>25,217,680</u>
Total (A)					
Expenses					
Changes In Inventories	17	4,380,358		2,967,838	
Employee benefit expense	18	1,261,385		1,200,000	
Finance Costs	19	18,771,711		16,189,974	
Depreciation		82,879		87,031	
Other Expenses	20	1,707,437		1,423,523	
			<u>26,203,770</u>		<u>21,868,366</u>
Total (B)					
			2,660,428		3,349,314
Profit before tax (A-B)					
Tax Expenses :					
i) Current Tax	21	593,706		830,000	
ii) Deferred Tax		6,687		40,555	
			<u>600,393</u>		<u>870,555</u>
Total Tax Expense					
Profit for the year					
Earning Per Share (On Shares of nominal value of ₹ 10/- each)			<u>2,060,035</u>		<u>2,478,759</u>
Basic & Diluted			2.77		3.34

The Notes referred above form an integral part of the accounts.

In terms of our report of even date attached herewith

For VMSS & Associates
Chartered Accountants
Firm Registration No. 328952E

Aditya Sethia
Partner
Membership No. 311293
Place : Nagpur (CAMP)
Date : 30th May, 2019

AKSHAY RANKA
S. C. AGRAWAL
DIRECTOR

TASHI INDIA LIMITED

NOTES TO THE ACCOUNTS

	AS AT 31.03.2019 ₹	AS AT 31.03.2018 ₹
1. SHARE CAPITAL		
Authorised :		
(1000000) Equity Shares of ₹ 10 each	<u>1,00,00,000</u>	<u>1,00,00,000</u>
Issued, Subscribed and Paid up :		
742500 Equity Shares of ₹ 10 each fully paid up in Cash	<u>74,25,000</u>	<u>74,25,000</u>

a) Details of shareholders holding more than 5% of the Equity Shares:

Name of Shareholder	As at 31-Mar-19		As at 31-Mar-18	
	Number	% holding	Number	% holding
Bajaj Exports Pvt. Ltd.	58,000	7.81	58,000	7.81
Rohit Polytex Ltd.	55,000	7.41	55,000	7.41
Twinstar Plasticoats Pvt. Ltd.	74,000	9.97	74,000	9.97
Glycosic Merchants Pvt. Ltd.	73,900	9.95	73,900	9.95
Ridhi Vinimay Pvt. Ltd.	111,000	14.95	111,000	14.95
Sidhi Vinimay Pvt. Ltd.	111,000	14.95	111,000	14.95

b) Terms/rights attached to Equity Shares

"Terms/rights attached to Equity Shares" The company has only one class of equity shares having a par value of ₹10/- per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

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

TASHI INDIA LIMITED

	AS AT 31.03.2019 ₹	AS AT 31.03.2018 ₹
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2. RESERVES & SURPLUS		
Securities Premium Reserve	49,50,000	4,950,000
Reserve Fund (As per RBI Guidelines)		
As per Last Balance Sheet	4,202,500	3,706,500
Add:- (Transfer from Profit and Loss Account)	<u>413,000</u>	<u>496,000</u>
Closing Balance	<u>4,615,500</u>	<u>4,202,500</u>
Surplus/(Deficit) in the statement of Profit and Loss		
Balance as per last Account	79,487,795	77,604,036
Profit for the year	2,060,035	24,78,759
Less:- Appropriations		
Contingent Provision towards Standard Assets	25,000	(99,000)
Transfer to Reserve Fund	<u>(413,000)</u>	<u>(4,96,000)</u>
	<u>81,159,830</u>	<u>7,94,87,795</u>
	<u>90,725,330</u>	<u>88,640,295</u>

3. SHORT -TERM BORROWINGS:

A) SECURED		
Loan Repayable on demand		
From AXIS Bank Limited-Overdraft Limit (Secured by pledge of certain Fixed Deposit Receipts)	10,939,277	19,802,058
B) UNSECURED		
Loan Repayable on demand		
From Related parties	<u>150,537,880</u>	<u>122,091,830</u>
	<u>161,477,157</u>	<u>141,893,888</u>

4 TRADE PAYABLES

Sundry Creditors		
- Total outstanding dues of Micro enterprise and small enterprises.	-	-
- Total outstanding dues of creditors other than micro enterprise and small enterprise.	4,45,897	4,45,897
	<u>4,45,897</u>	<u>4,45,897</u>

5. OTHER CURRENT LIABILITIES

Other liabilities	270,965	2,16,719
Advance Against Sale of Flat	1,00,000	-
Tax Deducted at Source	1,864,712	15,63,539
	<u>2,235,677</u>	<u>17,80,258</u>

6. SHORT TERM PROVISIONS

Contingent Provision against Standard Assets	508,000	5,33,000
	<u>508,000</u>	<u>5,33,000</u>

NOTES TO THE ACCOUNTS
 7 - Property, Plant & Equipment

DESCRIPTION OF ASSETS	GROSS BLOCK			DEPRECIATION			NET BLOCK		
	As at 1.04.2018 ₹	Addition During The Year ₹	Deduction ₹	As at 31.03.2019 ₹	Up to 31.03.2018 ₹	For the year ₹	Up to 31.03.2019 ₹	As at 31.03.2019 ₹	As at 31.03.2018 ₹
TANGIBLE									
OFFICE BUILDING	3,665,383	-	-	3,665,383	1,928,405	82,879	2,011,284	1,654,099	1,736,978
PLANT & MACHINERY (*)	3,827,794	-	-	3,827,794	3,688,163	-	3,688,163	139,631	139,631
COMPUTER	783,149	-	-	783,149	779,374	-	779,374	3,775	3,775
AIR CONDITIONERS	371,814	-	-	371,814	353,223	-	353,223	18,591	18,591
FURNITURE & FIXTURES	1,278,058	-	-	1,278,058	1,214,155	-	1,214,155	63,904	63,903
MACHINERIES IN STOCK (*)	5,269,754	-	-	5,269,754	-	-	-	5,269,754	5,269,754
TOTAL	15,195,952	-	-	15,195,952	7,963,320	82,879	8,046,199	7,149,754	-
PREVIOUS YEAR	15,195,952	-	-	15,195,952	7,876,289	87,031	7,963,320	-	7,232,632

(*) No Depreciation is being provided, since not put to use.

TASHI INDIA LIMITED

NOTES TO THE ACCOUNTS	Face	No. of	As at	No. of	As at
	Value	Shares	31.03.2019	Shares	31.03.2018
	₹	Nos.	₹	Nos.	₹
8 NON-CURRENT INVESTMENTS					
Others					
In fully paid up Equity Shares of Companies					
Quoted:					
Bajaj Global Limited	10	75000	191,250	75000	191,250
Sharda Ispat Limited	10	1000	20,000	1000	20,000
Reliance Capital Limited	10	250	125,821	250	125,821
Reliance Communication Ltd.	5	5000	1,602,448	5000	1,602,448
Reliance Infrastructure Ltd.	10	375	229,260	375	229,260
Reliance Power Ltd.	10	1250	129,325	1250	129,325
Reliance Home Finance Ltd.	10	250	-	250	-
(Recd. Under scheme of Demerger)					
Bajaj Auto Limited					
(includes 1000 Bonus Shares)	10	2000	1,123,764	2000	1,123,764
Prism Johnson Limited	10	20000	720,050	20000	720,050
Infosys Limited					
(Includes 2000 Bonus Shares)	5	3200	642,753	1600	642,753
Bajaj Holdings and					
Investments Limited	10	1000	1,123,764	1000	1,123,764
Bajaj Finserv Limited	5	1100	626,883	1100	626,883
Wopolin Plastics Limited	10	44100	2,205,000	44100	2,205,000
			<u>8,740,318</u>		<u>8,740,318</u>
Unquoted :					
Subsidiary Company					
Rohit Machines &					
Fabricators Ltd	100	19500	3,700,000	19500	3,700,000
			3,700,000		3,700,000
Less: Provision for diminution					
in value of Investments					
			2,208,050		2,208,050
			<u>10,232,268</u>		<u>10,232,268</u>
Aggregate amount of Quoted Investments			8,740,318	8,740,318	
Aggregate amount of Unquoted Investments			3,700,000	3,700,000	
Market Value of Quoted Investments			19,023,656	19,049,006	

TASHI INDIA LIMITED

	AS AT	AS AT
	31.03.2019	31.03.2018
	₹	₹
9. DEFERRED TAX - NET		
Deferred Tax Assets on Fiscal allowance of fixed assets	141,567	148,254
	<u>141,576</u>	<u>148,254</u>
10 LONG TERM LOANS AND ADVANCES		
(Unsecured, considered good)		
Deposits	22,020	21,770
	<u>22,020</u>	<u>21,770</u>
11 INVENTORIES		
Stock in Trade		
Residential Flats	3,040,261	7,420,619
	<u>3,040,261</u>	<u>7,420,619</u>
12 TRADE RECEIVABLES		
(Unsecured, Considered good)		
Due for more than six months (*)	2,542,822	2,457,378
Others	71,592	47,548
	<u>2,614,414</u>	<u>2,504,926</u>
(*) Due from Limited Liability Partnership in which Directors are members		
	1,869,879	1,869,879
13 CASH AND BANK BALANCES		
(i) Cash & cash Equivalents		
Cash-in-hand	129,916	130,008
Balances with Scheduled Banks-		
(i) In Current Accounts	17,263,644	5,190,599
(ii) Other Bank Balances		
In Fixed Deposit Account	48,647,784	26,184,624
(Pledged ₹ 27821330/-;		
P.Y ₹ 26183195/-)	<u>66,041,344</u>	<u>31,505,231</u>

TASHI INDIA LIMITED

14 SHORT TERM LOANS AND ADVANCES

(Unsecured, considered good)		
Loan	169,060,991	177,546,062
Advances recoverable in cash or in kind or for value to be received	754,922	1,098,839
Taxation advance and refundable (Net of provisions)	<u>3,759,520</u>	<u>3,007,737</u>
	<u>173,575,433</u>	<u>181,652,638</u>
* Due from Private Companies in which directors/Partners are interested.	16,173,966	16,068,834

2018-19

2017-18

15 REVENUE FROM OPERATION

Sale-Flats	4,423,000	3,052,504
Interest - On Loans	<u>21,362,050</u>	<u>20,296,034</u>
	<u>25,785,050</u>	<u>23,348,538</u>

16 OTHER INCOME

Interest on - Fixed Deposits	2,736,845	1,674,056
- On Others	79,815	-
Dividend	262,488	194,825
Liabilities written Back (Net)	<u>-</u>	<u>261</u>
	<u>3,079,148</u>	<u>1,869,142</u>

17 CHANGES IN INVENTORIES

Traded Goods		
Opening Stock :		
Residential Flats	<u>7,420,619</u>	<u>10,388,457</u>
	<u>7,420,619</u>	<u>10,388,457</u>
Less: Closing Stock:		
Residential Flats	<u>3,040,261</u>	<u>7,420,619</u>
	<u>3,040,261</u>	<u>7,420,619</u>
	<u>4,380,358</u>	<u>2,967,838</u>

18 EMPLOYEE BENEFIT EXPENSE

Salary to Employee	<u>1,261,385</u>	<u>1,200,000</u>
	<u>1,261,385</u>	<u>1,200,000</u>

19 FINANCE COSTS

Interest		
- Others	<u>18,771,711</u>	<u>16,189,974</u>
	<u>18,771,711</u>	<u>16,189,974</u>

TASHI INDIA LIMITED

20 OTHER EXPENSES

Advertisement & Exhibition Expenses	54,083	44,248
Travelling and Conveyance	137,148	124,389
Printing & Stationary	43,684	47,232
Repairs and Maintenance (others)	126,393	110,491
Telephone Expenses	71,556	68,273
Office Expenses	205,050	213,125
Legal & Professional Charges	76,179	143,323
Auditors' Remuneration :		
For Statutory Audit	59,000	59,000
For Tax Audit	17,700	17,700
For Internal Audit	18,675	17,700
For Other Services	16,520	38,700
Listing Fees	295,000	287,500
Item Relating to Previous Year (Net)	-	45,272
Irrecoverable Balances written off	347,517	3,952
Miscellaneous Expenses	<u>238,932</u>	<u>202,618</u>
	<u>1,707,437</u>	<u>1,423,523</u>

21 TAX EXPENSES

Current tax		
Income Tax	635,000	830,000
Income Tax Adjustments	<u>(41,294)</u>	<u>-</u>
	593,706	830,000
Deferred Tax		
Deferred Tax	<u>6,687</u>	<u>40,555</u>
	<u>600,393</u>	<u>870,555</u>

22. NOTES ON ACCOUNTS

SIGNIFICANT ACCOUNTING POLICIES AND OTHER NOTES TO THE ACCOUNTS

Accounting Convention:

The Financial Statements are prepared on accrual basis under historical cost convention in accordance with the generally accepted accounting principles in India, the Accounting Standards prescribed in the Companies (Accounting Standard) Rules, 2006 and the provisions of the Companies Act, 2013.

Fixed Assets and Depreciation:

Fixed Assets are valued at cost less depreciation. Depreciation on tangible assets is calculated using the rates arrived at based on the useful life of the assets as prescribed under schedule -II of the Companies Act, 2013.

Investments:

Long Term investments are valued at cost except that provision is made to recognize the permanent diminution in their value. Investments intended to be held for less than one year are classified as current investments and are valued at lower of cost and market value.

Inventories:

Stock in Trade is valued at cost or net realizable value whichever is lower.

Impairment of assets:

Impairment loss in the value of assets as specified in Accounting Standard 28 is recognized Whenever carrying value of such assets exceeds the market value or value in use, whichever is higher.

Taxes on Income :

- i) Current tax is determined as the amount of tax payable in respect of taxable income for the year.
- ii) Deferred Tax is recognized, subject to consideration of prudence, in respect of deferred tax assets/liabilities arising on timing differences, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.

31.03.2019 31.03.2018

₹ ₹

2. Contingent Liabilities not provided for:

Sales Tax	1824901/-	2673065/-
Income Tax	388056/-	388056/ -

3. Segment Reporting:

In accordance with Accounting Standard 17 “Segment Reporting” as prescribed under Companies (Accounting Standards) Rules, 2006, the Company has determined its business segment as Finance Activities Business. Since there are no other business segments in which the company operates, there are no other primary reportable segments. Therefore, the segment revenue, segment results, segment assets, segment liabilities, total cost incurred to acquire segment assets, depreciation charge are all as is reflected in the financial statements.

4 . Related parties and transaction with them as specified in Accounting Standard-18 on

“Related Party Disclosures” issued by the ICAI has been identified and given below;
₹ In Lacs

(i)	Related Party Relationships	
	(a) Where control exists	None
	(b) Other Related Parties with whom the Company had transactions	Bajaj Global Limited Bajaj Steel Industries Limited Rohit Machine & Fabricators Ltd., Bajaj Exports Pvt Ltd., Glycosic Merchants Pvt Ltd., Bajaj Chemo-plast (I) Ltd., Bajaj Trade Developments Limited Prosperous Finance Co. Ltd. Nissan Merchandise Pvt. Ltd. Bajaj Reinforcement LLP Rohit Polytex Ltd. Mrs. Bina Bajaj
NOTE	The parties listed under (b) above are not “related parties” as per the requirements of Accounting Standard 18. However, as a matter of abundant caution, they are being included for making the Financial Statements more transparent.	

(ii) Transactions with Related Parties

(₹ In Lacs)

Nature of the transactions	Enterprises over which key Management Personnel and their relatives are able to exercise significant influence		Key Management personnel and their relatives	
	2018-19	2017-18	2018-19	2017-18
Income				
Interest Received	189.04	189.15	-	-
Expenses				
Interest Paid	183.85	154.10	-	-
Salary Expenses	-	-	12.00	12.00
Expenses on other services	0.15	0.15	-	-
Balance outstanding				
Loan Given	1465.61	1505.46		
Loan Received	1505.38	1220.92		
Other Payables	4.61	4.46	0.84	0.84
Other Receivable	20.27	19.17		

5. Earnings per Share (EPS)

Net Profit after tax attributable to equity share holders	2060035	2478759
Weighted average no. of equity shares	742500	742500
Basic EPS before extra ordinary item ₹	2.77	3.34
Basic EPS after extra ordinary item ₹	2.77	3.34

6. As per the information available with the Company and relied upon by the auditors:

a. No dues to suppliers covered under the Micro, Small and Medium Enterprises Development Act, 2006.

NOTES TO THE ACCOUNTS (Contd ***)

07. Particulars as required in terms of Paragraph 13 of Non Banking Financial (Non-Deposit Accepting & Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007 :

LIABILITIES SIDE

	(₹ in Lacs)	
	Amt. Outstanding	Amt. Overdue
Loans and advances availed by the NBFC inclusive of interest accrued thereon but not paid		
Secured -	NIL	N.A
Unsecured-		
- From Banks	109.39	
- From Bodies Corporate	1,505.38	N.A
- From Others	-	N.A
	<u>1,614.77</u>	<u>NIL</u>

ASSETS SIDE

01. Break up of Loans and advances including bills receivable [Other than those included in (2) below]	
a) Secured	NIL
(b) Unsecured	<u>1,724.52</u>
	<u>1,724.52</u>
02. Break up of Leased Assets and Stock on hire and hypothecation loans counting towards EL/HP activities	<u>NIL</u>

TASHI INDIA LIMITED

03. Break up of Investments		
Current Investments	NIL	
Long Term Investments		
Equity Shares		
Quoted	87.40	
Unquoted	37.00	
Preference shares		
Unquoted-Mutual Fund	NIL	
Total	<u>124.40</u>	
04. Borrower group wise classification of all leased assets, stock-on-hire and loans and advances : (All unsecured, net of provisions)		
1. Related parties		
a) Subsidiaries	NIL	
b) Companies in the same group	307.02	
c) Other related parties	1,158.59	
2. Other than related parties	<u>258.91</u>	
Total	<u>1,724.52</u>	
05. Investor group wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted)		
1. Related parties		
a) Subsidiaries	N.A.	NIL
b) Companies in the same group	N.A.	NIL
c) Other related parties	61.30	38.88
2. Other than related parties	<u>165.94</u>	<u>63.44</u>
Total	<u>227.24</u>	<u>102.32</u>

NB: Break-up value of unquoted investments being not available, has been considered at book value.

06. Other information	Amount (₹)
1. Gross Non Performing Assets	NIL
2. Net Non Performing Assets	NIL
3. Assets acquired in satisfaction of debt	NIL

TASHI INDIA LIMITED

09. Previous year Figures have been re-grouped/re-arranged wherever found necessary.

In terms of our report of even date attached herewith
Signature to Note '1 to 22'

For VMSS & Associates
Chartered Accountants
Firm Registration No. 328952E

Aditya Sethia
Partner
Membership No. 311293

Place : Nagpur (Camp)
Date : 30th May, 2019

AKSHAY RANKA
S. C. AGRAWAL
DIRECTORS

TASHI INDIA LIMITED**TASHI INDIA LIMITED****CASHFLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2019**

	31.03.2019	31.03.2018
	₹	₹
A. CASHFLOW FROM OPERATING ACTIVITIES		
NET PROFIT BEFORE TAX & EXTRA ORDINARY ITEMS	2,660,428	3,349,314
ADJUSTED FOR DEPRECIATION	82,879	87,031
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	2,743,307	3,436,345
CHANGES IN TRADE & OTHER RECEIVABLES	(109,488)	288,242
LOSS ON SALE OF INVESTMENT	-	-
LOANS AND ADVANCES	8,828,738	(32,938,712)
UNSECURED LOANS	28,446,050	29,769,348
TRADE PAYABLES	455,419	216,932
INVENTORIES	4,380,358	2,967,838
CASH GENERATED FOR OPERATIONS	44,744,384	3,739,993
DIRECT TAXES / PROVISION WRITTEN BACK	(1,345,489)	(2,297,014)
NET CASH FROM OPERATING ACTIVITIES	43,398,895	1,442,979
B. CASHFLOW FROM INVESTING ACTIVITIES		
PURCHASE OF LEASED/OWNED ASSETS	-	-
PURCHASE/(SALE) OF SHARES(INVESTMENTS)	-	-
NET CASH USED IN INVESTING ACTIVITIES	-	-

TASHI INDIA LIMITED**C. CASHFLOW FROM FINANCING ACTIVITIES****PROCEEDS FROM SHORT/LONG**

TERM BORROWINGS	(8,862,782)	4,402,382
-----------------	-------------	-----------

NET CASHFLOW FROM**FINANCING ACTIVITIES**

NET CHANGES IN CASH & CASH EQUIVALENTS(A+B+C)	34,536,113	5,845,361
CASH & CASH EQUIVALENTS-OPENING BALANCE	31,505,231	25,659,870
CASH & CASH EQUIVALENTS-CLOSING BALANCE	66,041,344	31,505,231
	<u>34,536,113</u>	<u>5,845,361</u>

Note: All figures in brackets are outflow.

CONSIDERING THE COMPANY'S ACTIVITIES, UNSECURED LOANS ARE CONSIDERED AS PART OF WORKING CAPITAL AND OPERATING ACTIVITY OF THE COMPANY.

AKSHAY RANKA
S. C. AGRAWAL
DIRECTORS

Place : Nagpur (Camp)

Date : 30th May, 2019

AUDITORS' CERTIFICATE

We have examined the above cash flow statement of **Tashi India Limited** for the year ended 31st March, 2019. The statement has been prepared by the Company and is based on and in agreement with the corresponding profit and loss statement and the balance sheet of the Company covered by our report of even date to the members of the Company.

For VMSS & Associates
Chartered Accountants
Firm Registration No. 328952E

Place : Nagpur (Camp)

Date : 30th May, 2019

Aditya Sethia
Partner
Membership No. 311293

AOC-1

Part "B" Associates and Joint Ventures

Statement pursuant to Section 129(3) of the Companies Act, 2013

Name of Associates or Joint Ventures	Rohit Techserve Limited (Formerly Known as Rohit Machines and Fabricators Limited)
1. Latest audited Balance Sheet Date	17.05.2019
2. Date on which the Associate or Joint Venture was associated or acquired	02.01.2007
3. Shares of Associate or Joint Ventures held by the company on the year end	
Number of shares	19500
Amount of Investment in Associates or Joint Venture	Rs. 19,50,000/-
Extent of Holding (in percentage)	48.75%
4. Description of how there is significant influence	The Company holds 48.75% of total Share Capital of Rohit Techserve Limited as per Section 2(6) of Companies Act,2013
5. Reason why the associate/joint venture is not consolidated	N.A.
6. Networth attributable to shareholding as per latest audited Balance Sheet	3,34,87,752/-
7. Profit or Loss for the year	
I) Considered in Consolidation	14,27,744/-
II) Not Considered in Consolidation	N.A.

For VMSS & Associates
Chartered Accountants
Firm Registration No. 328952E
Aditya Sethia
Partner
Membership No. 311293
Place :NAGPUR.
Date : 30th May 2019

For And On Behalf of the Board
Akshay Ranka S.C.AGRAWAL
Director Director
(DIN: 00235788) (DIN: 00511873)

CONSOLIDATED

FINANCIAL STATEMENTS

FOR THE YEAR ENDED

31 ST MARCH, 2019

AUDITORS' REPORT

To the Members of M/s TASHI INDIA LIMITED

Report on the consolidated Financial Statements

We have audited the accompanying consolidated financial statements of M/s TASHI INDIA LIMITED (Company), and its Associate (hereinafter referred to as "the Group") which comprise the Consolidated Balance Sheet as at 31st March, 2019, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement for the year then ended, and a summary of the 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 consolidated 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, 2019, and its Profit, and its cash flows for the year ended on that date

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Management's Responsibility for the Consolidated Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibility for the Audit of the Financial Statements

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism 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.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our Audit opinion on the consolidated financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us,

and based on the consideration of the report of other auditor on the financial statement of the associate company as noted below, the Aforesaid consolidated 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, 2019, and its profit and its cash flows for the year ended on that date.

Other Matter

The financial statement of the associate company considered in this financial statement have been audited by another auditor, whose report has been furnished by the management to us, and our opinion is based solely on the report of the other auditor. However, our opinion is not qualified in respect of this matter.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143 (3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by both the Companies so far as it appears from our examination of those books.
 - (c) The consolidated 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 31st March, 2019 taken on record by the Board of Directors, none of the directors is disqualified as On 31ST March, 2019 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure A"; and
 - (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The both the Companies does not have any pending litigations which would impact its financial position.
 - ii. The both the Companies did not have any long term contracts for which there were any material foreseeable losses. As informed, the Company has not entered into any derivative contract with any other person nor is a party to any such contract in prior years.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For VMSS & Associates
Chartered Accountants
Firm Registration No. 328952E

Place :NAGPUR. (CAMP)
Date : 30 th May, 2019.

Aditya Sethia
Partner
Membership No. 311293

ANNEXURE - A TO THE AUDITORS' REPORT**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting of M/s TASHI INDIA LIMITED (Company) and its Associate company "M/S ROHIT TECHSERVE LIMITED., as of 31st March 2019 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 of both the companies

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company and its subsidiary have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For VMSS & Associates
Chartered Accountants
Firm Registration No. 328952E**

**Place :NAGPUR. (CAMP)
Date : 30 th May, 2019.**

**Aditya Sethia
Partner
Membership No. 311293**

TASHI INDIA LIMITED

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2019

Particulars	Note No.	AS AT	
		31.03.2019	31.03.2018
		₹	₹
EQUITY AND LIABILITIES			
Shareholders' Funds			
Share Capital	1	7,425,000	7,425,000
Reserves & Surplus	2	100,404,332	97,623,272
		107,829,332	105,048,272
Current Liabilities			
Short Term Borrowings	3	161,477,157	141,893,888
Trade Payables	4	445,897	445,897
Other Current Liabilities	5	2,235,677	1,780,258
Short Term Provisions	6	508,000	533,000
		164,666,731	144,653,043
		272,496,063	249,701,315
ASSETS			
Non-current Assets			
Fixed Assets:			
Tangible Assets	7	7,149,754	7,232,633
Non-Current Investments	8	19,911,270	19,215,245
Deferred Tax-Net	9	141,567	148,254
Long-term loans and advances	10	22,020	21,770
		27,224,611	26,617,902
Current Assets			
Inventories	11	3,040,261	7,420,618
Trade Receivable	12	2,614,414	2,504,926
Cash & Bank Balances	13	66,041,344	31,505,231
Short Term Loans & Advances	14	173,575,433	181,652,638
		245,271,452	223,083,413
		272,496,063	249,701,315
SIGNIFICANT ACCOUNTING POLICIES AND OTHER NOTES ON FINANCIAL STATEMENTS	22		

The Notes referred above form an integral part of the accounts.
In terms of our report of even date attached herewith

For VMSS & Associates
Chartered Accountants
Firm Registration No. 328952E

Aditya Sethia
Partner
Membership No. 311293
Place : Nagpur (CAMP)
Date : 30th May, 2019.

AKSHAY RANKA
S. C. AGRAWAL
DIRECTORS

TASHI INDIA LIMITED

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2019

	Note No.	2018-2019		2017-2018	
		₹	₹	₹	₹
Income					
Revenue from Operation	15	25,785,050	23,348,538		
Other Income	16	3,079,148	1,869,142		
Total (A)		<u>28,864,198</u>	<u>25,217,680</u>		
Expenses					
Changes in Inventories	17	4,380,358	2,967,838		
Employee benefit expenses	18	1,261,385	1,200,000		
Finance Costs	19	18,771,711	16,189,974		
Depreciation		82,879	87,031		
Other Expenses	20	1,707,437	1,423,523		
Total (B)		<u>26,203,770</u>	<u>21,868,366</u>		
Profit before tax (A-B)		2,660,428	3,349,314		
Tax Expenses :					
i) Current Tax	21	593,706	830,000		
ii) Deferred Tax		6,687	40,555		
Total Tax Expense		<u>600,393</u>	<u>870,555</u>		
Profit for the year		<u>2,060,035</u>	<u>2,478,759</u>		
Earning Per Share (On Shares of nominal value of ₹ 10/- each)					
Basic & Diluted		2.77	3.34		

The Notes referred above form an integral part of the accounts.
In terms of our report of even date attached herewith

For VMSS & Associates
Chartered Accountants
Firm Registration No. 328952E

Aditya Sethia
Partner
Membership No. 311293
Place : Nagpur (CAMP)
Date : 30th May, 2019.

AKSHAY RANKA
S. C. AGRAWAL
DIRECTORS

TASHI INDIA LIMITED

NOTES TO THE ACCOUNTS

	AS AT 31.03.2019 ₹	AS AT 31.03.2018 ₹
1. SHARE CAPITAL		
Authorised :		
(1000000) Equity Shares of ₹ 10 each	<u>1,00,00,000</u>	<u>1,00,00,000</u>
Issued, Subscribed and Paid up :		
742500 Equity Shares of ₹ 10 each fully paid up in Cash	<u>74,25,000</u>	<u>74,25,000</u>

a) Details of shareholders holding more than 5% of the Equity Shares:

	As at 31-Mar-19		As at 31-Mar-18	
	Number	% holding	Number	% holding
Bajaj Exports Pvt. Ltd.	58,000	7.81	58,000	7.81
Rohit Polytex Ltd.	55,000	7.41	55,000	7.41
Twinstar Plasticoats Pvt. Ltd.	74,000	9.97	74,000	9.97
Glycosic Merchants Pvt. Ltd.	73,900	9.95	73,900	9.95
Ridhi Vinimay Pvt. Ltd.	111,000	14.95	111,000	14.95
Sidhi Vinimay Pvt. Ltd.	111,000	14.95	111,000	14.95

b) Terms/rights attached to Equity Shares

"Terms/rights attached to Equity Shares" The company has only one class of equity shares having a par value of ₹10/- per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting."

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

TASHI INDIA LIMITED

	AS AT 31.03.2019 ₹	AS AT 31.03.2018 ₹
2. RESERVES & SURPLUS		
Securities Premium Reserve	49,50,000	49,50,000
Reserve Fund (As per RBI Guidelines)		
As per Last Balance Sheet	4,202,500	3,706,500
Add:- (Transfer from Profit and Loss Account)	<u>413,000</u>	<u>496,000</u>
Closing Balance	<u>4,615,500</u>	<u>4,202,500</u>
Surplus/(Deficit) in the statement of Profit and Loss		
Balance as per last Account	88,470,772	85,521,527
Profit for the year	2,060,035	24,78,759
Add:- Share of profit/(Loss) from Associate Company	696,025	1,065,486
Less:- Appropriations		
Contingent Provision towards Standard Assets	25,000	(99,000)
Transfer to Reserve Fund	<u>(413,000)</u>	<u>(496,000)</u>
	<u>90,838,832</u>	<u>88,470,772</u>
	<u>100,404,332</u>	<u>97,623,273</u>
3. SHORT -TERM BORROWINGS:		
A) SECURED		
Loan Repayable on demand		
From AXIS Bank Limited-Overdraft Limit (Secured by pledge of certain Fixed Deposit Receipts)	10,939,277	19,802,058
B) UNSECURED		
Loan Repayable on demand		
From Related parties	<u>150,537,880</u>	<u>122,091,830</u>
	<u>161,477,157</u>	<u>141,893,888</u>
4. TRADE PAYABLES		
Sundry Creditors		
- Total outstanding dues of Micro enterprise and small enterprises	-	-
- Total outstanding dues of creditors other than micro enterprise and small enterprises	<u>4,45,897</u>	<u>445,897</u>
	<u>445,897</u>	<u>445,897</u>

	AS AT 31.03.2019 ₹	AS AT 31.03.2018 ₹
5. OTHER CURRENT LIABILITIES		
Other liabilities	270,965	216,719
Advance Against Sale of Flat	1,00,000	-
Tax Deducted at Source	<u>1,864,712</u>	<u>1,563,539</u>
	<u>2,235,677</u>	<u>1,780,258</u>
6. SHORT TERM PROVISIONS		
Contingent Provision against Standard Assets	<u>508,000</u>	<u>533,000</u>
	<u>508,000</u>	<u>533,000</u>

NOTES TO THE ACCOUNTS.....
7- FIXED ASSETS

DESCRIPTION OF ASSETS	GROSS BLOCK			DEPRECIATION			NET BLOCK		
	As at 1.04.2018	Addition During The Year	Deduction	As at 31.03.2019	Up to 31.03.2018	For the Year	Up to 31.03.2019	As at 31.03.2019	As at 31.03.2018
	₹	₹	₹	₹	₹	₹	₹	₹	₹
TANGIBLE									
OFFICE BUILDING	3,665,383	-	-	3,665,383	1,928,405	82,879	2,011,284	1,654,099	1,736,978
PLANT & MACHINERY (*)	3,827,794	-	-	3,827,794	3,688,163	-	3,688,163	139,631	139,631
COMPUTER	783,149	-	-	783,149	779,374	-	779,374	3,775	3,775
AIR CONDITIONERS	371,814	-	-	371,814	353,223	-	353,223	18,591	18,591
FURNITURE & FIXTURES	1,278,058	-	-	1,278,058	1,214,155	-	1,214,155	63,903	63,903
MACHINERIES IN STOCK (*)	5,269,754	-	-	5,269,754	-	-	-	5,269,754	5,269,754
TOTAL	15,195,952	-	-	15,195,952	7,963,320	82,879	8,046,199	7,149,754	-
PREVIOUS YEAR	15,195,952	-	-	15,195,952	7,876,289	87,031	7,963,320	-	7,232,633

(*) No Depreciation is being provided, since not put to use.

TASHI INDIA LIMITED

NOTES TO THE ACCOUNTS

	Face Value	No. of Shares	As at 31.03.2019	No. of Shares	As at 31.03.2018
	₹	Nos.	₹	Nos.	₹
8. NON-CURRENT INVESTMENTS					
Others					
In fully paid up Equity Shares of Companies Quoted:					
Bajaj Global Limited	10	75000	191,250	75000	191,250
Sharda Ispat Limited	10	1000	20,000	1000	20,000
Reliance Capital Limited	10	250	125,821	250	125,821
Reliance Communication Ltd.	5	5000	1,602,448	5000	1,602,448
Reliance Infrastructure Limited	10	375	229,260	375	229,260
Reliance Power Limited	10	1250	129,325	1250	129,325
Bajaj Auto Limited (includes 1000 Bonus Shares)	10	2000	1,123,764	2000	1,123,764
Prism Cement Limited	10	20000	720,050	20000	720,050
Infosys Limited (Includes 400 Bonus Shares)	5	1600	642,753	1600	642,753
Bajaj Holdings and Investments Limited	10	1000	1,123,764	1000	1,123,764
Bajaj Finserv Limited	5	1100	626,883	1100	626,883
Wopolin Plastics Limited	10	44100	2,205,000	44100	2,205,000
			<u>8,740,318</u>		<u>8,740,318</u>
Unquoted :					
Rohit Machines & Fabricators Limited Associate Co. Includes Capital Reserve on Consolidation Rs. 11933875/-)	100	19500	13,379,002	19500	12,682,977
			<u>13,379,002</u>		<u>12,682,977</u>
Less: Provision for diminution in value of Investments			<u>2,208,050</u>		<u>2,208,050</u>
			<u>19,911,270</u>		<u>19,215,245</u>
Aggregate amount of Quoted Investments			8,740,318		8,740,318
Aggregate amount of Unquoted Investments			13,379,002		12,682,977
Market Value of Quoted Investments			19,023,656		19,049,006

TASHI INDIA LIMITED

	AS AT 31.03.2019	AS AT 31.03.2018
	₹	₹
9. DEFERRED TAX - NET		
Deferred Tax Assets on Fiscal allowance of fixed assets	141,567	148,254
	<u>141,567</u>	<u>148,254</u>
10. LONG TERM LOANS & ADVANCES (Unsecured, considered good)		
Deposits	22,020	21,770
	<u>22,020</u>	<u>21,770</u>
11. INVENTORIES		
Stock in Trade		
Residential Flats	3,040,261	7,420,618
	<u>3,040,261</u>	<u>7,420,618</u>
12. TRADE RECEIVABLES (Unsecured, Considered good)		
Due for more than six months	2,542,822	2,457,378
Others	71,592	47,548
	<u>2,614,414</u>	<u>2,504,926</u>
(*) Due from Limited Liability Partnership in which Directors are members	1,869,879	1,869,879
13. CASH AND BANK BALANCES		
(i) Cash & cash Equivalents		
Cash-in-hand	1,29,916	1,30,008
Balances with Scheduled Banks-		
(i) In Current Accounts	1,72,63,644	51,90,599
(ii) Other Bank Balances		
In Fixed Deposit Account (Pledged ₹ 27821330/-; P.Y ₹ 26183195/-)	48,647,784	2,61,84,624
	<u>66,041,344</u>	<u>31,505,231</u>

TASHI INDIA LIMITED		
	AS AT 31.03.2019	AS AT 31.03.2018
	₹	₹
14. SHORT TERM LOANS AND ADVANCES		
(Unsecured, considered good)		
Loan *	169,060,991	177,546,062
Advances recoverable in cash or in kind or for value to be received	754,922	1,098,839
Taxation advance and refundable (Net of provisions)	3,759,520	3,007,737
	<u>173,575,433</u>	<u>181,652,638</u>
* Due from Private Companies/firm in which directors/Partners are interested.	16,173,966	16,068,834
15. REVENUE FROM OPERATION		
Interest - On Loans	4,423,000	20,296,034
Sale-Flats	21,362,050	3,052,504
	<u>25,785,050</u>	<u>23,348,538</u>
16 OTHER INCOME		
Interest on - Fixed Deposits	2,736,845	16,74,056
- On Others	79,815	-
Dividend	262,488	194,825
Liabilities written Back (Net)	-	261
	<u>3,079,148</u>	<u>1,869,142</u>
17 CHANGES IN INVENTORIES		
Traded Goods		
Opening Stock :		
Residential Flats	7,420,619	10,388,457
	<u>7,420,619</u>	<u>10,388,457</u>
Less: Closing Stock:		
Residential Flats	3,040,261	74,20,619
	<u>3,040,261</u>	<u>74,20,619</u>
	<u>4,380,358</u>	<u>29,67,838</u>

TASHI INDIA LIMITED		
18 EMPLOYEE BENEFIT EXPENSE		
Salary to Employee	1,261,385	1,200,000
	<u>1,261,385</u>	<u>1,200,000</u>
19 FINANCE COSTS		
Interest		
- Others	18,771,711	1,61,89,974
	<u>18,771,711</u>	<u>1,61,89,974</u>
20 OTHER EXPENSES		
Advertisement & Exhibition Expenses	54,083	44,248
Travelling and Conveyance	137,148	124,389
Printing & Stationary	43,684	47,232
Repairs and Maintenance (others)	126,393	110,491
Telephone Expenses	71,556	68,273
Office Expenses	205,050	213,125
Legal & Professional Charges	76,179	143,323
Auditors' Remuneration :		
For Statutory Audit	59,000	59,000
For Tax Audit	17,700	17,700
For Internal Audit	18,675	17,700
For Other Services	16,520	38,700
Listing Fees	295,000	287,500
Item Relating to Previous Year (Net)	-	45,272
Irrecoverable Balances written off	347,517	3,952
Miscellaneous Expenses	238,932	202,618
	<u>1,707,437</u>	<u>1,423,523</u>
21 TAX EXPENSES		
Current tax		
Income Tax	635,000	830,000
Income Tax Adjustments	(41,294)	-
	<u>593,706</u>	<u>830,000</u>
Deferred Tax		
Deferred Tax	6,687	40,555
	<u>600,393</u>	<u>870,555</u>

22. NOTES ON ACCOUNTS

SIGNIFICANT ACCOUNTING POLICIES AND OTHER NOTES TO THE ACCOUNTS

1) BASIS OF CONSOLIDATION:

The Consolidated Financial Statements include the financial statements of M/s. Tashi India Limited and its associate (hereinafter referred to as "the Group"). The Consolidated Financial Statements of the Group have been prepared pursuant to Section 129(3) of the Companies Act, 2013 and explanation thereto, which has been made as per Accounting Standard - 23 'Accounting for Investments in Associates in Consolidated Financial Statements' issued by the Institute of Chartered Accountants of India ('ICAI') and notified pursuant to the Companies (Accounting Standards) Rules, 2006. The Consolidated Financial Statements are prepared on the following basis:

Consolidated Financial Statements normally include consolidated Balance Sheet, consolidated statement of Profit & Loss, consolidated statement of Cash flows and notes to the Consolidated Financial Statements and explanatory statements that form an integral part thereof. The Consolidated Financial Statements are presented, to the extent possible, in the same format as that adopted by the parent for standalone financial statements.

The Consolidated Financial Statements include the financial statements of the Company and associate.

Investment in Associate Companies has been accounted under the equity method as per Accounting Standard - 23 'Accounting for Investments in Associates in Consolidated Financial Statements'

Notes to the Consolidated Financial Statements represents notes involving items which are considered material and are accordingly duly disclosed. Materiality for the purpose is assessed in relation to the information contained in the Consolidated Financial Statements.

2) Accounting Convention:

The Financial Statements are prepared on accrual basis under historical cost convention in accordance with the generally accepted accounting principles in India, the Accounting Standards prescribed in the Companies (Accounting Standard) Rules, 2006 and the provisions of the Companies Act, 2013.

Fixed Assets and Depreciation:

Fixed Assets are valued at cost less depreciation. Depreciation on tangible assets is calculated using the rates arrived at based on the useful life of the assets as prescribed under schedule -II of the Companies Act, 2013.

Investments:

Long Term investments are valued at cost except that provision is made to recognize the permanent diminution in their value. Investments intended to be held for less than one year are classified as current investments and are valued at lower of cost and market value.

Inventories:

Stock in Trade is valued at cost or net realizable value whichever is lower.

Impairment of assets:

Impairment loss in the value of assets as specified in Accounting Standard 28 is recognized Whenever carrying value of such assets exceeds the market value or value in use, whichever is higher.

Taxes on Income :

- i) Current tax is determined as the amount of tax payable in respect of taxable income for the year.
- ii) Deferred Tax is recognized, subject to consideration of prudence, in respect of deferred tax assets/liabilities arising on timing differences, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.

3. Contingent Liabilities not provided for:	31.03.2019	31.03.2018
Sales Tax	18,24,901/-	26,73,065/-
Income Tax	3,88,056/-	3,88,056/-

4. Segment Reporting:

In accordance with Accounting Standard 17 "Segment Reporting" as prescribed under Companies (Accounting Standards) Rules, 2006, the Company has determined its business segment as Finance Activities Business. Since there are no other business segments in which the company operates, there are no other primary reportable segments. Therefore, the segment revenue, segment results, segment assets, segment liabilities, total cost incurred to acquire segment assets, depreciation charge are all as is reflected in the financial statements.

5. Related parties and transaction with them as specified in Accounting Standard-18 on "Related Party Disclosures" issued by the ICAI has been identified and given below;

(i) Related Party Relationships		
(a)	Where control exists	None
(b)	Other Related Parties with whom the Company had transactions	Bajaj Global Limited Bajaj Steel Industries Limited Rohit Machine & Fabricators Ltd., Bajaj Exports Pvt Ltd., Glycosic Merchants Pvt Ltd., Bajaj Chemo-plast (I) Ltd., Bajaj Trade Developments Limited Prosperous Finance Co. Ltd. Nissan Merchandise Pvt. Ltd. Bajaj Reinforcement LLP Rohit Polytex Ltd. Mrs. Bina Bajaj
NOTE	The parties listed under (b) above are not "related parties" as per the requirements of Accounting Standard 18. However, as a matter of abundant caution, they are being included for making the Financial Statements more transparent.	

(ii) Transactions with Related Parties

(Rs. In Lacs)

Nature of the transactions	Enterprises over which key Management Personnel and their relatives are able to exercise significant influence		Key Management personnel and their relatives	
	2018-19	2017-18	2018-19	2017-18
Income				
Interest Received	189.04	189.15	-	-
Expenses				
Interest Paid	183.85	154.10	12.00	-
Salary Expenses	-	0.15	-	12.00
Expenses on other services	0.15	-	-	-
Balance outstanding				
Loan Given	1465.61	1505.46	-	-
Loan Received	1505.38	1220.92	-	-
Other Payables	4.61	4.46	0.84	0.84
Other Receivable	20.27	19.17	-	-

6. Earning per Share(EPS)

Net Profit after tax attributable to equity share holders	20,60,035	24,78,759
Weighted average no. of equity shares	7,42,500	7,42,500
Basic EPS before extra ordinary item ₹	2.77	3.34
Basic EPS after extra ordinary item ₹	2.77	3.34

7. as per the information available with the Company and relied upon by the auditors:

a. No dues to suppliers covered under the Micro, Small and Medium Enterprises Development Act, 2006.

NOTES TO THE ACCOUNTS (Contd *)**

08. Particulars as required in terms of Paragraph 13 of Non Banking Financial (Non-Deposit Accepting & Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007 :

LIABILITIES SIDE	Amt.	(₹ in Lacs) Amt.
	<u>Outstanding</u>	<u>Overdue</u>
Loans and advances availed by the NBFC inclusive of interest accrued thereon but not paid		
Secured -	NIL	N.A
Unsecured-		
- From Banks	109.39	
- From Bodies Corporate	1,505.38	N.A.
- From Others	-	N.A.
	<u>1,614.77</u>	<u>NIL</u>
ASSETS SIDE		
	Amt.	
01. Break up of Loans and advances including bills receivable [Other than those included in (2) below]	<u>Outstanding</u>	
a) Secured	NIL	
(b) Unsecured	<u>1,724.52</u>	
	<u>1,724.52</u>	
02. Break up of Leased Assets and Stock on hire and hypothecation loans counting towards EL/HP activities	<u>NIL</u>	
03. Break up of Investments		
Current Investments	NIL	
Long Term Investments		
Equity Shares		
Quoted	87.40	
Unquoted	37.00	
Preference shares		
Unquoted	NIL	
Total	<u>124.40</u>	

04. Borrower group wise classification of all leased assets, stock-on-hire and loans and advances :
(All unsecured, net of provisions)

1. Related parties	
a) Subsidiaries	NIL
b) Companies in the same group	307.02
c) Other related parties	1,158.59
2. Other than related parties	<u>258.91</u>
Total	<u>1,724.52</u>

05. Investor group wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted)

	Market Value/Break Up Fair Value or NAV	Market Book Value (Net of Provisions)
1. Related parties		
a) Subsidiaries	N.A.	NIL
b) Companies in the same group	N.A.	NIL
c) Other related parties	61.30	38.88
2. Other than related parties	<u>165.94</u>	<u>63.44</u>
Total	<u>227.49</u>	<u>102.32</u>

NB: Break-up value of unquoted investments being not available, has been considered at book value.

06. Other information

	Amount (₹)
1. Gross Non Performing Assets	NIL
2. Net Non Performing Assets	NIL
3. Assets acquired in satisfaction of debt	NIL

Previous year Figures have been re-grouped/re-arranged wherever found necessary.

In terms of our report of even date attached herewith

Signature to Note '1 to 22'

For VMSS & Associates
Chartered Accountants
Firm Registration No. 328952E

Aditya Sethia
Partner
Membership No. 311293
Place : Nagpur (Camp)
Date : 30th May, 2019

AKSHAYRANKA
S. C. AGRAWAL
DIRECTORS

TASHI INDIA LIMITED**TASHI INDIA LIMITED****CASHFLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2019**

	<u>31.03.2019</u>	<u>31.03.2018</u>
	₹	₹
A. CASHFLOW FROM OPERATING ACTIVITIES		
NET PROFIT BEFORE TAX & EXTRA ORDINARY ITEMS	2,660,428	3,349,314
ADJUSTED FOR DEPRECIATION	82,879	87,031
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	<u>2,743,307</u>	<u>3,436,345</u>
CHANGES IN TRADE & OTHER RECEIVABLES	(109,488)	288,242
LOANS AND ADVANCES	8,828,738	(32,938,712)
UNSECURED LOANS	28,446,050	29,769,348
TRADE PAYABLES	455,419	216,931
INVENTORIES	4,380,357	2,967,839
CASH GENERATED FOR OPERATIONS	<u>44,744,383</u>	<u>3,739,993</u>
DIRECT TAXES / PROVISION WRITTEN BACK	(1,345,489)	(2,297,014)
NET CASH FROM OPERATING ACTIVITIES	<u><u>43,398,894</u></u>	<u><u>1,442,979</u></u>
B. CASHFLOW FROM INVESTING ACTIVITIES		
PURCHASE OF LEASED/OWNED ASSETS	-	-
PURCHASE/(SALE) OF SHARES(INVESTMENTS)	-	-
(SALE) OF ASSETS	-	-
NET CASH USED IN INVESTING ACTIVITIES	<u><u>-</u></u>	<u><u>-</u></u>

TASHI INDIA LIMITED**C. CASHFLOW FROM FINANCING ACTIVITIES**

PROCEEDS FROM SHORT/LONG

TERM BORROWINGS	(8,862,781)	4,402,382
-----------------	-------------	-----------

NET CASHFLOW FROM FINANCING ACTIVITIES

	<u>(8,862,781)</u>	<u>4,402,382</u>
--	--------------------	------------------

NET CHANGES IN CASH & CASH EQUIVALENTS(A+B+C)	34,536,113	5,845,361
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CASH & CASH EQUIVALENTS-OPENING BALANCE	31,505,231	25,659,870
---	------------	------------

CASH & CASH EQUIVALENTS-CLOSING BALANCE	<u>66,041,344</u>	<u>31,505,231</u>
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	<u><u>34,536,113</u></u>	<u><u>5,845,361</u></u>
--	--------------------------	-------------------------

Note: All figures in brackets are outflow.

CONSIDERING THE COMPANY'S ACTIVITIES, UNSECURED LOANS ARE CONSIDERED AS PART OF WORKING CAPITAL AND OPERATING ACTIVITY OF THE COMPANY.

AKSHAY RANKA**S. C. AGRAWAL****DIRECTORS****Place : Nagpur (Camp)****Date : 30th May, 2019****AUDITORS' CERTIFICATE**

We have examined the above cash flow statement of **Tashi India Limited** for the year ended 31st March, 2019. The statement has been prepared by the Company and is based on and in agreement with the corresponding profit and loss statement and the balance sheet of the Company covered by our report of even date to the members of the Company.

For VMSS & Associates**Chartered Accountants****Firm Registration No. 328952E****Place : Nagpur (Camp)****Date : 30th May, 2019****Aditya Sethia****Partner****Membership No. 311293**

TASHI INDIA LIMITED

(CIN: L51900MH1985PLC036521)

Regd. Office : Imambada Road, nagpur-440018 (Maharashtra)

E.Mail : cs@bajajngp.com Website : www.tashiindia.com

Phone : 0712 - 2720071 - 75 ; Fax No. 0712 - 2723068

ATTENDANCE SLIP

I Folio No..... record my presence at the Thirty Fourth Annual General Meeting held on **Tuesday, the 17th Day of September, 2019 at 11.00 A.M.** at Imambada Road, Nagpur - 440018.

Signature (s) of the Shareholder

TASHI INDIA LIMITED

(CIN: L51900MH1985PLC036521)

Regd. Office : Imambada Road, Nagpur-440018 (Maharashtra)

E.Mail : cs@bajajngp.com Website : www.tashiindia.com

Phone : 0712 - 2720071 - 75 ; Fax No. 0712 - 2723068

PROXY FORM

FORM NO. MGT - 11

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

Name of the Member (s) :	
Registered Address :	
E-mail Id :	
Folio/ DP ID-Client ID No. :	

I/We being the member(s) ofEquity shares of Tashi India Limited, hereby appoint

1. Name : Address

.....E-mail Id Signature

or Failing him/her:

2. Name : Address

.....E-mail Id Signature

or Failing him/her:

3. Name : Address

.....E-mail Id Signature

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 34th Annual General Meeting of the Company, to be held on Tuesday, the 17th September, 2019 and at any adjournment thereof in respect of such resolutions as are indicated below :

Resolution No.	Resolution	(FOR)	(AGAINST)
ORDINARY BUSINESS - ORDINARY RESOLUTION :			
1.	To receive, consider and adopt the Audited Financial Statements (Including Audited Consolidated Financial Statements) of the company for the year ended 31st March, 2019 and Reports of the Auditors Directors thereon.		
2.	To appoint a Director in place of Shri Rohit Bajaj (DIN: 00511745), who retires by rotation and being eligible offers himself for re-appointment.		
SPECIAL BUSINESS - SPECIAL RESOLUTION :			
3.	Appointment of Mrs. Bina Bajaj as Manager of the Company		

Signed this Day of2019

Signature of Shareholder

Signature of Proxy holder (s).....

*It is optional to put a tick (v) mark in the appropriate column against the resolutions indicated in the box. If you leave the "For" or "Against" column blank against the resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.

Affix 1 Re.
Revenue
Stamp

Notes :

1. Proxy need not be the member of the Company.
2. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
3. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the 34th Annual General Meeting.

TASHI INDIA LIMITED

(CIN: L51900MH1985PLC036521)

Regd. Office : Imambada Road, nagpur-440018 (Maharashtra)

E.Mail : cs@bajajngp.com Website : www.tashiindia.com

Phone : 0712 - 2720071 - 75 ; Fax No. 0712 - 2723068

PHYSICAL BALLOT FORM FOR VOTING ON AGM RESOLUTIONS

1. Name(s) & Registered Address of the sole/first named Member :
2. Name(s) of the Joint Holder(s) , if any :
3. Registered Folio No./DP ID No & Client ID No. :
4. Number of Share(s) held :
5. I/We hereby exercise my/our vote in respect of the following resolutions to be passed for the business stated in the Notice of the Annual General Meeting dated 17th September, 2019, by conveying my/our assent or dissent to the resolutions by placing tick (v) mark in the appropriate box below:

Resolution No.	Resolution	(FOR)	(AGAINST)
ORDINARY BUSINESS - ORDINARY RESOLUTION :			
1.	To receive, consider and adopt the Audited Financial Statments (Including Audited Consolidated Financial Statments) of the company for the year ended 31st March, 2019 and Reports of the Auditors Directors thereon.		
2.	To appoint a Director in place of Shri Rohit Bajaj (DIN: 00511745), who retires by rotation and being eligible offers himself for re-appointment.		
SPECIAL BUSINESS - SPECIAL RESOLUTION :			
3.	Appointment of Mrs. Bina Bajaj as Manager of the Company		

Place :

Date :

Signature of the Member or
Authorised Representative

Notes :

- (i) If you opt to cast your vote by e-voting, there is no need to fill up and sign this form
- (ii) Last date for receipt of Physical Ballot Form : 16th Septmeber 2019 (5.00 PM)
- (iii) Please read the instructions printed overleaf carefully before exercising your vote.

INSTRUCTIONS

General Instructions

1. Shareholders have option to vote either through e-voting i.e. electronic means or to convey assent/ dissent in physical form. If a shareholder has opted for Physical Ballot Form, then he/she should not vote by e-voting and vice versa. However, in case Shareholders cast their vote through Physical Ballot Form and e-voting, then vote caste through e-voting mode shall be considered and vote cast through Physical Ballot Form shallbe ignored.
2. Voting through Physical Ballot form cannot be exercised by a proxy. However, corporate and institutional shareholders shall be entitled to vote through their authorised representatives with proof of their authorization, as state below.

Instructions for voting physically on Ballot Form

1. A member desiring to exercise vote by Physical Ballot should complete this Form (no other form or photocopy thereof is permitted) and send it to the Scrutinizer ,M/s B.Chhawchharia & Co. Chartered Accountants, by post at their own cost to reach the Scrutinizer at the Address Shantiniketan, K-13/A Laxminagar, Nagpur - 440022 (Maharashtra) on or before 16.09.2019 at 5.00 P.M . All forms received after this date will be strictly treated as if the reply from such Member has not been received.
2. This Form should be completed and signed by the Shareholder (as per the specimen signature registered with the Company/ Depository Participants). In case of joint holding, this form should be completed and signed by the first named Shareholder and in his absence, by the next named Shareholder.
3. In respect of shares held by corporate and institutional shareholders (companies, trust, societies, etc.) the completed Ballot Form should be accompanied by a certified copy of the relevant board resolution/appropriate authorization, with the specimen signature(s) of the authorized signatory(s) duly attested.
4. The consent must be accorded by recording the assent in the column "FOR" or dissent in the column "AGAINST" by placing a tick mark (v) in the appropriate column in the Form. The Assent/ Dissent received in any other form shall not be considered valid.
5. Members are requested to fill the Form in indelible ink and avoid filling it by using erasable writing medium(s) like pencil.
6. There will be one Ballot Form for every Folio/ Client id irrespective of the number of joint holders.
7. A member may request for a duplicate Ballot Form, if so required and the same duly completed should reach to Scrutinizer not later than the date specified under instruction No. 1 above.
8. Members are requested not to send any other paper along with the Ballot Form. They are also requested not to write anything in the Ballot Form except their assent or dissent and putting their signature. If any such other paper is sent the same will be destroyed by the Scrutinizer.
9. The Scrutinizers' decision on the validity of the Ballot Form will be final and binding.
10. Incomplete, unsigned or incorrectly ticket Ballot Form will be rejected.