

HALDER VENTURE LIMITED

CIN No. : L74210WB1982PLC035117

HALDER

DIAMOND HERITAGE
16, Strand Road, 10th Floor
Unit 1012, Kolkata - 700 001
☎ : +91-33-6607-5556
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E-MAIL : info@halderventure.in
WEB : www.halderventure.in

DATE: 09/09/2019

TO
The Manager
Listing Compliance
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai 400 001

Scrip code: 539854

Dear Sir/Madam,

Sub: Compliance of Regulation 34 of the SEBI (Listing Obligation and Disclosure Requirement) Regulation.

In Compliance with Regulation 34 of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 please find attached herewith Annual Report for the Financial Year 2018 -2019 duly approved and adopted by the shareholders at the 37th Annual General Meeting held on Friday 27th September,2019 at 11.00 AM at Diamond Heritage, 16 Strand Road, 10th Floor, Room No- 1012, Kolkata- 700001.

The Annual Report for the Financial Year 2018-2019 is uploaded on the website of the Company (www.halderventure.in)

Thanking you,

Yours faithfully,

For Halder Venture Limited.


(Abhishek Pal)

Company Secretary & Compliance Officer

Place: Kolkata

Encl: As above.

The logo for Halder, featuring the word "HALDER" in a bold, blue, sans-serif font with a green underline.

Halder Venture Limited

Annual Report
2018-19

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BOARD OF DIRECTORS



Keshab Kumar Halder



Prabhat Kumar Halder



Rekha Halder



Poulami Halder

OUR GLOBAL PRESENCE

China | Nepal | Benin | Togo | Tanzania | Myanmar | Bangladesh | Niger | Burkina Faso | Vietnam
Sierra Leone | The Gambia

BANKER

Axis Bank Ltd.

AUDITORS

Sen & Ray Chartered Accountants

REGISTRAR & TRANSFER AGENT

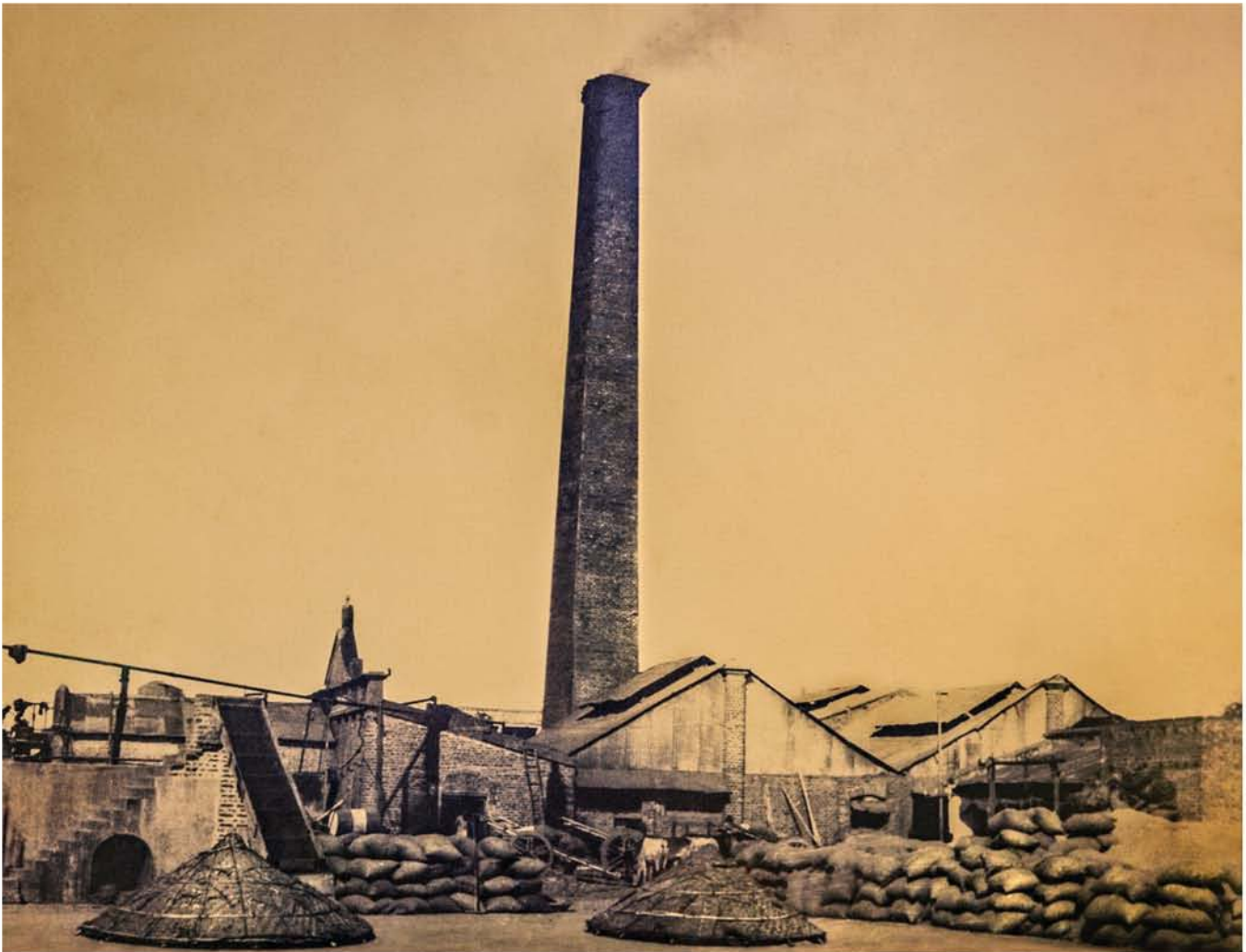
Maheswari Datamatics Private Limited
23, R. N. Mukherjee Road, 5th Floor, Kolkata - 700001, West Bengal, India • Tel.: +91 33 2248 2248

REGISTERED OFFICE

Diamond Heritage Building
16, Strand Road, Unit- 1012, 10th Floor, Kolkata - 700 001 • Tel.: +91 33 6607 5556 / 57
Email: info@halderventure.in • Website: www.halderventure.in
CIN: L74210WB1982PLC035117

INTRODUCTION

The legacy of **Halder Venture** dates back to the last century. Even before independence, Mr. Brindaban Chandra Halder played a stellar part in laying the foundation of B.C. Halder Rice and Oil Mill in Rampurhat. Indeed, in 1924, when communication and technology were not so developed, such far sighted investment from Mr. B.C. Halder was extra ordinary no doubt. Another sixty odd years later, Mr. Prabhat Kumar Halder patronized the next big leap, spearheading further development of the company by owning Shri Lalateswari in Nalhati, Birbhum.



In the early 90's, Halder Venture witnessed further growth in its illustrious journey. Under Mr. Keshab Kumar Halder's effective leadership, the company further added Shri Jatadhari Rice Mill to its kitty in 1995. The year 2005 was another pivotal year as the company further laid the foundation of P.K. Cereals Private Limited under the camaraderie of Mr. Prabhat Kumar Halder and Mr. Keshab Kumar Halder.

In the year 2008, Halder Venture went another step ahead whether they incorporated P.K. Agri Link Private Limited. All credit goes to the trio: Mr. Keshab Kumar Halder, Mr. Prabhat Kumar Halder and Mrs. Rekha Halder for yet another lucrative deal for the company in the long term. With such a long legacy of serious commitment and devotion to industry standards and timely delivery, Halder venture has become a benchmark on its own.

Be it business productivity or strategic assimilation, the company has evolved a long way since its inception in the last century, in its glorious path of creating milestones and accomplishments.

The success of Halder Venture lies in its strategy and prioritization over the years. When most other companies and ventures aim with a short term profit making approach, Halder Venture has always emphasized on implementing contemporary business strategy complementing the needs of the industry. With its state-of-the-art complex machineries, Halder Venture has always been able to have an extra edge over its competitors in the industry domain. The intelligent understanding of optimum levels of capacity utilization has been an added advantage to Halder Venture in framing policies and decision making. Thus, it has been efficient in maintaining steady increase in production level when other competitors have struggled to keep the pace and faltered in the run.

There is no denying the doubt that Halder Venture is way ahead than its close competitors' with regard to skilled human force. Day in and day out, the technically qualified and dedicated bunch of individuals at Halder Venture make it a point to give their best and they have remained pivotal to the success of the company. Be it technical acumen or ethical perspective, the work force of the company has played a stellar part in all these years in forming such a brand image for the company as a whole. There has been no discrimination whatsoever as from top to bottom, there have been consistent efforts from all quarters to ensure better performance, leading consistent inflow of high quality agro products. Thus, Halder Venture has always been able to keep more consumer connect in the concerned area of work.

VISION

Halder Venture aims at building P K Agri Ltd. , a National leading brand through quality delivery of its products to its customers and evolving as an important component of the industry through improved customer satisfaction and sustainable and enduring value to customers as well as stakeholders.

Mission

With a consistent and committed focus on quality and maintaining hygiene as per the international standard, P K Agri. dedicated in its tireless approach in providing customers with the best in taste. Side by side it also looks into the fact in the long run; its products will replace existing unhealthy alternatives. At the same time there will be an assurance that such agro based products will be made in hygienic conditions, without any lapse or compromise. On the other front, P K Agri will definitely ensure that vendors are also having substantial profit and with time they will have a sense of ownership and pride being integral aspect of this whole business approach.

THE JOURNEY

1924

The inception took place way back in the year in form of B.C. Halder Rice and Oil Mill



1995

Shri Jatadhari Rice Mill Pvt. Ltd. established and started production



2006

Acquired another rice mill P.K. Cereals Pvt. Ltd.



2008

P.K. Agri Link Pvt. Ltd.
was incorporated



2011

P.K. Agri Link Pvt. Ltd.
started its solvent unit
production



2016

P.K. Agri Link Pvt. Ltd.
started production in its
refinery plant



2018

P.K. Agri Link Pvt. Ltd.
started production in its
Edible oil packaging unit



MANAGEMENT

The success of any institution is based on its strong roots and Halder Venture is no exception to that. Ever since Mr. B.C. Halder founded Halder Venture in 1924, the company has stressed on giving maximum stress on entrepreneurship and far sighted approach in its journey.

A company, which will be completing centenary celebration after eight years has progressed by leaps and bounds and the stalwarts who have led with exemplary skill shouldn't be forgotten at all. In the history of Halder Venture, the role of Mr. Keshab Kumar Halder is also indeed significant who spearheaded the foundation of Shri Jatadhari Rice Mill in 1995. It was Mr. Keshab Kumar Halder only who laid the foundation of P.K. Cereal Private Limited in 2005. The trio comprising Mr. Keshab Kumar Halder, Mr. Prabhat Halder and Mrs. Rekha Halder played an outstanding role in incorporating P.K. Agri Private Limited to the Halder Venture family.

The decision to go along with a solvent plant having installed capacity of 250 TPD in the year 2011 was another strategic brilliance from the Halder Venture management authorities. Considering the huge Bengal market one can definitely say that crude rice bran manufactured from this solvent plant has paid rich dividends.

Interestingly P K Agri. Pvt. Ltd. has won laurels from many sectors for manufacturing crude oil. Not only the MNC's acknowledged such stellar approach from Halder Venture but also prompted Mr. Keshab Kumar Halder to set up a refinery. The good news is, the refinery with an installed capacity of 75 TPD has already started working since September(2016). One can only expect Halder Venture get bigger and bigger in the days to come carrying forward the legacy of founder Mr. B.C. Halder.

CERTIFICATION

Halder Venture aims at becoming a pioneer in Agro-based Business. No doubt, the company keeps a close eye to the rising market demand as well as new trends. Side by side, Halder Venture gives maximum stress on manufacturing high quality rice oil and other agro based products for the customers. No doubt, Halder Venture is equipped with a state of the art refinery and solvent plant, having contemporary infrastructure to deal with the rising demand. Time and again, it has been committed in supplying best quality refined rice bran oil.

We are holder of 3 certificates already like 1) Star Export House, 2) IOPEPC, 3) APEDA. Moreover very soon we will be an ISO- 9001:2015 and-14001:2004 CO. Apart from these certifications we will be an ISO2200, BRC, HALAL and QUSHER CHECK certified co very shortly. We believe that we will be one of the few cos from Bngal to have such certifications. Good news is, very soon Halder Venture will be accorded with an ISO certification along with BRC, HALAL and QUSHER CHECK certifications too. Certainly, not many companies have such certification in Bengal at least.





CODE OF CONDUCT

This Code is applicable to all Directors and employees of the Company. This Code applies to all places where the Company's business is conducted.

Our company believes in trust, teamwork, mutuality, collaboration, self respect and human dignity which help to create a friendly workplace. Halder Venture Limited is committed to a gender friendly workplace. It seeks to enhance equal opportunities for men and women, prevent/stop/redress sexual harassment at the workplace and institute good employment practices.

The Company expects all Directors, Employees, Agents and Contractors to take steps for furthering safety and welfare of citizens and for ensuring a cooperative, efficient, positive, harmonious and productive work environment.

The Directors and Employees shall not accept any gift, hospitality or material benefits from any agent/contractor/vendor or party with whom the Company has a business relationship. Gifts customarily given on special occasions like New Year, Diwali, Pujas, Christmas, etc., not expensive in value or distributed generally and openly at ceremonies and a business lunch or dinner shall not come under purview of this Clause.

The Directors and Employees shall take steps to ensure that the Company complies with applicable laws, regulations, rules and regulatory orders. All employees shall comply with applicable laws in India and non-compliance will render them susceptible

to action by the Company. The Company cannot accept practices which are unlawful or may be damaging to its reputation.

The Company attaches great importance to a healthy and safe work environment. The Company is committed to provide good physical working conditions and encourages high standards of hygiene and housekeeping.

No Director, Senior Management and Employee shall disclose or use any confidential information gained in the course of employment/ association with the Company for personal gain or for the advantage of any other person.

All Directors, Senior Management and Employees shall ensure that in their dealings with suppliers and customers, the Company's interests are never compromised.

All Directors, Senior Management and Employees shall ensure that their actions in the conduct of business are totally transparent except where the needs of business security dictate otherwise. Such transparency shall be brought about through appropriate policies, systems and processes, including as appropriate, segregation of duties, tiered approval mechanism and involvement of more than one manager in key decisions and maintaining supporting records.

This Code may be amended by the Board of Directors of the Company from time to time.



OUR PRODUCTS

PARBOILED RICE

We are producer of Parboiled Rice. Rice is easier to polish by hand (removal of the bran layer) after parboiling but mechanical processing is harder since the bran becomes somewhat oily and tends to clog machinery. Most parboiled rice is milled in the same way as white rice.

The starches in parboiled rice become gelatinized, and then retrograded after cooling. Through gelatinization, amylase molecules leach out of the starch granule network and diffuse into the surrounding aqueous medium outside the granules which, when fully hydrated are at maximum viscosity. The parboiled rice kernels should be translucent when wholly gelatinized. Cooling brings retro gradation whereby amylase molecules re-associate with each other and form a tightly packed structure. This increases the formation of type 3-resistant starch which can act as a prebiotic and benefit gut health in humans. However, this also makes the kernels harder and glassier. Parboiled rice takes less time to cook and is firmer and less sticky. In North America parboiled rice is either partially or fully precooked before sale. Minerals such as zinc or iron are added, increasing their potential bioavailability in the diet.



PUFFED RICE

Puffed rice is used for making breakfast cereals which is commonly known as Muri or Murmura in the eastern part of India. We are manufacturer of Pressure Parboiled Rice to make Muri - Puffed Rice. Puffed rice is a type of puffed grain made from rice, commonly used in breakfast cereal or snack foods, and served as a popular street food in India. It is usually made by heating rice kernels

under high pressure in the presence of steam, though the method of manufacture varies widely. It is widely used in countries like India.

Puffed rice is an ingredient of Bhel Puri, a popular Indian chaat (snack). It is offered to Hindu gods and goddesses in all poojas in the South Indian states of Kerala and Tamil Nadu. Pilgrims of Sabarimala often pack puffed rice in their Irumudikettu along with jaggery meant to be offered to Lord Ayyappan. Tamil saints say that Lord Ganesh loves Pori, so it should be offered to him without fail. Pori has been mentioned in various Tamil literatures as an offering



to Hindu deities. Offerings of Pori and jaggery made to Vinayagar (Lord Ganesh) are mentioned in the Tiruppugazh, a 15th-century anthology of Tamil religious songs, written by Tamil poet Arunagirinathar.

A traditional puffed rice called muri is made by heating rice in a sand-filled oven. Muri is to rice as popcorn is to corn. The processing involved makes rice less perishable. Mandakki is a staple food in many parts of Rayalaseema, North Karnataka, Odisha, Tripura, West Bengal and Bangladesh. Jhalmuri or Masalemandakki is a very popular preparation made from mandakki (muri).

Puffed rice is formed by the reaction of both starch and moisture when heated within the shell of the grain. Unlike popcorn, rice kernels are naturally lacking in moisture and must first be conditioned with steam. Puffed rice can be created by heating the steam-conditioned kernels either with oil or in an oven. Rice puffed in this way is crisp, and known as "crisped rice". Oven-crisped rice is used to produce the Rice Kris pies breakfast cereal as well as the crisped rice used in Lion Bars, Nestlé Crunch, Crackle, and similar chocolate bars.

RICE BRAN OIL

Rice Bran Oil is the oil extracted from the hard outer brown layer of rice after chaff (rice husk). It is popular as cooking oil in several Asian countries, including Japan and China. Rice Bran Oil is rich in mono-saturated and poly-saturated fats and free of trans-fats. It is known as the heart friendly oil. Rice Bran Oil helps lower cholesterol because it contains the right amount of oryzanol which is antioxidant. Rice Bran Oil also contains Vitamin E.

Literature review shows rice bran oil and its active constituents improve blood cholesterol by reducing total



plasma cholesterol and triglycerides, and increasing the proportion of HDL cholesterol. Results of an animal study (non-primary source needed) indicated a 42% decrease in total cholesterol with a 62% drop in LDL cholesterol, when researchers supplemented test subjects' diets with fractionated Vitamin E obtained from Rice Bran Oil.

It is rich in Vitamin E which is powerful antioxidant and has antimutagenic properties which prevent from cancer. Vitamin E also helps in boosting your immunity. It contains high levels of natural antioxidants which boost your metabolic rate and may help with weight loss. The high level of antioxidants not only makes this oil healthy but also makes it resist rancidity and spoilage. It has a long shelf life.

DE-OIL RICE BRAN

DORB is one of the product of rice bran, which is widely used in the manufacture of cattle feed, poultry feed and fish feed in most countries, it is also used for manufacturing Sodium Silicate and Silica Gel. DORB sildenafil 100mg is one of the product of rice bran, which is widely used in the manufactures of cattle feed, poultry feed and fish feed in most countries, it is also used for manufacturing Sodium Silicate and Silica gel.

Rice Bran Wax, obtained from rice bran oil and palpanese extract, is used as a substitute for carnauba wax in cosmetics, confectionery, shoe creams and polishing compounds. It is edible oil which is used in the preparation of vegetable ghee. Rice bran might help lower cholesterol because the oil it contains has substances that might decrease cholesterol absorption and increase cholesterol elimination.[medical citation needed] One of the substances in rice bran might decrease calcium absorption. This might help reduce the formation of certain types of kidney stones.



LECITHIN

Lecithin is used as an ingredient in chocolate. It is used to manufacture medicine and it heals diseases like Alzheimer’s & Dementia.



RAW CASHEW NUT IN CELL

Raw Cashew is imported from African countries like Togo, Ivory Coast, Tanzania, and Benin. These countries are the main sources of raw cashew for us.



BLENDING OIL

**THIS IS THE BLEND OF
REFINED RICE BRAN OIL & MUSTARD OIL**

THIS PRODUCT IS AGMARK CERTIFIED

Available SKU

15 kg Tin | 15 kg Jar | 5 ltr Jar | 2 ltr Jar | 1 ltr Pouch | 1 ltr Bottle
500 ml Pouch | 500 ml Bottle | 200 ml Bottle



KACHCHI GHANI MUSTARD OIL

**THIS PRODUCT IS A HIGH QUALITY
PURE RAJASTHANI MUSTARD OIL**

Available SKU

15 kg Tin | 15 kg Jar | 5 ltr Jar | 2 ltr Jar | 1 ltr Pouch | 1 ltr Bottle
500 ml Pouch | 500 ml Bottle | 200 ml Bottle



REFINED RICE BRAN OIL

THIS OIL IS FOR
HEALTH CONSCIOUS PEOPLE

ITS REACH OF HORIZONTAL WHICH
PREVENTS HEART RELATED DISEASES

Available SKU

15 kg Tin | 15 kg Jar | 5 ltr Jar | 2 ltr Jar | 1 ltr Pouch | 1 ltr Bottle
500 ml Pouch | 500 ml Bottle | 200 ml Bottle



UPCOMING NEW PREMIUM BRAND

**MADE FROM HIGH-GRADED PURE
KACHCHIGHANI MUSTARD OIL HAVING
PUNGENCY & AUTHENTIC BENGALI TASTE**

Available SKU

15 kg Jar | 5 ltr Jar | 1 ltr Pouch | 1 ltr Bottle
500 ml Pouch | 500 ml Bottle | 200 ml Bottle



UPCOMING SOYA BEAN OIL

**WE ARE GOING TO LAUNCH SOYA BEAN OIL
IN DIFFERENT ATTRACTIVE PACKAGING**

Available SKU

15 kg Tin | 15 kg Jar | 5 ltr Jar | 2 ltr Jar | 1 ltr Pouch | 1 ltr Bottle
500 ml Pouch | 500 ml Bottle | 200 ml Bottle



SOCIAL ACTIVITIES



HALDER VENTURE LIMITED

(CIN: L74210WB1982PLC035117)

BOARD OF DIRECTORS

Keshab Kumar Halder
(Din: 00574080)

Prabhat Kumar Haldar
(Din: 02009423)

Poulomi Halder
(Din: 02224305)

Debasis Saha
(Din: 01561230)

Zakir Hossain
(Din: 08009951)

CFO

PRABHAT KUMAR HALDAR

COMPANY SECRETARY

Abhishek Pal

REGISTERED OFFICE

Diamond Heritage, 16 Strand Road, 10th Floor,
Room No- 1012, Kolkata, West Bengal - 700001

Email: info@halderventure.in

Website: www.halderventure.in

NOTICE

Notice is hereby given that the **37th Annual General Meeting** of the members of Halder Venture Limited will be held at the Diamond Heritage, 16 Strand Road, 10th Floor, Room No- 1012, Kolkata, West Bengal- 700001, on Friday, 27th September, 2019 at 11:00 a.m. to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt:
 - (a) The Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2019, together with the Report of the Directors and Auditors thereon and
 - (b) The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019, together with the Report of the Auditors thereon;
2. To re-appoint Mr. Prabhat Kumar Haldar (DIN: 02009423), a Director of the Company, retiring by rotation and being eligible who has offered himself for re-appointment.

SPECIAL BUSINESS

3. To consider and if thought fit to pass with or without modification(s) the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions, if any, of the Companies Act, 2013 (the Act) (including further amendments thereto), read together with the Rules framed there under and read with Schedule V to the Act as amended from time to time and further read with all circulars, notifications, provisions of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other provisions of law, as applicable for the time being, and pursuant to the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, (the Board) the approval of the members be and is hereby accorded for reappointment of Mr. Keshab Kumar Halder (DIN: 00574080), the Managing Director of the Company for a term of five years with effect from 31st March, 2020, on the terms and conditions including remuneration as set out in the explanatory statement annexed to the Notice, with liberty to the Board to alter and vary the terms and conditions of the said re-appointment and / or remuneration as it may deem fit;

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution and to file relevant e-forms with the Registrar of Companies."

By the order of the Board

ABHISHEK PAL
COMPANY SECRETARY
ACS:50031

Date: May 30, 2019

Place: Kolkata

1. A Statement pursuant to Section 102(1) of the Companies Act, 2013 (“the Act”), relating to the Special Business to be transacted at the Annual General Meeting (“Meeting”) is annexed hereto.
2. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on poll instead of him/ her. The proxy so appointed need not to be member of the company. The proxy form duly completed should be deposited at the registered office of the company not less than forty-eight hours before the commencement of the meeting.
3. Pursuant to the provisions of Section 105 of the Companies Act, 2013 and rules framed there under, a person can act as a proxy on behalf of a member or members not exceeding 50 (Fifty) and holding in aggregate not more than 10% of the total share capital of the company carrying voting rights. Also, a member holding more than 10% of the total share capital of the company carrying voting rights, may appoint a single person as a proxy provided that such a person shall not act as a proxy for any other member or person.
4. The Member /Proxies should bring the Attendance Slip Sent herewith duly filled for attending the Meeting.
5. Members holding shares in physical form are requested to inform the following additional information to the Registrar and Transfer Agents viz., Maheshwari Datamatics Pvt Ltd at 23, R.N Mukherjee Road, 5th Floor,, Kolkata - 700001:
 - a. Email Id
 - b. PAN
 - c. Unique Identification No.
 - d. Mother’s Name
 - e. Occupation
 - f. In case of a minor (Guardian’s Name and date of birth of the Member)
 - g. CIN (In case the member is a body corporate)
6. All the registers and relevant documents referred to in the accompanying explanatory statement are open to inspection at the Registered Office of the Company on all working days except holidays between 11.00 A.M - 1.00 P.M up to the date of Annual General Meeting.
7. The Register of Directors and Key Managerial Personnel (KMPs) and their shareholding maintained under Section 170 of Companies Act, 2013 and the Register of Contracts or arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the Members at the Annual General Meeting.
8. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent

Account Number (PAN) by every participant in securities market. Members holding Shares in electronic form are, therefore, requested to submit the PAN details to their Depository Participants with whom they are maintaining their demat accounts. Members holding Shares in physical form can submit their PAN details to the Company's Registrar and Share Transfer Agents.

9. Distribution of Gifts: In conformity with regulatory requirements, the Company will NOT be distributing any gift, gift coupons or cash in lieu of gifts at the AGM or in connection therewith.
10. Members desirous of obtaining any relevant information with regard to the accounts of the Company at the Meeting are requested to send their requests to the Company at least 7 (seven) days before the date of the Meeting, so as to enable the Company to keep the information ready.
11. Electronic copy of the notice of the 37th Annual General Meeting (AGM) inter alia including the process and manner for e-voting along with proxy form and attendance slip will be sent to the members whose email-id is registered with the Company/ Depository Participant for communication purposes. However, the members who have not registered their email address shall be furnished with physical copy of the same in the permitted mode.
12. Shareholders are requested to affix their signatures at the space provided on the Attendance Slip and DP ID for easy identification of attendance at the meeting.
13. Shareholders who hold shares in dematerialized form are requested to bring their client ID and DPID for easy identification of attendance at the meeting.
14. Corporate shareholders intending to send their authorized representatives are requested to serve a duly certified copy of the Boards Resolution authorizing their representatives to attend and vote at the AGM.
15. Shareholders are requested to notify immediately any change in their address to the Company Registrar and Transfer Agents viz Maheshwari Datamatics Private Limited at 23, R. N Mukherjee Road, 5th floor, Kolkata-700001, E-Mail: info@mdpl.in
16. Pursuant to the provisions of Section 91 of the Companies Act, 2013 the Register of Members and Share Transfer Books of the Company shall remain closed from 21.09.2019 to 27.09.2019 (both days inclusive).
17. A member can opt for only one mode of voting i.e. either in person or through proxy at the meeting or through e-voting. If a member casts votes by both the modes, then voting done through e-voting shall prevail and voting through other means shall be treated as invalid.
18. The notice of Annual General Meeting will be sent to the members, whose names appear in the register of members / depositories as at closing hours of business, on 23.08.2019.

19. The requirement to place the matter relating to appointment of Auditors for ratification by members at every Annual General Meeting is done away with vide notification dated May 7, 2018 issued by the Ministry of Corporate Affairs, New Delhi. Accordingly, no resolution is proposed for ratification of appointment of Auditors, who were appointed in the Annual General Meeting held on September 28, 2016.

20. **Voting through electronic means:**

- I. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (including further amendments thereto) and Regulation 44 of the SEBI (LODR) Regulations, 2015, (including further amendments thereto), the Company is pleased to provide its members, facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM, remote e-voting”) will be provided by National Securities Depository Limited (NSDL).
- II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- III. The members who have cast their vote by remote e-voting prior to the Annual General Meeting may also attend the AGM but shall not be entitled to cast their vote again.
- IV. The remote e-voting period commences **on 24.09.2019 (9:00 am) and ends on 26.09.2019 (5:00 pm)**. During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date on **20.09.2019 may** cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- V. The process and manner for remote e-voting are as under:

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1 : Log-in to NSDL e-Voting system at www.evoting.nsdl.com

Step 2 : Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 is mentioned below:

How to Log-into NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from

NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsd.com.
 - b) Physical User Reset Password?"(If you are holding shares in physical mode) option available on www.evoting.nsd.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer on or before **26.09.2019** by e-mail to shawmanoj2003@gmail.com with a copy marked to evoting@nsdl.co.in.
 2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
 3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in
- VI. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 20.09.2019.
 - VII. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 20.09.2019, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA.
 - VIII. A member may participate in the AGM even after exercising his right to vote through remote evoting but shall not be allowed to vote again at the AGM.
 - IX. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
 - X. M/s. Manoj Shaw & Co., Practicing Company Secretaries, has been appointed as the Scrutinizer to scrutinize the remote e-voting process as well as voting through ballot paper at the AGM in a fair and transparent manner.
 - XI. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of Ballot Paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
 - XII. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make,

not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

- XIII. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.halderventure.in and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing.
- XIV. The Results shall also be simultaneously forwarded to the Stock Exchanges.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The following explanatory statement pursuant to provisions of Section 102 of the Companies Act, 2013 (including any statutory modification(s) thereto or re-enactment(s) thereof for the time being in force), sets out all material facts relating to the business items of the accompanying Notice.

ITEM NO: 3

Mr. Keshab Kumar Halder (DIN: 00574080) was appointed as a director of the Company w-e-f 27.09.2013. His designation was changed with effect from 31.03.2015 whereby he was appointed as a Managing Director of the Company for a term of 5 years up to a period of 30.03.2020 vide members' approval obtained in the extra ordinary general meeting of the Company held on 29.02.2016. The term of appointment of Mr. Keshab Kumar Halder is due to expire on 30.03.2020.

However, considering his extra ordinary performance and valuable guidance provided to the Company, the Board on recommendation of the Nomination and Remuneration Committee decided to further extend the term of appointment of Mr. Keshab Kumar Halder, Managing Director of the Company till the close of business on 30.03.2025, subject to the members' approval in this 37th Annual General Meeting. Since appointment/ re-appointment of a Managing Director requires approval of the members, the Directors seek your approval under section 196 read with section 203 of the Companies Act, 2013 for reappointment of Mr. Keshab Kumar Halder as a managing Director for a further period of 5 years with effect from 31.03.2020 till 30.03.2025.

The Board considers that the proposed resolution is in the interest of the Company and the Board recommends the resolution in relation to the above matter for your approval.

No person, as specified under section 102(1)(a) of the Act, other than Mr. Keshab Kumar Halder is in any way concerned or interested in this resolution proposed to be passed.

Details of Directors Proposed to be appointed /re-appointed at the Annual General Meeting:

Pursuant to Regulation 36(3) of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details of the Directors seeking appointment/re-appointment at the forthcoming Annual General Meeting are provided as under :-

Name of Director	Prabhat Kumar Haldar	Keshab Kumar Halder
Date of Birth (Age in years)	78	49
Date of Appointment	27/09/2013	27/09/2013 (designation changed to Managing Director w.e.f 31.03.2015)
Expertise in specific functional area (Experience in years)	50 Years (having experience in the field of finance)	35 Years (having experience in the field of finance)
Qualification	Graduate	Graduate
Shareholding in the Company (either personally or on beneficial basis)	428900	1068100
List of other Companies in which Directorship held	P. K. Agri Link Private Limited, Shri Jatadhari Rice Mill Private Limited, P. K. Cereals Private Limited, Reliable Advertising Private Limited, JDM Commercial Private Limited, Prakruti Commosale Private Limited	P. K. Agri Link Private Limited, Shri Jatadhari Rice Mill Private Limited, P. K. Cereals Private Limited, Intellect Buildcon Private Limited, JDM Commercial Private Limited, Prakruti Commosale Private Limited, Empire Maintenance Services Private Limited
Chairman/Member of the Committees of the Board across all Public Companies in which he is a Director	NIL	NIL
Chairman/Member of the Committees of the Board of the Company	Chairman- NIL Member- Nomination & Remuneration Committee	Chairman- NIL Member- Audit Committee
Disclosure of relationships between Directors inter-se and other Key Managerial Personnel	Father of Mr. Keshab Kumar Halder, the Managing Director and Father in law of Ms. Poulomi Halder, the Director	Son of Mr. Prabhat Kumar Haldar, the Director and the CFO and Husband of Ms. Poulomi Halder, the Director
Terms and conditions of appointment / re-appointment	Reappointment pursuant to retire by rotation	As per explanatory statement annexed hereto
Remuneration sought to be paid / last drawn	Details as per Annexure-V of the Directors' Report	Details as per Annexure-V of the Directors' Report
Number of Board Meetings attended during the year	Disclosed in the Directors' Report	Disclosed in the Directors' Report

By the order of the Board

ABHISHEK PAL

COMPANY SECRETARY (ACS:50031)

Date: May 30, 2019

Place: Kolkata

DIRECTORS' REPORT

Dear Shareholders,

The Directors have pleasure in presenting the 37th Annual Report and the Company's Audited Financial Statements (standalone and consolidated) for the financial year ended March 31, 2019.

1. SUMMARY OF FINANCIAL RESULTS

The Company's financial performance for the year ended March 31, 2019 is summarized below:

PARTICULARS	STANDALONE (Amount in ₹)		CONSOLIDATED (Amount in ₹)	
	2018-19	2017-18	2018-19	2017-18
Profit Before Tax	6,58,368	36,18,017	4,54,96,026	4,18,84,234
Less: Current Tax	3,34,552	9,40,282	1,11,58,188	1,14,06,190
Deferred Tax	0	(4,849)	8,61,728	24,07,505
Profit After Tax	3,23,816	26,82,584	3,34,76,111	2,80,70,539
Add: Profit Brought Forward From Previous Year	19,27,154	(7,52,572)	43,88,07,846	42,50,47,525
Less: Adjustment For Income Tax For Earlier Years	-	(2,858)	-	-
Profit/ Loss Carried Forward	22,50,970	19,27,154	45,44,33,330	43,88,07,846
Basic/ Diluted Earnings Per Share	0.10	0.85	10.59	8.88

2. OPERATION AND STATE OF COMPANY'S AFFAIRS

The Company is engaged in Trading in rice and cashew nuts as its principal business. It gives us immense pleasure to inform that the Company has a healthy management and worker relationships and we pledge to strengthen the same to improve quality of work culture and productivity.

The Company also enjoys a very good reputation for quality products and sustained quality maintenance with all the major builders and dealers. We are known for creating dependable supply levels and maintaining cordial relationships with all dealers and customers.

During the year under review the standalone turnover of the Company amounted to ₹ 5,91,18,955/- and consolidated turnover amounted to ₹ 2,57,92,59,185/- whereas in the previous year standalone turnover of the Company was ₹ 10,08,18,354/- and consolidated turnover was ₹ 2,33,49,35,140/- Standalone Profit for the year has increased by 88% and Consolidated Profit has increased by 19% Consolidated Exports have increased by 16.03%, during the year. The Management is hoping for better results in the coming years.

3. DIVIDEND

The Board considered it to be prudent to conserve the resources for the Company's growth and expansion and accordingly does not recommend payment of any dividend on the Equity shares for the financial year under review.

4. TRANSFER TO RESERVES

The Directors do not propose to transfer any amount to the general reserves, during the year.

5. MANAGEMENT DISCUSSION & ANALYSIS

Management Discussion and Analysis report for the year under review, as stipulated under Regulation 34(2)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, is attached with this Report and marked as Annexure - I.

6. EXTRACT OF ANNUAL RETURN

An extract of the Annual Return for the year ended 31st March, 2019, in the prescribed Form MGT- 9, pursuant to Section 92(3) of the Companies Act, 2013, read with Rule 12(1) of the Companies (Management and Administration) Rules, 2014, is attached with this

Report and marked as Annexure - II

7. CORPORATE GOVERNANCE

The provisions of Regulation 15(2) read with Regulation 27 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 are not applicable to the Company. Hence, report on Corporate Governance for the financial year 2018-19 is not attached herewith.

8. DIRECTORS AND KEY MANAGERIAL PERSONNEL

In accordance with the provisions of the Act and the Articles of Association of the Company,

Mr. Prabhat Kumar Haldar (DIN: 02009423), director of the Company, retires by rotation at the ensuing Annual General Meeting and being eligible has offered himself for re-appointment.

9. AUDIT COMMITTEE

The Composition of the Audit committee is in accordance with the requirements of section 177 of the Companies Act 2013 and comprises of Sri Debasis Saha as Chairman and Sri Keshab Kumar Halder and Sri Zakir Hossain as its members.

During the Financial Year 2018-19, 4 (four) meetings of the Audit Committee of the Board of Directors were held on 30.05.2018, 14.08.2018, 14.11.2018, and 14.02.2019. All the recommendations made by the Audit Committee were accepted by the Board.

10. NOMINATION AND REMUNERATION COMMITTEE

The Composition of the Nomination and Remuneration Committee is in accordance with the requirements of section 178 of the Companies Act 2013, and comprises of Sri Debasis Saha as Chairman and Sri Prabhat Kumar Haldar and Sri Zakir Hossain as its members.

During the Financial Year 2017-18, 1 (One) meeting of the Nomination and Remuneration Committee of the Board of Directors was held on 20.12.2018

11. DECLARATION UNDER SECTION 149 OF THE COMPANIES ACT, 2013

The Independent Directors of the Company have given the declaration of independence to the Company stating that they meet the criteria of Independence as mentioned under Section 149(6) of the Companies Act, 2013. The independent directors had their meeting on 14.02.2019.

12. FORMAL ANNUAL EVALUATION OF THE BOARD

The Nomination and Remuneration Committee of the Board has devised criteria for evaluation of the performance of Directors in compliance with the Companies Act, 2013 and applicable regulations. The Board has evaluated its own performances and that of its Committees and all individual directors including both Independent and Non Independent Directors. All the Directors of the Company are found to be persons of having knowledge and experience in their respective area and their association with the Company is considered to be beneficial to the Company. During the year under review, the Committee made the performance evaluation as above, based on the following criterions, in line with the Nomination and Remuneration Policy:

- Attendance and participation in the meetings;
- Preparedness for the meetings;

- ▶ Understanding of the Company and the external environment in which it operates and
- ▶ Constructive contribution to issues and active participation at meetings

The Committee found the performance of the Directors to be satisfactory.

13. COMPANY'S POLICY ON NOMINATION AND REMUNERATION OF DIRECTORS

The Board of Directors of the Company has adopted an Appointment and Remuneration Policy in consultation with its Nomination and Remuneration Committee, pursuant to Section 178(3) and other applicable provisions of the Companies Act, 2013, for determining qualifications, positive attributes and independence of directors and criteria for directors' appointment and remuneration. The details of Nomination and Remuneration Policy of the Company are disclosed in Annexure- VII of the Report.

14. VIGIL MECHANISM

The Company has established an effective whistle blower policy (Vigil Mechanism), pursuant to Section 177(9) of the Act, 2013 and Rules made there under, and procedures for its Directors and employees for enabling them to report their genuine concerns, if any. It also provides for adequate safeguards against victimization of persons. The Policy on Vigil Mechanism may be accessed on the company's website at: www.halderventure.in.

15. NUMBER OF MEETINGS OF THE BOARD

During the Financial Year 2018-19, four (4) meetings of the Board of Directors of the Company were held on 30.05.2018, 14.08.2018, 14.11.2018 and 14.02.2019. All the Directors of the Company were present in the meetings.

16. DIRECTORS' RESPONSIBILITY STATEMENT

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

- a. In the preparation of the annual accounts for the financial year ended 31 March 2019, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;
- b. The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31 March, 2019 and of the profit of the Company for period from 1 April 2018 to 31 March 2019;

- c. The Directors had taken proper and sufficient care for the 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 fraud and other irregularities;
- d. The Directors had prepared the annual accounts for the financial year ended 31 March 2019 on a going concern basis;
- e. The Director had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively;
- f. The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

17. STATUTORY AUDITORS AND ITS REPORT

M/s Sen & Ray, Chartered Accountants (FRN 303047E), were appointed as Statutory Auditors of the Company for a term of 5 (five) consecutive years, at its 34th Annual General Meeting held on 28.09.2016, till the conclusion of the Annual General Meeting of the Company to be held in the year 2021 (subject to ratification of their re-appointment at every AGM). They have confirmed that they are not disqualified from continuing as Auditors of the Company. The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments. The Auditors' Report does not contain any qualification, reservation, adverse remarks. However, the Auditor has given a disclaimer opinion that the Company has not established internal financial control over financial reporting in the manner as stated in the guidance notes on Internal Financial control over Financial Reporting issued by the Institute of Chartered Accountants of India. The Board has noted the same and assures of proper compliance and establishment of the same.

18. SECRETARIAL AUDITOR

The Board has appointed Mr. Manoj Prasad Shaw, Practicing Company Secretary (FCS 4194), to conduct Secretarial Audit for the financial year 2018-19. The Secretarial Audit Report for the financial year ended March 31, 2019 is annexed herewith marked as Annexure- III to this Report.

19. INTERNAL AUDITOR

M/s Gautam K. Datta & Associates, Chartered Accountants, (FRN: 328566E) were appointed as Internal Auditor for the financial year 2018-19. They have submitted their report based on the internal audit conducted during the year under review.

20. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

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

21. CONTRACT AND ARRANGEMENT WITH RELATED PARTIES

The Audit Committee reviews all the Related Party Transactions, to ensure that the same are in line with the provisions of Law and Policy. The Committee approves the Related Party Transactions entered by the Company under section 188 of the Companies Act, 2013, details of which are disclosed in the notes forming part of the financial statements and in form AOC-2 marked as Annexure V.

22. CORPORATE WEBSITE

The Company's web address is www.halderventure.in. The website contains a complete overview of the Company. The Company's Annual Report, financial results, details of its business, shareholding pattern, compliance with Corporate Governance, contact information of the designated officials of the Company who are responsible for assisting and handling investor grievances, the distribution schedule, and Code of Conduct are uploaded on the website.

23. DISCLOSURES UNDER RULE 8 OF COMPANIES (ACCOUNTS) RULES, 2014

- i. Names of Companies which have become or ceased to be Subsidiaries, Joint Venture Companies or Associate Companies during the year: There has been no change in the subsidiaries of the Company. The holding in subsidiary companies remain same as previous year.
- ii. Performance Of Subsidiaries And Associate Companies: A report on the performance and the financial position of each of the Subsidiaries and Associate Companies is annexed herewith and marked as Annexure- IV.
- iii. Financial summary or highlights: As detailed under the heading 'Summary of Financial Results'
- iv. Change in the nature of business, if any: None
- v. Details of Directors or Key Managerial Personnel, who were appointed or resigned during the year: NIL
- vi. Details relating to deposits: There were no fixed deposits from the public outstanding of the Company at the end of the financial year. No fixed deposit has been accepted during

the year and as such, there is no default in repayment of the said deposits. There has not been any deposit, which is not in compliance with the requirements of Chapter V of the Companies Act, 2013.

- vii. Significant material orders: No significant and material orders have been passed by any regulator(s) or Court(s) or Tribunal(s) impacting the going concern's status and Companies operations in future.
- viii. Adequacy of Internal Financial Control: The Company has an adequate system of internal control procedure as commensurate with the size and nature of business, which ensures that all assets are safeguarded and protected against loss and all transactions are recorded and reported correctly. The internal control system of the Company is monitored and evaluated by internal auditors and their audit reports are periodically reviewed by the Audit Committee of the Board of Directors. The observations and comments of the Audit Committee are placed before the Board for reference. The scope of internal audit includes audit of Purchase Facilities, Sales Promotion Expenditure and Incentive Scheme, Debtors and Creditors policy, Inventory policy, GST matters and others, which are also considered by the Statutory Auditors while conducting audit of the annual financial statements. However, the Auditor has given a disclaimer opinion in its report that the Company has not established internal financial control over financial reporting in the manner as stated in the guidance notes on Internal Financial control over Financial Reporting issued by the Institute of Chartered Accountants of India. The Board has noted the same and assures of proper compliance and establishment of the same.
- ix. Disclosure as to maintenance of cost records as specified by the Central Government under section 148 (1) of the Companies Act, 2013: Not applicable
- x. Conservation Of Energy, Technology, Absorption, Foreign Exchange Earnings And Outgo:
 - A) Conservation Of Energy: The Senior personnel continuously monitor energy consumption
 - B) Technology absorption: The Company has no activities relating to technology absorption.
 - C) Foreign exchange earnings and Outgo: Earnings by way of export- INR 2,63,61,741.00; Outgo- INR 3,08,16,020.00

24. CONSOLIDATED FINANCIAL STATEMENT

The Consolidated Financial Statements have been prepared in accordance with the principles and procedures for the preparation and presentation of Consolidated Accounts as set out in Section 129 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014. The Audited Consolidated Financial Statement together with Auditors' Report forms part of the Annual Report.

25. RISK MANAGEMENT POLICY

The Company does not have any Risk Management Policy as the elements of risk, threatening the Company's existence, are minimal.

26. CORPORATE SOCIAL RESPONSIBILITY (CSR)

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

27. LISTING WITH STOCK EXCHANGES

The Company confirms that it has paid all the pending Annual Listing Fees to BSE where the Company's shares are listed. BSE's Listing Centre is a web-based application designed for corporates. All periodical compliance filings like shareholding pattern, financial results, notices and outcome of the Board Meetings, among others are also filed electronically on the Listing Centre.

28. DEMATERIALIZATION OF SHARES

95.64% of the Company's paid up Equity Shares Capital is in dematerialization form as on 31st March, 2019 and balance 4.36% is in physical form.

Share transfers in physical form are processed by the Registrar and Transfer Agents, Maheshwari Datamatics Private Limited (23 R.N Mukherjee Road, 5th Floor, Kolkata- 700001, West Bengal, Tel: 033-2248 2248, Fax No: 033- 2248 4787; Email Id: info@mdpl.in) and are approved by the Board of Directors of the Company or the authorised signatories of the Company. Share transfers are registered and returned within 15 days from the date of lodgment if documents are complete in all respects. The depository system handles share transfers in dematerialized form.

29. MATERIAL CHANGES OCCURRED AFTER END OF FINANCIAL YEAR

No material changes and commitment which could affect the Company's financial position have occurred between the end of the financial year of the Company and date of this report.

30. SHARE CAPITAL

Issue of equity shares with differential rights: The Company has not issued any of its securities with differential rights during the year under review.

Buy Back of Securities: The Company has not bought back any of its securities during the year under review.

Sweat Equity, Bonus Shares & Employee Stock Option Plan: The Company has neither issued sweat equity or bonus shares nor has provided any stock option scheme to the employees.

Preferential Issue of Capital: The Company has not made any preferential issue during the current financial year.

31. PARTICULARS OF EMPLOYEES

The disclosure as required under Rule 5(1) of Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 is enclosed with this report as Annexure VI. The Company has not paid any remuneration attracting the provisions of Rule 5(2) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014. Hence, no information is required to be appended to this report in this regard.

32. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has in place a policy in line with the requirements of The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this Policy. The Directors are pleased to report that, during the year under review, neither any complaints of sexual harassment were received by it, nor were there any complaints relating thereto which required any disposal thereof.

33. ACKNOWLEDGEMENT

The Board would like to express its sincere appreciation for the valuable support and co-operation received from various Central and State Government Authorities, Stock Exchanges, Financial Institutions and Banks during the year. They also gratefully acknowledge the support extended by the customers and shareholders and contribution made by the employees at all level.

For and on behalf of the Board of Directors

Date: **May 30, 2019**

Place: Kolkata

KESHAB KUMAR HALDER
MANAGING DIRECTOR (DIN: 00574080)

ANNEXURE - I

MANAGEMENT DISCUSSION & ANALYSIS REPORT

A) INDUSTRY STRUCTURE AND DEVELOPMENT

Halder Venture Limited is mainly engaged in Trading of rice and cashew nuts as its principal business. Rice is the staple food of 65% of India's population and its cultivation is a major source of employment in South Asia. India, Bangladesh and Pakistan supply almost 30% of the world's paddy rice. India is one of the world's largest traders of rice, accounting for about 20% of all world rice trading where our Company is also primarily present. The Indian production of cashews is around 4.6 lakh tons per year. As India is the largest processor country in the world, it is left with more quantity for exports that also makes it the largest exporter in the world cashew market. It annually exports around 4 million cartons in one year. There is a cohesive focus on maintaining the demand supply balance in the country. The Company is expected to continue to be a dominant player in the agricultural sector with increasing demand for processed food in recent years with the growth of population, rapid urbanization and changing life styles.

B) OPPORTUNITIES AND THREATS

Favorable policy initiatives towards exports are encouraging the rice industry and cashew nuts industry towards higher exports. Increasing popularity of rice-based snacks, cashew nuts and other eatables made of cashew nuts is increasing institutional demand. Growing popularity of large format retail is enabling marketers to launch and display more and more specialized varieties, leading to higher than usual off take off the shelves. Marketers' response with niche variants for restaurants is also adding to the growth. Indian prices of agriculture commodities are controlled by the Government. The Minimum Support Price for Paddy (Common) has increased from 1550 per quintal in 2017-18 to 1750 per quintal for the year 2018-19 and Paddy (Grade A) has increased from 1590 per quintal in 2017-18 to 1770 per quintal in 2018-19. The Company's main threat is competition from multinational giants and local entrepreneur who are also engaged in this industry.

C) SEGMENT-WISE OR PRODUCT-WISE PERFORMANCE

The Company is a single segment company therefore details of segment-wise performance is not applicable. The Company has started trading of cashew nuts also from previous year, revenue from which constituted 55.41% of the total standalone revenue of the Company whereas trading of rice formed 44.59%

D) OUTLOOK

Outlook for the current year remains strong.

E) RISKS AND CONCERNS

The Company's operations are subject to risks which can impact business performance essentially with regard to prices of basic materials. The management assesses such risks and takes measures to address the same. The fundamental of the rice industry as well as the cashew nut industry appears to be better and is growing fast because of the improvement in the agricultural sector. The Company is committed to adhere to all applicable environment regulations and improve upon the environmental performance on a continued basis.

F) INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has an adequate system of internal control procedure as commensurate with the size and nature of business, which ensures that all assets are safeguarded and protected against loss and all transactions are recorded and reported correctly.

G) DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

The Management is pleased to report that Company's business plan is progressing as per the Management's satisfaction. The year in review shows a moderate performance by the Company with respect to sluggish demand in the agricultural industry. The present order position is healthy and we are expecting the markets to improve both in terms of liquidity and also demand in the coming years.

H) MATERIAL DEVELOPMENTS IN HUMAN RESOURCES / INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED

The Company believes that human assets constitute the driving force behind the Company's growth plans and has a healthy management and worker relationships and pledges to strengthen the same to improve quality of work culture and productivity. The human resource/ industrial relations remained cordial throughout the year and there was no incidence of strike, lock out etc.

For and on behalf of the Board of Directors

Date: **May 30, 2019**

Place: Kolkata

KESHAB KUMAR HALDER
MANAGING DIRECTOR (DIN: 00574080)

ANNEXURE-II

FORM NO. MGT - 9

EXTRACT OF ANNUAL RETURN as on the financial year ended on 31st March 2019

[Pursuant to section 92(3) of the Companies Act 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014)

I. REGISTRATION AND OTHER DETAILS

i) CIN:	L74210WB1982PLC035117
ii) Registration Date:	24/07/1982
iii) Name of the Company	HALDER VENTURE LIMITED
iv) Category / Sub-Category of the Company	Listed Public Company Limited by Share
v) Address of the Registered office and contact details	Diamond Heritage, 16, Strand Road, 10th Floor, Room No- 1012, Kolkata-700001
vi) Whether listed company	Yes
vii) Name, Address and Contact details of Registrar and Transfer Agent, if any	M/s Maheshwari Datamatics Pvt. Ltd Address: 23, R.N Mukherjee Road, 5th Floor, Kolkata- 700001; Tel: 033-2248 2248; E Mail Id: info@mdpl.in

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Retail Trade	4711	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/	% Of Shares Held Associate	Applicable Section
1	Prakruti Commosale Private Limited	U52190WB2011PTC164186	Subsidiary	100%	2 (87)
2	JDM Commercial Private Limited	U52100WB2010PTC146772	Subsidiary	100%	2 (87)
3	Intellect Buildcon Private Limited	U45400WB2009PTC133975	Subsidiary	77.53%	2 (87)
4	Reliable Advertising Private Limited	U22130WB1997PTC086067	Subsidiary	87.59%	2 (87)
5	P. K. Agri Link Private Limited	U15312WB2008PTC126633	Subsidiary	53.46%	2 (87)
6	P. K. Cereals Private Limited	U15312WB1989PTC047131	Subsidiary	26.77%	2(6)
7	Shri Jatadhari Rice Mill Private Limited	U15312WB2009PTC135394	Subsidiary	40.47%	2(6)

IV. SHAREHOLDING PATTERN

Equity Share Capital Breakup as percentage of Total Equity

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	622980	0	622980	19.71	2075980	0	2075980	65.68	45.97
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-

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	
d) Bodies Corp.					-	-	-	-	
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A) (1)	622980	0	622980	19.71	2075980	0	2075980	65.68	45.97
(2) Foreign									
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other - Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.									
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other....	-	-	-	-	-	-	-	-	-
Sub-total (A) (2)	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A) (1)+(A) (2)	622980	0	622980	19.71	2075980	0	2075980	65.68	45.97
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-

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	
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (Specify)	-	-	-	-	-	-	-	-	-
Sub-total (B) (1)	-	-	-	-	-	-	-	-	-
2. Non- Institutions									
a) Bodies Corp.	1020010	0	1020010	32.27	8015	0	8015	0.25	-32.02
i) Indian									
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	1250	137720	138970	4.40	51034	137720	188754	5.97	1.57
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	1198000	0	1198000	37.90	886543	0	886543	28.05	-9.85
c) Others Clearing member	180740	0	180740	5.72	1408	0	1408	0.04	-5.67
Sub-total (B) (2)	2400000	137720	2537720	80.29	947000	137720	1084720	34.32	-45.97
Total Public Shareholding (B)= (B) (1)+ (B) (2)	2400000	137720	2537720	80.29	947000	137720	1084720	34.32	-45.97
C. Shares held by Custodian for GDRs & AD₹	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	3022980	137720	3160700	100	3022980	137720	3160700	100	0

(ii) Shareholding of Promoters.

Sl No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/ encumbered to total shares	
1	Rekha Halder	151220	4.78	0	279720	8.85	0	04.07
2	Poulomi Halder	150800	4.77	0	279300	8.84	0	04.07
3	Keshab Kumar Halder	150600	4.76	0	1068100	33.79	0	29.03
4	Prabhat Kumar Halder	150400	4.76	0	428900	13.57	0	8.81
5	Koustuv Halder	10000	0.32	0	10000	0.32	0	0
6	Shrestha Halder	9960	0.32	0	9960	0.32	0	0
	TOTAL	622980	19.71	0	2075980	65.68	0	45.97

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

Sl No.	Shareholder's Name	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total shares of the company
1	Rekha Halder	151220	4.78	279720	8.85
	Changes during the year	INCREASE IN SHARES DUE TO TRANSFER OF SHARES ON 31.03.2019			
2	Poulomi Halder	150800	4.77	279300	8.84
	Changes during the year	INCREASE IN SHARES DUE TO TRANSFER OF SHARES ON 31.03.2019			

Sl No.	Shareholder's Name	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of Shares	% of total Shares of the company	No. of Shares	% of total shares of the company
3	Keshab Kumar Halder	150600	4.76	1068100	33.79
Changes during the year		INCREASE IN SHARES DUE TO TRANSFER OF SHARES ON 31.03.2019			
4	Prabhat Kumar Haldar	150400	4.76	428900	13.75
Changes during the year		INCREASE IN SHARES DUE TO TRANSFER OF SHARES ON 30.06.2018 AND 31.03.2019			
5	Koustuv Halder	10000	0.32	10000	0.32
Changes during the year		NO CHANGES DURING THE YEAR			
6	Shrestha Halder	9960	0.32	9960	0.32
Changes during the year		NO CHANGES DURING THE YEAR			

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

Sl No.	Name of the Top 10 Shareholders	Shareholding at the beginning of the year		Date	Increase/ Decrease shareholding	Reason	Shareholding at the end of the year	
		No. of Shares	% of total shares of the company				No. of Shares	% of total shares of the company
1	Baladeb Chatterjee	0	0	31.03.2019	150000	Shares obtained through shares transfer	150000	4.75
2	Suman Roy	298000	9.43	30.06.2018 31.03.2019	27400 200000	Decrease in shareholding pursuant to transfer of shares	70600	2.23
3	Suprabhat Dutta	0	0	30.06.2018	125000	Shares obtained through shares transfer	65000	2.06

Sl No.	Name of the Top 10 Shareholders	Shareholding at the beginning of the year		Date	Increase/ Decrease shareholding	Reason	Shareholding at the end of the year	
		No. of Shares	% of total shares of the company				No. of Shares	% of total shares of the company
				31.03.2019	60000	Decrease in shareholding pursuant to transfer of shares		
4	Bankim Chakraborty	0	0	30.06.2018	150000	Shares obtained through shares transfer	56700	1.79
				31.03.2019	93300	Decrease in shareholding pursuant to transfer of shares		
5	Asish Mondal	0	0	31.12.2018	150000	Shares obtained through shares transfer	56300	1.78
				31.03.2019	93700	Decrease in shareholding pursuant to transfer of shares		
6	Mrinal Debnath	0	0	30.06.2018	150000	Shares obtained through shares transfer	50000	1.58
				31.03.2019	100000	Decrease in shareholding pursuant to transfer of shares		
7	Debabrata Pramanik	150000	4.75	31.03.2019	100000	Decrease in shareholding pursuant to transfer of shares	50000	1.58
8	Pritikana Bhattacharya	150000	4.75	31.03.2019	100000	Decrease in shareholding pursuant to transfer of shares	50000	1.58
9	Pronoy Bhattacharya	150000	4.75	31.03.2019	100000	Decrease in shareholding pursuant to transfer of shares	50000	1.58

Sl No.	Name of the Top 10 Shareholders	Shareholding at the beginning of the year		Date	Increase/ Decrease shareholding	Reason	Shareholding at the end of the year	
		No. of Shares	% of total shares of the company				No. of Shares	% of total shares of the company
10	Indrani Sen	150000	4.75	31.03.2019	100000	Decrease in shareholding pursuant to transfer of shares	50000	1.58
11	Swetabrata Sen	150000	4.75	31.03.2019	100000	Decrease in shareholding pursuant to transfer of shares	50000	1.58
12	Zodiac Vanijya Private Limited	275000	8.70	30.06.2018	275000	Decrease in shareholding pursuant to transfer of all the shares	0	0
13	Linkup Financial Consultants Pvt.	150000	4.75	30.06.2018	150000 Ltd	Decrease in shareholding pursuant to transfer of all the shares	0	0
14	DKC Trading Private Limited	150000	4.75	30.06.2018	150000	Decrease in shareholding pursuant to transfer of all the shares	0	0
15	Panther Commotrade Private Limited	150000	4.75	30.06.2018	150000	Decrease in shareholding pursuant to transfer of all the shares	0	0
16	Shivam Machinery Traders Private Limited	150000	4.75	31.03.2019	150000	Decrease in shareholding pursuant to transfer of all the shares	0	0
17	Amarjit Yadav	150000	4.75	31.12.2018	150000	Decrease in shareholding pursuant to transfer of all the shares	0	0

Sl No.	Name of the Top 10 Shareholders	Shareholding at the beginning of the year		Date	Increase/ Decrease shareholding	Reason	Shareholding at the end of the year	
		No. of Shares	% of total shares of the company				No. of Shares	% of total shares of the company
18	Wonderland Paper Suppliers Private Limited	110000	3.48	30.06.2018	110000	Decrease in shareholding pursuant to transfer of all the shares	0	0
19	Navagantuk stock Broking Private Limited	25000	0.79	30.06.2018	25000	Decrease in shareholding pursuant to transfer of all the shares	0	0

(v) Shareholding of Directors and Key Managerial Personnel:

Sl No.	Name	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Keshab Kumar Halder (Managing Director)	150600	4.76	1068100	33.79
2	Debasis Saha (Independent Director)	0	0	0	0
3	Prabhat Kumar Halder (Director & CFO)	150400	4.76	428900	13.57
4	Poulomi Halder (Director)	150800	4.77	279300	8.84
5	Zakir Hossain (Independent Director)	0	0	0	0
6	Abhishek Pal (Company Secretary)	0	0	0	0

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year:				
i) Principal Amount	20309396	80000	0	20389396
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	20309396	80000	0	20389396
Change in Indebtedness during the financial year:				
- Addition	0	2145330	0	2145330
- Reduction	(1357525)	0	0	(1357525)
Net Change	(1357525)	2145330	0	787805
Indebtedness at the end of the financial year:				
i) Principal Amount	18951871	2225330	0	21177201
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	18951871	2225330	0	21177201

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sl No.	Particulars of Remuneration	Name of MD/WTD/ Manager Keshab Kumar Halder	Total Amount ₹
1	Gross salary ₹:	NIL	NIL
	(a) Salary as per provisions contained in section 17 (1) of the Income-tax Act, 1961	NIL	NIL
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL
	(c) Profits in lieu of salary under section 17 (3) of Income tax Act, 1961	NIL	NIL

SI No.	Particulars of Remuneration	Name of MD/WTD/ Manager Keshab Kumar Halder	Total Amount ₹
2	Stock Option	NIL	NIL
3	Sweat Equity	NIL	NIL
4	Commission:	NIL	NIL
	- as % of profit	NIL	NIL
	- others, specify	NIL	NIL
5	Others (LTA and Retirement benefits)	NIL	NIL
	Total (A)	NIL	NIL
	Ceiling as per the Act	NA	

B. Remuneration to other directors:

SI No.	Particulars of Remuneration	Name of Directors		Total Amount ₹
1	Independent Directors	Debasis Saha	Zakir Hossain	NIL
	- Fee for attending board committee meetings	NIL	NIL	NIL
	- Commission	NIL	NIL	NIL
	- Others, please specify	NIL	NIL	NIL
	Total (1)	NIL	NIL	NIL
2	Other Non-Executive Directors	NIL	NIL	NIL
	- Fee for attending board committee meetings	NIL	NIL	NIL
	- Commission	NIL	NIL	NIL
	- Others, please specify	NIL	NIL	NIL
	Total (2)	NIL	NIL	NIL
	Total (B) = (1+2)	NIL	NIL	NIL

C. Remuneration to Key Managerial Personnel Other Than

Sl No.	Particulars of Remuneration	(Key Managerial Personnel)		
		CFO Prabhat Kumar Haldar	Company Secretary Abhishek Pal	Total
1	Gross salary	NIL	NIL	NIL
	(a) Salary as per provisions contained in section 17 (1) of the Income-Tax Act, 1961	NIL	2,04,000	2,04,000
	(b) Value of perquisites u/s17 (2) Income-tax Act, 1961	NIL	NIL	NIL
	(c) Profits in lieu of salary under section 17 (3) Income-tax Act, 1961	NIL	NIL	NIL
2	Stock Option	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL
4	Commission:	NIL	NIL	NIL
	- as % of profit	NIL	NIL	NIL
	- others, specify...	NIL	NIL	NIL
5	Others, please specify	NIL	NIL	NIL
	Total	NIL	2,04,000	2,04,000

VII. PENALTIES/ PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any, (give details)
COMPANY					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
DIRECTORS					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
OTHER OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

For and on behalf of the Board of Directors

Date: **May 30, 2019**

Place: Kolkata

KESHAB KUMAR HALDER
MANAGING DIRECTOR (DIN: 00574080)

ANNEXURE-III

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March 2019

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

To,

The Members

HALDER VENTURE LIMITED

Diamond Heritage, 16 Strand Road,
10th Floor, Room No- 1012
Kolkata- 700001

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **HALDER VENTURE LIMITED**, (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

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

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

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to

the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act);
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (till November 09, 2018);
 - (d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (w.e.f. November 10, 2018);
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable to the Company during the Audit Period).
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client.
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not applicable to the Company during the Audit Period).

We have relied on the representation made by the Company and its Officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company. The list of major head/groups of Acts, Laws and Regulations as applicable to the Company are as follows :-

- I. Labour Laws and other incidental laws related to labour and employees appointed by the Company either on its payroll or on contractual basis as related to wages, gratuity, provident fund, ESIC, compensation etc.
- II. Acts as prescribed under Direct Tax and Indirect Tax
- III. Local laws as applicable to various offices and plants
- IV. Maternity Benefit Act, 1961
- V. The Negotiable Instruments Act, 1881

- VI. Indian Contract Act, 1872
- VII. Indian Stamp Act, 1899
- VIII. The Industrial Disputes Act, 1947

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

- (i) The Company has complied with the applicable Clauses of SS-1 (Secretarial Standard on Meetings of the Board of Directors) and SS-2 (Secretarial Standard on General Meetings) issued by the Institute of Company Secretaries of India.
- (ii) The Company has complied with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 entered into by the Company with the stock exchanges.

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

We further report that

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

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.

All the decisions of the Board were unanimously passed and no dissenting views have been recorded in the Minutes of the Board.

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

We further report that the Company had made an open offer under regulations 3(1) and 4 of the SEBI (SAST), Regulations, 2011 to all the public shareholders of the Company for acquisition of 1579086 equity shares representing 49.96% of fully paid up equity share capital and voting capital of the Company at a price of Rs. 10.50 per equity share (offer price) payable in cash aggregating to Rs. 1,65,80,403 (offer size). The acquirers and the persons acting in concert (PAC) belonged to the

existing promoter and promoter group of the Company. The shareholding of promoter and promoter group before the open offer was 772980 equity shares representing 24.46% of the total paid up share capital of the Company whereas the shareholding of the promoter and promoter group changed to 2075980 equity shares representing 65.68% of the total paid up share capital of the Company, after acquisition made by it through the open offer.

We further report that during the audit period the Company has accorded the consent of members to the Board of Directors for the following specific events/actions having a major bearing on the Company's affairs :-

Approval u/s 188 of the Companies Act, 2013 for entering into transaction involving sale, purchase or supply of any goods or material and/or availing or rendering of any services with Hal Exim DWC LLC, a related party as per the definition of the term under the Act, up to an amount of Rs. 10,00,00,000 (Rupees Ten Crores only) during the financial year ending on 31st March, 2019.

Approval u/s 188 of the Companies Act, 2013 for entering into transaction involving sale, purchase or supply of goods or material and /or availing or rendering of any services with Hal Exim PTE Ltd, a related party as per definition of the terms under the Act, up to an amount of Rs 10,00,00,000 (Rupees Ten Crores only) during the financial year ending on 31st March, 2019.

For M/s Manoj Shaw & Co.
(Company Secretaries)

Manoj Prasad Shaw
(Proprietor)

Date: May 30, 2019

Place: Kolkata

FCS No. 5517; C P No.: 4194

The 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

HALDER VENTURE LIMITED

Diamond Heritage, 16 Strand Road,
10th Floor, Room No- 1012
Kolkata- 700001

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

Management's Responsibility:

1. Maintenance of Secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events, etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.No.: 419

For M/s Manoj Shaw & Co.
(Company Secretaries)

Manoj Prasad Shaw
(Proprietor)

Date: May 30, 2019

Place: Kolkata

FCS No. 5517; C P No.: 4194

ANNEXURE-IV

FORM AOC-1

[Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014]

Statement containing salient features of the financial statement of Subsidiaries/ Associate Companies/ Joint Ventures

Part "A": SUBSIDIARIES

(Information in respect of each subsidiary is presented with amounts in ₹)

Name of Subsidiary	Prakruti Commosale Private Limited	JDM Commercial Private Limited	Intellect Buildcon Private Limited	Reliable Advertising Private Limited	P. K. Agri Link Private Limited	Shri Jatadhari Rice Mills Pvt Ltd	P. K Cereals Pvt Ltd
Reporting period for the subsidiary concerned, if different from the holding company's reporting period	NO	NO	NO	NO	NO	NO	NO
Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	NA	NA	NA	NA	NA	NA	NA
Share capital:	2,41,800	75,28,000	4,45,000	56,22,500	2,38,35,200	2,36,13,570	36,00,000
Reserves and surplus	14,16,64,963	17,79,98,870	31,71,418	5,06,34,707	24,27,67,178	7,81,88,404	4,84,64,361
Total assets	14,19,41,182	18,65,78,435	46,41,129	9,44,93,054	79,15,36,738	31,46,04,077	14,41,47,829
Total Liabilities	14,19,41,182	18,65,78,435	46,41,129	9,44,93,054	79,15,36,738	31,46,04,077	14,41,47,829

Name of Subsidiary	Prakruti Commosale Private Limited	JDM Commercial Private Limited	Intellect Buildcon Private Limited	Reliable Advertising Private Limited	P. K. Agri Link Private Limited	Shri Jatadhari Rice Mills Pvt Ltd	P.K Cereals Pvt Ltd
Investments	9,23,00,000	18,56,00,000	26,66,100	9,34,34,689	NIL	26,55,000	19,95,000
Turnover	12,49,700	9,60,000	12,40,300	9,36,000	1,59,86,86,684	74,53,98,631	27,90,26,656
Profit before taxation	10,319	3,469	23,848	11,339	2,65,97,397	1,34,42,166	47,58,467
Provision for taxation	2,683	902	3,771	2,949	62,41,369	41,33,613	13,00,076
Profit after taxation-	7,636	2,567	10,731	8,390	2,03,56,028	93,08,553	34,58,391
Proposed Dividend	NIL	NIL	NIL	NIL	NIL	NIL	NIL
% of shareholding	100	100	77.53%	87.59%	53.46	40.47 (through effective control)	26.77 (through effective control)

Names of subsidiaries which are yet to commence operations-**NIL**

Names of subsidiaries which have been liquidated or sold during the year-**NIL**

Part "B": ASSOCIATES AND JOINT VENTURES:

The Company does not have any Associate or Joint Venture

ANNEXURE-V

FORM NO. AOC-2

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

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

1. **Details of contracts or arrangements or transactions not at arm's length basis**
 - (a) **Name(s) of the related party and nature of relationship:** Hal Exim PTE Ltd; an entity with common director
 - (b) **Nature of contracts/arrangements/transactions:** Sale and Purchase of goods for an amount of ₹ 5,71,77,760
 - (c) **Duration of the contracts / arrangements/transactions:** for the year ended 31.03.2019
 - (d) **Salient terms of the contracts or arrangements or transactions including the value, if any:** on actual basis
 - (e) **Justification for entering into such contracts or arrangements or transactions:** offering competitive rates to the Company
 - (f) **date(s) of approval by the Board:** 30.05.2018
 - (g) **Amount paid as advances, if any:** as per the terms of contract
 - (h) **Date on which the special resolution was passed in general meeting as required under first proviso to section 188:** 28.08.2018

2. **Details of material contracts or arrangement or transactions at arm's length basis**
 - (a) **Name(s) of the related party and nature of relationship:** P.K. Agri Link Private Limited; an entity with common director
 - (b) **Nature of contracts/arrangements/transactions:** Purchase of goods for an amount of ₹ 2,42,98,857
 - (c) **Duration of the contracts / arrangements/transactions:** ongoing
 - (d) **Salient terms of the contracts or arrangements or transactions including the value, if any:** on actual basis
 - (e) **Date(s) of approval by the Board, if any:**
 - (f) **Amount paid as advances, if any:** as per the terms of contract

For and on behalf of the Board of Directors

Date: **May 30, 2019**

Place: Kolkata

KESHAB KUMAR HALDER
MANAGING DIRECTOR (DIN: 00574080)

ANNEXURE-VI

DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5 OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

- i) Ratio of remuneration of each director to median remuneration of employees of the Company for this financial year 2018-19 is NIL as no director remuneration has been paid during the year.
- ii) The % increase in remuneration of each Director and KMP in the FY-2018-19 is NIL as there has been no change in remuneration paid during this year and previous year.
- iii) Decrease in the median remuneration of employees in the financial year 2018-19 is 54.46%
- iv) There were 9 (nine) number of permanent employees on the rolls of the Company as on 31, March, 2019.
- v) The average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year was 57.41% The same cannot be compared with the percentile increase in the managerial remuneration as no managerial remuneration was paid in the previous year or this year.
- vi) It is hereby affirmed that the remuneration paid during the year is as per the Remuneration policy of the Company.

For and on behalf of the Board of Directors

Date: **May 30, 2019**

Place: Kolkata

KESHAB KUMAR HALDER

MANAGING DIRECTOR (DIN: 00574080)

ANNEXURE-VII

NOMINATION AND REMUNERATION POLICY

The Board of Directors of the Company has adopted an Appointment and Remuneration Policy in consultation with its Nomination and Remuneration Committee, pursuant to Section 178(3) and other applicable provisions of the Companies Act, 2013, for determining qualifications, positive attributes and independence of directors and criteria for directors' appointment and remuneration.

The objective of the Policy is to ensure that:

- a) The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the Company successfully.
- b) Relationship of remuneration to performance is clear and meets appropriate performance benchmarks.
- c) Remuneration to directors, KMPs and senior management involves a balance between fixed and incentive pay, reflecting short and long term performance objectives appropriate to the working of the Company and its goals.

This policy is applicable to:

- i) Directors viz. Executive, Non-executive and Independent
- ii) Key Managerial Personnel (KMP)
- iii) Senior Management Personnel
- iv) Other Employees of the Company

Salient features of the policy are:

1. The remuneration to the Whole-time/ Executive/ Managing Directors will be recommended by the Committee.
2. The remuneration shall be in accordance with the provisions laid in the Companies Act, 2013 and shall be subject to such approval, by the Board of Directors or shareholders as stated therein.
3. In case of no profits or inadequate profits, the Company shall pay remuneration to its

Whole-time/Executive/Managing Director in accordance with the provisions of Schedule V of the Companies Act, 2013 and if it is not able to comply with such provisions, then previous approval of the Central Government shall be obtained for such payment.

4. Increments to the Whole-time/Executive/Managing Director shall be within the slabs approved by the shareholders. The Non-executive/Independent Directors of the Company shall be paid sitting fees as per the limit sanctioned by the Board, from time to time, subject to applicable Regulations.
5. The Non-executive/Independent Directors, may also be paid Commission, within the limits as stated under the Companies Act, 2013 or any other relevant statute, agreement, etc. as amended from time to time, on profit achieved by the Company, subject to such approvals, as may be statutorily required.
6. Non-executive Directors shall not be entitled to any stock option of the Company.
7. The KMP, Senior Management Personnel and other employees of the Company shall be paid monthly remuneration as per the Company's policies. The breakup of the pay scale and quantum of perquisites including, employer's contribution to P.F., pension scheme, etc. shall be as per the Company's policies.
8. If the remuneration of KMPs or any other officer is to be specifically approved by the Committee and/ or the Board of Directors under any statute, such approval will be accordingly procured.
9. This remuneration policy shall apply to all future/continuing employment with the Company. In other respects, the Remuneration Policy shall be of guidance for the Board.
10. Any departure from the policy shall be recorded and reasoned in the Committee and Board Meeting minutes. The Board reserves its right to amend or modify this policy in whole or in part, at any time without assigning any reason whatsoever.

For and on behalf of the Board of Directors

Date: **May 30, 2019**

Place: Kolkata

KESHAB KUMAR HALDER

MANAGING DIRECTOR (DIN: 00574080)

SEN & RAY

CHARTERED ACCOUNTANTS

To The Members of **Halder Venture Limited**

Report On the Standalone Financial Statement

OPINION

We have audited the standalone financial statements of Halder Venture Limited ("the Company"), which comprise the Balance Sheet as at 31 March 2019, and the Statement of Profit and Loss (including other comprehensive income), Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements"). In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2019, and profit (including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

BASIS FOR OPINION

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

KEY AUDIT MATTERS

We have determined that there are no other key audit matters to communicate in our report

OTHER INFORMATION

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the standalone financial statements and our auditors' report thereon

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

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard

MANAGEMENT'S RESPONSIBILITY FOR THE STANDALONE FINANCIAL STATEMENTS

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

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

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

AUDITOR'S RESPONSIBILITY

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

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

- ▶ Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- ▶ 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 Act 16, 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 standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements for the financial year ended March 31, 2019 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication

Report on Other Legal and Regulatory Requirements

1. As required by section 143 (3) of the Act, based on our audit we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit
 - b. in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books
 - c. the Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account
 - d. in our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards prescribed under section 133 of the Act
 - e. on the basis of the written representations received from the directors of the Company as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164(2) of the Act
 - f. with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - g. with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
 - iii. There were no amounts which required to be transferred by the Company to the Investor Education and Protection Fund.
2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order

For SEN & RAY

Chartered Accountants

(Firm's Registration No.303047E)

Soumik Ray (Partner)

Membership No.122465

Kolkata May 30, 2019

ANNEXURE-A

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

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

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

AUDITORS' RESPONSIBILITY

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgments, 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 I/we have obtained is sufficient and appropriate to provide a basis for my /our audit opinion on the Company's internal financial controls system over financial reporting.

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

DISCLAIMER OF OPINION

Framework for Internal Financial Control over financial reporting not established but does not impact the audit opinion on Financial Statement.

According to the information and explanation given to us, the Company has not established its internal financial control over financial reporting on criteria based on or considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Control over Financial Reporting issued by the Institute of Chartered Accountants of India. Because of this reason, we are unable to obtain sufficient and appropriate audit evidence to provide a basis for our opinion whether the Company had adequate Internal Financial Control over financial reporting and whether such internal financial controls were operating effectively as at March 31, 2019. We have considered the disclaimer reported above in determining the nature, timing, and extent of audit test applied in our audit of the financial statement of the Company, and the disclaimer does not affect our opinion on the financial statement of the Company.

For SEN & RAY

Chartered Accountants

(Firm's Registration No.303047E)

Soumik Ray (Partner)

Membership No.122465

Kolkata May 30, 2019

ANNEXURE-B

REPORT UNDER THE COMPANIES (AUDITORS' REPORT) ORDER, 2016.

Referred to in of our report of even date.

In terms of the information and explanations sought by us and given by the company and the books and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that: -

- i. In respect of its Fixed Assets,
 - a. The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
 - b. The Fixed Assets have been physically verified by the management on the last date of the financial year. Based on the Fixed Asset verification documents received from the entity, no material discrepancies
 - c. There is no immovable property held by the company therefore, the provisions of clause 3(i)(c) of the Order are not applicable to the Company
- ii. In respect of the Inventories,
 - a. The management has conducted physical verification of inventory as on the last date of the financial year.
 - b. The discrepancies noticed on physical verification of the inventory as compared to books records which has been properly dealt with in the books of account were not material
- iii. The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii)(a) to (c) of the Order are not applicable to the Company and hence not commented upon.
- iv. In our opinion and according to the information and explanation given to us, in respect of loans, investments guarantees, and security the provisions of section 185 and 186 of the Companies Act, 2013 have been complied with.
- v. The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- vi. As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub section (1) of section 148 of the Act, in respect of the activities carried out by the Company
- vii. a.) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, GST, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to

us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2019 for a period of more than 6 months from the date on when they become payable.

- b) According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute
- viii. According to the information and explanations given to us, the Company has not taken any loan either from financial institutions or from the government and has not issued any debentures.
- ix. Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised money by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3(ix) of the Order are not applicable to the Company and hence not commented upon.
- x. Based upon the representation letter received and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
- xi. Based upon the audit procedures performed and the information and explanations given by the management, no Managerial Remuneration has been paid or provided. Accordingly, the provisions of clause 3 (xi) of the Order are not applicable to the Company and hence not commented upon.
- xii. In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 3 (xii) of the Order are not applicable to the Company.
- xiii. Based upon the audit procedures performed and according to the information and explanations given to us, All transactions with related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial statements etc. as required by the applicable accounting standards.
- xiv. Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.
- xv. Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- xvi. In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

For SEN & RAY

Chartered Accountants

(Firm's Registration No.303047E)

Soumik Ray (Partner)

Membership No.122465

Kolkata May 30, 2019

Balance Sheet as at 31st March, 2019

			(Amount in Indian Rupees)	
	Particulars	Note No	Figures as at 31.03.2019	Figures as at 31.03.2018
I.	ASSET			
	(1) Non-Current Assets			
	(a) Property, Plant and Equipment	2A	3,326,782	61,992
	(b) Capital work-in-progress			
	(c) Other Intangible assets	2B	3,505	6,520
	(d) Financial Assets			
	(i) Investments	3	1,532,500	1,532,500
	(ii) Trade receivables	4	-	-
	(iii) Loans & Advances	5		-
	(iv) Others Financial Assets	5	-	-
	(e) Deferred tax assets (net)			
	(f) Other non-current assets		-	-
	(2) Current Assets			
	(a) Inventories	6	24,309,310	-
	(b) Financial Assets			
	(i) Investments	3	-	-
	(ii) Trade receivables	4	29,499,379	35,189,496
	(iii) Cash and cash equivalents	7	19,288	18,355
	(iv) Loans & Advances		-	-
	(v) Others Financial Assets	5	-	27,143,684
	(c) Current Tax Assets (Net)		-	-
	(d) Other current assets	8	2,233,006	2,955,557
	Total		60,923,770	66,908,104
II.	EQUITY AND LIABILITIES			
	(1) Equity			
	(a) Equity Share capital	9	31,607,000	31,607,000
	(b) Other Equity			
	(i) Reserve & Surplus	10	2,250,970	1,927,154
	(2) Non-Current Liabilities			
	(a) Financial Liabilities			

BALANCE SHEET AS AT 31ST MARCH, 2019

		(Amount in Indian Rupees)	
Particulars	Note No	Figures as at 31.03.2019	Figures as at 31.03.2018
(i) Borrowings	11	-	-
(ii) Trade payables	12	-	-
(iii) Other financial liabilities	13		
(b) Provisions			
(c) Employees Benefit Obligations		-	-
(d) Deferred tax liabilities (Net)			
(e) Other non-current liabilities			
(3) Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	11	21,177,201	20,389,396
(ii) Trade payables	12	752,011	9,787,968
(iii) Other financial liabilities	13	3,793,514	654,560
(b) Other current liabilities	14	68,240	1,601,744
(c) Provisions			
(d) Employees Benefit Obligations			
(e) Current Tax Liabilities (Net)	15	1,274,834	940,282
Total		60,923,770	66,908,104

Significant Accounting Policies and
Notes to Accounts 1

This is the Balance Sheet referred to in our
report of even date.

For M/s SEN & RAY
CHARTERED ACCOUNTANTS
Firm Registration No. 303047E

Soumik Ray
Membership No. 122465
Partner
Place: Kolkata
Dated : 30th May, 2019

The notes are an integral part of the financial
statements

On behalf of Halder Venture Limited

Keshab Kumar Halder Poulomi Halder
Director Director
DIN-00574080 DIN-02224305

CS. Abhishek Pal
Company Secretary
M No-50031

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

Particulars	Note No	(Amount in Indian Rupees)	
		For the Year Ended 31.03.2019	For the Year Ended 31.03.2018
INCOME			
I. Revenue from operations	16	5,91,18,955	10,08,18,354
II. Other Income	17	22,20,081	15,54,729
III. Total Income (I +II)		6,13,39,036	10,23,73,083
IV. Expenses:			
Purchases of Stock-in-Trade	18	7,31,64,666	8,59,73,778
Changes in inventories of finished goods, Stock-in -Trade and work-in-progress		(2,43,09,310)	-
Employee benefits expense	19	15,90,633	16,65,978
Finance costs	20	18,32,039	14,85,653
Depreciation and amortization expense	2	11,14,272	75,385
Export Related Expenses	21	38,97,426	42,02,978
Import Related Expenses	22	13,23,222	28,77,639
Other expenses	23	20,67,720	24,73,655
V. Total Expenses		6,06,80,668	9,87,55,066
VI. Profit before exceptional and extraordinary items and tax	(III - V)	6,58,368	36,18,017
VII. Exceptional Items			
Preliminary Expenses written off		-	-
VIII. Profit before tax	(VII-VI)	6,58,368	36,18,017
IX. Tax Expense:			
(1) Current Tax		3,34,552	9,40,282
(2) Deffered Tax		-	(4,849)
(3) Mat Credit Entitlement			
X. Profit / (Loss) for the period from continuing operations	(VIII-XI)	3,23,816	26,82,584
XI. Profit/(loss) from discontinued operations			
XII. Tax expense of discontinued operations			

Particulars	Note No	(Amount in Indian Rupees)	
		For the Year Ended 31.03.2019	For the Year Ended 31.03.2018
XIII. Profit/(loss) from Discontinued operations (after tax)	(XI+XII)	-	-
XIV. Profit/(loss) for the period	(X+XIII)	3,23,816	26,82,584
XV. Other Comprehensive Income			
A (i) Items that will not be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
B (i) Items that will be reclassified to profit or loss		-	-
(ii) Income tax on items that will be reclassified to profit or loss		-	-
XVI. Total other comprehensive income		-	-
Total Comprehensive Income for the period	(XIV+XVI)	3,23,816	26,82,584
XVII. Earning per equity share:			
(1) Basic		0.10	0.85
(2) Diluted		0.10	0.85

Significant Accounting Policies and
Notes to Accounts 1

This is the Statement of Profit and Loss referred to
in our report of even date.

For M/s SEN & RAY
CHARTERED ACCOUNTANTS
Firm Registration No. 303047E

Soumik Ray
Membership No. 122465
Partner
Place: Kolkata
Dated : 30th May, 2019

The notes are an integral part of the financial
statements

On behalf of Halder Venture Limited

Keshab Kumar Halder Director DIN-00574080	Poulomi Halder Director DIN-02224305
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CS. Abhishek Pal
Company Secretary
M No-50031

STATEMENT OF CASHFLOWS

		(Amount in Indian Rupees)	
Particulars	2018-19	2017-18	
A. CASH FLOW FROM OPERATING ACTIVITIES			
Profit before tax	6,58,368	36,18,017	
Adjustments for :			
Depreciation	11,14,272	75,385	
Working Capital Adjustments			
(Increase)/Decrease In Inventories	(2,43,09,310)	-	
(Increase)/Decrease In Trade Receivables	56,90,117	(1,38,22,479)	
(Increase)/Decrease in Other Financial Asset	2,71,43,684	(1,76,18,084)	
(Increase)/Decrease in Loan & Advance	-	1,11,111	
(Increase)/Decrease in Other Current Asset	7,22,550	(29,55,557)	
Increase/(Decrease) in Other Financial Liabilities	31,38,954	(5,41,018)	
Increase/(Decrease) in Other Current Liabilities	(15,33,504)	15,50,560	
Increase/(Decrease) in Trade Payables	(90,35,957)	95,62,717	
	35,89,174	(2,00,19,348)	
Income Tax Paid	-	(56,045)	
Net Cash Flow From/(Used in) Operating Activities	35,89,174	(2,00,75,393)	
B. INVESTING ACTIVITIES			
Sale/(Purchase) of Fixed Assets	(43,76,046)	(78,883)	
Net Cash Flow From/(Used in) Investing Activities	(43,76,046)	(78,883)	

Particulars	(Amount in Indian Rupees)	
	2018-19	2017-18
C. FINANCIANG ACTIVITY		
Increase/(Decrease) Short term Borrowings	7,87,805	2,00,09,396
Increase/(Decrease) Long term Borrowings		
Net Cash Flow From/(Used in) Financing Activities	7,87,805	2,00,09,396
Net Increase / Decrease in Cash and Cash Equivalent	933	(1,44,880)
Cash and Cash Equivalent at the beginning of the year	18,355	1,63,236
Cash and Cash Equivalent at the end of the year	19,288	18,355

We have checked the attached Standalone Cash flow statement of HALDER VENTURE LTD for the year ended 31st March, 2019 from the books and records maintained by the company in the ordinary course of business and have subject to comparative figures for the year ended 31st March, 2018

The above Cash Flow Statement has been prepared under the indirect method as set out in the Ind AS-7 on Statement of Cash Flow notified under Section 211(3C)[Companies (Accounting Standards) Rules 2006, as amended] and relevant provisions of the Companies Act, 2013.

Significant Accounting Policies and Notes to Accounts

This is the Statement of Statement of Cashflows referred to in our report of even date.

For M/s SEN & RAY
CHARTERED ACCOUNTANTS
 Firm Registration No. 303047E

Soumik Ray
 Membership No. 122465
 Partner
 Place: Kolkata
 Dated : 30th May, 2019

The notes are an integral part of the financial statements

On behalf of Halder Venture Limited

Keshab Kumar Halder Director DIN-00574080	Poulomi Halder Director DIN-02224305
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CS. Abhishek Pal
 Company Secretary
 M No-50031



STATEMENT OF CHANGE IN EQUITY



Particulars	Authorised Capital	Issued and subscribed capital					Total	
	32,50,000 Equity Shares of ₹ 10 Each	31,60,700 Equity Shares of ₹10 Each	Other Reserves (specify nature)	Securities Premium Reserve	General Reserve	Equity component of compound financial instruments		Share application money pending allotment
	(Amount in Indian Rupees)							
Balance as at 01.04.2017							(7,52,572)	(7,52,572)
Profit for the year							26,82,584	26,82,584
Restated balance at the beginning of the reporting period							-	-
Total Comprehensive Income for the year							-	-
Proposed Dividends and Tax thereon							-	-
Transfer to reserves							-	-
Any other change (Income Tax For Earlier Period)							(2,858)	(2,858)
Balance as at 31.03.2018							19,27,154	19,27,154
Balance as at 01.04.2019							19,27,154	19,27,154
Profit for the year							3,23,816	3,23,816
Restated balance at the beginning of the reporting period							-	-
Total Comprehensive Income for the year							-	-
Proposed Dividends and Tax thereon							-	-
Transfer to reserves							-	-
Any other change (Income Tax For Earlier Period)							-	-
Balance as at 31.03.2019							22,50,970	22,50,970

Note-1 SCHEDULES & NOTES TO ACCOUNTS OF HALDER VENTURE LIMITED LIMITED

A. SIGNIFICANT ACCOUNTING POLICIES

CORPORATE INFORMATION

Halder Venture Limited (the 'Company') is a public limited company domiciled in India, incorporated under the provisions of the Companies Act, 1956 and is listed at Bombay Stock Exchange. The Company is engaged in the trading activity (Including Export).

I. STATEMENT OF COMPLIANCE

The financial statements of the Company have been prepared in accordance with and in compliance, in all material aspects with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued there under. These financial statements for the year ended 31st March, 2019 are the Ind AS compliant financial of the Company. The Company has adopted Ind-AS for preparation of financial statements for the year started from 1st April 2016 and onwards.

II. BASIS OF PREPARATION AND PRESENTATION

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015. (as amended) The financial statements have been prepared in accordance with the accounting policies, set out below and were consistently applied to all years presented unless otherwise stated.

For all periods, up to and including the year ended 31st March 2017, the Company prepared its financial statements in accordance with accounting standard notified under section 133 of Companies Act 2013 read with paragraph 7 of the Companies (Accounts) Rules 2014. Accordingly, financial statement for the year ended 31st March 2017 and opening Balance Sheet as at 1st April 2016 (Transition Date) had been restated in accordance with Ind-AS for comparative information purpose in preparation and of the Company's first Ind-AS compliant financial statements.

III. BASIS OF MEASUREMENT

These financial statements have been prepared on a historical cost basis, Historical cost is generally based on the fair value of the consideration given in exchange for the goods and services

IV. USE OF ESTIMATES AND JUDGMENT

The preparation of financial statements in conformity with Ind AS requires Management to make judgments, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities, income, expenses and disclosures of contingent assets and liabilities at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Future and actual results could differ due to changes in these estimates. Appropriate revision is made in these estimates considering the change in the surrounding circumstances known to management. Any revision to accounting estimates is recognized in the period in which revision takes place.

V. REVENUE RECOGNISATION

Revenue is measured at the fair value of the consideration received or receivable. Revenue is reduced for trade discounts, rebates and other similar allowances Revenue exclude sales tax, value added tax, any other indirect taxes or amounts collected on behalf of third parties.

Revenue is recognized when the amount of revenue can be reliably measured; it is probable that the future economic benefits will flow to the Company

REVENUE FROM SALE OF GOODS

Revenue from sale of goods is recognized when the Company transfers all significant risks and rewards of ownership to the buyer while the Company retains neither continuing managerial involvement nor effective control over the goods sold.

INTEREST INCOME

Interest income is included in the other income in the statement of Profit and Loss. Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate when there is a reasonable certainty as to realization.

VI. PLANT PROPERTY AND EQUIPMENT

Property, plant and equipment are stated at historical cost less depreciation and impairment losses, if any. Freehold land is not depreciated.

Historical Cost includes the acquisition cost or the cost of construction, including duties and taxes (other than those refundable), expenses directly related to the acquisition of assets and making them operational for their intended use.

Depreciation is provided prorate basis on written down value method at the rates determined

based on estimated useful lives of tangible assets where applicable, specified in Schedule II to the Act. Intangible Assets are depreciated over the useful life of the asset without any residual value.

Name Of Asset	Use full life	Remark
Computer	3 years	
Furniture and Fixture	5 Years	
Vehicle	10 Years	
Software	5 Years	No Residual Value

VII. INTANGIBLE ASSET

Intangible assets purchased are measured at cost as of the date of acquisition less accumulated amortization and accumulated impairment, if any. Amortization is recognized on a straight-line basis over their estimated useful lives. The estimated useful life and amortization method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

VIII. FOREIGN CURRENCY TRANSACTIONS AND TRANSLATIONS

Functional Currency: The functional currency of the Company is Indian Rupee (₹). These financial statements are presented in Indian Rupee (₹).

Transactions and translations: Foreign-Currency-denominated monetary assets and liabilities are translated into relevant functional currency at exchange rates in effect at the Balance Sheet Date. The gains or losses resulting from such translations are included in net profit in the Statement of Profit and Loss.

Transaction gains or losses realized upon settlement of foreign currency transaction are included in determining net profit for the period in which the transaction is settled. Revenue, expenses and cash-flow statement items denominated in foreign currency are translated into the relevant functional currencies using the exchange rate in effect on the date of the transaction.

IX. INVENTORIES

Inventories are valued at cost or net realizable value, whichever is lower, cost being worked out on weighted average basis. Cost includes all charges for bringing the goods to their present location and condition, including octroi and other levies, transit insurance and receiving charges. Net realizable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

X. TAXES ON INCOME

Current Income Tax: Current Income tax is measured at the amount expected to be paid to the tax authorities in accordance with Income Tax Act, 1961.

Deferred Tax: Deferred Tax is provided using the Balance Sheet approach on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized. The tax rates and tax laws used to compute the tax are those that are enacted or substantively enacted at the reporting date. Current income tax/deferred tax relating to items recognized directly in equity is recognized in equity and not in the Statement of Profit and Loss.

XI. PROVISION AND CONTINGENCIES

Provision: Provisions are recognized when there is a present obligation (legal or constructive) as a result of past event, where it is probable that there will be outflow of resources to settle the obligation and when a reliable estimate of the amount of the obligation can be made.

Contingencies: Contingent liabilities exist when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company, or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required or the amount cannot be reliably estimated. Contingent liabilities are appropriately disclosed unless the possibility of an outflow of resources embodying economic benefits is remote.

XII. FINANCIAL INSTRUMENTS

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in profit or loss.

NON-DERIVATIVE FINANCIAL INSTRUMENTS

- i. **Cash and cash equivalents:** The Company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

- ii. **Financial assets carried at amortized cost:** Financial assets are measured at amortized cost if these are held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.
- iii. **Financial assets at fair value through other comprehensive income:** Financial assets are measured at fair value through other comprehensive income (OCI) if it is held within a business model whose objective is achieved by both collecting contractual cash flows and by selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding
- iv. **Financial assets at fair value through profit or loss:** Financial assets are measured at fair value through profit or loss unless it is measured at amortized cost or at the fair value through other comprehensive income. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in profit or loss.
- v. **Investments in subsidiaries, joint ventures and associates:** Investment in subsidiaries, joint ventures and associates are carried at cost in the financial statements.
- vi. **Financial liabilities:** Financial liabilities are subsequently carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.
- vii. **Equity instrument:** An equity instrument is a contract that evidences residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments recognized by the Company are recognized at the proceeds received net off direct issue cost.

XIII. IMPAIRMENT

Non-financial assets: Property, plant and equipment and intangible assets Property, plant and equipment and intangible assets with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs. If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognized in the Statement of Profit and Loss

XIV. OPERATING CYCLE

A portion of the Company's activities (primarily long-term project activities) has an operating cycle that exceeds one year. Accordingly, assets and liabilities related to these long-term contracts, which will not be realized / paid within one year, have been classified as current. For all other activities, the operating cycle is twelve months.

B. NOTES TO ACCOUNT

- i. Previous year figures have been regrouped / rearranged where ever necessary
- ii. Payment of Gratuity Act, 1972 is not applicable to the Company.
- iii. Expenditure on employee in receipt or remuneration on which in aggregate was not less than
 - a) ₹ 6,00,000/- when employed through the year Nil
 - b) ₹ 5,00,000/- when employed part of the year Nil
- iv. Earning and Expenditure in foreign currency

Total Earning in Foreign Currency	₹ USD 4,48,926/-
Total expenditure in foreign Currency	₹ USD 1,61,042/-
- v. Due to small scale industrial undertaking

There are no Micro, Small and Medium Enterprise, to whom the company owes dues, which are outstanding for more than 45 days on the Balance Sheet Date, computed on Unit wise basis. The above information regarding Micro, Small and Medium Enterprise has been determined to the extent such parties have been identified on the basis of information available with the Company.

The details of Amount outstanding to Micro, Small and Medium Enterprise Development Act, 2006 (MSMED), based on the information with the company is as under: Note-1

Particular	As on 31.03.2019	As on 31.03.2018
The principal amount and interest due thereon remaining unpaid to any supplier registered under MSMED Act as at the end of the year	-	-
The amount of interest paid by the buyer in terms of Section 16 to the MSMED Act along with the amounts of the payment made to the supplier beyond the appointed day during the year.	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act	-	-

Note-1 The above particulars, as applicable, have been given in respect of MSEs to the extent they could be identified on the basis of information available with the Company.

- vi. Physical verification of cash was done by Management.
- vii. The Balance of Sundry Creditors, Sundry Debtors, Advances and lenders are subject to Confirmation/ reconciliation and adjustment if any

viii. **Contingent Liabilities & Commitments (To the extent not Provided for)****Contingent Liabilities**

- | | |
|---|-----|
| a. Claims against the Company not acknowledged as debt | Nil |
| b. Guarantee | Nil |
| c. Other Money for which the company is contingently liable | Nil |

Commitments

- | | |
|---|-----|
| a. Estimated amount of contracts remaining to be executed on Capital account and not provided for | Nil |
| b. Uncalled liability on shares & Other investments which are Partly paid | Nil |
| c. Other Commitments | Nil |

ix. **Related Party Transaction As per Ind AS-24**

Name of the Related Party	Nature of Relation	Amount Involved
Hal Exim PTE Ltd (Import of Cashew Nut)	Entity with Common Director	3,08,16,020
Hal Exim PTE Ltd (Export of Rice)	Entity with Common Director	2,63,61,740
P.K. Agri link Pvt. Ltd. (Rice Purchase)	Entity with Common Director	2,42,98,857

- x. The Company has filled necessary documents regarding change of name with Registrar of Companies, Kolkata and had received permission regarding the change of name and accordingly the name of the company was changed to "Halder Venture Limited" vide approval dated January 17, 2014.
- xi. The holding of 100 shares amounting to ₹ 1000/- in wholly owned subsidiary companies are held by the Directors on behalf of Halder Venture Limited.

xii. **A. Subsidiaries of The Company :**

Name	%	Of Holding	Remark
Name	% Of Holding	Remark	
Prakruti Comosales Private Limited		100.00%	
JDM Commercials Private Limited		100.00%	
Reliable Advertising Private limited		87.59%	
Intellect Buildcon Private Limited		77.53%	
PK Agrilink Private Limited		53.46%	
Shri Jatadhari Rice Mill Pvt Ltd		40.47%	Through Effective Control
P.K.Cereals Pvt. Ltd.		26.77%	Through Effective Control

xiii. Computation of Earning /(Loss) per Equity Share

Particular	Year Ended	
	31-Mar-19	31-Mar-18
(I) Basic		
(i) Number of Equity Shares at the beginning of the year	31,60,700	31,60,700
(ii) Number of Equity Shares issued during the year	-	-
(ii) Number of Equity Shares at the end of the year	31,60,700	31,60,700
(iii) Weighted average number of Equity Shares outstanding during the year		
(iv) Face Value of each Equity Share ₹	10	10
Profit /(Loss) after tax attributable to Equity Shareholders		
Profit /(Loss) for the period	3,23,816	26,82,584
Basic Earning /(Loss) per Share - ₹	0.10	0.85
(II) Diluted		
Dilutive Potential Equity Shares	-	-
Diluted Earning /(Loss) per Share [same as I (c) above]	0.10	0.85

For M/s SEN & RAY
CHARTERED ACCOUNTANTS
 Firm Registration No. 303047E

Soumik Ray
 Membership No. 122465
Partner
 Place: Kolkata
 Dated : 30th May, 2019

On behalf of Halder Venture Limited

Keshab Kumar Halder Director DIN-00574080	Poulomi Halder Director DIN-02224305
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CS. Abhishek Pal
 Company Secretary
 M No-50031

SCHEDULES & NOTES TO ACCOUNTS OF HALDER VENTURE LIMITED

Note-2: Depreciation on Fixed Assets

Note-2A: Tangible Asset

Particular	(Amount in Indian Rupees)		
	Computer	Furniture & Fixtures	Total PPE including CWIP
Cost / Deemed Cost At 1st April 2017	59,593.00		59,593.00
Addition during the period	68,385.00	10,499.00	78,884.00
Disposal / Adjustments during the period			
At 31st March 2018	1,27,978.00	10,499.00	1,38,477.00
Depreciation and Impairment			
Opening balance	3,273.00		3,273.00
Additions	69,927.00	3,284.00	73,211.00
Deletions			-
At 31st March 2018	73,200.00	3,284.00	76,484.00
Net book value			
At 31st March 2018	54,778.00	7,215.00	61,993.00
At 31st March 2017	56,320.00		56,320.00

Particular	(Amount in Indian Rupees)			
	Computer	Furniture & Fixtures	Motor Car	Total PPE including CWIP
Cost / Deemed Cost At 1st April 2018	1,27,978	10,499	-	1,38,477
Addition during the period	41,550		43,34,496	43,76,046
Disposal / Adjustments during the period				-
At 31st March 2019	1,69,528	10,499	43,34,496	45,14,523
Depreciation and Impairment				
Opening balance	73,200	3,284	-	76,484
Additions	39,694	1,771	10,69,791	11,11,256
Deletions				
At 31st March 2019	1,12,894	5,055	10,69,791	11,87,741
Net book value				
At 31st March 2019	56,634	5,444	32,64,705	33,26,782
At 31st March 2018	54,778	7,215	-	61,992

Note-2B: In-Tangible Asset

Particular	(Amount in Indian Rupees)	
	Software	Total
Cost / Deemed Cost At 1st April 2017	10,867	10,867
Addition during the period	-	-
Disposal / Adjustments during the period		-
At 31st March 2018	10,867	10,867
Depreciation and Impairment		
Opening balance	2,173	2,173
Additions	2,173	2,173
Deletions		-
At 31st March 2018	4,346	4,346
Net book value		
At 31st March 2018	6,521	6,521
At 31st March 2017	8,694	8,694

Particular	(Amount in Indian Rupees)	
	Software	Total
Cost / Deemed Cost At 1st April 2018	10,867	10,867
Addition during the period		-
Disposal / Adjustments during the period		-
At 31st March 2019	10,867	10,867
Depreciation and Impairment		
Opening balance	4,346	4,346
Additions	3,016	3,016
Deletions		-
At 31st March 2019	7,362	7,362
Net book value		
At 31st March 2019	3,505	3,505
At 31st March 2018	6,521	6,520

SCHEDULES & NOTES TO ACCOUNTS OF HALDER VENTURE LIMITED

Note - 3 : Investments		(Amount in Indian Rupees)	
		Figures as at 31.03.2019	Figures as at 31.03.2018
	NON - CURRENT		
	Trade Investments Unquoted Shares at cost (As certified by Management)		
A.	Investment in Subsidiaries		
	Intelect Buildcon Pvt Ltd	34,500	34,500
	JDM Commercial Pvt Ltd	7,52,800	7,52,800
	Prakruti Commosale Pvt Ltd	2,41,800	2,41,800
	Reliable Advertising Pvt Ltd	5,03,400	5,03,400
B.	Investment in Associates		
C.	Others		
		15,32,500	15,32,500
	CURRENT		
		-	-

Note - 4 : Trade Receivables		(Amount in Indian Rupees)	
		Figures as at 31.03.2019	Figures as at 31.03.2018
	NON - CURRENT		
		-	-
	CURRENT		
	(Unsecured considered good unless otherwise stated)	-	
	Outstanding for a period exceeding six months Considered Good	2,94,99,379	3,51,89,496
		2,94,99,379	3,51,89,496
	Trade receivables		
	1Secured, considered good		
	2Unsecured, considered good	2,94,99,379	3,51,89,496
	3Doubtful		
	Allowance for bad & doubtful under each head		
		2,94,99,379	3,51,89,496

Note - 5 : Other Financial Asset		(Amount in Indian Rupees)	
		Figures as at 31.03.2019	Figures as at 31.03.2018
	NON-CURRENT	-	-
	CURRENT		
	Advance to Suppliers	-	2,71,43,684
	Others	-	
		-	2,71,43,684

Note - 6 : Inventories		(Amount in Indian Rupees)	
		Figures as at 31.03.2019	Figures as at 31.03.2018
a	Rice	2,43,09,310	-
b	Cashew Nut	-	-
		2,43,09,310	-

Note - 7 : Cash and Bank Balances		(Amount in Indian Rupees)	
		Figures as at 31.03.2019	Figures as at 31.03.2018
a	Cash and cash equivalents	-	
	i Balance with banks		
	In current account (AXIS-914020002729732)	16,365	15,318
	ii Cash in hand	2,923	3,037
b	Others (Specify)		
	Multicurrency Card		
	Fixed Deposit with Bank	19,288	18,355

Note - 08 : Other Current Assets		(Amount in Indian Rupees)	
		Figures as at 31.03.2019	Figures as at 31.03.2018
	Tax Deducted at Source		-
	Tax Collected at Source	40,066	-
	Input GST'	7,05,889	18,95,907
	Advance Income Tax	14,50,000	10,50,000
	Pre Paid Expenses	31,896	9,650
	Duty Drawback Receivable	5,155	-
		22,33,006	29,55,557

Note - 09 : Equity Share capital		(Amount in Indian Rupees)	
		Figures as at 31.03.2019	Figures as at 31.03.2018
Authorised Capital			
32,50,000 Equity Shares of ₹ 10 Each		3,25,00,000	3,25,00,000
		3,25,00,000	3,25,00,000
Issued and subscribed capital			
31,60,700 Equity Shares of ₹ 10 Each		3,16,07,000	3,16,07,000
		3,16,07,000	3,16,07,000
Paid up capital			
31,60,700 Equity Shares of ₹ 10 Each		3,16,07,000	3,16,07,000
		3,16,07,000	3,16,07,000

Note - 10 : Reserves and Surplus		(Amount in Indian Rupees)	
		Figures as at 31.03.2019	Figures as at 31.03.2018
i	General Reserve (Including Central Subsidy Received)		
	Opening balance	-	-
	Add: Addition / (reduction)		
	Closing balance-I	-	-
ii	Security premium A/c		
	Opening balance		
	Add: Addition / (reduction)		
	Closing balance-II	-	-
iii	Surplus from Profit & Loss account		
	Opening balance	19,27,154	7,52,572
	Add: Current year surplus	3,23,816	26,82,584
	Less: Adjustment for Income Tax for Earlier Years	-	2,858
	Closing balance-III	22,50,970	19,27,154
	Total (I +II+III)	22,50,970	19,27,154

Note - 11 : Borrowings		(Amount in Indian Rupees)	
		Figures as at 31.03.2019	Figures as at 31.03.2018
	NON-CURRENT		
	(i) From Banks	-	-
	CURRENT		
	(i) From Banks		
	Axis Bank CC (917030035732105)	1,89,51,871	2,03,09,396
	(ii) From other Parties		
	From Body Corporate	30,000	30,000
	Loan From Director	-	-
	Loan From Other	50,000	50,000
	Loan For Car	21,45,330	-
		2,11,77,201	2,03,89,396

Note - 12 : Trade Payables		(Amount in Indian Rupees)	
		Figures as at 31.03.2019	Figures as at 31.03.2018
	NON-CURRENT	-	-
	CURRENT		
a	Trade Payable	7,52,011	97,87,968
		7,52,011	97,87,968

Note - 13 : Other Financial Liabilities		(Amount in Indian Rupees)	
		Figures as at 31.03.2019	Figures as at 31.03.2018
	NON-CURRENT	-	-
	CURRENT		
a	Audit Fees Payable	2,95,000	2,70,000
b	Liability for Expenses	31,22,760	12,500
c	Salary Payable	1,55,003	1,51,309
d	Sundry Creditors	2,20,751	2,20,751
		37,93,514	6,54,560

Note -14 : Other Current Liabilities		(Amount in Indian Rupees)	
		Figures as at 31.03.2019	Figures as at 31.03.2018
	TDS Payable	67,590	59,933
	Interest on PT Payable		
	Interest on TDS Payable	-	279
	PT Payable	650	850
	GST Payable	-	15,40,682
		68,240	16,01,744.00

Note - 15 : Current Tax Liabilities (Net)		(Amount in Indian Rupees)	
		Figures as at 31.03.2019	Figures as at 31.03.2018
a	Provision for income tax	12,74,834	9,40,282
		12,74,834	9,40,282

Note - 16 : Revenue from operations		(Amount in Indian Rupees)	
		For the Year Ended 31.03.2019	For the Year Ended 31.03.2018
a	Sale of Products		
	Sale of Rice (Export)	2,63,61,741	3,29,03,975
	Sale of Rice (Domestic)	-	-
	Sale of Cashew Nut (Domestic)	3,27,57,214	6,79,14,379
		5,91,18,955	10,08,18,354

Note - 17 : Other Income		(Amount in Indian Rupees)	
		For the Year Ended 31.03.2019	For the Year Ended 31.03.2018
	Forex Gain/Loss (Unrealised)	-	13,38,335
	FOREX Gain/ Loss (Realised)	16,30,699	1,029
	Freight Received	-	2,15,365
	Other Income	18,655	-
	Profit on Derivative Transactions	5,70,727	-
		22,20,081	15,54,729

Note - 18 : Purchases of Stock-in-Trade	(Amount in Indian Rupees)	
	For the Year Ended 31.03.2019	For the Year Ended 31.03.2018
Rice	4,23,48,646	2,38,37,209
Cashew Nut	3,08,16,020	6,21,36,569
	7,31,64,666	8,59,73,778

Note - 19 : Employee Benefit Expenses	(Amount in Indian Rupees)	
	Figures as at 31.03.2019	Figures as at 31.03.2018
Salaries, Wages & Remuneration	14,79,888	15,37,812
Bonus	87,708	1,14,840
Leave Encashment Expense	23,037	13,326
	15,90,633	16,65,978

Note - 20 : Financial Expenses	(Amount in Indian Rupees)	
	Figures as at 31.03.2019	Figures as at 31.03.2018
Bank Charges	29,061	60,413
Interest on CC	16,14,519	12,81,940
Interest on Car Loan	1,58,538	-
Loan Processing Fees	20,450	1,40,555
Penal Interest	9,471	2,744
	18,32,039	14,85,653

Note - 21 : Export Related Expenses	(Amount in Indian Rupees)	
	Figures as at 31.03.2019	Figures as at 31.03.2018
Freight	28,38,591	35,53,170
Transportation Expenses		
Clearing & Forwarding Charges	-	33,500
Clearing Expenses (Export)	6,22,924	4,32,259
Terminal Handling Charges (E)	1,64,400	1,37,267
Fumigation Charges	9,375	11,500
Inspection Charges	10,000	6,000
Documentation Charges (E)	22,800	14,656
Other Export Expenses	62,970	-

Note - 21 : Export Related Expenses	(Amount in Indian Rupees)	
	Figures as at 31.03.2019	Figures as at 31.03.2018
Phytosanitary Certificate Charges	5,000	-
Survey Charges		-
Handling Charges	1,31,541	7,500
Foreign Bank Charges A/c	29,826	7,127
	38,97,426	42,02,978

Note - 22 : Import Related Expenses	(Amount in Indian Rupees)	
	Figures as at 31.03.2019	Figures as at 31.03.2018
Agency Charges/ Service Charges (I)	-	43,878
BL Charges	-	5,750
CFS	69,126	2,48,813
Clearing & Forwarding Charges (I)	45,000	1,59,628
Container Lifting Charges	22,909	9,250
Charge at Discharge Delivery Order		
Detention Charges	-	5,750
Documentation Charges (I)	40,500	30,000
EDI Charges	300	500
Freight Inward (Import)	3,96,656	16,38,490
FSSAI Fees	-	5,810
Fumigation Charges (I)	12,750	22,200
Late Fees-Custom Duty	-	580
Lifting Charges	-	8,850
Phytosanitary Certificate Charges (I)	10,500	23,678
PQ Plant Quarantine Fees	66,482	1,15,200
Transportation Expenses	2,35,500	5,19,513
Service Charges	22,500	
Weighment Charges	-	39,750
Other Import Expenses	4,00,999	
	13,23,222	28,77,639

Note - 23 : Other expenses	(Amount in Indian Rupees)	
	Figures as at 31.03.2019	Figures as at 31.03.2018
Advertisement Expenses	18,335	-
Audit Fees	2,95,000	2,85,000
Consultancy Fees	15,000	-
Demat Charges	500	-
Brokerage	48,565	1,55,557
Insurance	17,992	-
AGM Expenses	13,368	-
Delisting Fees	-	1,18,000
Fooding Expenses	32,598	47,700
Freight Outward	-	1,52,420
House Keeping Expenses	30,449	34,077
Annual Maintenance Charges	25,600	-
Listing Fees	2,59,000	6,13,050
ROC Filing Fees	20,600	-
Merger Expenses	-	1,00,000
Office Expenses	24,285	8,846
Printing & Stationery	1,55,121	1,36,219
Postage and Courier Charges	31,512	-
Professional Charges	6,80,233	1,92,346
Rates & Taxes	25,050	1,21,238
Repair&Maintenance	24,830	-
Subscription	8,400	-
Service Charges	6,550	-
Telephone Charges & Internet Charges	49,153	46,751
Interest and Late Fees	97,131	-
Interest on TDS	4,480	-
Travelling & Conveyance Charges	54,683	69,067
General Expenses	1,29,284	3,93,385
	20,67,720	24,73,655

SEN & RAY

CHARTERED ACCOUNTANTS

To The Members of **Halder Venture Limited**

Report On the Consolidated Financial Statement

OPINION

We have audited the Consolidated financial statements of **Halder Venture Limited** ("the Company"), which comprise the Balance Sheet as at 31 March 2019, and the Statement of Profit and Loss (including other comprehensive income), Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to the Consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Consolidated financial statements"). 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 Companies Act, 2013 ("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 31 March 2019, and profit (including other comprehensive income), changes in equity and its cash flows for the year ended on that date.

BASIS FOR OPINION

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

KEY AUDIT MATTERS

We have determined that there are no other key audit matters to communicate in our report

OTHER INFORMATION

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the Consolidated financial statements and our auditors' report thereon

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

In connection with our audit of the Consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard

MANAGEMENT'S RESPONSIBILITY FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Company's management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Consolidated financial statements that give a true and fair view of the state of affairs, profit / loss (including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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 Consolidated financial statements, management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

AUDITOR'S RESPONSIBILITY

Our objectives are to obtain reasonable assurance about whether the Consolidated 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 Consolidated financial statements.

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

- ▶ Identify and assess the risks of material misstatement of the Consolidated 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 Act 16, 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 Consolidated financial statements, including the disclosures, and whether the Consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated financial statements for the financial year ended March 31, 2019 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by section 143 (3) of the Act, based on our audit we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit
 - b. in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books
 - c. the Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account
 - d. in our opinion, the aforesaid Consolidated financial statements comply with the Indian Accounting Standards prescribed under section 133 of the Act
 - e. on the basis of the written representations received from the directors of the Company as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164(2) of the Act
 - f. with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - g. with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
 - iii. There were no amounts which required to be transferred by the Company to the Investor Education and Protection Fund.

For SEN & RAY
Chartered Accountants
(Firm's Registration No.303047E)

Soumik Ray (Partner)
Membership No.122465
Kolkata May 30, 2019

ANNEXURE-A

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 **Halder Venture Limited** ("the Company") as of March 31, 2019 in conjunction with our audit of the Consolidated financial statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

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

AUDITORS' RESPONSIBILITY

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgments, 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 I/we have obtained is sufficient and appropriate to provide a basis for my /our audit opinion on the Company's internal financial controls system over financial reporting.

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

DISCLAIMER OF OPINION

Framework for Internal Financial Control over financial reporting not established but does not impact the audit opinion on Financial Statement.

According to the information and explanation given to us, the Company has not established its internal financial control over financial reporting on criteria based on or considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Control over Financial Reporting issued by the Institute of Chartered Accountants of India. Because of this reason, we are unable to obtain sufficient and appropriate audit evidence to provide a basis for our opinion whether the Company had adequate Internal Financial Control over financial reporting and whether such internal financial controls were operating effectively as at March 31, 2019. We have considered the disclaimer reported above in determining the nature, timing, and extent of audit test applied in our audit of the financial statement of the Company, and the disclaimer does not affect our opinion on the financial statement of the Company.

For SEN & RAY

Chartered Accountants

(Firm's Registration No.303047E)

Soumik Ray (Partner)

Membership No.122465

Kolkata May 30, 2019

Consolidated Balance Sheet as at 31st March, 2019

		(Amount in Indian Rupees)	
Particulars	Note No	Figures as at 31.03.2019	Figures as at 31.03.2018
I. ASSET			
(1) Non-Current Assets			
(a) Property, Plant and Equipment	2A	31,98,32,437	31,84,72,610
(b) Capital work-in-progress		-	27,50,515
(c) Other Intangible assets	2B	3,505	6,520
(d) Financial Assets		-	
(i) Investments	3	25,51,90,000	25,90,74,631
(ii) Trade receivables	4	-	
(iii) Loans & Advances	5	-	-
(iv) Others Financial Assets	6	29,81,148	63,61,259
(e) Deferred tax assets (net)		-	
(f) Other non-current assets	7	33,42,246	20,690
		-	
(2) Current Assets		-	
(a) Inventories	8	38,54,71,737	49,08,62,069
(b) Financial Assets		-	
(i) Investments	3	-	-
(ii) Trade receivables	4	46,41,01,232	36,29,99,367
(iii) Cash and cash equivalents	9	2,08,91,306	4,95,34,757
(iv) Bank balances other than (iii) above		-	
(v) Loans & Advances	5	-	-
(vi) Others Financial Assets	6	2,31,00,894	4,43,52,303
(c) Current Tax Assets (Net)		-	
(d) Other current assets	10	10,16,58,421	11,16,45,370
Total		1,57,65,72,926	1,64,60,80,091

			(Amount in Indian Rupees)	
	Particulars	Note No	Figures as at 31.03.2019	Figures as at 31.03.2018
II.	EQUITY AND LIABILITIES			
	(1) Equity			
	(a) Equity Share capital	11	3,16,07,000	3,16,07,000
	(b) Other Equity		-	
	(i) Reserve & Surplus	12	45,44,33,330	43,88,07,846
			-	
	Minority Interest		23,06,00,322	21,33,76,877
			-	
	(2) Non-Current Liabilities		-	
	(a) Financial Liabilities		-	
	(i) Borrowings	13	4,74,63,695	7,12,75,994
	(ii) Trade payables	14	-	
	(iii) Other financial liabilities	15	-	
	(b) Provisions	-		
	(c) Employees Benefit Obligations	14	26,21,966	18,43,812
	(d) Deferred tax Liabilities (Net)		96,33,075	87,71,347
	(e) Other Non-Current Liabilities		-	
	(f) Inter Unit Balances		-	
			-	
	(3) Current Liabilities		-	
	(a) Financial Liabilities		-	
	(i) Borrowings	13	62,64,42,259	64,80,89,825
	(ii) Trade payables	15	25,81,211	16,60,69,255
	(iii) Other financial liabilities	16	12,90,15,504	79,32,014
	(b) Other current liabilities	17	47,49,761	85,66,589
	(c) Provisions		-	

		(Amount in Indian Rupees)	
Particulars	Note No	Figures as at 31.03.2019	Figures as at 31.03.2018
(d) Employees Benefit Obligations		3,18,241	2,21,868
(e) Current Tax Liabilities (Net)	18	3,71,06,562	4,95,17,665
Total		1,57,65,72,926	1,64,60,80,091

Significant Accounting Policies and
Notes to Accounts 1

This is the Consolidated Balance Sheet referred to in
our report of even date.

For M/s SEN & RAY
CHARTERED ACCOUNTANTS
Firm Registration No. 303047E

Soumik Ray
Membership No. 122465
Partner
Place: Kolkata
Dated : 30th May, 2019

The notes are an integral part of the financial
statements

On behalf of Halder Venture Limited

Keshab Kumar Halder	Poulomi Halder
Director	Director
DIN-00574080	DIN-02224305

CS. Abhishek Pal
Company Secretary
M No-50031

**Consolidated Statement of Profit and Loss for the year ended
31st March, 2019**

		(Amount in Indian Rupees)	
Particulars	Note No	For the Year Ended 31.03.2019	For the Year Ended 31.03.2018
INCOME			
I. Revenue from operations	19	2,57,92,59,185	2,33,49,35,140
II. Other Income	20	2,86,97,190	1,76,39,881
III. Total Income (I +II)		2,60,79,56,375	2,35,25,75,022
IV. Expenses:			
Cost of Material Consumed	21	1,88,46,67,189	1,81,40,65,306
Purchases of Stock-in-Trade		9,42,95,365	12,81,79,095
Changes in inventories of finished goods, Stock-in -Trade and work-in-progress		7,42,30,899	(11,58,42,521)
Employee benefits expense	22	2,37,10,047	2,35,32,879
Other Manufacturing Expenses	23	11,15,68,889	11,36,72,709
Selling, Administration & other expenses	24	27,78,85,098	26,16,54,639
Finance costs	25	6,26,78,794	5,37,94,284
Depreciation and amortization expense	2	3,34,14,722	3,16,25,051
V. Total Expenses		2,56,24,51,003	2,31,06,81,441
VI. Profit before exceptional and extraordinary items and tax	(III - V)	4,55,05,372	4,18,93,580
VII. Exceptional Items		-	
Preliminary Expenses written off		9,346	9,346
VIII. Profit before tax	(VI - VII)	4,54,96,026	4,18,84,234
IX. Tax expense:			
(1) Current Tax		1,11,58,188	1,14,06,190
(2) Deffered Tax		8,61,728	24,07,505
(3) Mat Credit Entitlement			
X. Profit / (Loss) for the period from continuing operations	(VIII-IX)	3,34,76,111	2,80,70,539
XI. Profit/(loss) from discontinued operations		-	-

Particulars	Note No	(Amount in Indian Rupees)	
		For the Year Ended 31.03.2019	For the Year Ended 31.03.2018
XII. Tax expense of discontinued operations		-	-
XIII. Profit/(loss) from Discontinued operations (after tax)	(XI-XII)	-	-
XIV. Profit/(loss) for the period	(X+XIII)	3,34,76,111	2,80,70,539
XV. Other Comprehensive Income			
A (i) Items that will not be reclassified to profit or loss Re-measurement gain/ (Loss) on defined benefit plan		(2,87,986)	-
B (i) Items that will be reclassified to profit or loss		-	-
(ii) Income tax on items that will be reclassified to profit or loss		-	-
XVI. Total other comprehensive income		-	-
XVII. Total Comprehensive Income for the period	(XIV+XVI)	3,31,88,125	2,80,70,539
Total Comprehensive income attributable to :			
Equity Shareholder of the Company		1,57,86,979	1,47,97,673
Minority Interest		1,74,01,146	1,32,72,866
XVIII. Earning per equity share:			
(1) Basic			
(2) Diluted			

Significant Accounting Policies and
Notes to Accounts 1

This is the Consolidated Balance Sheet referred to in
our report of even date.

For M/s SEN & RAY
CHARTERED ACCOUNTANTS
Firm Registration No. 303047E

Soumik Ray
Membership No. 122465
Partner
Place: Kolkata
Dated : 30th May, 2019

The notes are an integral part of the financial
statements

On behalf of Halder Venture Limited

Keshab Kumar Halder Director DIN-00574080	Poulomi Halder Director DIN-02224305
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CS. Abhishek Pal
Company Secretary
M No-50031

Consolidated Cash Flow Statement for the year 2018-19

		(Amount in Indian Rupees)		
Particulars		2018-19		2017-18
A	CASH FLOW FROM OPERATING ACTIVITIES			
	Profit for the period		3,31,88,125	2,80,70,539
	Adjustments for:			
	Depreciation	3,34,14,722		3,16,25,051
	Preliminary Expenses W/Off	9,346		9,346
	Provision for Income Tax	1,20,19,915		1,38,13,695
	Provision for Gratuity	8,74,527		5,58,827
	(Profit)/Loss on sale of Assets			-
	Interest & Finance Charges	6,26,78,794		5,37,94,284
	Reserve & Surplus Adjustment	(3,39,196)		(10,37,355)
			10,86,58,108	-
	Operating Profit before Working Capital Changes		14,18,46,233	12,68,34,387
	Adjustments for:			
	Decrease/(Increase) in Non-Current Financial Assets	33,80,110		53,44,918
	Decrease/(Increase) in Other Non-Current Assets	(33,30,902)		3,29,346
	Decrease/(Increase) in Receivables	(10,11,01,864)		(4,87,47,878)
	Decrease/(Increase) in Inventories	10,53,90,333		(19,03,46,543)
	Decrease/(Increase) in Loans & Advance	-		4,86,111
	Decrease/(Increase) in Other Financial Assets	2,12,51,409		(1,83,73,818)
	Decrease/(Increase) in Other Current Assets	99,86,949		(5,30,63,939)
	Increase/(Decrease) in Trade Payable	(16,34,88,043)		15,89,36,597
	Increase/(Decrease) in Financial Liabilities	12,10,83,490		(82,902)
	Increase/(Decrease) in Other Current Liability	38,16,829	(1,06,45,347)	69,98,972
	Cash generated from operations		13,12,00,886	(1,16,84,747)

(Amount in Indian Rupees)				
Particulars	2018-19		2017-18	
Income Tax Adjustment		(2,35,69,294)		(32,34,398)
Net Cash flow from Operating activities		(10,76,31,593)		(1,49,19,145)
B CASH FLOW FROM INVESTING ACTIVITIES				
Purchase of Fixed Assets	(3,47,71,529)		(4,80,22,012)	
Decrease / (Increase) in W.I.P	27,50,515		(3,90,053)	
increase /(Repayment) of Borrowings	(4,54,59,865)		14,56,75,206	
Decrease / (Increase) of Investment	38,84,631		97,15,369	
Net Cash used in Investing activities		7,35,96,248		10,69,78,509
C CASH FLOW FROM FINANCING ACTIVITIES				
Proceeds from Share Issue				
Repayment of Application Money				
Interest Paid	(6,26,78,794)		(5,37,94,284)	
Net Cash used in financing activities		(6,26,78,794)		(5,37,94,284)
Net increase in Cash & Cash Equivalents		(2,86,43,449)		3,82,65,081
Cash and Cash Equivalents at the Beginning of the Year		4,95,34,757		1,12,69,677
Cash and Cash Equivalents at the End of the Year		2,08,91,306		4,95,34,757

This is the Consolidated Cash Flow Statement referred to in our report of even date.

For M/s SEN & RAY
CHARTERED ACCOUNTANTS
 Firm Registration No. 303047E

Soumik Ray
 Membership No. 122465
 Partner
 Place: Kolkata
 Dated : 30th May, 2019

The notes are an integral part of the financial statements

On behalf of Halder Venture Limited

Keshab Kumar Halder Director DIN-00574080	Poulomi Halder Director DIN-02224305
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CS. Abhishek Pal
 Company Secretary
 M No-50031

Note-1 SCHEDULES & NOTES TO ACCOUNTS OF HALDER VENTURE LIMITED LIMITED

A SIGNIFICANT ACCOUNTING POLICIES: CORPORATE INFORMATION

Halder Venture Limited (the 'Company') is a public limited company domiciled in India, incorporated under the provisions of the Companies Act, 1956 and is listed at Bombay Stock Exchange. The Company is engaged in the trading activity (Including Export). The subsidiaries are in the business of milling and processing of Rice, and Manufacturing of Rice Bran, crude and refined Rice Bran Oil and DORB and trading including export.

I PRINCIPLES OF CONSOLIDATION

- a) The Financial Statements of the Company and its Subsidiaries have been combined on a line by line basis by adding together the book value of like items of assets, liabilities, income and expenses, after fully eliminating material intra group balances and intra-group transactions and resulting in unrealized profits and losses, unless cost can not be converted.
- b) Investments in entities where the company holds interest on a temporary basis and where it does not exercise significant influence / control are not considered for consolidation purpose. However where the company does not hold significant by way of investment still exercise significant influence/ control through management is also traded as subsidiary and considered for consolidation.
- c) The Financial statements of the Subsidiaries in Consolidation are drawn upto the same reporting date as that of the company i.e. March 31, 2019
- d) The excess of the cost to the company o its investment in the subsidiaries over the company's portion of Equity on the date of Acquisition is recognized in the financial statement as good will. The carrying value of goodwill is tested for impairment as at the end of each reporting year.
- e) The Excess of the company's portion of Equity of the Subsidiaries on acquisition date over its cost of Investment is treated as Capital Reserve.
- f) Minority Interest's share in consolidated net profit of Consolidated financial statements for the year is identified and adjusted against the income of the group in order to arrive at the net income attributable to the Shareholders of the Company.
- g) Minority Interest's share in net asset of the Consolidated subsidiaries is identified and presented in the Consolidated Balance Sheet separate from liabilities and equity of the Company's shareholders.
- h) The Company accounts for its share in the change in the net assets of the associates, post acquisition, after eliminating unrealized profits and losses resulting from the transition

between the Company and its associates to the extent of its share, through its statement of profit and loss to the extent such change is attributable to the associates "Statement of Profit and Loss" and through its reserve for the balance.

ii STATEMENT OF COMPLAINACE:

The financial statements of the Company have been prepared in accordance with and in compliance, in all material aspects with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued there under. These financial statements for the year ended 31st March, 2019 are the Ind AS compliant financial of the Company. The Company has adopted Ind-AS for preparation of financial statements for the year started from 1st April 2016 and onwards.

iii BASIS OF PREPARATION AND PRESENTATION:

"The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015. (as amended) The financial statements have been prepared in accordance with the accounting policies, set out below and were consistently applied to all years presented unless otherwise stated.

For all periods, up to and including the year ended 31st March 2017, the Company prepared its financial statements in accordance with accounting standard notified under section 133 of Companies Act 2013 read with paragraph 7 of the Companies (Accounts) Rules 2014. Accordingly, financial statement for the year ended 31st March 2017 and opening Balance Sheet as at 1st April 2016 (Transition Date) had been restated in accordance with Ind-AS for comparative information purpose in preparation and of the Company's first Ind-AS compliant financial statements.

iv BASIS OF MEASUREMENT:

These financial statements have been prepared on a historical cost basis, Historical cost is generally based on the fair value of the consideration given in exchange for the goods and services

v USE OF ESTIMATES AND JUDGEMENTS :

"The preparation of financial statements in conformity with Ind AS requires Management to make judgments, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities, income, expenses and disclosures of contingent assets and liabilities at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Future and actual results could differ due to changes in these estimates. Appropriate revision is made in these

estimates considering the change in the surrounding circumstances known to management. Any revision to accounting estimates is recognized in the period in which revision takes places.

All financial information are presented in Indian rupees.

vi REVENUE RECOGNITION

"Revenue is measured at the fair value of the consideration received or receivable. Revenue is reduced for trade discounts, rebates and other similar allowances Revenue includes excise duty however excludes sales tax, value added tax, works contract and any other indirects taxes or amounts collected on behalf of third parties.

Revenue is recognised when the amount of revenue can be reliably measured, it is probable that the future economic benefits will flow to the company

Revenue from sale of goods:

Revenue from sale of goods is recognised when the Company transfers all significant risks and rewards of ownership to the buyer while the Company retains neither continuing managerial involvement nor effective control over the goods sold.

Interest income:

Interest income is included in the other income in the statement of Profit and Loss. Interest income is recognised on a time proportion basis taking into account the amount outstanding and the applicable interest rate when there is a reasonable certainty as to realisation"

Employee Benefits

a) Gratuity

Liabilities with regards to the Gratuity are determined by actuarial valuation, performed by an independent actuary at each balance sheet date. The company fully recognises the obligation in its Balance Sheet as Asset or Liability.

b) Provident Fund

Eligible employees of the company receives benefits from a Provident Fund (Government Administrated Provident Fund). Both the eligible employee and the company make monthly contributions to the provident fund plan equal to a specified percentage to the covered employees salary. The total contribution is duly deposited with the EPFO.

vii PROPERTY, PLANT AND EQUIPMENT :

"Property, plant and equipment are stated at historical cost less depreciation and impairment losses, if any. Freehold land is not depreciated.

Historical Cost includes the acquisition cost or the cost of construction, including duties and taxes (other than those refundable), expenses directly related to the acquisition of assets and making them operational for their intended use.

Depreciation is provided prorata basis on straight line method at the rates determined based on estimated useful lives of tangible assets where applicable, specified in Schedule II to the Act. Intangible Assets are depreciated over the useful life of the asset without any residual value.

Capital work in progress

Assets in the course of construction are capitalised in capital work in progress account. At the point when the asset is capable of operating in the manner intended by management, the cost of construction is transferred to the appropriate category of "Property, Plant and Equipment". Costs associated with the commissioning of an asset are capitalised when the asset is available for use but incapable of operating at normal levels until the period of commissioning has been completed. Revenue generated from production during the trial period is credited to the Capital Work in progress."

viii INTANGIBLE ASSETS :

Intangible assets purchased are measured at cost as of the date of acquisition less accumulated amortisation and accumulated impairment, if any. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

Name Of Asset	Use full life	Remark
Computer	3 years	
Furniture and Fixture	5 Years	
Plant & Machinery Note-1	25 Years/15 Years	
Vehicles	10Years	
Building & Factory shed	60Years	
Electrical Installation	10 Years	
Software	5 Years	No Residual Value

"Note-1 The Life of Plant Machinery is estimated based on the nature of Plant and extent of use. Life of plant and Machineries used in Refinery business is estimated 25 years where as in Rice milling unit is estimated 15 years

Estimated useful life of Weigh Bridge is (Grouped under Plant and Machinery) is considered 30 years"

ix FOREIGN CURRENCY TRANSLATION :

Functional Currency: The functional currency of the Company is Indian Rupee . These financial statements are presented in Indian Rupee.

Transactions and translations: Foreign-Currency-denominated monetary assets and liabilities are translated into relevant functional currency at exchange rates in effect at the Balance Sheet Date. The gains or losses resulting from such translations are included in net profit in the Statement of Profit and Loss.

Transaction gains or losses realized upon settlement of foreign currency transaction are included in determining net profit for the period in which the transaction is settled. Revenue, expenses and cash-flow statement items denominated in foreign currency are translated into the relevant functional currencies using the exchange rate in effect on the date of the transaction."

x INVENTORIES :

Inventories are valued at cost or net realisable value, whichever is lower, cost being worked out on weighted average basis. Cost includes all charges for bringing the goods to their present location and condition, including octroi and other levies, transit insurance and receiving charges. Net realizable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

xi TAXES ON INCOME :

Current Income Tax :

Current Income tax is measured at the amount expected to be paid to the tax authorities in accordance with Income Tax Act, 1961.

Deferred tax :

Deferred Tax is provided using the Balance Sheet approach on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised. The tax rates and tax laws used to compute the tax are those that are enacted or substantively enacted at the reporting date. Current income tax/deferred tax relating to items recognised directly in equity is recognised in equity and not in the Statement of Profit and Loss ."

xii PROVISIONS AND CONTINGENCIES :

Provisions :

Provisions are recognised when there is a present obligation (legal or constructive) as a result of past event, where it is probable that there will be outflow of resources to settle the obligation and when a reliable estimate of the amount of the obligation can be made.

Contingencies :

Contingent liabilities exist when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company, or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required or the amount cannot be reliably estimated. Contingent liabilities are appropriately disclosed unless the possibility of an outflow of resources embodying economic benefits is remote.

xiii FINANCIAL INSTRUMENTS :

"Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

A. Non-derivative financial instruments :

Cash and cash equivalents : The Company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

Financial assets carried at amortised cost : Financial assets are measured at amortised cost if these are held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding."

Financial assets at fair value through other comprehensive income : Financial assets are measured at fair value through other comprehensive income (OCI) if it is held within a business model whose objective is achieved by both collecting contractual cash flows and by selling

financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through profit or loss : Financial assets are measured at fair value through profit or loss unless it is measured at amortised cost or at the fair value through other comprehensive income. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

Investments in subsidiaries, joint ventures and associates : Investment in subsidiaries, joint ventures and associates are carried at cost in the financial statements.

Financial liabilities : Financial liabilities are subsequently carried at amortised cost using the effective interest method. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Equity instrument : An equity instrument is a contract that evidences residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments recognized by the Company are recognised at the proceeds received net off direct issue cost."

xvi IMPAIRMENT :

Non-financial assets :

Property, plant and equipment and intangible assets Property, plant and equipment and intangible assets with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs. If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognised in the Statement of Profit and Loss"

xv OPERATING CYCLE :

A portion of the Company's activities (primarily long-term project activities) has an operating cycle that exceeds one year. Accordingly, assets and liabilities related to these long-term contracts, which will not be realised/paid within one year, have been classified as current. For all other activities, the operating cycle is twelve months.

B NOTES ON ACCOUNT

- i Previous year figures have been regrouped / rearranged where ever necessary
- ii Expenditure on employee in receipt or remuneration on which in aggregate was not less than
- a) ₹ 6,00,000/- when employed through the year Nil
- b) ₹ 500,000/- when employed part of the year Nil

iii Earning and Expenditure in foreign currency

Total Earning in Foreign Currency	16,443,302
Total Expenditure in Foreign Currency	188,768

iv Dues to Small Scale Industrial Undertaking

There are no Micro, Small and Medium Enterprise, to whom the company owes dues, which are outstanding for more than 45 days t the Balance Sheet Date, computed on Unit wise basis. The above information regarding Micro, Small and Medium Enterprise has been determined to the extent such parties have been identified on the basis of information available with the Company. This has been relied upon by the Auditors

The details of Amount outstanding to Micro, , Small and Medium Enterprise Development Act, 2006 (MSMED), based on the information with the company is as under:

Particular	As on 31.03.2019	As on 31.03.2018
The principal amount and interest due thereon remaining unpaid to any supplier registered under MSMED Act as at the end of the year	-	-
The amount of interest paid by the buyer in terms of Section 16 to the MSMED Act along with the amounts of the payment made to the supplier beyond the appointed day during the year.	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act		

The above particulars, as applicable, have been given in respect of MSEs to the extent they could be identified on the basis of information available with the Company.

- v Physical verification of cash was done by Management on which the Auditors has kept reliance
- vi The Balance of Sundry Creditors, Sundry Debtors, Advances and lenders are subject to Confirmation/ reconciliation and adjustment if any

vii **Contingent Liabilities & Commitments (To the extent not Provided for)**

Claims against the Company not acknowledged as debt

Guarantee	14,151,010.00
Other Money for which the company is contingently liable	85,911,385.00

Commitments

Estimated amount of contracts remaining to be executed on capital account and not provided for
Uncalled liability on shares & Other investments which are partly paid

Other Commitments

- x The Holding Company has filled necessary documents regarding change of name with Registrar of Companies, Kolkata and had received permission regarding the change of name and accordingly the name of the company was changed to "Halder Venture Limited" vide approval dated January 17, 2014
- xi The holding of 100 shares amounting to Rs 1000/- in wholly owned subsidiary companies are held by the Directors on behalf of Halder Venture Limited

xii **A. Subsidiaries of The Company**

Name%	Of Holding	Remark
Prakruti Commosale Private Limited	100.00%	
JDM Commercials Private Limited	100.00%	
Reliable Advertising Private limited	87.59%	
Intellect Buildcon Private Limited	77.53%	
PK Agrilink Private Limited	53.46%	
Shri Jatadhari Rice Mill Pvt Ltd	40.47%	Through Effective Control
P.K.Cereals Pvt. Ltd.	26.77%	Through Effective Control

For M/s SEN & RAY
CHARTERED ACCOUNTANTS
Firm Registration No. 303047E

Soumik Ray
Membership No. 122465
Partner
Place: Kolkata
Dated : 30th May, 2019

On behalf of Halder Venture Limited

Keshab Kumar Halder Director DIN-00574080	Poulomi Halder Director DIN-02224305
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CS. Abhishek Pal
Company Secretary
M No-50031

SCHEDULES & NOTES TO ACCOUNTS OF HALDER VENTURE LIMITED

Note-2: Depreciation on Fixed Assets

Particulars	Land	Building & Factory shed	Plant & Machinery	Electrical Installation	Electrical Installation	Furniture & Fixture	Vehicals	Computer	Total PPE including CWIP
"Cost / Deemed Cost At 1st April 2017"	2,51,02,154	9,98,45,334	18,16,19,738	1,17,88,706	14,98,585	32,57,270	41,96,211	3,18,337	32,76,26,335
Addition during the period	4,90,000	40,33,228	3,76,42,000	45,74,901	-	1,95,111	14,92,590	1,85,551	4,86,13,381
Disposal / Adjustments during the period	-	-	-	-	-	-	5,91,369	-	5,91,369
At 31st March 2018	2,55,92,154	10,38,78,562	21,92,61,738	1,63,63,607	14,98,585	34,52,381	50,97,432	5,03,888	37,56,48,347
Depreciation and Impairment									
Opening balance	-	46,60,335	1,66,63,692	30,62,377	2,52,475	3,72,360	4,72,862	68,754	2,55,52,854
Additions	-	46,13,151	2,12,44,080	32,32,177	3,26,305	7,60,250	12,58,292	1,88,624	3,16,22,880
Deletions	-	-	-	-	-	-	-	-	-
At 31st March 2018	-	92,73,486	3,79,07,772	62,94,554	5,78,780	11,32,610	17,31,154	2,57,378	5,71,75,733
Net book value									
At 31st March 2018	2,55,92,154	9,46,05,076	18,13,53,966	1,00,69,053	9,19,805	23,19,771	33,66,278	2,46,509	31,84,72,610
At 31st March 2017	2,51,02,154	9,51,84,999	16,49,56,046	87,26,329	12,46,110	28,84,910	37,23,349	2,49,583	30,20,73,480



SCHEDULES & NOTES TO ACCOUNTS OF HALDER VENTURE LIMITED

Note-2: Depreciation on Fixed Assets

Particulars	Land	Building & Factory shed	Plant & Machinery	Electrical Installation	Electrical Installation	Furniture & Fixture	Vehicals	Computer	Total PPE including CWIP
Cost / Deemed Cost At 1st April 2018	2,55,92,154	10,38,78,562	21,92,61,738	1,63,63,607	14,98,585	34,52,381	50,97,432	5,03,888	37,56,48,347
Addition during the period	1,70,450	36,75,234	2,53,84,344	6,25,659	2,58,086	91,233	43,34,496	2,32,027	3,47,71,529
Disposal / Adjustments during the period	-	-	-	-	-	-	-	-	-
At 31st March 2019	2,57,62,604	10,75,53,796	24,46,46,082	1,69,89,266	17,56,671	35,43,614	94,31,928	7,35,915	41,04,19,876
Depreciation and Impairment									
Opening balance	-	92,73,486	3,79,07,772	62,94,554	5,78,780	11,32,610	17,31,154	2,57,378	5,71,75,734
Additions	-	45,99,257	2,23,97,775	31,50,494	2,80,266	6,98,875	21,33,849	1,51,190	3,34,11,706
Deletions	-	-	-	-	-	-	-	-	-
At 31st March 2019	-	1,38,72,743	6,03,05,548	94,45,048	8,59,046	18,31,485	38,65,003	4,08,568	9,05,87,440
Net book value									
At 31st March 2019	2,57,62,604	9,36,81,053	18,43,40,535	75,44,218	8,97,626	17,12,129	55,66,925	3,27,347	31,98,32,437
At 31st March 2018	2,55,92,154	9,46,05,076	18,13,53,966	1,00,69,053	9,19,805	23,19,771	33,66,278	2,46,509	31,84,72,610

SCHEDULES & NOTES TO ACCOUNTS OF HALDER VENTURE LIMITED

Note - 2B : In-Tangible Asset

Particulars	Software	Total
Cost / Deemed Cost At 1st April 2017	10,867	10,867
Addition during the period	-	-
Disposal / Adjustments during the period	-	-
At 31st March 2018	10,867	10,867
Depreciation and Impairment		
Opening balance	2,173	2,173
Additions	2,173	2,173
Deletions	-	-
At 31st March 2018	4,346	4,346
Net book value		
At 31st March 2018	6,521	6,521
At 31st March 2017	8,694	-
Cost / Deemed Cost At 1st April 2018	10,867	10,867
Addition during the period	-	-
Disposal / Adjustments during the period	-	-
At 31st March 2019	10,867	10,867
Depreciation and Impairment		
Opening balance	4,346	4,346
Additions	3,016	3,016
Deletions	-	-
At 31st March 2019	7,362	7,362
Net book value		
At 31st March 2019	3,505	3,505
At 31st March 2018	6,521	6,520

SCHEDULES & NOTES TO ACCOUNTS OF HALDER VENTURE LIMITED

Note - 3 : Investments	(Amount in Indian Rupees)	
	Figures as at 31.03.2019	Figures as at 31.03.2018
NON - CURRENT		
Trade Investments Unquoted Shares at cost (As certified by Management)	-	-
A. Investment in Subsidiaries	-	-
	-	-
B. Investment in Associates	-	-
	-	-
C. Others	255,190,000	259,074,631
	-	-
	255,190,000	259,074,631
CURRENT	-	-
Investment In Mutual Fund DSP Black Rock	-	-
	-	-
		-

Note- 4 : Trade Receivables	(Amount in Indian Rupees)	
	Figures as at 31.03.2019	Figures as at 31.03.2018
NON - CURRENT	-	-
	-	-
CURRENT	-	-
(Unsecured considered good unless otherwise stated)	-	-
Outstanding for a period exceeding six months	11,528,555	29,248,562
Considered Good	452,572,677	333,750,806
	464,101,232	362,999,367
Trade receivables	-	-
1 Secured, considered good	-	-
2 Unsecured, considered good	464,101,232	362,999,367
3 Doubtful	-	-
Allowance for bad & doubtful under each head	-	-
	-	-
	464,101,232	362,999,367

Note - 5 : Loans And Advances		(Amount in Indian Rupees)	
		Figures as at 31.03.2019	Figures as at 31.03.2018
	NON-CURRENT	-	
	Reliable Advertising Private Limited	-	-
	P K Agri Link Pvt Ltd	-	-
		-	-
	CURRENT		
a	P K Agri Link Pvt Ltd	-	
b	Others	-	
		-	-

Note - 6 : Other Financial Asset		(Amount in Indian Rupees)	
		Figures as at 31.03.2019	Figures as at 31.03.2018
	NON-CURRENT	-	
a	Security Deposit With WBSEB	2,359,522	5,038,461
b	ION Exchange Service	310,000	310,000
c	Duty Drawback Receivable	-	606,172
d	Security Deposit with N A F E D LTD.	100,000	200,000
e	Security Deposit with FCI	50,000	100,000
f	Security Deposit with ABL International	106,626	106,626
g	EMD	55,000	-
h	Security Deposit with WBSEDCL	-	-
		-	-
		2,981,148	6,361,259
	CURRENT	-	
a	Accrued Interest	119,302	119,302
b	Duty Drawback Receivables	676,318	946,281
c	MEIS Receivables	22,305,274	14,143,035
d	Deposit With Nakamichi	-	2,000,000
e	Advance to Suppliers	-	27,143,684
		-	-
		23,100,894	44,352,303

Note - 7 : Other Non-Current assets		(Amount in Indian Rupees)	
		Figures as at 31.03.2019	Figures as at 31.03.2018
a	Deferred revenue expenses (Preliminary Expences)	9,344	18,690
b	Security Deposit with WBSEDCL	3,180,902	
c	Security Deposit with FCI	50,000	
d	Security Deposit with NAFED	100,000	
e	Security Deposit with BSNL	2,000	2,000
f	Others	-	-
		3,342,246	20,690

Note - 8 : Inventories		(Amount in Indian Rupees)	
		Figures as at 31.03.2019	Figures as at 31.03.2018
a	Raw materials	52,594,634	101,609,713
b	Work in progress	16,971,508	10,383,016
c	Finished goods	273,222,038	354,041,429
d	Stock of Packing materials and Stores & Spares Parts	36,118,427	22,386,428
e	Chemicals	6,565,130	2,441,483
		-	-
		385,471,737	490,862,069

Note - 9 : Cash and Bank Balances		(Amount in Indian Rupees)	
		Figures as at 31.03.2019	Figures as at 31.03.2018
a	Cash and cash equivalents	-	-
	a Balance with banks	-	-
	In current account	13,344,956	3,123,618
		-	-
	b Cash in hand	2,269,097	2,140,569
	c Cheques in Hand	-	42,389,665
b	d Others (Specify)	-	-
	Multi Currency Card	48,906	65,174
	Fixed Deposit with Bank	5,228,346	1,815,731
		-	-
		20,891,305	49,534,757

Note - 10 : Other Current Assets		(Amount in Indian Rupees)	
		Figures as at 31.03.2019	Figures as at 31.03.2018
a	Advance Income Tax (Self Assessment tax)	44,385,648	53,942,265
b	TDS	194,553	370,880
c	Prepaid Expenses	1,545,659	1,186,695
d	Income Tax Appeal	10,702,000	5,702,000
e	VAT Deposit Appeal	2,429,450	2,429,450
f	GST Receivable	38,200,274	32,385,688
g	Advance to Suppliers	3,703,201	15,019,897
h	TCS Receivable	58,135	18,069
i	Advance Sales Tax	25,000	25,000
j	Duty Drawback Receivable	5,155	132,354
k	Other Receivables	-	23,727
l	Deferred revenue expenses (Preliminary Expenses)	9,346	9,346
m	Appeal Fees Paid	400,000	400,000
		-	-
		101,658,421	111,645,370

Note - 11 : Equity Share capital		(Amount in Indian Rupees)	
		Figures as at 31.03.2019	Figures as at 31.03.2018
a	Authorised Capital		
	45,00,000 Equity Shares of RS. 10 Each	32,500,000	32,500,000
		32,500,000	32,500,000
b	Issued and subscribed capital		
	23,83,520 Equity Shares of RS. 10 Each	31,607,000	31,607,000
	18,03,440 Equity Shares of RS. 10 Each	31,607,000	31,607,000
c	Paid up capital		
	23,83,520 Equity Shares of RS. 10 Each	31,607,000	31,607,000
	18,03,440 Equity Shares of RS. 10 Each	31,607,000	31,607,000

Note - 12 : Reserves and Surplus		(Amount in Indian Rupees)	
		Figures as at 31.03.2019	Figures as at 31.03.2018
a	General Reserve (Including Central Subsidy Received)		
	Opening balance	4,735,514	4,735,514
	Add: Addition / (reduction)		
	Closing balance-I	4,735,514	4,735,514
b	Security premium A/c		
	Opening balance	-	-
	Add: Addition / (reduction)		
	Closing balance-II	-	-
c	Surplus from Profit & Loss account		
	Opening balance	8,956,267	(4,804,055)
	Add: Current year surplus	15,786,979	14,797,676
	Add: Adjustment Prior Period Items	(161,495)	(1,037,355)
	Closing balance-III	24,581,751	8,956,266
d	Capital Reserve		
	Opening balance	425,116,065	425,116,065
	Add: Addition / (reduction)	-	-
	Closing balance-IV	425,116,065	425,116,065
	Total (I +II+III+IV)	454,433,330	438,807,846

Note - 13 : Borrowings		(Amount in Indian Rupees)	
		Figures as at 31.03.2019	Figures as at 31.03.2018
NON-CURRENT			
(i) From Banks			
	Term Loan - Axis Bank - 915060045567383	20,370,469	42,492,637
	Term Loan - Axis Bank - 918060010068951	23,485,881	19,255,693
	(i) From Axis Bank Ltd. (A/c-7361)	3,607,345	8,853,664
		-	-
		-	-
(ii) From other Parties			
	Loans and Advances from Related Parties	-	674,000
	Long Term Maturities of Finance Lease Obligations	-	-
		-	-
		47,463,695	71,275,994

Note - 13 : Borrowings	(Amount in Indian Rupees)	
	Figures as at 31.03.2019	Figures as at 31.03.2018
CURRENT	-	-
(i) From Banks	-	-
Cash Credit - Axis Bank - 914030037602926	134,151,666	181,210,637
WCDL - Axis Bank - 917030054016318	-	120,000,059
PCFC - Axis Bank - 915080007316741	38,516,299	6,733,136
EBRD - Axis Bank - 915090017279956	-	17,355,129
WCDL - Axis Bank - 919080011732414	120,000,000	-
	-	-
Current Maturities of Term Loan Axis Bank - 916060018351750	-	-
Current Maturities of Term Loan Axis Bank - 915060045567383	22,000,000	12,000,000
Current Maturities of Term Loan Axis Bank - 918060010068951	10,000,000	8,000,000
Other Loans and Advances	-	-
	-	-
from (AXIS Cash Credit-915030064912655)	147,950,503	37,154,843
from (AXIS EBRD-915090065057922)	-	-
from (AXIS PCFC-915080064916191)	48,397,043	159,445,460
AXIS BANK (910020032842962)	-	-
	-	-
Axis Current (A/c No. 918020015250982)	2,202,753	-
From Axis Bank Ltd.(12 months installments)	2,674,196	2,181,263
Axis Cash Credit (A/c No. 918030008959451)	78,385,598	7,646,442
Axis Packing Credit in FC (A/c No. 918080008970097)	-	75,973,460
Loan from SBI (Cash Credit A/c No. 11126251882)	-	-
HDFC Bank -00080340060005	-	-
	-	-

Note - 13 : Borrowings		(Amount in Indian Rupees)	
		Figures as at 31.03.2019	Figures as at 31.03.2018
	Axis Bank CC (917030035732105)	18,951,871	20,309,396
		-	-
	Axis (913020051875487)	-	-
	HDFC Bank A/c (50200021788663)	-	-
	(ii) From other Parties	-	-
	From Body Corporate	30,000	30,000
	Loan From Director	987,000	-
	Loan From Other	50,000	50,000
	Car Loan	2,145,330	-
		62,64,42,259	648,089,825

Note - 14 : Employee Benefit Obligations		(Amount in Indian Rupees)	
		Figures as at 31.03.2019	Figures as at 31.03.2018
	Non- Current	-	
a	Provision for Gratuity	2,621,966	1,843,812
		2,621,966	1,843,812
	Current		
a	Provision for Gratuity	318,241	221,868
		318,241	221,868

Note - 15 : Trade Payables		(Amount in Indian Rupees)	
		Figures as at 31.03.2019	Figures as at 31.03.2018
	NON-CURRENT		
	CURRENT		
a	Trade Payable	752,011	166,060,224
b	Other payable	1,829,200	9,030
		2,581,211	166,069,255

Note - 16 : Other Financial Liabilities		(Amount in Indian Rupees)	
		Figures as at 31.03.2019	Figures as at 31.03.2018
	NON-CURRENT		
	CURRENT		
a	Liabilities for Expenses	442,155	467,653
b	Audit Fees Payable	1,135,400	1,041,588
c	Outstanding Electricity Bill	7,992,004	6,256,604
d	Outstanding Telephone Bill	-	12,354
e	Loans & Advances	64,81,879	153,815
	In Current Account Axis Bank - 532010200002141	11,29,64,066	-
		12,90,15,504	7,932,014
Note - 17 : Other Current Liabilities		(Amount in Indian Rupees)	
		Figures as at 31.03.2019	Figures as at 31.03.2018
a	Advance Received from Customer	-	4,860,000
b	TDS Payable	1,514,708	1,880,331
c	TCS Payable	-	-
d	ESI & P.F. Payable	333,560	283,117
e	P Tax	2,330	2,180
f	Interest on TDS Payable	-	279
g	GST Payable	2,319,981	1,540,682
	Import Duty		
h	W.B Labour Welfare	-	-
i	Salary payable	579,182	-
		47,49,761	8,566,589
Note - 18 : Short Term provisions		(Amount in Indian Rupees)	
		Figures as at 31.03.2019	Figures as at 31.03.2018
a	Provision for Income Tax	37,106,562	49,121,915
b	Others	-	395,750
		-	-
		37,106,562	49,517,665

Note - 19 : Revenue from Operations		(Amount in Indian Rupees)	
		For the Year Ended 31.03.2019	For the Year Ended 31.03.2018
a	Sale of Products		
	Export Sales	1,262,583,141	1,088,180,273
	Domestic Sales	1,277,860,738	1,221,128,482
	Other Operating Revenue	38,815,306	25,626,385
		-	-
		2,579,259,185	2,334,935,140

Note - 20 : Other Income		(Amount in Indian Rupees)	
		For the Year Ended 31.03.2019	For the Year Ended 31.03.2018
a	Interest Income	381,507	512,455
b	Sale of Scrap	328,488	100,000
c	Foreign Currency Fluctuaion Benefit	22,464,451	12,323,682
d	Other non-operating income	3,800,555	2,210,695
e	Profit on sale of Mutual Fund	-	14,595
f	Insurance Claim Received	12,093	54,641
g	Material Quality Rebate	836,194	1,665,291
h	Profit on Derivative Transactions	570,727	758,523
i	MEIS Refund		
j	Duty Draw Back A/c	42,624	-
k	Service Tax Refund	260,551	-
		28,697,190	17,639,881

Note - 21 : Cost of Materials consumed		(Amount in Indian Rupees)	
		For the Year Ended 31.03.2019	For the Year Ended 31.03.2018
	Opening Stock of Raw Materials	101,609,713	31,785,012
	Purchases	1,835,652,110	1,883,890,007
		1,937,261,823	1,915,675,019
	Less: Closing stock of raw Material	52,594,634	101,609,713
		1,884,667,189	1,814,065,306

Note - 22 : Employee Benefit Expenses		(Amount in Indian Rupees)	
		For the Year Ended 31.03.2019	For the Year Ended 31.03.2018
a	Salaries, Wages & Remuneration	22,202,967	22,974,052
b	Provision for Gratuity	632,198	558,827
	Employer Contribution to Benefit Plans	23,037	
c	Others	851,845	
		23,710,047	23,532,879

Note - 23 : Other Manufacturing Expenses		(Amount in Indian Rupees)	
		For the Year Ended 31.03.2019	For the Year Ended 31.03.2018
a	Carriage Inward	5,188,609	3,122,532
b	Power, Fuel & Lubricate	62,446,625	63,065,066
c	Packing Material & Stores and Spare Parts	34,727,322	39,170,630
d	Other Direct Expenses	-	57,226
e	Chemical Exps	92,06,332	8,257,255
		-	-
		111,568,888	113,672,709

Note-24 : Administrative, Selling and Distribution Expenses		(Amount in Indian Rupees)	
		For the Year Ended 31.03.2019	For the Year Ended 31.03.2018
	Administration expenses	-	-
	Advertisement & Subscription	50,335	120,177
	Repairs & Maintenance	7,204,222	5,005,372
	Insurance	1,523,728	591,151
	Rates and taxes	1,076,476	854,234
	Meeting Expenses	13,368	
	Commission & Brokerage	1,201,527	2,352,016
	Audit fees	-	-
a)	Statutory Auditor	885,000	914,600
b)	Tax Auditor	160,000	140,000

Note-24 : Administrative, Selling and Distribution Expenses	(Amount in Indian Rupees)	
	For the Year Ended 31.03.2019	For the Year Ended 31.03.2018
c) Company law matters	-	-
d) VAT Audit	-	30,000
e) GST Audit	55,000	45,000
Bad Debts	7,635	9,655,967
Entry tax & Other tax	209,554	601,158
Discount	160,678	26,886
Postage, Printing & Stationery	431,238	426,022
Professional fees	2,893,481	2,625,521
Car Running Expenses	99,183	190,476
Travelling (foreign)	111,493	1,433,882
Travelling & conveyance	1,900,939	
Rebate	1,485	82,819
Custom Duty	-	22,218
Telephone Expenses	303,255	330,816
Director Remuneration	18,000,000	15,300,000
Fumigation & Other Charges	-	6,190,000
Other Interest	109,104	198,381
Loss from Speculative Transaction	796,980	435,765
Website Development	-	101,368
Packing materials	1,743,901	967,018
Other Chemicals	315,082	419,537
General Expenses	590,884	532,257
Marketing Expenses	1,048,825	2,340,000
Carriage Outward	5,260,409	54,719,200
Freight	-	38,413,519
Import Charges	1,464,222	2,898,639

Note-24 : Administrative, Selling and Distribution Expenses	(Amount in Indian Rupees)	
	For the Year Ended 31.03.2019	For the Year Ended 31.03.2018
Export Expenses	226,847,173	111,746,789
Power & Fuel	347,385	171,375
Interest on duty	63,952	127,832
Donation & Subscription	20,602	81,087
Loss on sale of Fixed Assets	8,400	16,779
Books & Periodicals	129,690	5,100
Office Maintenance Exp	271,586	239,272
Annual Maintenance Charges	-	28,925
Miscellaneous Expenses	624,747	442,432
Industrial Training Expenses	1,049,921	
Security Guard Charges	560,016	
Listing/Delisting/Merger Fees	259,000	831,050
Agriculture Expenses	84,622	-
	277,885,098	261,654,639

Note - 25 : Financial Expenses	(Amount in Indian Rupees)	
	For the Year Ended 31.03.2019	For the Year Ended 31.03.2018
Interest on Bank Loan :		
On Term loan	9,706,176	17,705,991
On Cash Credit, EBRD, PCFC	50,119,361	29,828,572
Bank charges	2,202,952	2,085,188
Other financial charges	650,304	4,174,533
	-	-
	62,678,793	53,794,284

PROXY FORM- MGT-11

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

HALDER VENTURE LIMITED

Registered Office:: Diamond Heritage, 16 Strand Road, 10th Floor, Room No-1012, Kolkata- 700001
CIN: L74210WB1982PLC035117

I / we, being the shareholder(s) of shares of the above named company, hereby appoint

Name Address

Email ID..... Signature..... or failing him

Name Address

Email ID..... Signature..... or failing him

Name Address

Email ID..... Signature..... as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 37th Annual General Meeting of the Company, to be held on Friday, 27th September, 2019 at 11:00 A.M at its registered office at Diamond Heritage,16, Strand Road,10th Floor, Room No-1012, Kolkata- 700001, West Bengal and at any adjournment thereof in respect of such resolutions as are indicated below:

Reg. No.	Resolutions	Vote (Optional)	
		For	Against
1	To consider and adopt: (a) The Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2019, together with the Report of the Directors and Auditors thereon and (b) The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019, together with the Report of the Auditors thereon;		
2	To re-appoint Mr. Prabhat Kumar Halder (DIN: 02009423), a Director of the Company, retiring by rotation and being eligible who has offered himself for re-appointment		
3	To re-appoint Mr. Keshab Kumar Halder (DIN: 00574080), the Managing Director of the Company for a term of five years with effect from 31st March, 2020		

Signed this : day of : 2019

Member's Folio /DP ID & Client ID No

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

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
 If you wish to vote for a Resolution, place a tick in the corresponding box under the column marked "For". If you wish to vote against a Resolution, place a tick in the corresponding box under the column marked "Against". If no direction is given, your Proxy may vote or abstain as he/she thinks fit.

FORM NO. MGT-12**POLLING PAPER**

[Pursuant to Section 109 (5) of the Companies Act, 2013 and rule 21 (1) (c) of the Companies (Management and Administration) Rules, 2014]

BALLOT PAPER [37th ANNUAL GENERAL MEETING HELD ON 27TH SEPTEMBER, 2019]

SL.NO	PARTICULARS	DETAILS
01	Name of the First Named Shareholder (In Block Letters)	
02	Postal Address	
03	Registered Folio No./Client ID No.(*) (*Applicable to investors holding shares in dematerialized form)	
04	Class of Shares	Equity shares

I hereby exercise my vote in respect of Ordinary/Special Resolutions enumerated below by recording my assent or dissent to the said resolution in the following manner:

No.	Item	No. of Shares held by me	I assent to the resolution	I dissent from the resolution
1	Ordinary Resolution: To consider and adopt: (a) The Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2019, together with the Report of the Directors and Auditors thereon and (b) The Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019, together with the Report of the Auditors thereon;			
2	Ordinary Resolution: To re-appoint Mr. Prabhat Kumar Haldar (DIN: 02009423), a Director of the Company, retiring by rotation and being eligible who has offered himself for re-appointment			
3	Ordinary Resolution: To reappoint Mr. Keshab Kumar Halder (DIN: 00574080), the Managing Director of the Company for a term of five years with effect from 31st March, 2020			

[Resolution Stated under point 1-2 above form part of Ordinary Business . For the text of the Resolution Explanatory Statement & Notes, Please refer to the Notice convening the 37th Annual General Meeting dated 27th September, 2019]

Place: KOLKATA

Date:

(Signature of the Shareholder)



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HALDER

Halder Venture Limited

CIN: L74210WB1982PLC035117

Diamond Heritage Building

16, Strand Road, Unit- 1012, 10th Floor

Kolkata - 700 001

Tel.: +91 33 6607 5556 / 57

Email: info@halderventure.in

Website: www.halderventure.in



ATTENDANCE SLIP

I/We hereby record my/our presence at the 37th Annual General Meeting of the Company to be held on Friday, 27th September, 2019 at 11:00 a.m. at Diamond Heritage, 10th Floor, Room No.-1012, 16 Strand Road, Kolkata, West Bengal- 700001,

Folio/DP ID & Client ID No.:

Name:

Address:

Joint holders Name:

Shares:

Name of Proxy
(in BLOCK LETTERS)

(Signature of Shareholder/Proxy Present)

Notes: Members/Proxy holders who wish to attend the Annual General Meeting (AGM) must bring their Admission Slips to the AGM and hand over the same duly signed at the entrance. Duplicate Admission Slips will not be issued at the venue.

ELECTRONIC VOTING PARTICULARS

EVEN E -Voting Event Number	USER ID	PERMANENT ACCOUNT NUMBER (PAN)

Please read instructions given in the Notice of the Annual General Meeting carefully before voting electronically