

M677-7 = R25345828

**INDIAN INCOME TAX RETURN ACKNOWLEDGEMENT**

[Where the data of the Return of Income in Form ITR-1 (SAHAJ), ITR-2, ITR-3, ITR-4, ITR-5, ITR-6, ITR-7 filed and verified electronically]

Assessment Year

**2019-20**

PERSONAL INFORMATION AND THE ACKNOWLEDGEMENT NUMBER	Name			PAN		
	GOPALA COMPLEX PVT LTD			AADCG2675H		
	Flat/Door/Block No	Name Of Premises/Building/Village			Form Number.	ITR-6
	21/2					
	Road/Street/Post Office	Area/Locality				
	BALLYGUNGE PLACE	BALLYGUNGE			Status Pvt Company	
	Town/City/District	State	Pin/ZipCode	Filed u/s		
	KOLKATA	WEST BENGAL	700019	139(1)-On or before due date		
	Assessing Officer Details (Ward/Circle)		CENTRAL CIR 3(3), KOLKATA			
	e-filing Acknowledgement Number		164585901170919			
COMPUTATION OF INCOME AND TAX THEREON	1	Gross total income			1	0
	2	Total Deductions under Chapter-VI-A			2	0
	3	Total Income			3	0
	3a	Deemed Total Income under AMT/MAT			3a	0
	3b	Current Year loss, if any			3b	12309
	4	Net tax payable			4	0
	5	Interest and Fee Payable			5	0
	6	Total tax, interest and Fee payable			6	0
	7	Taxes Paid	a	Advance Tax	7a	0
			b	TDS	7b	0
c			TCS	7c	0	
d			Self Assessment Tax	7d	0	
e			Total Taxes Paid (7a+7b+7c +7d)	7e	0	
8	Tax Payable (6-7e)			8	0	
9	Refund (7e-6)			9	0	
10	Exempt Income	Agriculture		0	10	0
		Others		0		

Income Tax Return submitted electronically on 17-09-2019 18:15:57 from IP address 110.225.30.71 and verified by

VIVEK RULA having PAN ACPPR8539Q on 17-09-2019 18:15:57 from IP address 110.225.30.71 using Digital Signature Certificate (DSC)

DSC details: 15756485CN=e-Mudhra Sub CA for Class 2 Individual 2014,OU=Certifying Authority,O=eMudhra Consumer Services Limited,C=IN**DO NOT SEND THIS ACKNOWLEDGEMENT TO CPC, BENGALURU**

# **GOPALA COMPLEX PRIVATE LIMITED**

21/2, Ballygunge Place. Kolkata-700019

Phone:- 2440-8788; e-mail: development@swasticgroup.com

CIN:-U45208WB2008PTC129597

PAN : AADCG2675H

Ward : 12(1)

Assessment Year : 2019-2020

Accounting Year : 2018-2019

## **COMPUTATION OF TOTAL INCOME FOR THE YEAR ENDED 31.03.2019**

Net Profit as per Profit & Loss A/c (12,309.00)

Note :-

Carried Forward of Losses

<u>Particulars</u>	<u>Assessment Year</u>	<u>Amount</u>
Business Loss	2011-2012	11,783.00
Business Loss	2012-2013	13,313.00
Business Loss	2013-2014	14,153.00
Business Loss	2014-2015	20,990.00
Business Loss	2015-2016	21,017.00
Business Loss	2016-2017	13,109.00
Business Loss	2017-2018	15,586.48

**MAT Credit Available**

Assessment Year

2017-2018

Amount

2,614.00

GOPALA COMPLEX PVT. LTD.

  
Director

# GOPALA COMPLEX PRIVATE LIMITED

21/2 BALLYGUNGE PLACE KOLKATA 700 019  
CIN NO : U45208WB2008PTC129597  
EMAIL : development@swasticgroup.com

## DIRECTORS' REPORT

Dear Shareholders,

Your Directors have pleasure in presenting the Annual Report on the business and operations of the Company together with the Audited Accounts for the year ended 31st March, 2019.

### **1. FINANCIAL RESULT**

The Company's financial performances for the year under review along with previous year's figures are given hereunder:

Particulars	(Amt. in Rs. )	
	Current Year 31 <sup>st</sup> March, 2019	Previous year 31 <sup>st</sup> March, 2018
Revenue from operation	0.00	0.00
Other Income	0.00	0.00
<b>Total Income</b>	<b>0.00</b>	<b>0.00</b>
Profit/(Loss) Before Depreciation & Tax	(12,309.00)	(15,586.48)
Less: Depreciation	0.00	0.00
<b>Profit/(Loss) Before Tax</b>	<b>(12,309.00)</b>	<b>(15,586.48)</b>
Less: Provision for Taxation	0.00	0.00
Add : Deferred Tax Assets	0.00	0.00
Profit(Loss) after Tax	(12,309.00)	(15,586.48)
Add: Balance brought forward from previous year	(1,28,288.45)	(1,12,701.97)
Less : Amount transferred to Special Reserve	-	-
Less: MAT	-	-
<b>Balance Transferred to Balance Sheet</b>	<b>(1,40,597.45)</b>	<b>(1,28,288.45)</b>

### **2. DIVIDEND**

In order of loss the Board of Director has not declare the Dividend in this current financial year 2018 - 19.

### **3. OVERVIEW OF THE COMPANY PERFORMANCE**

The company is a Private Limited Company domiciled in India and incorporated under provisions of the Company Act. The business of the company is Real Estate.

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**4. MATERIAL CHANGES AND COMMITMENTS**

No material changes and commitments affecting the financial position of the Company occurred between the ends of the financial year to which this financial statement relates on the date of this report.

**5. TRANSFER TO RESERVE**

The Company has not transferred any amount to any reserve during the FY 2018-19.

**6. SHARE CAPITAL**

The Equity Share Capital of the company has not change during the year.

**7. DEPOSITS**

The Company has not accepted any deposit during the year under review.

**8. PERFORMANCE OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURE COMPANIES AND THEIR CONTRIBUTION TO THE OVERALL PERFORMANCE OF THE COMPANY DURING THE PERIOD UNDER REPORT**

Pursuant to the provision of section 129 (3) of the Companies Act, 2013 read with Rule 5 & 8 of Companies (Accounts) Rules, 2014, the Company has no Subsidiaries, Associates and Joint Venture Companies .

**9. STATUTORY AUDITOR**

The members at their Annual General Meeting held on September 29, 2018, had appointed M/s M. Tulsyan & Associates, Chartered Accountants as statutory auditors of the Company to hold office till the conclusion of Annual General Meeting to be held on 2022 pursuant to the provision of section 139(1) & 141 and other applicable provision of the Companies Act, 2013. In terms of the first proviso to Section 139 of the Companies Act, 2013, the appointment of the auditors shall be placed for ratification at every Annual General Meeting. Accordingly, the appointment of M/s M. Tulsyan & Associates, Chartered Accountants, as Statutory Auditors of the Company, is placed for ratification by the shareholders. In this regard, the Company has received a certificate from the auditors to the effect that they are eligible for reappointment in accordance with the provisions of Section 141 of the Companies Act, 2013.

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**10. AUDITORS' REPORT**

The auditor has not mark any qualification, reservation or adverse or disclaimer remark on the comments on the Board.

**11. EXTRACT OF THE ANNUAL RETURN**

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of annual return in MGT-9 is annexed as Annexure- 1 forming the part of this report.

**12. BOARD MEETINGS**

The Board duly met four times during the Year on the following dates i.e. 06.06.2018, 04.08.2018, 07.12.2018 & 13.03.2019. The notice for the conducting the meetings were given advance and the intervening gap between any two meetings was within the period as prescribed by the Companies Act, 2013.

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

The provisions of Section 134 (m) of the Companies Act, 2013 do not apply to our Company. There was no foreign exchange inflow or outflow during the year under review.

**14. DIRECTORS & KEY MANAGERIAL PERSONNEL'S APPOINTED AND RESIGNED DURING THE YEAR**

There is no change in composition of Board of Directors during the year under review.

**15. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS**

The Company has not given any Loan or Guarantee under the section 186 of the Company Act, 2013 .

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

There is no material contract, arrangement or transaction entered into by the Company with its related parties, required to be reported in the prescribed Form AOC-2 in terms of section 188 of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014.

**17. RISK MANAGEMENT POLICY**

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

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**18. DIRECTORS' RESPONSIBILITY STATEMENT**

The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, shall state that—

- (a) that in the preparation of the annual accounts, the applicable accounting standards have been followed and no material departures have been made from the same;
- (b) that they have 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 and of the profit or loss of the Company for that period;
- (c) that they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (d) that they have prepared the accounts for the financial year on a 'going concern' basis.
- (e) that proper systems to ensure compliance with the provisions of all applicable laws were in place and that such systems were adequate and operating effectively; and
- (f) that proper internal financial controls were laid down and that such internal financial controls are adequate and were operating effectively.

**19. CORPORATE SOCIAL RESPONSIBILITY**

Pursuant to the provision of section 135 of the Companies Act, 2013 and read with Rule made there under, the Company had not meet the criteria as specified in the said the provision. Hence, the provision of the said section is not applicable to the Company during the year under review.

**20. DETAILS RELATING TO REMUNERATION OF DIRECTORS, KEY MANAGERIAL PERSONNEL AND EMPLOYEES & PARTICULARS OF EMPLOYEES**

The company has not paid any Remuneration to Directors, key managerial person.

**21. INTERNAL CONTROL SYSTEMS & THEIR ADEQUACY**

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

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## **22. SECRETARIAL AUDIT**

The Section 204 of Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is not applicable to the Company. Therefore, Company has not appointed any one as Secretarial Auditor for the Financial Year 2017-18.

## **23. DETAILS OF SIGNIFICANT ORDERS PASSED BY REGULATORS, COURTS OR TRIBUNALS IMPACTING GOING CONCERN AND COMPANY'S OPERATION**

To the best of our knowledge the Company has not received any such order by Regulators, Courts or Tribunals during the year under review which may impact the going concern status or the company's operations in future.

## **24. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN**

Your Company is committed to provide and promote a safe, healthy and congenial atmosphere irrespective of gender, caste, creed or social class of the employees. During the year under review, there was no case file pursuant to the Sexual Harassment of Women at workplace (Prevention, Prohibition and Redressal) Act , 2013.

## **25. AUDIT COMMITTEE & VIGIL MECHANISM**

During the year under review, the section 177 of Companies Act, 2013 regarding the Audit Committee and the sub section (9) & (10) of the provision of section 177 of Companies Act, 2013 relating to Vigil mechanism both are not applicable to the Company because our Company is not fall under such preview as set-out in the said section.

## **26. ACKNOWLEDGEMENT**

An acknowledgement to all with whose help, cooperation and hard work the Company is able to achieve the results. Your Directors also acknowledges gratefully the shareholders for their support and confidence reposed on your Company.

**For and on behalf of the Board of Directors**

BOPALA COMPLEX PVT. LTD.

  
Director

**(Sheo Kumar Ruia)  
Chairman  
(DIN: 00388205)**

Dated the 8<sup>th</sup> day of September, 2019.

<b>Annexure I -FORM NO. MGT 9</b>
<b>EXTRACT OF ANNUAL RETURN</b>
<b>as on financial year ended on 31.03.2019</b>
<b>Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management &amp; Administration ) Rules, 2014.</b>

**I REGISTRATION & OTHER DETAILS :**

i	CIN	U45208WB2008PTC129597
ii	Registration Date	24/09/2008
iii	Name of the Company	GOPALA COMPLEX PRIVATE LIMITED
iv	Category/Sub-category of the Company	PRIVATE LIMITED COMPANY
v	Address of the Registered office & contact details	21/2 Ballygunge Place, Kolkata 700019 & CONTACT-03324408788
vi	Whether listed company	NO
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	N.A.

**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 & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1			

**III PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES :**

Sl No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1					
2					
3					
NOT APPLICABLE					





<b>(2) Non Institutions</b>										
a) Bodies corporates	0	86750	86750	89.66	0	86750	86750	89.66	0	0
i) Indian	0	0	0	0	0	0	0	0	0	0
ii) Overseas	0	0	0	0	0	0	0	0	0	0
b) Individuals	0	0	0	0	0	0	0	0	0	0
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	0	0	0	0.00	0	0	0	0.00	0	0
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	0	0	0	0.00	0	0	0	0.00	0	0
c) Others (specify)	0	0	0	0	0	0	0	0	0	0
<b>SUB TOTAL (B)(2):</b>	<b>0</b>	<b>86750</b>	<b>86750</b>	<b>89.66</b>	<b>0</b>	<b>86750</b>	<b>86750</b>	<b>89.66</b>	<b>0</b>	<b>0</b>
<b>To Public Shareholding (B)= (B)(1)+(B)(2)</b>	<b>0</b>	<b>86750</b>	<b>86750</b>	<b>89.66</b>	<b>0</b>	<b>86750</b>	<b>86750</b>	<b>89.66</b>	<b>0</b>	<b>0</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Grand Total (A+B+C)</b>	<b>0</b>	<b>96750</b>	<b>96750</b>	<b>100</b>	<b>0</b>	<b>96750</b>	<b>96750</b>	<b>100</b>	<b>0</b>	<b>0</b>

## (ii) Shareholding of Promoters :

Sl No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding 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	% of shares pledged encumbered to total shares				
1	Sheo Kumar Ruia	5000	5.17	-	0	5000	5.17	0	0		
2	Vivek Ruia	5000	5.17		0	5000	5.17	0	0		
	<b>TOTAL</b>	<b>10000</b>	<b>10.34</b>	<b>0</b>	<b>0</b>	<b>10000</b>	<b>10.34</b>	<b>0</b>	<b>0</b>		

## (iii) Change in Promoters' Shareholding ( Please specify if there is no change) :

Sl. No.	Name of the Shareholders	Shareholding at the beginning of the Year		Change during the year				Cumulative Share holding during the year		Shareholding at the end of the Year	
		No. of Shares	% of total shares of the company	Date of increase or decrease	Amount of increase or decrease	% of total shares of the company	Reason	No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
		NO CHANGE									

## (iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters &amp; Holders of GDRs &amp; ADRs) :

Sl. No.	Name of the Shareholders	Shareholding at the beginning of the Year		Change during the year				Cumulative Share holding during the year		Shareholding at the end of the Year	
		No. of Shares	% of total shares of the company	Date of increase or decrease	Amount of increase or decrease	% of total shares of the company	Reason	No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
1	Saharsh Yarn Pvt Ltd	28750	29.72							28750	29.72
2	Shyama Biocons Pvt Ltd	29000	29.97							29000	29.97
3	Shyama Wealth Mgmt Pvt Ltd	29000	29.97							29000	29.97
4											
5											
6											
7											
8											
9											
10											

## (v) Shareholding of Directors &amp; Key Managerial Personnel :

Sl. No.	Name of the Shareholders	Shareholding at the beginning of the Year		Change during the year				Cumulative Share holding during the year		Shareholding at the end of the Year	
		No. of Shares	% of total shares of the company	Date of increase or decrease	Amount of increase or decrease	% of total shares of the company	Reason	No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
1	Sheo Kumar Ruia	5000	5.17	0	0	0	-	0	0	5000	5.17
2	Vivek Ruia	5000	5.17	0	0	0	-	0	0	5000	5.17

V INDEBTEDNESS :

Indebtedness of the Company including interest outstanding/accrued but not due for payment				
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtness at the beginning of the financial year</b>				
i) Principal Amount	0	7189436	0	7189436
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
<b>Total (i+ii+iii)</b>	0	7189436	0	7189436
<b>Change in Indebtedness during the financial year</b>				
Additions	0	2616072	0	2616072
Reduction	0	0	0	0
<b>Net Change</b>	0	2616072		2616072
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	0	9805508	0	9805508
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
<b>Total (i+ii+iii)</b>	0	9805508	0	9805508

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL :

A. Remuneration to Directors:

Sl.No	Particulars of Remuneration			(1)	(2)	(3)	Total Amount
1	Gross salary						
	(a) Salary as per provisions contained in section 17(1) of the Income Tax, 1961.			0	0	0	0
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961			0	0	0	0
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961			0	0	0	0
2	Stock option			0	0	0	0
3	Sweat Equity			0	0	0	0
4	Commission						
	as % of profit						
	others (specify)			0	0	0	0
5	Others, please specify			0	0	0	0
	<b>Total (A)</b>			0	0	0	0
	<b>Ceiling as per the Act</b>						

**B. Remuneration to other directors:**

Sl.No	Particulars of Remuneration	Name of the Directors			Total Amount
		(1)	(2)	(3)	
1	Independent Directors				
	(a) Fee for attending board committee meetings	0	0	0	0
	(b) Commission	0	0	0	0
	(c) Others, please specify	0	0	0	0
	<b>Total (1)</b>	0	0	0	0
2	Other Non Executive Directors				
	(a) Fee for attending	0	0	0	0
	(b) Commission	0	0	0	0
	(c) Others, please specify.	0	0	0	0
	<b>Total (2)</b>	0	0	0	0
	<b>Total (B)=(1+2)</b>	0	0	0	0
	<b>Total Managerial Remuneration</b>	0	0	0	0
	<b>Overall Ceiling as per the Act.</b>				

**C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD**

Sl. No.	Particulars of Remuneration	Key Managerial Personnel				Total
		CEO	Company Secretary	CFO		
1	Gross Salary					
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	0	0	0		0
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	0	0	0		0
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	0	0	0		0
2	Stock Option	0	0	0		0
3	Sweat Equity	0	0	0		0
4	Commission	0	0	0		0
	as % of profit					
	others, specify					
5	Others, please specify	0	0	0		0
	<b>Total</b>	0	0	0		0

**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)
<b>A. COMPANY</b>					
Penalty	NOT APPLICABLE				
Punishment					
Compounding					
<b>B. DIRECTORS</b>					
Penalty	NOT APPLICABLE				
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	NOT APPLICABLE				
Punishment					
Compounding					

**INDEPENDENT AUDITOR'S REPORT**  
**TO THE MEMBERS OF GOPALA COMPLEX PRIVATE LIMITED**

**Report on the Financial Statements**

We have audited the accompanying financial statements of **GOPALA COMPLEX PRIVATE LIMITED** ("the Company"), which comprise the Balance Sheet as at 31<sup>st</sup> March, 2019, and the Statement of Profit and Loss for the year then ended, and a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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 March 31<sup>st</sup>, 2019, and its loss for the year ended on that date.

**Basis of Opinion**

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

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

**Management's Responsibility for the Financial Statements**

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

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( 2 )

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

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

The board of directors are also responsible for overseeing the Company's financial reporting process.

#### **Auditor's Responsibility**

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

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( 3 )

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

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

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

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

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

Contd...P/4



( 4 )

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

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- (c) The Balance Sheet, and the Statement of Profit and Loss dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors as on 31<sup>st</sup> March, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2019 from being appointed as a director in terms of Section 164(2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B".
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us
  - i. The Company does not have any pending litigations which would impact in its financial statements.
  - ii. The Company did not have any long-term contracts including derivative contracts; as such the question of commenting on any material foreseeable losses thereon does not arise.
  - iii. There were no amounts required to be transferred, to the Investor Education and Protection Fund by the Company.

UDIN: 19062811AAAAAW3856

**FOR M TULSYAN & ASSOCIATES**

*Chartered Accountants*

Firm Registration No: 325659E

*Manoj Tulsyan*

**(MANOJ TULSYAN)**

*Proprietor*

Membership No. 062811



Dated: 8<sup>TH</sup> Day of Septembert, 2019

**Annexure – A to the Auditors' Report**

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

- (i) a. The Company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.
- b. The company has a program for the physical verification of fixed assets at periodic intervals. In our opinion, the period of verification is reasonable having regard to the size of the company and the nature of its assets. No significant discrepancies were noticed on such verification.
- c. The title deeds of immovable properties are held in the name of the company.
- (ii) The company has no operation during the previous year, hence no inventory is maintained by the company. Thus, paragraph 3(ii) of the Order is not applicable to the company.
- (iii) In our opinion and according to information and explanations given to us, the Company has taken unsecured loans from companies covered in the register maintained under section 189 of the Act.
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.
- (v) In our opinion and according to the information and explanations given to us, the Company has not taken any deposits from the public. Therefore, the provisions of clause (v) of paragraph 3 of the Order are not applicable to the Company.
- (vi) According to the information and explanation provided by the management, the Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products of the Company.

( 2 )

- (vii)** a. According to the information and explanations given to us and according to the books and records as produced and examined by us, in our opinion, the company has been generally regular in depositing undisputed statutory dues such as income tax, sales tax, custom duty, cess & other statutory dues as applicable with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess, professional tax and other material statutory dues were in arrears as at 31 March 2019 for a period of more than six months from the date they became payable.

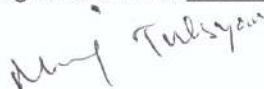
- b. According to the information and explanations given to us and the records of the Company examined by us, there are no dues of income tax, sales tax, wealth tax, service tax, customs duty, excise duty, value added tax, cess (if any) which have not been deposited on account of any dispute.
- (viii)** Based on our audit procedures and on the information and explanations given by the management, we are of the opinion that the company has not defaulted in repayment of dues to a financial institution, bank or debenture holders.
- (ix)** Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause (ix) of paragraph 3 of the Order are not applicable to the Company.
- (x)** Based upon the audit procedures performed and information and explanations given by the management, we report that no fraud on or by the company has been noticed or reported during the course of our audit.
- (xi)** The provisions of section 197 read with Schedule V to the Act do not apply to a private company. Therefore the provision of clause (xi) of paragraph 3 of the Order is not applicable to the company.
- (xii)** In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause (xii) of paragraph 3 of the Order are not applicable to the Company.

Contd...P/3.



( 3 )

- (xiii) In our opinion, all transactions with the related parties are in compliance with section 188 of the Act and the details have been disclosed in the Financial Statements as required by the applicable accounting standards. The provisions of section 177 of the Act are not applicable to the company.
- (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.
- (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 (xv) of paragraph 3 of the Order are not applicable.
- (xvi) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 .

**FOR M TULSYAN & ASSOCIATES***Chartered Accountants*Firm Registration No: 325659E**(MANOJ TULSYAN)***Proprietor*Membership No. 062811

17/19, Jalia Para 2<sup>nd</sup> Bye lane  
Howrah-711106.

Dated the 8<sup>TH</sup> day of September' 2019

## **Annexure – B to the Auditors' Report**

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

We have audited the internal financial controls over financial reporting of GOPALA COMPLEX PRIVATE LIMITED ("the Company") as of 31<sup>st</sup> March, 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

#### **Management's Responsibility for Internal Financial Controls**

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

#### **Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act 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 ICAI. 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.

 Contd...P/2

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 controls based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

**Meaning of Internal Financial Controls over Financial Reporting**

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

**Inherent Limitations of Internal Financial Controls Over Financial Reporting**

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

Contd...P/3



**Opinion**

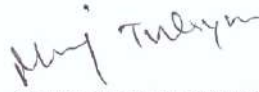
In our opinion, the Company has, in all material respects, an adequate internal financial control system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2019, based on the internal controls over financial reporting criteria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

UDIN: 19062811AAAAAW3856

**FOR M TULSYAN & ASSOCIATES**

*Chartered Accountants*

Firm Registration No: 325659E



**(MANOJ TULSYAN)**

*Proprietor*

Membership No. 062811



Dated: 8<sup>TH</sup> Day of Septembert, 2019



**GOPALA COMPLEX PRIVATE LIMITED**  
**21/2,BALLYGUNGE PLACE,KOLKATA-700 019**

**BALANCE SHEET AS AT 31ST MARCH,2019**

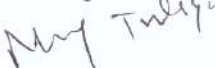
(Amount in Rupees) (Amount in Rupees)

<b>I <u>Equity and Liabilities</u></b>	<b>SCH. NO.</b>	<b>31-Mar-19</b>	<b>31-Mar-18</b>
<b>1.Shareholder's Fund</b>			
a)Equity Share Capital	1	9,67,500.00	9,67,500.00
b)Reserve & Surplus	2	1,63,41,902.55	1,63,54,211.55
<b>2.Current Liabilities</b>			
a)Short Term Borrowing	3	98,05,508.00	71,89,436.00
b)Other Current Liabilities	4	10,04,358.00	9,60,221.00
		<u>2,81,19,268.55</u>	<u>2,54,71,368.55</u>
<b>II <u>Assets</u></b>			
<b>1. Non Current assets</b>			
a)Capital Work In Progress	5	2,78,90,607.55	2,53,83,077.55
<b>2.Current Assets</b>			
a)Cash & Cash Equivalents	6	2,28,487.00	88,117.00
b)Short Term Loan and Advances	7	174.00	174.00
		<u>2,81,19,268.55</u>	<u>2,54,71,368.55</u>

Significant Accounting Policies  
& Notes on Account

8

In terms of our Report of even date  
FOR M.TULSYAN & ASSOCIATES  
CHARTERED ACCOUNTANTS

  
(MANOJ TULSYAN)  
PROPRIETOR



Place: 17/19 Jalia Para 2nd Bye Lane  
Salkia, Howrah - 711 106

Date : 08/09/2019

GOPALA COMPLEX PVT. LTD.

  
Director

GOPALA COMPLEX PVT. LTD.

  
Director

**GOPALA COMPLEX PRIVATE LIMITED**  
**21/2, BALLYGUNGE PLACE, KOLKATA-700 019**

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**PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2019**

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	(Amount in Rupees)	(Amount in Rupees)
<b>SCH. NO.</b>	<b>31-Mar-19</b>	<b>31-Mar-18</b>
<b>A INCOME</b>		
Interest on FD	-	-
	-	-
<b>B EXPENDITURE</b>		
General Charges	303.00	303.00
Rates & Taxes	8,006.00	9,405.00
Audit Fees	4,000.00	4,720.00
Bank Charges	-	1,158.48
	12,309.00	15,586.48
Profit/(Loss) before Taxation	(12,309.00)	(15,586.48)
<b>C Expenses for Taxes</b>	-	-
Net Profit for the Year	(12,309.00)	(15,586.48)
<b>D Basic Earning Per Share</b>	NIL	NIL

Significant Accounting Policies  
& Notes on Account

8

In terms of our Report of even date  
FOR M. TULSYAN & ASSOCIATES  
CHARTERED ACCOUNTANTS

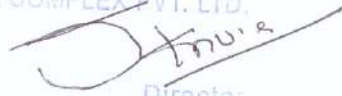
  
(MANOJ TULSYAN)  
PROPRIETOR



Place: 17/19 Jalia Para 2nd Bye Lane  
Salkia, Howrah - 711 106

Date : 08/09/2019

GOPALA COMPLEX PVT. LTD.

  
Director

GOPALA COMPLEX PVT. LTD.

  
Director

**GOPALA COMPLEX PRIVATE LIMITED**  
**21/2, BALLYGUNGE PLACE, KOLKATA-700 019**

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Current Year  
as on  
**31-Mar-19**

Previous Year  
as on  
**31-Mar-18**

**SCHEDULE FORMING PART OF ACCOUNTS**

**SCHEDULE -1**

**SHARE CAPITAL**

**AUTHORISED**

1,00,000 Eq. Shares of Rs. 10/- each

(Previous year 100000 eq sh of Rs 10/- each)

10,00,000.00

10,00,000.00

**ISSUED, SUBSCRIBED & PAID UP**

96,750 Eq. Shares of Rs. 10/- each fully paid up

(Previous year 96750 eq sh of Rs 10/- each)

9,67,500.00

9,67,500.00

Detail of shareholder holding more than 5% share in the company

Name of Company	As at 31st March 2019
Sheo Kumar Ruia	5000 share 5.17%
Vivek Ruia	5000 share 5.17%
Harsh Yarn Pvt Ltd	28750 share 29.72%
Shyama Biocons Pvt Ltd	29000 share 29.97%
Shyama Wealth Mgmt Pvt Ltd	29000 share 29.97%

**SCHEDULE -2**

**Reserve & Surplus**

**Share Premium**

Opening Balance

1,64,82,500.00

1,64,82,500.00

Add: During the Year

0.00

0.00

(A)

1,64,82,500.00

1,64,82,500.00

**Surplus/ (Deficit) i.e. Balance in Statement of Profit & Loss**

Balance as at the beginning of the year

(1,28,288.45)

(1,12,701.97)

Add/ (Less): Surplus/ (Deficit) for the year

(12,309.00)

(15,586.48)

(B)

(1,40,597.45)

(1,28,288.45)

TOTAL

(A+B)

1,63,41,902.55

1,63,54,211.55

**SCHEDULE -3**

**Short Term Borrowing**

Unsecured Loan

98,05,508.00

71,89,436.00

**SCHEDULE -4**

**Other Current Liabilities**

Gods

3,939.00

3,636.00

Advances Recd

9,39,077.00

9,40,480.00

TDS Payable

57,342.00

11,995.00

P.Tax Payable

0.00

110.00

Audit Fees payable

4,000.00

4,000.00

10,04,358.00

9,60,221.00

**SCHEDULE -5**

**Building, Plant & Machinery**

Falt at 83 Ballygunge Place

2,78,90,607.55

2,53,83,077.55

  
 GOPALA COMPLEX PVT. LTD.  
  
 Director

GOPALA COMPLEX PVT. LTD.  
  
 Director

**SCHEDULE -6**

Cash and cash Equivalents

Cash at bank ( As certified by the Management)	2,00,784.50	60,364.50
Cash in hand ( As certified by the Management)	27,702.50	27,752.50
	<u>2,28,487.00</u>	<u>88,117.00</u>

**SCHEDULE -7**

Short Term Loan and Advances

Income Tax Refundable (17-18)	174.00	174.00
	<u>174.00</u>	<u>174.00</u>

**SCHEDULE -8**

Significant Accounting policies and notes on account annexed to and forming part of Balance Sheet as on 31ST MARCH,2019 and Profit & Loss Account as on that date.

**SIGNIFICANT ACCOUNTING POLICIES**

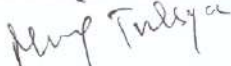
- 1) The Accounts of the Company have been prepared on the historical cost convention and on accrual basis of Accounting on the assumption of going concern concept and in accordance with accounting standards as specified by the institute of Chartered Accountants of India.
- 2) Revenue Recognition: The company follows the Mercantile system of accounting and recognises Income & Expenditure on accrual basis.

**NOTES ON ACCOUNTANTS**

- 1) Cash & Bank Balances are shown as per the ledger accounts of the Company and as certified by the management
- 2) Previous year figure have been regrouped and rearranged where necessary.

(Signature to Schedule 1 to 8 as per our separate report enclosed)

In terms of our Report of even date attached  
FOR M.TULSYAN & ASSOCIATES  
CHARTERED ACCOUNTANTS

  
(MANOJ TULSYAN)  
PROPRIETOR



GOPALA COMPLEX PVT. LTD.

  
Director

Place: 17/19 Jalia Para 2nd Bye Lane  
Salkia, Howrah - 711 106

Date : 08/09/2019

GOPALA COMPLEX PVT. LTD.

  
Director