

RADHAGOBIND COMMERCIAL LIMITED

(Formerly Known as Tejmangal Commercial Company Limited)

CIN- L51909WB1981PLC033680

40, METCALFE STREET, 3RD FLOOR, ROOM NO. 339, KOLKATA - 700 013

Phone No. (033) 64585001

Website: www.radhagobindcommercial.com

Email: radhagobindcommercialtd@gmail.com

DIRECTORS REPORT TO THE SHARE HOLDERS

Your Directors have pleasure in presenting their report together with the audited Balance sheet as at 31st March 2017 and Statement of Profit & Loss for the year ended on that date.

Financial Results

S. No.	Particulars	2016-2017	2015-2016
1.	Gross Income	1,07,02,137.97	1,62,68,855.96
2.	Profit Before Interest and Depreciation	13,61,672.00	23,57,239.35
3	Finance Cost	4,55,000.00	2,6,300.00
4	Depreciation and Amortisation	13,750.00	24,987.00
5	Profit Before Exceptional Items and Tax	8,92,921.78	20,65,952.35
6	Exceptional Items	NIL	22,90,000.00
7	Profit Before Tax	8,92,921.78	(2,24,047.65)
8	Provision for Tax	2,30,000.00	2910.00
9	Short Provision for Income Tax	11,786.62	Nil
10	Deferred Tax Liability Written Back	Nil	(1,889.00)
11	Profit After tax	6,29,135.16	(2,27,658.65)
12	Profit on Disposal of Subsidiary	Nil	Nil
13	Proposed Dividend on Equity Shares	Nil	Nil
14	Balance Brought forward from Balance Sheet	27,57,334.14	29,84,992.79
15	Balance carried forward to Balance Sheet	33,86,169.30	27,57,334.14

Dividend

In View of Inadequate Profit, Company has not declared dividend during the year.

Transfer to Reserve

The Company did not transfer any amount to General Reserve.

Company's Performance

On Standalone Basis ,revenue from operations for Financial Year 2016-17 at ₹1,07,02,137.97 was lower by 34.21% over last year (₹1,62,68,855.96 in 2015-2016) .Earning before Interest and Tax was at ₹13,61,672.00 registered a decline of 42.23% over EBITA of (₹ 23,57,239.35 in FY 2015-2016)

Subsidiaries and Associates

The company had four subsidiaries as on 31.03.2016. All of them cease to become subsidiary during the year. There are no associates or joint venture companies within the meaning of Section 2(6) of the Companies Act, 2013.

Directors and KMP

Reappointments:- As per the Provisions of the Companies Act, 2013 Mr. Santanu Chakraborty, Director of the Company retires by rotation at the ensuing Annual General Meeting and being eligible, seeks reappointments. The Board recommends his re-appointment.

The Company has received necessary declaration from each independent director under Section 149(7) of the Companies Act, 2013 that he/she meets the criteria of Independence laid down in Section 149(6) of the Companies Act, 2013 and Regulation 25 of SEBI (Listing obligation and Disclosure requirements) Regulation 2015.

Pursuant to Provisions of Section 203 of The Companies Act, 2013, the Key Managerial Personnel of the Company are Mr. Sanjay Kumar Tiwari, Managing Director, Nandita Dey, Chief Financial Officer, Mrs. Anny Jain, Company Secretary Mr. Raghav Randar resigned and Mrs. Nandita Dey was appointed as the Chief Financial Officer w.e.f. 17.05.2017

Policy on Director's appointment and remuneration

Pursuant to the provision of Section 178 of the Act, the company has formulated and adopted policy on selection of Directors and Remuneration policy which are discussed on our website.

Directors Responsibility Statement

Pursuant to Section 134(5) of the Companies Act, 2013 Director of your company hereby state and confirm that:-

- In the preparation of the annual accounts for the year ended 31st March 2017, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- 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 at the end of financial year and of the Loss of the Company for the same period;
- The directors 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;
- They have prepared the annual accounts on a going concern basis;
- They have laid down internal financial controls in the company that are adequate and were operating effectively;
- They have devised proper systems to ensure compliance with the provisions of all applicable laws and these are adequate and are operating effectively.

Remuneration to the Directors/KMP

Sr No.	Names	Designation	Remuneration in 2016-2017	Remuneration in 2015-2016
1	Mr. Sanjay Kumar Tiwari	Managing Director	1,20,000.00	96,667
2	Ms. Anny Jain	CS (KMP)	1,20,000.00	1,12,000
3	Mr. Raghav Randar	CFO (KMP)	1,20,000.00	1,20,000
4	Mrs. Nandita Dey	CFO(KMP)	NIL	NIL

Mr. Raghav Randar resigned from the post of CFO(KMP) on 16.05.2017. Mrs Nandita Dey is appointed as CFO(KMP) of the Company with effect from 17.05.2017.

Managerial Remuneration and Particular of Employees

The Information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 in respect of the employees of the Company are given in annexure -2 forming part of this report.

Deposits

We have not accepted any Deposits and as such no amount of Principle or Interest was outstanding as of Balance Sheet Date.

Management Discussion and Analysis Report

In terms of provisions of Regulation 34 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation 2015, The Management discussion and Analysis is set out in this Annual Report.

Listing with Stock Exchanges

The Company confirms that it has paid the Annual Listing Fees for the year 2016-2017 to BSE (Scrip Code 539673) but has not paid to CSE (Scrip Code 30070) and where the Company's share are listed.

Dematerialization of shares

96.10% of the Company's paid up Equity share Capital is in dematerialised form as on 31/03/2017 and the balance are in physical form. The Company's registrar are M/s Niche Technologies Private Limited having their registered office at D/511 Bagree Market, 5th Floor, 71, B R B Basu Road Kolkata-700001.

Number of Board Meetings Held

The Board of Directors duly met Seven Times during the financial year from 1st April 2016 to 31st March 2017. The maximum Interval between any two meetings did not exceed 120 days as prescribed in the Companies Act, 2013.

Significant and Material Orders

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

Board Evaluation

The Board carried out an annual performance evaluation of its own performance, board committees and individual Directors pursuant to provisions to the provisions of the act and the corporate Governance requirements prescribed by Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015 ("SEBI Listing Regulations")

The performance of the Board was evaluated by board after seeking inputs from the Directors on the basis of the criteria such as the board composition and Structure, effectiveness of the Board processes, information and functioning etc.

The performance of the Committee was evaluated by the board after seeking inputs from the Committee members on the basis of the criteria such as composition of committee, effectiveness of the committee meetings etc.

The Board and nomination and remuneration committee reviewed the performance of the individual directors on the basis of criteria such as the contribution of the Individual director to the Board and committee meeting like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings etc. In addition, the Chairman was also evaluated on the key aspects of his role.

In a separate meeting of Independent Directors, performance of Non Independent Directors, performance of the Board as a whole and performance Chairman was evaluated, taking into account the views of Executive and Non Executive Directors, at which the performance of the Board, its committee and individual directors was done by entire Board, excluding the Independent Director being evaluated.

Internal Financial Control and its adequacy

The detail in respect of Internal Financial Control and their Adequacy are included in the Management and Discussion Analysis report which forms part of the Financial Statements.

Audit Committee

The details pertaining to Composition of Audit Committee are included in Corporate Governance Report which forms part of this report.

Extracts of Annual Return

The details forming part of the Extract of the Annual Return in form MGT-9 is appended as Annexure – 2.

Auditors:

Statutory Auditors:-

At the Annual General Meeting held on September 30, 2014 the Auditors M/s Ashok Kumar Natwarlal and Co. Chartered Accountants, Kolkata were appointed as Auditor of the Company to hold office till the conclusion of Annual General Meeting to be held in the calendar year 2017. Management is in the process of appointing the new Auditor for year from the conclusion of Annual General Meeting to be held in the year 2017 to the conclusion of Annual General Meeting to be held in the year 2022, which will be approved in the Board Meeting, subject to the approval of Shareholders in the Annual General Meeting.

Secretarial Auditor:-

M/s A LP & Associates practicing Company Secretaries was appointed to conduct the Secretarial Audit of the Company for the Year 2015-2017 forms part of Annual report.

Auditors's Certificate on Corporate Governance:-

As required by SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015 the auditors' certificate on Corporate governance is enclosed as Annexure to the Board Report.

Auditor's Report and Secretarial Audit Report

The Auditor's Report and Secretarial Auditor's report does not contain any qualification, reservation or adverse remark.

Corporate Governance

Pursuant to Regulation 34 of the listing Regulation read with Schedule-V to the said regulations, a compliance report on Corporate Governance has been annexed as part of Annual report along with Auditor's Certificate.

Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo

Information required under Section 134(3)(m) of the Companies Act, 2013 read with rule 8 of the Companies (Accounts) Rules, 2014 is not applicable to the Company.

Particulars of Employees

The information required under Section 197 of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are attached to the report.

Corporate Social Responsibility

In terms of Section 135 and Schedule VII of the Companies Act, 2013, the CSR is not applicable for the Company.

Vigil Mechanism

In pursuant to the provisions of Section 177(9) & (10) of the Companies Act, 2013 a vigil Mechanism for Directors and Employee to report genuine concerns has been established.

Related Party Transactions

Relate Party Transactions that were not entered during the financial year. Therefore the requirement of Form AOC-2 is not required.

Particulars of Loans, Guarantees or Investments

The Company has not given Loans, Guarantees and Investments. Therefore the requirement to disclose in Notes to Accounts is not required.

Disclosure Requirement

As per Regulations 34 of the SEBI Listing Regulations ,Business responsibility Report is not applicable for the Company.

Disclosure under Sexual Harassment of Women at Work Place (Prevention, Prohibition and Redressal) Act, 2013

Your company is committed to creating and maintaining a secure work environment where its employee, customers, Vendors etc can work and pursue business together in an atmosphere free of Harassment , exploitation and intimidation. To empower women and protect woman against Sexual harassment, a policy for prevention of Sexual harassment has been rolled out . The policy allows employees to report sexual harassment at the work place.

Acknowledgement

Directors deeply acknowledge the trust and confidence you have placed in the company. Director would also like to thank all its Banker, Customer, Vendors and Shareholders for their Continued support to the Company. In specific, the Board would also record its sincere appreciation of the Commitment and Contribution made by all employees of the Company.

Cautionary Note

The statement forming part of Directors Report may contain certain forward looking remarks within the meaning of applicable Securities Law and regulations .Many factors could cause the actual results ,performance or achievements of the Company to be materially different from any future results, performance or achievements that may be expressed or implied by such forward looking statements.

Kolkata

Date:30.05.2017

BY ORDER OF THE BOARD

Sanjay Kumar Tiwari
Sanjay Kumar Tiwari
(Managing Director)
DIN:01691170

ANNEXURE -1

Statement of Disclosure of Remuneration under Section 197 (12) of the Companies Act, 2013 and Rules 5(1) of the Companies (Appointment and Remuneration of the Managerial Personnel) Rules, 2014

A. Ratio of remuneration to the median remuneration of the employees of the company for the FY 2016-2017 as well as the percentage increase in remuneration of each director, chief financial officer and company secretary is as under:-

Name of the Director	Ratio to Median Remuneration	% Change in Remuneration over previous Year
Executive Director		
Sanjay Kumar Tiwari	1	N.A.
Company Secretary		
Anny Jain	1	N.A.
Chief Financial Officer		
Raghav Randar	1	N.A.

B. Number of Permanent Employees- 2

C. Explanation on the relationship between average Increase in remuneration and Company Performance

The Compensation and Benefits philosophy of the Company defines that employee remuneration is to be aligned with performance of the Company and individual's contribution in achieving company's goal for the Year. It does mean that Post annual performance process, individual employee's remuneration is revised, taking into account performance of the Company and of the individual employee. At the beginning of the Year, Business goals are decided and cascaded down to Various businesses and functions. While effecting revision in remuneration, factors like internal and external parity, market competitiveness, company's overall business strategy are also taken into account.

D. Comparison of the remuneration of the KMP against Performance of the Company

Aggregate Remuneration of Key Managerial Person KMP in FY 2015-2017(₹)	3,60,000.00
Revenue (₹)	1,50,40,658.00
Remuneration of KMP (as % of Revenue)	2.39%
Profit Before Tax (₹)	8,92,921.78
Remuneration of KMP (as % of PBT)	40%

E. Comparison of average Percentage increase in salary of Employees other than Managerial Personnel :- Not Applicable

F. Comparison of Remuneration of Each of the KMP against performance of the Company

	Mr. S K Tiwari Managing Director	Mr. Raghav Randar Chief Financial officer	Ms. Anny Jain Company Secretary
Remuneration in FY 2015-16 (₹)	1,20,000	1,20,000	1,20,000
Revenue (₹)		1,50,40,658.00	
Remuneration of KMP (as % of Revenue)	0.80%	0.80%	0.80%
Profit Before Tax (₹)		8,92,921.78	
Remuneration of KMP (as % of PBT)	13.44%	13.44%	13.44%

G. The ratio of the remuneration of the highest paid Director to that of employee who are not directors but receive remuneration in excess of the Highest paid director during the Year:

No Employee of the Company receives remuneration in excess of the highest paid Director of the Company.

H Affirmation

It is affirmed that remuneration paid to Directors, Key Managerial Personnel and other Employees is as per the Remuneration policy of the Company.

a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks/FI	0	0	0	0	0	0	0	0	0
a) Central or State Govt	0	0	0	0	0	0	0	0	0
b) Venture Capital Fund	0	0	0	0	0	0	0	0	0
c) Insurance Co.	0	0	0	0	0	0	0	0	0
d) FIIS	0	0	0	0	0	0	0	0	0
SUB TOTAL (B)(1)	0	0	0	0	0	0	0	0	0
(2) Non Institutions									
a) Bodies Corporate	1200960	33900	1234860	85.754	1201060	33900	1234960	85.761	0.007
b) Individual Shareholders									
Having nominal Capital Upto One Lakhs	87870	0	87870	6.102	87760	0	87760	6.094	(0.008)
Having Nominal Capital more than One Lakhs	94960	22310	117270	8.144	94960	22310	117270	8.144	0
c) Any other Clearing Member	0	0	0	0	10	0	10	0.001	0.001
SUBTOTAL (B)(2)	1383790	56210	1440000	100	1383790	56210	1440000	100	0
Total Public Shareholding (B)=(B)(1)+(B)(2)	1383790	56210	1440000	100	1383790	56210	1440000	100	0
SHARES HELD BY CUSTODIAN (C)	0	0	0	0	0	0	0	0	0
TOTAL (A)+(B)+(C)	1383790	56210	1440000	100	1383790	56210	1440000	100	0

SHAREHOLDING OF PROMOTERS

Sl No.	Shareholder Name	Shareholding at the beginning of the Year			Shareholding at the end of the Year			% Change in the Shareholding
		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	
	Nil	0	0	0	0	0	0	0

CHANGE IN PROMOTERS SHAREHOLDING

Sl No.		Shareholding at the beginning of the Year		Cumulative Shareholding during the Year	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of total Shares of the Company
1	At the beginning of the Year	No changes in Promoter shareholding during the period			
2	Date wise Increase/decrease in Promoters Shareholding during the year Specifying the Reasons for Increase/decrease	No changes in Promoter shareholding during the period			
3	At the end of the Year	No changes in Promoter shareholding during the period			

SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN PROMOTERS, DIRECTORS ETC)

Sl No.	For TOP TEN SHAREHOLDERS	SHAREHOLDING AT THE BEGINNING OF THE YEAR		SHAREHOLDING AT THE END OF THE YEAR	
		No. of Shares	% of Total Shares	No. of Shares	% of Total Shares
1	Anurodh Infrastructure Pvt Ltd	120000	8.33	120000	8.33
2	Burnpur Power Pvt Ltd	120000	8.33	120000	8.33
3	Faithful Cloth Merchants Pvt Ltd	120000	8.33	120000	8.33
4	Jaguar Infra Developers Pvt Ltd	120000	8.33	120000	8.33
5	Multifold plastic Marketing Pvt Ltd	120000	8.33	120000	8.33
6	Original Fashion Traders Pvt Ltd	120000	8.33	120000	8.33
7	Pears Mercantiles Pvt Ltd	120000	8.33	120000	8.33
8	Shreyans Embroidary Machine Pvt Ltd	120000	8.33	120000	8.33
9	Fastner Machinery Dealers Pvt Ltd	120000	8.33	120000	8.33
10	Wonderland Paper Suppliers Pvt Ltd	120000	8.33	120000	8.33

SHAREHOLDING OF KMP AND DIRECTORS

Sl No.	For TOP TEN SHAREHOLDERS	SHAREHOLDING AT THE BEGINNING OF THE YEAR		SHAREHOLDING AT THE END OF THE YEAR	
		No. of Shares	% of Total Shares	No. of Shares	% of Total Shares
1	Sanjay Kumar Tiwari	8710	0.605	8710	0.605
2	Santanu Chakraborty	9860	0.685	9860	0.685
3	Pratik Jain	0	0	0	0
4	Radheshyam Mishra	0	0	0	0
5	Raghav Randar	50	.003	50	.003
6	Anny Jain	0	0	0	0
7	Payel Chakraborty	0	0	0	0
8	Nandita Dey	0	0	0	0

5. INDEBTNESS OF THE COMPANY INCLUDING INTEREST:- Nil

6. REMUNERATION OF THE DIRECTORS AND KMP

Sl No.	Particulars of Remuneration	KEY MANAGERIAL PERSON			
		Mr. S K Tiwari	Ms. Anny Jain	Mr. R Randar	Total
1	Salary	1,20,000	1,20,000	1,20,000	3,60,000
	Total	1,20,000	1,20,000	1,20,000	3,60,000

7. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

Type	Secton of the Companies Act	Brief Driscription	Details of Penalty/punishment	Authority(RD/NCLT/COURT)	Appeal Made
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A. COMPANY	
Penalty Punishment Compounding	NONE
B. DIRECTORS	
Penalty Punishment Compounding	NONE
Penalty Punishment Compounding	NONE

Kolkata

Date:30.05.2017

BY ORDER OF THE BOARD
Sanjay Kumar Tiwari
 Sanjay Kumar Tiwari
 (Managing Director)
 DIN:01691170

RADHAGOBIND COMMERCIAL LIMITED
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CHAIRMAN & CFO CERTIFICATION

We Pratik Jain , Chairman and Nandita Dey, Chief Financial Officer of M/s Radhagobind Commercial Limited , to the best of our knowledge and belief, certify that :

- ✓) We have reviewed the Financial Statements and Cash Flow Statements for The year ended 31st March 2017 and to the best of our Knowledge and belief:
- (i) These statements do not contain any materially untrue statement or omit any material fact or contain statements might be misleading;
- (ii) These statements together present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations
- b) There are, to the best of our Knowledge and belief, no transaction entered into by the Company during the Year which are fraudulent, illegal or violate of the Company's code of conduct.
- c) We accept responsibility for establishing and maintaining internal control for the financial reporting and that we have evaluated the effectiveness of the internal control systems of the company and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d) We have indicated to the Auditors and the Audit Committee :
- (i) Significant Changes in Internal Control during the Year;
- (ii) Significant Changes in accounting policies during the year and the same have been disclosed in the notes to the financial statements; and
- (iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of he management or an employee having a significant role in the company's internal control.


Chairman


Chief Financial Officer

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Email: radhagobindcommercialtd@gmail.com

RADHAGOBIND COMMERCIAL LIMITED

REPORT ON CORPORATE GOVERNANCE

A) Company's Philosophy

The Company's policies, practices and philosophy adopted since inception are in line with Corporate Governance. These policies, practices are required periodically to ensure its effective compliance. The Composition of Board of Directors is well balanced with a view to manage the affairs of the Company efficiently and professionally.

B) Board of Directors

The Board of Directors of the Company have an optimum combination of Executive, Non Executive and Independent Directors who have in depth knowledge of the business. The Board of Director consist of Five Directors. Mr Santanu Chakraborty, Director of the company is retiring by rotation and is eligible for re-appointment.

(i) Composition and category as on 31st March 2017

Category	No. of Directors	%
Executive Director	1	20%
Non Executive and Independent Directors	2	40%
Non Executive and Non Independent Director	2	40%
Total	5	100%

(ii) Particulars of Directorship of other Companies

Name and Designation of Director	Name of the Company	Position
Pratik Jain, Chairman	Scarper Infratech Limited	Director
Sanjay Kumar Tiwari, Managing Director	Radhashree Finance Limited	Director
	Response Infraprojects private limited	Director
	Topstar Infrastructures Private Limited	Director
	Raincoat Tradelink Limited	Director
	Treecom Dealtrade Limited	Director
	Dayanidhi Tradelink Pvt Limited	Director
	Acture Tradelink Limited	Director
	Everstrong Tracom Limited	Director
	Scarper Infratech Limited	Director
	Neminath Suppliers Limited	Director
Santanu Chakraborty	Radhashree Finance Limited	Managing Director
	Response Infraprojects private limited	Director
	Dayanidhi Tradelink Private Limited	Director
	Raincoat Tradelink Limited	Director
	Treecom Dealtrade Limited	Director
	Acture Tradelink Limited	Director
	Everstrong Tracom Limited	Director
	Scarper Infratech Limited	Director
Neminath Suppliers Limited	Director	
Mr. Radheshyam Mishra	Visionary Polyproducts Private Limited	Director
	Real Touch Finance Limited	Chairman

Smt Payel Chakraborty	Radhshree Finance Limited	Director
	Acture Tradelink Limited	Director
	Everstrong Tracom Limited	Director
	Scarper Infratech Limited	Director
	Neminath Suppliers Limited	Director

C) Meetings and Attendance

The Meeting of the Board are generally held at the Corporate office of the Company at 40, Metcalfe Street, 3rd Floor, Room No. 339, Kolkata-700013. During the year under review, Thirteen Board meetings were held on during the financial year from 1st April 2016 to 31st March 2017. The dates on which meetings were held are as follows:

25/04/2016,30/05/2016,15/06/2016,14/07/2016,13/10/2016,12/11/2016,13/02/2017.

Name of the Director	Attendance at the Last AGM Held on 13.08.2016	No. of Board Meeting held, and attended, during tenure							% of attendance
		1	2	3	4	5	6	7	
Mr. Santanu Chakraborty	Y	Y	Y	Y	Y	Y	Y	Y	100 %
Mr. Sanjay Kumar Tiwari	Y	Y	Y	Y	Y	Y	Y	Y	100 %
Mr. Radhey Shyam Mishra	Y	Y	Y	Y	Y	Y	Y	Y	100 %
Mr. Pratik Jain	Y	Y	Y	Y	Y	Y	Y	Y	100 %
Mrs Payel Chakraborty	Y	Y	Y	Y	Y	Y	Y	Y	100 %
Mrs Anny Jain	Y	Y	Y	Y	Y	Y	Y	Y	100 %

D) Board Agenda

The Board meeting are scheduled well in time and Board members are given a notice of more than a month before the meeting date except in case of emergent meeting. The Board members are provided with well structured and comprehensive agenda papers.

E) Independent Directors

The Company has complied with the definitions of Independence as per Clause 49 of the Listing Agreement and according to the Provisions of Section 149(6) of the Companies Act, 2013.

F) Independent Directors Meetings

During the Year under review, the Independent Director Met on December 1, 2016, inter alia to Discuss:-

- Evaluation of the Performance of the Non Independent Directors and the Board of Directors as a Whole;
- Evaluation of the performance of the Chairman of the Company, taking into account the views of Executive and Non Executive Directors
- Evaluation of the quality, quantity and timeliness of the flow of information between the Management and the Board that is necessary for the board to effectively and reasonably perform its duties effectively.

G) Shareholding of Directors

Names	No. of Shares held
Sanjay Kumar Tiwari	8710
Santanu Chakraborty	9860
Payel Chakraborty	NIL
Radhe Shyam Mishra	NIL
Pratik Jain	NIL

H) General Body Meetings

The last three Annual General Meetings of the Company were held as under:

Financial Year	Date	Location
2013-2014	30/09/2014	40, Metcalfe Street, 3 rd Floor, Room No. 339, Kolkata-700013
2014-2015	20/08/2015	40, Metcalfe Street, 3 rd Floor, Room No. 339, Kolkata-700013
2015-2016	13/08/2016	40, Metcalfe Street, 3 rd Floor, Room No. 339, Kolkata-700013

I) Disclosures

There are no materially significant transactions with the related parties viz. promoters, directors, relatives, the management, subsidiaries etc that may have a potential conflict with the interest of the company at large.

No penalties have been imposed on the company by the Stock Exchange or SEBI or any other authority in any matter related to capital markets, for non compliance by the company.

J) Means of Communication

The Company regularly interacts with the shareholders through multiple channels of communication such as publication of results on quarterly, half yearly basis and yearly basis. The results are not sent individually to Shareholders.

The company has developed its website. All information relating to shareholder and public at large can be viewed by logging into the Website.

K) Code of Conduct

The Company has laid down the code of conduct for its directors.. The object of the code is to conduct the company's business ethically and with responsibility, integrity, fairness, transparency and honesty.

L) Registrar and Transfer Agents and Share Transfer System

M/s Niche Technologies Pvt Ltd is your Company's Share Transfer Agent. Share transfer in physical form and other communications regarding shares, Change of Address etc may be addressed to

M/s Niche Technologies Pvt Ltd
D-511, Bagree Market
71, B R B Basu Road
Kolkata-700001
Phone:- 033-2235-7270/7271
Email Id:- nichetechpl@nichetechpl.com

Trading in Equity shares of the Company is permitted as demat as well as physical form. Shares sent for transfer in physical form are registered and returned with in a period of 30 Days from the date of receipt of the documents, provided the documents are valid and complete in all respects. With a view to expediting the process of share transfers, Ms Anny Jain, Company Secretary of the company is hereby appointed to approve transfer of equity shares and the same shall be ratified in the next meeting of shareholders/ Investors Grievance Committee. The shareholders/ Investors Grievance Committee meets as and when required to consider the other transfer, transmission of shares etc and to attend shareholder Grievance.

M) Distribution of Shareholding

The Distribution of shareholding as on March 31, 2017 was as follows:

Sl No.	No. of Equity Shares held	No. of Share Holders	% of total Shareholders	No. of Shares held	% of total Shares
1	1-500	323	91.2429	6490	0.4507
2	501-1000	0	0.0000	0	0.0000
3	1001-5000	2	0.5650	6230	0.4326
4	5001-10000	8	2.2599	76110	5.2854
5.	10001-50000	11	3.1073	151170	10.4979
6.	50001-100000	0	0.0000	0	0.0000
7.	100001- And above	10	2.8249	1200000	83.3333
	Totals	354	100.00	1440000	100.00

N) Details of Shareholding as on March 31, 2017 was as under:-

Sl No.	Category	No. of Shares Held	Shareholding
1	Promoters	0	00.00
2	Non Institution- Bodies Corporate	1234960	85.76
3	Non Institution-Individual	205030	14.24
		<hr/>	<hr/>
		1440000	100.00

O) Listing with Stock Exchange

The Equity shares of the Company are currently listed for trading under Group XI of the BSE Limited. Company confirms that it has paid listing Fees to BSE for the Year 2016-2017.

Market Price data

Sr. No.	Month	Price	
		High	Low
1.	April 2016	-	-
2.	May 2016	-	-
3.	June 2016	-	-
4.	July 2016	-	-
5.	August 2016	-	-
6.	September 2016	-	-
7.	October 2016	13.12	12.50
8.	November 2016	13.77	13.77
9.	December 2016	14.45	11.35
10.	January 2017	10.80	10.80
11.	February 2017	-	-
12.	March 2017	-	-

P) General Shareholder Information

Annual General Meeting:

Date	12-08-2017
Time	11.30 AM
Venue	40 Metcalfe Street, 3 rd Floor, Kolkata-700013
Financial Year	2016-2017
Book Closure Date	6 th August, 2017 to 12 th August, 2017
Listing on Stock Exchange	BSE (Scrip Code 539673), CSE (Scrip Code 30070)
ISIN No.	INE792P01012

The Company has paid listing fees to the BSE but has not paid fees to CSC.

Q) Shareholder'/Investors' Grievance Committee

The shareholder'/Investors' Grievance Committee of the Board has been constituted to look into complaints like transfer of shares, Non-receipt of Dividend etc. The committee is headed by Mr. Pratik Jain, as Chairman and Mr. Radhey Shyam Mishra, Non Executive Independent Director and Mr. Santanu Chakraborty Non Executive Professional Director. No complaint had been received during the year.

R) Audit Committee

The Audit Committee assists the Board in its responsibility for overseeing the quality and integrity of accounting, auditing and reporting practice of the company and its compliance with legal and regulatory requirements. The Committee's purpose is to oversee the accounting and financial reporting process of the company, the audit of the Company's Financial Statements, the appointments of Auditor, Independent Performance and remuneration of the Statutory Auditors.

During the year under review, six meetings of the committee were held during the year ended 30.05.2016, 14.07.2016, 13.10.2016, 12.11.2016, 23.12.2016, 13.02.2017. The composition of the committee and attendance at its meeting is given below:

Name of Director	Category	No. of Meetings Held	No. of Meetings Attended
Mr. Pratik Jain	Non Executive Independent Director	5	5
Mr. Radhey Syam Mishra	Non Executive Independent Director	5	5
Mr. Santanu Chakraborty	Non Executive Professional Director	5	5

S) Nomination and Remuneration Committee

The Committee shall identify the persons who are qualified to become Directors of the Company/ who may be appointed in Senior management in accordance with the Criteria laid down, recommend to the Board their appointment and removal and also shall carry out evaluation of every director's performance. Committee shall also formulate the criteria for determining qualifications, positive attributes, independent of the Directors and recommend to the Board a policy, relating to the remuneration, Key Managerial personnel and other employees.

The Nomination and Remuneration committee of the Company consist of three Directors.

No. of Board Meeting

During the year the Committee had One Meeting i.e. on 23.12.2016

Name, Composition and attendance during the Year

Name of the Director	Position	No. of Meetings Held	No. of Meeting Attended
1.Mr. Radhey Shyam Mishra	Chairman	1	1
2.Mr. Pratik Jain	Member	1	1
3.Mr. Santanu Chakraborty	Member	1	1

T) SEBI Complaints Redressal Systems (SCORES)

SEBI has initiated SCORES for processing the investor complaints in a centralized web based redress system and online Redressal of all the shareholders complaints. The Company is in compliance with the Scores and redressed the shareholders complaints well within the stipulated time.

U) Address of Registered Office

40, Metcalfe Street, 3rd Floor, Room No.339, Kolkata-700013

V) Reconciliation of Share Capital Audit:-

As stipulated by SEBI, a qualified Practicing Company Secretary carries out the Reconciliation of Share Capital Audit to reconcile the total admitted capital with National Securities Depository Limited and Central Depository Services (India) Limited and the total issued and paid up Capital. The audit is carried out every quarter and the report thereon is submitted to the Stock Exchange and is placed before the Board of Directors of the Company.

W) Corporate Identity Number

Corporate Identity Number (CIN) of the Company, allotted by the Ministry of Corporate affairs, Government of India is L51909WB1981PLC033680

X) Green Initiative in the Corporate Governance

As part of the Green Initiative process, the Company has taken an initiative of Sending Documents like Notice calling of Annual General Meeting, Corporate Governance report, Directors Report, audited financial Statements, Auditor's Report etc. Physical Copies are sent only to those shareholders whose email address is not registered with the Company. Shareholders are requested to register their email id with the registrar and share transfer Agent/Concerned Depository to enable the Company to send the Documents in electronic form or inform the Company in case they wish to receive the above documents in paper mode.

Date:30.05.2017
Kolkata

BY ORDER OF THE BOARD

Sanjay Kumar Tiwari

Sanjay Kumar Tiwari
(Managing Director)
DIN:01691170

RADHAGOBIND COMMERCIAL LIMITED
(Formerly Known as Tejmangal Commercial Company Limited)
CIN- L51909WB1981PLC033680

40, METCALFE STREET, 3RD FLOOR, ROOM NO. 339, KOLKATA – 700 013

Phone No. (033) 64585001

Website: www.radhagobindcommercial.com

Email: radhagobindcommercialtd@gmail.com

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management of M/s Radhagobind Commercial Limited presents the analysis of performance of the Company for the financial year ended 31.03.2017 and its outlook for the future. This outlook is based on assessment of the current business environment. It may vary due to future economic and other developments both in India and abroad.

INDIAN ECONOMY OVERVIEW FY 2016-2017

GROWTH

India's GDP Growth decelerated from 7.6% in F.Y. 2015-2016 to 7.1% in F.Y. 2016-2017 due to lackluster private investment and household consumption and also the impact of demonetization. Contribution from agriculture increased while growth in industrial and mining sectors decelerated. Government consumption was the major source of growth through increased spending on infrastructure.

INFLATION

Retail inflation dropped from 4.8% in March 2016 to 3.8% in March 2017. The drop in inflation was mainly led by the fall in food prices due to bumper agriculture production. Wholesale inflation, however, rebounded to 3.7% in F.Y. 2016-17. This was mainly driven by fuel and power inflation.

MONETARY POLICY

Continuing its accommodation stance on the monetary policy, the reserve bank of India delivered a total 50 bps cut in financial Year 2016-2017 in its benchmark repo rate, bringing it down to a six year low of 6.25 %. Monetary transmission also picked up pace after demonitisation as many large banks cut their lending rates by upto 80 bps, lowering the cost of borrowings.

DEMONETISATION AND ENSUING PROCESS OF REMONETISATION

Government decided to ban the high value currency notes of ₹ 1000 and ₹ 500 on November 8, 2016. Non availability of cash created disruption in economic activity in the month of November and December 2016, particularly in the unorganized sector. Highly cash dependent sectors of the economy – land, real estate, construction, Luxury Item, gold etc witnessed sharp falls in demand. However many organized segments of the economy were close to normalcy by March 2017.

SEGMENT WISE PERFORMANCE

The Company is engaged in Trading of Clothes and accordingly there are no separate reportable segments.

OUTLOOK

The economic slowdown had a significant bearing on the functioning and profitability trading businesses in the medium term. But it has been estimated that in the long run there are vast opportunities for trading entities. Hence, the Company is expecting to improve its performance and profitability in years to come.

OPPORTUNITIES

Business opportunities for trading companies are enormous as the new areas and segments are being explored. Your Company on its part is also well poised to seize new opportunities as they come. New opportunities like introduction of new fashionable items, expanding its product range may take the Company to new scales of success.

WEAKNESS

As your company is a Kolkata based Company it has little presence outside Kolkata. The Company does not have all India based network and establishments to reach out to large segment of people in the country in both semi-urban and rural areas.

THREATS

The major threat being faced by trading companies are change in taste & preference of customers, fall in demand, high inflation etc. The Company is also facing stiff competition from competitors due to their ability to procure materials at a lower cost which enables them to provide materials at much cheaper rate.

RISKS & CONCERNS

Your Company's growth and profitability are dependent on the functioning of economy. The Company is exposed to several market risks like inflation, rise in operating cost etc. The volatility of the market in which your Company operates is also a major cause of concern to the Company.

INTERNAL CONTROL SYSTEM AND ADEQUACY

Internal control systems and procedures in the Company are commensurate with the size and the nature of Company's business and are regularly reviewed and updated by incorporating changes in regulatory provisions in order to safeguard the assets and to ensure reliability of financial reporting.

HUMAN RESOURCES

The Company continues to give priority to its human assets. The Company provides a fair and equitable work environment to all its employees. The Company is continuously working to create and nurture an atmosphere which is highly motivated and result oriented

FINANCIAL PERFORMANCE

The financial performance of the Company for the year under review is discussed in detail in the Directors Report.

For and on behalf of board of directors

Date:30.05.2017
Kolkata

BY ORDER OF THE BOARD

Sanjay Kumar Tiwari
Sanjay Kumar Tiwari
(Managing Director)
DIN:01691170

Auditors' Certificate on Corporate Governance

To the Members of
RADHAGOBIND COMMERCIAL LIMITED

1. We, Ashok Kumar Natwarlal & Co., Chartered Accountants, the Statutory Auditor of **M/s Radhagobind Commercial Limited (formerly Tejmangal Commercial Company Limited)** ('the Company') for the year ended on March 31, 2017 as stipulated in Regulations 17 to 27 Clause (b) to (i) of Regulation 46(2) and paras C and D of Schedule V of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 (the Listing Regulations).

Management Responsibility

2. The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in Listing Regulations.

Auditor's Responsibility

3. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial Statements of the Company.
4. We have examined the books of account and other relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.
5. We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Certification of Corporate Governance issued by the Institute of Chartered Accountants of India (ICAI), the Standards on Auditing specified under Section 143(10) of the Companies Act, 2013, in so far as applicable for the purpose of this certificate and as per the Guidance Note on Reports or Certificates for Special Purpose issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by ICAI.
6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Service Engagements.

Opinion

7. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulations 17 to 27 and Clauses (b) to (i) of Regulations 46(2) and paras C and D of Schedule V of the Listing Regulations during the year ended March 31, 2017.
8. We state that such compliance is neither an assurance as to the future viability of The Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company

161/1, Mahatma Gandhi Road,
3rd Floor, Room No. 70B,
Kolkata - 700 007

Dated 30.05.2017



For, Ashok Kumar Natwarlal & Co.
Chartered Accountants

A.K. Agarwal

Ashok Kumar Agarwal
Proprietor
Membership No. 056189
Firm Rgn. 322307E



A L & ASSOCIATES

Company Secretaries

24, Netaji Subhas Road, 4th Floor, Room No. 33, Kolkata - 700 001
Ph. : 4007 4750, E-mail : alassociates2014@gmail.com

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
For the financial year ended 31st March, 2017

[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,
Radhagobind Commercial Limited
(CIN: L51909WB1981PLC033680)

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. Radhagobind Commercial 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 M/s. Radhagobind Commercial Limited'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 secretarial audit and the representations and clarifications made by the Company, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2017 generally 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 made available to us and maintained by M/s. Radhagobind Commercial Limited for the financial year ended on 31st March, 2017 according to the provisions of:

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





A L & ASSOCIATES

Company Secretaries

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- 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') viz :-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; (Not applicable to the Company during audit period)
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (Not applicable to the Company during audit period)
 - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 (Not applicable to the Company during audit period);
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not applicable to the Company during audit period);
 - f) The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not applicable to the Company during audit period); and
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (Not applicable to the Company during audit period);
- vi. Other Laws that are applicable to the Company, as per the representation made by the management.

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

- i. Secretarial Standards issued by The Institute of Company Secretaries of India.
- ii. The Listing Agreements entered into by the Company with the Calcutta Stock Exchange Limited & Bombay Stock Exchange Limited

During the period under review and as per the representations and clarifications made, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, Listing Agreements etc. mentioned above.





A L & ASSOCIATES

Company Secretaries

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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.

Decisions at the Board Meetings, as represented by the management, were taken unanimously.

We further report that based on the information received and records maintained 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 during the audit period

1. The shareholder's of the company u/s 180(1)(a) of the Companies Act, 2013 has approved through postal ballot to create mortgage and/or charge, on such terms and conditions and at such time(s) and in such form and manner, and with such ranking as to priority as the Board of Directors (which term shall include any Committee thereof) in its absolute discretion may deem fit and proper, on the whole or substantially the whole of the Company's anyone or more of the undertakings or all of the undertakings, including present or future properties, whether immovable or movable, comprised in any undertaking both present and future, of the Company, and/or conferring power to enter upon and take possession of the assets of the Company in certain events in favour of the Bank(s), Financial Institution(s) or other persons (hereinafter referred to as the lenders) to secure the borrowings upto an aggregate amount not exceeding Rs 3,50,00,000/- (Rupees Three Crores Fifty Lakhs Only) by way of working capital facilities, issue of nonconvertible debentures, bonds, term loans, and/or other instruments including foreign currency borrowings as the Board may in its absolute discretion deem fit, to be availed/issued in one or more tranches, from/to the lenders/eligible persons/investors including non-residents, and upon such terms and conditions, as may be decided by the Board.





AL & ASSOCIATES

Company Secretaries

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Ph: 4007 4750, E-mail: alassociates2014@gmail.com

2. The shareholder's of the company u/s 180(1)(a) of the Companies Act, 2013 has given their consent through postal ballot to the Board of Directors of the company to borrow any sum or sums of money from time to time, notwithstanding that the money or monies to be borrowed together with the monies already borrowed by the Company (apart from the temporary loans and working capital facility obtained from the Company's Bankers in the ordinary course of business) may exceed the aggregate of Paid-Up Capital of the Company and its Free Reserves, that is to say, reserves not set apart for any specific purpose, provided, however, that the total amount up to which moneys may be borrowed shall not exceed the aggregate of Paid-Up Capital and Free Reserves of the Company by more than the sum of Rs. 3,50,00,000/- (Rupees Three Crores Fifty Lakhs Only) at any time.
3. The shareholder's of the company u/s 180(1)(a) of the Companies Act, 2013 has given their consent through postal ballot to the Board of Directors of the company to the Board of Directors of the Company to make loan(s) and/or give any guarantee(s)/provide any security(ies) in connection with loan(s) made to anybody corporate or any person and/or acquire by way of subscription, purchase or otherwise the securities of anybody corporate up to a limit not exceeding Rs 5,00,00,000/- (Rupees Five Crores Only) notwithstanding that the aggregate of the loans, guarantees or securities so far given or to be given and/or securities so far acquired or to be acquired may exceed the limits prescribed under the said section read with Rules made there under.

**For AL & Associates
Company Secretaries**

Priti Agarwal

**Priti Agarwal
Partner
ACS No.: 26513 CP No.:9937**



**Place: Kolkata
Date: May 30, 2017**

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

A L & ASSOCIATES
Practicing Company Secretaries

Annexure A'

To,
The Members
Radhagobind Commercial Limited
(CIN: L51909WB1981PLC033680)

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

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. 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 the management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For AL & Associates
Company Secretaries

Priti Agarwal

Priti Agarwal
Partner
ACS No.: 26513 CP No.:9937
Place: Kolkata
Date: May 30, 2017



INDEPENDENT AUDITOR'S REPORT

To The Members

M/S. RADHAGOBIND COMMERCIAL LIMITED (FORMERLY TEJMANGAL COMMERCIAL CO. LIMITED)

Report on Standalone Financial Statements

We have audited the accompanying standalone financial statement of **RADHAGOBIND COMMERCIAL LIMITED (FORMERLY TEJMANGAL COMMERCIAL CO. LIMITED)**, which comprises the Balance sheet as at 31st March, 2017 and the statement of Profit and Loss and Cash Flow statement for the year then ended and a summary of Significant accounting policies and other explanatory information.

Management Responsibility for the Financial Statements

The Company board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to preparation and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the company in accordance with the accounting principles generally accepted in India, including the accounting standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) rules, 2014.

This responsibility also includes maintenance of adequate accounting records in accordance with provision of the Act for safeguarding the asset of the Company and for preventing and detecting frauds and other regularities; selection and application of the 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.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the auditor report under the provision of the Act and the rules made there under.

We conducted our audit in accordance with the standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statement. The procedures selected depend on auditor's judgement, including the assessment of the risks of material misstatement of the Financial Statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal control relevant to the company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the company has in place an adequate internal financial controls system over financial reporting and operating effectiveness of such control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Director, as well as evaluating the overall presentation of financial statements.

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



Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- (a) In case of the Balance sheet, of the state of affairs of the company as at March 31, 2017;
- (b) In the case of profit and loss Account, of the **PROFIT** for the Year ended on that date; and
- (c) In the case of the Cash flow statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by 'the Companies (Auditor's Report) Order, 2016 ("the Order")', issued by the Central Government of India in terms of Sub-Section (11) of Section 143 of the Act, we give in the Annexure A, a statement on the matters specified in the paragraphs 3 and 4 of the order.
2. As required by Section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our Knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion proper books of accounts as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c) The Balance sheet, the statement of Profit and Loss and the cash flow statement dealt with by this report are in agreement with books of account;
 - d) In our opinion, the aforesaid standalone financial statements comply with the accounting Standard Specified under Section 133 of the Act, read with Rule 7 of the Companies (Account) Rules, 2014;
 - e) On the basis of the written representation received from the Directors as on 31st March, 2017 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2017 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 Control over financial reporting of the Company and the operating effectiveness of such controls refer to our separate report in "Annexure B" and
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our Information and according to the explanations given to us:
 - (i) The Company does not have any pending litigations on its financial position in its financial Statements;
 - (ii) The Company does not have any requirement for making provision under the applicable law or Accounting standards;
 - (iii) The company does not have any requirement to transfer any amount to Investor Education and Protection fund by the Company.
 - (iv) The Company has provided requisite disclosures in the financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December 2016. Based on audit procedures and relying on the management representation, we report that the disclosures are in accordance with the books of account maintained by the company and as produced to us by the Management. (Refer to Note 30 to the financial statements).

161/1, Mahatma Gandhi Road,
3rd Floor, Room No. 70B,
Kolkata - 700 007



Dated: The 30th Day of May, 2017

For: Ashok Kumar Natwarlal & Co.
Chartered Accountants

A.K. Agarwal

Ashok Kumar Agarwal
Proprietor
Membership No. 056189
Firm Regn No. 322307E

Annexure A to the Independent Auditors' Report

The Annexure referred to in our Audit Report to the Members of the Company on the standalone financial Statements for the year ended 31st March 2017, we report that:

- 1 a) The Company is maintaining proper records showing full particulars including quantitative details and situation of Plant Property and Equipments.
b) All the Plant, Property and Equipments have been physically verified by the management at reasonable intervals and no material discrepancies were noticed on such verification.
- 2 a) The Company have been physically verified at reasonable intervals by the Management.
b) In our opinion and according to the information and explanation given to us, the procedure of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.
c) In our opinion and according to the information and explanation given to us, the Company is maintaining proper records of its inventories and no material discrepancies were noticed on such physical verification.
- 3 The Company has not granted Loans and Advances to Parties covered in the register maintained under Section 189 of the Companies Act, 2013.
- 4 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 Loans and Investment made.
5. The Company has not accepted any deposits from the public.
6. The Central Government has not prescribed the maintenance of Cost records under Section 148(1) of the Act, for any of the Business rendered by the Company.
7. a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, Income Tax, Sales Tax, Value added Tax, Duty of Customs, Service Tax, cess and other material dues have been regularly deposited during the year by the Company with appropriate authorities. As explained to us, the Company did not have any dues on account of employees state Insurance and duty of excise.
b) According to the information and explanation given to us, no undisputed amounts payable in respect of provident fund, Income Tax, sales Tax, Value added Tax, Duty of Customs, Service Tax, Cess and other material statutory dues were in arrears as at 31st March 2017 for a period of more than six Months from the date they became payable.
8. The Company does not have any loans or borrowings from any financial Institution, banks, government or debenture holders during the year. Accordingly paragraph 3(viii) of the order is not applicable.
9. The Company did not raise any money by way of initial public offer or further public offer (including debt Instruments) and term loans during the year. Accordingly paragraph 3(ix) of the order is not applicable.
10. According to the information and explanation given to us, no material fraud by the Company or on the company by its officers or employees has been noticed or reported during the course of our audit.
11. According to the information and explanations given to us and based on our examination of the records of the Company, the company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.
12. In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.



ASHOK KUMAR NATWARLAL & CO.
CHARTERED ACCOUNTANTS

161/1, Mahatma Gandhi Road
3rd Floor, Room No. 70B
Kolkata-700007
Phone: 9433383291

13. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into any transactions with the related parties in compliance with Sections 177 and 188 of the Act so the clause is not applicable for the Company.
14. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
15. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non cash transactions with Directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
16. The Company is not required to be registered under Section 45-1A of the Reserve Bank of India Act, 1934.

161/1, Mahatma Gandhi Road,
3rd Floor, Room No. 70B,
Kolkata – 700 007

Dated: The 30th Day of May, 2017

For, Ashok Kumar Natwarlal & Co.
Chartered Accountants

A.K. Agarwal
Ashok Kumar Agarwal
Proprietor
Membership No. 056189
Firm Regn No. 322307E



Annexure-B to the Auditor's Report

Report on the Standalone Financial Statements of Radhagobind Commercial Limited 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 the financial reporting of Radhagobind Commercial Limited ("the Company") as on 31 March,2017 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 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 Companies Act,2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal 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 and both, issued by the Institute of Chartered Accountants of India. Those standards and Guidance Note require that we comply with the ethical requirements and plan and platform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls over financial reporting was established and maintained and if such controls operated effectively in all material aspects.

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of cost records that, in reasonable detail accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance and transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and the receipt 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 which could have a material effect on the financial statements.



Inherent Limitation 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 to be detected. Also, projections of any evaluation of 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.

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 system over financial reporting were operating effectively as on 31 March, 2017, 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

161/1, Mahatma Gandhi Road,
3rd Floor, Room No. 70B,
Kolkata – 700 007

Dated: The 30th Day of May, 2017



For, Ashok Kumar Natwarlal & Co.
Chartered Accountants

A.K. Agarwal

Ashok Kumar Agarwal
Proprietor
Membership No. 056189
Firm Regn No. 322307E

RADHAGOBIND COMMERCIAL LIMITED

CIN NO- L51909WB1981PLC033680

40, METCALFE STREET, 3RD FLOOR, ROOM NO.339, KOLKATA-700013

BALANCE SHEET AS AT 31ST MARCH, 2017

Particulars	Note No.	AS AT MARCH 31,2017	AS AT MARCH 31, 2016
		₹	₹
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	1	1,44,00,000.00	1,44,00,000.00
(b) Reserves and Surplus	2	2,13,86,469.30	2,07,57,334.14
(2) Non Current Liabilities			
(a) Deferred Tax Liabilities			
(3) Current Liabilities			
(a) Short Term Loans	3	56,44,670.00	52,39,670.00
(b) Trade Payable	4	1,46,17,842.00	-
(c) Other Current Liabilities	5	4,03,240.00	32,58,228.00
(d) Short-Term Provisions	6	2,30,000.00	85,170.00
Total Equity & Liabilities		5,66,82,221.30	4,37,40,402.14
II. ASSETS			
(1) Non-current assets			
(a) Fixed Assets	7	14,734.00	28,484.00
(2) Current Assets			
(a) Current investments	8	3,32,68,409.31	4,15,26,285.82
(b) Inventories	9	75,140.00	75,140.00
(c) Trade Receivables	10	1,50,40,658.00	-
(d) Other Receivable	11	51,02,124.22	6,230.00
(e) Cash and cash equivalents	12	6,15,478.77	2,95,010.70
(f) Short-term loans and advances	13	25,65,677.00	18,09,251.62
Total Assets		5,66,82,221.30	4,37,40,402.14

NOTES TO ACCOUNTS

The accompanying notes 1 to 32 are the integral part of Financial Statements.

For, Ashok Kumar Natwarial & Co.
Chartered Accountants

A.K. Agarwal

Ashok Kumar Agarwal
Proprietor
Membership No. 056189
Firm Registration No. 322307E
Place : KOLKATA
Dated : 30.05.2017

FOR RADHAGOBIND COMMERCIAL LIMITED

Sanjay Kumar Tiwari

Sanjay Kumar Tiwari
Managing Director

Pratik Jain

Pratik Jain
Chairman

Ajain

Anny Jain
Company Secretary

ndey

Nandita Dey
Chief Financial Officer



RADHAGOBIND COMMERCIAL LIMITED

CIN NO- L51909WB1981PLC033680

40, METCALFE STREET, 3RD FLOOR, ROOM NO.339, KOLKATA-700013

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED ON 31ST MARCH, 2017

Sr. No	Particulars	Note No.	For the year ended March 31,2017	For the year ended March 31,2016
I	Revenue from operations	14	1,50,40,858.00	1,47,46,520.00
II	Other Income	15	27,01,201.97	15,22,335.96
III	iii. Total Revenue (I +II)		1,77,41,859.97	1,62,68,855.96
IV	Expenses:			
	Cost of materials consumed	16	1,46,17,842.00	1,22,40,350.00
	Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	17		
	Employee Benefit Expense	18	4,35,000.00	3,28,000.00
	Financial Costs	19	4,55,000.00	2,66,300.00
	Depreciation and Amortization Expense	20	13,750.00	24,987.00
	Other Expenses	21	13,27,346.19	36,33,266.61
	Total Expenses (IV)		1,68,48,938.19	1,64,92,903.61
V	Profit before exceptional and extraordinary items and tax	(III - IV)	8,92,921.78	(2,24,047.65)
VI	Profit before extraordinary items and tax (V)		8,92,921.78	(2,24,047.65)
VII	Profit before tax (VI)		8,92,921.78	(2,24,047.65)
VIII	Tax expense:			
	(1) Current tax		2,30,000.00	5,500.00
	(2) Short Provision for Income Tax		33,786.62	
	Deferred Tax Liabilities (written back)			(1,889.00)
IX	Profit(Loss) after Tax	(VII-VIII)	6,29,135.16	(2,27,658.65)
X	Earning per equity share:			
	(1) Basic	22	0.44	(0.16)
	(2) Diluted		0.44	(0.16)

The accompanying notes 1 to 32 are the integral part of Financial Statements

For, Ashok Kumar Natwarlal & Co.
Chartered Accountants

A.K. Agarwal

Ashok Kumar Agarwal
Proprietor

Membership No : 056189
Firm Registration No. 322307E
Place : KOLKATA
Dated : 30.05.2017

FOR RADHAGOBIND COMMERCIAL LTD

Sanjay Kumar Tiwari

Sanjay Kumar Tiwari
Managing Director

Pratik Jain

Pratik Jain
Chairman

Ajain

Anny Jain
Company Secretary

Nandita Dey

Nandita Dey
Chief Financial Officer



RADHAGOBIND COMMERCIAL LIMITED
Cash Flow Statement for the year ended 31st March 2017

Particulars		Amount(Rs.)	As at 31.03.2017	As at 31.03.2016
A	CASH FLOW FROM OPERATING ACTIVITIES		₹	₹
	Net Profit Before Tax		8,92,921.78	(2,24,047.65)
	Adjustments for:			
	Depreciation	13,750.00		24,987.00
	Interest Received	-	13,750.00	-
	Operating Profit before Working Capital Changes		9,06,671.78	(1,99,060.65)
	Adjustments for:			
	Decrease/(Increase) in Receivables	(2,01,09,658.00)		27,29,450.00
	Decrease/(Increase) in other Receivables	(26,894.22)		46,87,042.25
	Increase/(Decrease) in Payables	1,46,17,842.00		(23,29,950.00)
	Increase/(Decrease) in other Liabilities	(28,54,988.00)		31,19,543.00
	(Increase)/Decrease in Stock	-		-
	Cash generated from operations		(74,67,026.44)	80,07,024.60
	Less:- Taxes Paid		1,18,956.62	9,220.00
	cash flow from operating Activities		(75,85,983.06)	79,97,804.60
B	CASH FLOW FROM INVESTING ACTIVITIES			(27,500.00)
	Purchase of Fixed Assets			(2,34,14,135.02)
	(Increase)/Decrease in Investment	82,57,876.51		99,13,240.00
	Loans & Advances given	(7,56,425.38)		-
	Net Cash used in Investing activities		75,01,451.13	(1,35,28,395.02)
C	CASH FLOW FROM FINANCING ACTIVITIES			52,39,670.00
	Proceeds/(Repayment of Loans) from short Term Loans	4,05,000.00		-
	Net Cash used in financing activities		4,05,000.00	52,39,670.00
	Net increase in cash & Cash Equivalents (A+B+C)		3,20,468.07	(2,90,920.42)
	Opening Cash and Cash equivalents		2,95,010.70	5,85,931.12
	Closing Cash and Cash equivalents		6,15,478.77	2,95,010.70
	Statement of Cash & Cash Equivalents		31.03.2017	31.03.2016
	Cash in Hand		1,57,174.00	95,610.00
	Cash at Bank		4,58,304.77	1,99,400.70
	Total		6,15,478.77	2,95,010.70

For, Ashok Kumar Natwarlal & Co.
Chartered Accountants

A.K. Agarwal

Ashok Kumar Agarwal
Proprietor
M No : 056189
Firm Regn. No. 322307E
Place:- Kolkata
Dated:- 30.05.2017

FOR RADHAGOBIND COMMERCIAL LIMITED

Sanjay Kumar Tiwari
Sanjay Kumar Tiwari
Managing Director

Ajain
Anny Jain
Company Secretary

Pratik Jain
Pratik Jain
Chairman

Nandita Dey
Nandita Dey
Chief financial Officer



RADHAGOBIND COMMERCIAL LIMITED

40, METCALFE STREET, 3RD FLOOR, ROOM NO.339, KOLKATA-700013

Notes Forming part of Financial Statements

Note : 1 Share Capital

Sr. No	Particulars	AS AT MARCH 31, 2017		AS AT MARCH 31, 2016	
		No. of Shares	Value	No. of Shares	Value
1	AUTHORISED CAPITAL				
	Equity Shares of Rs. 10/- each	14,50,000	1,45,00,000.00	14,50,000	1,45,00,000.00
		14,50,000	1,45,00,000.00	14,50,000	1,45,00,000.00
2	ISSUED, SUBSCRIBED & PAID UP CAPITAL				
	Equity Shares of Rs. 10/- each, Fully Paid up Share capital by allotment	14,40,000	1,44,00,000.00	14,40,000	1,44,00,000.00
	Total	14,40,000	1,44,00,000.00	14,40,000	1,44,00,000.00

(a) Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

Sr. No	Name Of the Shareholder	No. of Shares	% Held	No. of Shares	% Held
1	Anurodh Infrastructure Pvt Ltd	1,20,000	8.33	1,20,000	8.33
2	Burnpur Power Pvt Ltd	1,20,000	8.33	1,20,000	8.33
3	Faithful Cloth Merchants Pvt Ltd	1,20,000	8.33	1,20,000	8.33
4	Jaguar Infra Developers Pvt Ltd	1,20,000	8.33	1,20,000	8.33
5	Multifold plastic Marketing Pvt Ltd	1,20,000	8.33	1,20,000	8.33
6	Original Fashion Traders Pvt Ltd	1,20,000	8.33	1,20,000	8.33
7	Pears Mercantiles Pvt Ltd	1,20,000	8.33	1,20,000	8.33
8	Shreyans Embroidary Machine Pvt Ltd	1,20,000	8.33	1,20,000	8.33
9	Fastner Machinery Dealers Pvt Ltd	1,20,000	8.33	1,20,000	8.33
10	Wonderland Paper Suppliers Pvt Ltd	1,20,000	8.33	1,20,000	8.33

(b) Reconciliation of the Number of Shares and Amount Outstanding as at the Beginning and at the End of the Year

Sr. No	Equity shares	Number	Amount	Number	Amount
	Outstanding at the Beginning of the Year	14,40,000	24,00,000.00	14,40,000	24,00,000.00
	issued During the Year	-	-	-	-
	Outstanding at the End of the Year	14,40,000	24,00,000.00	14,40,000	24,00,000.00

(c) Terms/Rights Attached to Equity Shares

The Company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per



RADHAGOBIND COMMERCIAL LIMITED

40, METCALFE STREET, 3RD FLOOR, ROOM NO.339, KOLKATA-700013

Notes Forming part of Financial Statements

Note : 2 Reserve & Surplus

Sr. No	Particulars	₹		₹	
		AS AT MARCH 31,2017		AS AT MARCH 31, 2016	
1	Securities Premium Opening Balance Add:- Addition during the Year	1,80,00,000.00	1,80,00,000.00	1,80,00,000.00	1,80,00,000.00
2	Surplus (Profit & Loss Account) Opening balance Add: Surplus in the Statement of Profit & Loss	27,57,334.14 6,29,135.16	33,86,469.30	29,84,992.79 (2,27,658.65)	27,57,334.14
	Total		2,13,86,469.30		2,07,57,334.14

Note : 3 Short term Loans

Sr. No	Particulars	₹		₹	
		AS AT MARCH 31,2017		AS AT MARCH 31, 2016	
1	Multanmull Kishanlal Pvt Ltd		56,44,670.00		52,39,670.00
	Total		56,44,670.00		52,39,670.00

Note : 4 Trade Payables

Sr. No	Total	₹		₹	
		AS AT MARCH 31,2017		AS AT MARCH 31, 2016	
	Sundry Creditors for Material /Suppliers: Micro and small enterprises Other than micro and small enterprises		1,46,17,842.00		
	Total		1,46,17,842.00		

Note : 5 Other Current Liabilities

Sr. No	Particulars	₹		₹	
		AS AT MARCH 31,2017		AS AT MARCH 31, 2016	
1	Other Payables		3,18,240.00		30,83,398.00
2	Audit Fees Payable		10,000.00		10,000.00
3	Liabilities for Expenses		30,000.00		1,11,200.00
4	Tax Deducted at Source Payable		45,000.00		53,630.00
	Total		4,03,240.00		32,58,228.00

Note :6 Short Term Provisions

Sr. No	Particulars	₹		₹	
		AS AT MARCH 31,2017		AS AT MARCH 31, 2016	
1	Others Provision for Taxation		2,30,000.00		85,170.00
	Total		2,30,000.00		85,170.00



RADHAGOBIND COMMERCIAL CO. LTD
40 METCALFE STREET, 3RD FLOOR, KOLKATA-700013

Note: 7 Fixed Assets

Notes forming part of Financial Statements

Sr. No	Particulars	Useful Life	Gross Block			Depreciation			Net Block			
			Value at the beginning	Addition during the year	Deduction during the year	Value at the end	Value at the beginning	Addition during the year	Deduction during the year	Value at the end	WDV as on 31.03.2017	WDV as on 31.03.2016
1	Laptop and Computers	3 Years	55,676.00	-	-	55,676.00	45,388.00	5,549.00	-	50,937.00	4,739.00	10,288.00
2	Air Condition	5 Years	27,500.00	-	-	27,500.00	9,304.00	8,201.00	-	17,505.00	9,995.00	18,196.00
	Total in ` (Current Year)		83,176.00	-	-	83,176.00	54,692.00	13,750.00	-	68,442.00	14,734.00	28,484.00
	Total in ` (Previous Year)		55,676.00	27,500.00	-	83,176.00	29,705.00	24,987.00	-	54,692.00	28,484.00	25,971.00



RADHAGOBIND COMMERCIAL LIMITED

40, METCALFE STREET, 3RD FLOOR, ROOM NO.339, KOLKATA-700013

Notes Forming part of Financial Statements

Note :8 Current Investment

₹

₹

Sr. No	Particulars	AS AT MARCH 31,2017		AS AT MARCH 31, 2016	
		No.	Value	No.	Value
	Investment in Equity				
	QUOTED				
1	Aban Offshore Ltd	4,000	9,20,475.71	4,000 00	9,20,475 71
2	Ankit Metal Power Ltd	3,000	25,992 51	3,000 00	25,992 51
3	Real Touch Finance Ltd	1,37,515	17,30,110 30	1,37,515 00	17,30,110 30
4	Central Bank of India	-	-	50,000 00	37,38,978 63
5	Econo Trade India Limited	7,350	11,56,119 01	12,350 00	19,42,594 53
6	Radhashree Finance Ltd	23,332	2,33,320 00	23,332 00	2,33,320 00
7	IDFC Limited	1,000	1,25,963 00	1 000 00	1,25,963 00
8	INDIABULLS Real Estate Ltd	-	-	55,000 00	32,04,173 28
9	J K Tyre & Industries Ltd	-	-	4,000 00	3,27,163 60
10	Karnataka Bank Ltd	3,916	2,74,120 00	7,500 00	8,79,729 25
11	Kesar Petroproducts Ltd	15,000	7,62,880 60	15,000 00	7,62,880 60
12	NTPC Limited	-	-	4,000 00	4,77 438 80
13	3I Infotech	75,000	3,60,180 00	-	-
14	Signet Industries Limited	-	-	4,810 00	2,97,289 06
15	Sphere Global Services Ltd	-	-	15,000 00	8,54,677 50
16	Stampede Capital Ltd	3,27,760	69,71,741 76	74,760 00	27,99,875 39
17	State Bank of India	-	-	5,000 00	11,55,577 50
18	Cerebra Int	1,70,000	53,82,467 47	-	-
19	Urja Global Ltd	-	-	5,00,000 00	7,65,400 00
20	Diamond Power	75,000	28,28,917 50	-	-
21	Vibrant Global Capital Ltd	-	-	12,000 00	2,79,139 20
22	Vikash Ecotech Ltd	-	-	3,95,000 00	52,33,803 10
23	Virtual Global Education Ltd	6,92,745	41,19,156 34	5,19,952 00	43,11,068 86
24	Jaiprakash Associates Ltd	-	-	10,000 00	2,70,635 00
25	Winsome Yarns Ltd	1,00,000	1,80,090 00	-	-
26	Jindal Steel & Power	927	1,17,763 52	-	-
27	Kridhan Infra Limited	20,000	9,78,479 00	-	-
28	Pankaj Polypack	25,000	4,08,955 00	-	-
29	Ruchi Soya Inds	1,06,000	26,62,637 59	-	-
30	Tata Teleservices	10,000	79,040 00	-	-
	UNQUOTED				
1	Acture Tradelink Limited	-	-	2,84,000	28,40,000 00
2	Nirmalkunj Distributors Limited	-	-	3,00,000	30,00,000 00
3	Nirmalkunj Vincom Limited	-	-	2,10,000	21,00,000 00
4	Nirmalkunj Vintrade Limited	-	-	1,05,000	10,50,000 00
5	Anukampa Dealers Limited	9,750	19,50,000 00	-	-
6	Anand Shakti Cement Pvt Ltd	200	5,00,000 00	200	5,00,000 00
7	Eastman Merchants Pvt Ltd	7,500	15,00,000 00	7,500	15,00,000 00
8	Anand Potato Cold Storage Pvt Ltd	-	-	100	2,00,000 00
	Total	18,14,995	3,32,68,409 31	27,60,019	4,15,26,285 82

The Market Value of Quoted Shares is Rs. 5,42,05,083 55 /- (Previous Year Rs. 2,74,07,194 58/-)

Note : 9 Inventories

₹

₹

Sr. No	Particulars	AS AT MARCH 31,2017		AS AT MARCH 31, 2016	
		No.	Value	No.	Value
	Stock in trade				
	Ambuja Cement Ltd	80	5,800 00	80	5,800 00
	Dewan Tyres Limited	4500	69,340 00	4500	69,340 00
	Total	4,580	75,140 00	4,580	75,140 00

In the absense of Market Value of Dewan Tyres Ltd, Book Value is taken as Market Value. The Market Value of Shares is Rs. 88,260.00/- .



RADHAGOBIND COMMERCIAL LIMITED

40, METCALFE STREET, 3RD FLOOR, ROOM NO.339, KOLKATA-700013

Notes Forming part of Financial Statements

Note : 10 Trade Receivables

Sr. No	Particulars	₹	
		AS AT MARCH 31,2017	AS AT MARCH 31, 2016
1	Outstanding for More than Six Months	-	-
2	Others Considered Secured	1,50,40,658.00	-
	Total	1,50,40,658.00	-

Note : 11 Other Receivables

Sr. No	Particulars	₹	
		AS AT MARCH 31,2017	AS AT MARCH 31, 2016
1	Ashika Stock Broking Limited	26,894.22	-
2	Hem Securities Limited	6,230.00	6,230.00
3	Aleph Developers & Consultants LLP	1,000.00	-
4	Anindita Banerjee	11,14,500.00	-
5	Jagnnath Banerjee	11,14,500.00	-
6	Mansi Ganeriwal	1,000.00	-
7	Mangal Murti Overseas LLP	28,34,000.00	-
8	Meena Ganeriwal	1,000.00	-
9	Pooja Ganeriwala	1,000.00	-
10	Urjani Advisors LLP	1,000.00	-
11	Vandana Thaker	1,000.00	-
	Total	51,02,124.22	6,230.00

Note : 12 Cash & Cash Equivalent

Sr. No	Particulars	₹	
		AS AT MARCH 31,2017	AS AT MARCH 31, 2016
1	Cash-in-Hand Cash Balance	1,57,174.00	95,610.00
	Sub Total (A)	1,57,174.00	95,610.00
2	Bank Balance The Lakshmi Vilas Bank	4,56,506.17	1,97,602.10
	Uco Bank	1,689.75	1,689.75
	ICICI Bank	108.85	108.85
	Sub Total (B)	4,58,304.77	1,99,400.70
	Total [A + B]	6,15,478.77	2,95,010.70

Note :13 Short Terms Loans and Advances

Sr. No	Particulars	₹	
		AS AT MARCH 31,2017	AS AT MARCH 31, 2016
	Loans	25,50,742.00	16,36,934.00
	Advances Tax Deducted at Source	14,935.00	1,72,317.62
	Total	25,65,677.00	18,09,251.62



RADHAGOBIND COMMERCIAL LIMITED

Notes forming part of Financial Statements

Note : 14 Revenue from Operations

		₹	₹
Sr. No	Particulars	For the year ended March 31,2017	For the year ended March 31,2016
	Sales	1,50,40,658.00	1,47,46,520.00
	Total	1,50,40,658.00	1,47,46,520.00

Note : 15 Other Income

		₹	₹
Sr. No	Particulars	For the year ended March 31,2017	For the year ended March 31,2016
1	Dividend	86,190.00	1,56,300.00
2	Interest Received on Loan	1,48,604.00	6,65,655.00
3	Speculation Profit	1,76,594.93	1,73,191.00
4	Profit on sale of shares	6,85,036.38	5,27,189.96
5	Interest on Income Tax Refund	1,999.00	-
6	Mark to Mark(F & O)	16,02,777.66	-
	Total	27,01,201.97	15,22,335.96

Note : 16 Cost of Material Consumed

		₹	₹
Sr. No	Particulars	For the year ended March 31,2017	For the year ended March 31,2016
	<u>PURCHASES</u>		
	Purchases	1,46,17,842.00	1,22,40,350.00
	Total	1,46,17,842.00	1,22,40,350.00

Note : 17 Change in Inventories

		₹	₹
Sr. No	Particulars	For the year ended March 31,2017	For the year ended March 31,2016
1	Opening Stock	75,140.00	75,140.00
2	Closing Stock	75,140.00	75,140.00
	Total	-	-

Note : 18 Employment Benefit Expenses

		₹	₹
Sr. No	Particulars	For the year ended March 31,2017	For the year ended March 31,2016
	Director's Salary	1,20,000.00	96,000.00
	Salary	3,15,000.00	2,32,000.00
	Total	4,35,000.00	3,28,000.00

Note :19 Financial Cost

		₹	₹
Sr. No	Particulars	For the year ended March 31,2017	For the year ended March 31,2016
	Interest paid	4,50,000.00	2,66,300.00
	Interest on Delayed Payment	5,000.00	-
	Total	4,55,000.00	2,66,300.00



RADHAGOBIND COMMERCIAL LIMITED

Notes forming part of Financial Statements

Note :20 Depreciation and Amortization

Sr. No	Particulars	For the year ended March 31,2017	For the year ended March 31,2016
1	Depreciation	13,750.00	24,987.00
2	Preliminary Expense Written off		
	Total	13,750.00	24,987.00

Note : 21 Other Expenses

Sr. No	Particulars	For the year ended March 31,2017	For the year ended March 31,2016
a.	Administrative Expenses		
1	Advertisement & Publicity	17,280.00	27,990.00
2	Annual Maintenance Charges	4,000.00	3,600.00
3	Bad Debts	-	4,84,159.00
4	Bank Charges	2,008.00	1,994.10
5	Depository Charges	38,181.96	9,135.00
6	Courier Charges	2,265.00	4,164.00
7	Demat Charges	3,862.44	1,775.71
8	General Charges	8,157.00	4,539.00
9	Listing Fees	2,57,625.00	25,69,990.00
10	Professional Fees	11,500.00	57,250.00
11	Professional Tax	-	2,500.00
12	Filing Fees	9,000.00	10,200.00
13	Telephone Expenses	5,105.00	3,611.00
14	Printing And Stationary	3,21,254.00	8,960.00
15	Registrar Fees	34,210.00	18,781.00
16	Website Expenses	4,500.00	-
17	Trade License	1,855.75	61,050.00
18	Internet Charges	11,732.00	7,297.00
19	STT and other Expenses	5,84,324.04	3,46,270.80
20	Balance Written Off	486.00	-
b.	Payment to Statutory Auditor		
1	Audit Fees	10,000.00	10,000.00
	Total	13,27,346.19	36,33,266.61

Note:- 22 Earning Per share

Sr. No	Particulars	For the year ended March 31,2017	For the year ended March 31,2016
	Profit after Tax	6,29,135.16	(2,27,658.65)
	Weighted Average No. of Equity Shares	14,40,000.0	14,40,000
	Earning per share	0.44	(0.16)
	Face Value per Share (in Rs.)	10.00	10.00

23. Contingent Liabilities:- Nil (P.Y.-NIL)

24. Earning in Foreign Exchange:- Nil (P.Y.-NIL)

25. Expenditure in Foreign Exchange:- Nil (P.Y. -NIL)



RADHAGOBIND COMMERCIAL LIMITED

Notes forming part of Financial Statements

26. No provision has been made on account of leave salary as there are no leave to the credit of employees at the end of that Year.

27. No provision has been made on account of fall in the Market Value of quoted Investment held as the fall is considered to be temporary in Nature.

28. The Figures of Previous Year have been regrouped and/or re-arranged wherever necessary.

29. The Company is engaged in the Business of Trading of Clothes and there is no Separate reportable segment as per Accounting Standard 17- "Segment Reporting" Notified by the Companies Accounting Standard Rules, 2006.

Note:- 30

Disclosure of Specified Bank Notes: The details of Specified Bank Notes (SBN)* held and transacted during the period from 8th November, 2016 to 30th December, 2016 as provided in the table below:-

Particulars	SBNs	Other denomination notes	Total
Closing cash in hand as on 8-11-2016	4,50,000.00	38,070.00	4,88,070.00
(+) Permitted receipts	-	1,50,000.00	1,50,000.00
(-) Permitted payments	-	4,538.00	4,538.00
(-) Amount deposited in Banks	4,50,000.00	-	4,50,000.00
Closing cash in hand as on 30-12-2016	-	1,83,532.00	1,83,532.00

*For the purposes of this clause, the term Specified Bank Notes shall have the same meaning provided in the notification of the Government of India, in the ministry of Finance, Department of Economic Affairs number S.O 3407(E), dated the 8th November, 2016

Note 31: Related Party Transactions

Sr. No.	Name of the Related Party	Relationship	Nature of Interest	Value of Interest
1	Santanu Chakraborty	Director	-	-
2	Sanjay Kumar Tiwari	Managing Director	-	-
3	Payel Chakraborty	Director	-	-
4	Nandita Dey	CFO(KMP)	-	-
5	Acture Tradelink Limited	Subsidiary(Upto:28/03/2017)	-	-
6	Nirmalkunj Distributors Limited	Subsidiary(Upto:16/01/2017)	-	-
7	Nirmalkunj Vincom Limited	Subsidiary(Upto:17/12/2016)	-	-
8	Nirmalkunj Vintrade Limited	Subsidiary(Upto:16/09/2016)	-	-



RADHAGOBIND COMMERCIAL LIMITED

NOTE : 32

NOTES ANNEXED TO AND FORMING PART OF BALANCE SHEET AS AT 31ST MARCH, 2017 AND PROFIT & LOSS STATEMENT FOR THE YEAR ENDED ON THAT DATE

A. SIGNIFICANT ACCOUNTING POLICIES

1. Basis of Accounting and Preparation of Financial Statements and Use of Estimates

The financial statements of the company have been prepared in accordance with the Generally Accepted accounting principles in India (Indian GAAP) to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013, and relevant provisions of the Companies Act, 2013 as applicable. The financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of financial statements are consistent with those followed in the previous year. The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to those estimates and the difference between the actual results and the estimates are recognized in the years in which the results are known/materialize.

2. Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured. In addition, the following criteria must also be met before revenue is recognized:

- Interest and other dues are accounted on accrual basis.

3. Investments

Current Investment are valued at cost.

4. Plant Property & Equipments & Depreciation

Plant Property & Equipments are stated at Cost net of Cenvet Credit less accumulated Depreciation. Depreciation is systematically allocated over the useful life of Assets stated in part C of Schedule II of the Companies Act, 2013.

5. Employment Benefits

Leave salary is accounted for on the basis of leave due to employees at the end of the year. No provisions for leave salary is made as there is no credit of leave to the employees.

Termination Benefits

Termination Benefits like gratuity etc are provided in the account in respect of employee when they became eligible for the same. No provisions for gratuity has been made in respect of employees for the year as they have not put in completed year of service as per provisions of Gratuity Act.

6. Taxes on Income

- a) Current tax is the amount payable on the taxable income for the year determined in accordance with the provisions of the Income Tax Act, 1961.
- b) Deferred tax is realized on timing differences; being the differences between the taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets subject to the consideration of prudence are recognized and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

7. Earnings per Share

The Company reports basic and diluted earnings per share in accordance with Accounting Standards-20, *Earnings per Share*, issued by the Institute of Chartered Accountants of India. Basic earnings per equity share have been computed by dividing net profit after tax by the weighted average number of equity shares outstanding for the period.



8. Provisions and Contingencies

- A Provision is recognized when the company has a present obligation as a result of Past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation as at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed separately.

9. Cash and Cash Equivalents

Cash and Cash Equivalents comprise cash and cash on deposit with banks and financial Institutions. The Company considers all highly liquid investments with a remaining maturity at the date of purchase of three months or less and that are readily convertible to known amounts of cash to be cash equivalents.

10. Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows . The cash flows from operating, investing and financing activities of the Group are assigned.

11. Previous year figures has been re-arranged or re-cast wherever necessary, however the same are not strictly comparable with that of the current year as the previous year.

12. The Company operates solely in one Geographic segment and hence no separate information for Geographic wise disclosure is required.

161/1, Mahatma Gandhi Road,
3rd Floor, Room No. 70B,
Kolkata – 700 007

Dated: The 30th Day of May, 2017

For, Ashok Kumar Natwarlal & Co.
Chartered Accountants

A. K. Agarwal

ASHOK KUMAR AGARWAL
Proprietor
Membership No. 056189
Firm Regn No. 322307E



