

Jaicorp Welfare Foundation

Directors' Report

Your Directors are pleased to present the Fifth Annual Report and the audited accounts for the year ended 31st March, 2020.

Financial Summary:

Amount in Rs.

| Particulars | Year Ended 31-03-2020 | Year Ended 31-03-2020 |
|------------------------|--------------------------|--------------------------|
| Total Income | -- | -- |
| Less: | | |
| Total Expenses | 42,997 | 23,298 |
| Loss before Tax | (42,997) | (23,298) |
| Less: | | |
| Current Tax | -- | -- |
| Loss after Tax | (42,997) | (23,298) |

State of the company's Affairs:

Jaicorp Welfare Foundation ("the Company"), a wholly owned subsidiary of Jai Corp Limited, incorporated under Section 8 of the Companies Act, 2013 to carry out CSR activities as per CSR policy adopted by Jai Corp Limited in line with the Schedule VII of the Companies Act, 2013. The aim of the Company was mainly to focus on promoting education including special education and employment enhancing vocation skills specially among children, women, elderly and differently abled and lively hood enhancement projects and such other schemes or activities as may be notified by the Central Government time to time.

Since incorporation, no activities were carried out by the Company as Jai Corp Limited is directly carrying out CSR activities and is likely to continue doing. In view of this, Board of Directors was of the opinion that it would be appropriate to consider closure of the Company. Since the Company was incorporated under Section 8 of the Companies Act, 2013, application for closure could be made only after adopting suitable procedure under the Companies Act, 2013. During the year under review, necessary steps had been taken and form was filed for surrender of license and suitable procedure has been initiated under the Companies Act, 2013 to convert the company into a public limited Company. This would enable the Company to initiate the closure of the Company under the Companies Act, 2013.

The change in the nature of business, if any:

There was no change in the nature of business of the Company during the year or subsequently.

Amount proposed to be carried to general reserve and recommended to be paid by way of dividend:

Pursuant to Section 8 (1)(c) of the Companies Act, 2013, a Company incorporated under Section 8 of the Companies Act, 2013 is not required pay any dividend.

Extract of Annual Return:

Extract of Annual Return as provided under Section 92(3) of Companies Act, 2013 is given at **Annexure-1**.

Number of meetings of the Board:

5 (Five) meetings of the Board of Directors of the Company were held during the financial year 2019-20.

Details of Directors or Key Managerial personnel who were appointed or have resigned during the year:

No Director or Key Managerial Personnel was appointed during the year under review. Mr. Pramod Kumar Jaiswal (DIN 03456029) was appointed as director w.e.f. 23rd May 2019.

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Virendra Jain (DIN 00077662) retires by rotation and, being eligible, has offered himself for the re-appointment at the ensuing Annual General Meeting.

Mr. Satyapal Jain (DIN 00011774) and Dr. Anup Shah (DIN 00293207) were resigned from the directorship of the Company w.e.f. 23rd May 2019 and 14th August 2019.

Directors' Responsibility Statement:

Pursuant to the requirement under Section 134(5) of the Companies Act, 2013, it is hereby stated that:

(a) in the preparation of the annual accounts for the financial year ended 31st March, 2019, the applicable accounting standards read with requirements set out under Schedule III to the Companies Act, 2013 have been followed along with proper explanation relating to material departure(s).

(b) appropriate accounting policies have been selected and applied consistently and judgments and estimates have been made that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company at the end of the financial year at 31st March, 2020 and of the deficit of the Company for that period.

(c) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

(d) in view of your Company initiating the closure of the Company by adopting a suitable procedure under the Companies Act, 2013, the annual accounts for the

financial year ended 31st March, 2020 are not prepared on a 'going concern' basis as the holding Company has decided to liquidate this Company.

(e) internal financial controls have been laid down to be followed by the Company. The internal financial controls are adequate and are operating effectively.

(f) proper systems have been devised to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

Auditors and Auditors' Report:

M/s D T S and Associates, Chartered Accountants, Mumbai having registration number 142412W was appointed as a statutory auditors of the Company from the conclusion of the second annual general meeting till the conclusion of 6th annual general meeting thereafter.

Pursuant to the notification dated 07th May 2018 issued by the Ministry of Corporate Affairs, New Delhi, ratification of such appointment, every year is not required.

There are no qualifications, reservations, or adverse remarks or disclaimers made by the Auditors, in their report.

Particulars of Loans, Guarantees or Investments under Section 186 of the Companies Act, 2013:

The Company has not given any loans, guarantees or investments under Section 186 of the Companies Act, 2013 during the financial year 2019-20.

Particulars of Contracts or Arrangements with Related Parties referred to in Sub-section (1) of Section 188 of the Companies Act, 2013 in prescribed form:

There are no such contracts or arrangements with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013.

Material changes and commitments, if any, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report:

There are no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year and date of this Report.

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

As Company is incorporated under Section 8 of the Companies Act, 2013 and being a non profit making Company, it does not have any manufacturing facility and hence details in respect of conversation of Energy, technology Absorption, Foreign Exchange Earnings and Outgo are not given in the Directors' Report.

Statement indicating development and implementation of a Risk Management Policy for the Company including identification therein of elements of risk, if any, which in the opinion of the Board may threaten the existence of the Company:

In the opinion of the Board, the elements of risk threatening the Company's existence is very minimal.

The names of Companies which have become or ceased to be Subsidiaries, Joint Ventures or Associate Companies during the year:

NIL

Details relating to deposits covered under Chapter V of the Act and Deposits which are not in compliance with the requirements of Chapter V of the Act:

Company has not accepted any deposit covered under Chapter V of the Companies Act, 2013 nor any deposit not in compliance with the requirements of Chapter V of the Companies Act, 2013.

The details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future:

No order was passed by any Regulator, Court or Tribunal impacting the going concern status and the Company's operations in future.

The details in respect of adequacy of internal financial controls with reference to the financial statements:

The Company has in place adequate internal control with reference to the financial statements. During the year such controls were put to test and were found to be adequate.

Employee related disclosures:

There are no employee on the pay roll of the Company.

Issue of Equity Shares with differential rights, sweat equity, employee stock option:

Your Company has not issued any share with differential rights, sweat equity or as employee stock option.

Acknowledgement:

Your Directors express their grateful appreciation for the assistance and co-operation received from the Government authorities and the bankers during the year under review.

For and on behalf of the Board of Directors

**Anand Jain
Chairman
(DIN 00003514)**

**Place : Mumbai
Date : 28.08.2020**

Form No. MGT-9
EXTRACT OF ANNUAL RETURN
As on the financial year ended on 31.03.2020

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

I. Registration and Other Details:

| | | |
|------|---|---|
| i) | CIN | U85300MH2015NPL263579 |
| ii) | Registration Date | 17.04.2015 |
| iii) | Name of the Company | Jaicorp Welfare Foundation (Section 8 Company) |
| iv) | Category / Sub-Category of the Company | Public Company, Limited by Shares/Indian Non Government Company. (Section 8 Company) |
| v) | Address of the Registered office and contact details | 11-B, Mittal Tower, Free Press Journal Marg, Nariman Point, Mumbai 400021. |
| vi) | Whether listed company Yes / No | NO |
| vii) | Name, Address and Contact details of Registrar and Transfer Agent, if any | NA |

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

| Sl. No. | Name and Description of main products / services | NIC Code of the Product/ service | % to total turnover of the company |
|---------|--|----------------------------------|------------------------------------|
| 1. | Social Work Activities | 8890 | NA |

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

| Sl. No. | Name and Address of The company | CIN/GLN | Holding/ Subsidiary/ Associate | % of shares Held | Applicable section |
|---------|--|-----------------------|--------------------------------|------------------|--------------------|
| 1. | JAI CORP LIMITED Regd. Off: A-3, MIDC Industrial Area, Nanded, Maharashtra, 431603. Corporate Off: 11-B, Mittal Tower, Free Press Journal Marg, Nariman Point, Mumbai 400021 | L17120MH1985PLC036500 | Holding Company | 100% | 2 (46) |

| | | | | | | | | | |
|--|---|-------|-------|-----|---|-------|-------|-----|---|
| i) Individual shareholders holding nominal share capital upto Rs. 1 lakh | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| c) Others (specify) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Sub-total (B)(2) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total Public Shareholding (B)=(B)(1)+(B)(2) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| C. Shares held by Custodian for GDRs & ADRs | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Grand Total (A+B+C) | 0 | 50000 | 50000 | 100 | 0 | 50000 | 50000 | 100 | 0 |

(ii) Shareholding of Promoters

| Sr. No. | Shareholder's Name | Shareholding at the beginning of the year (As on 01.04.2019) | | | Shareholding at the end of the year (As on 31.03.2020) | | | % change in share Holding during the year |
|---------|--------------------|--|----------------------------------|--|--|----------------------------------|--|---|
| | | No. of Shares | % of total Shares of the company | % of Shares Pledged / encumbered to total shares | No. of Shares | % of total Shares of the company | % of Shares Pledged / encumbered to total shares | |
| 1. | Jai Corp Ltd. | 0 | 0 | 0 | 50000 | 100 | 0 | 0 |
| | Total | 50000 | 100 | 0 | 50000 | 100 | 0 | 100 |

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

| Sr. No. | | Shareholding at the beginning of the year. (As on 01.04.2019) | | Cumulative Shareholding during the year | |
|---------|--------------------------------|---|----------------------------------|---|----------------------------------|
| | | No. of Shares | % of total Shares of the company | No. of Shares | % of total Shares of the Company |
| 1. | Jai Corp Limited | | | | |
| | Opening Balance | 50000 | 100 | 50000 | 100 |
| | Changes during the year | NIL | | | |
| | Closing balance | | | 50000 | 100 |

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

| Sr. No. | | Shareholding at the beginning of the year. (01.04.2019) | | Cumulative Shareholding during the year | |
|---------|--|---|----------------------------------|---|----------------------------------|
| | | No. of Shares | % of total Shares of the company | No. of Shares | % of total Shares of the Company |
| | For each of the top 10 shareholders | | | | |
| | At the beginning of the year | NIL | | | |
| | Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer /bonus/ sweat equity etc): | NIL | | | |
| | At the end of the year (or on the date of separation, if separated during the year) | NIL | | | |

(v) Shareholding of Directors and Key Managerial Personnel:

| Sr. No. | | Shareholding at the beginning of the year (01.04.2019) | | Cumulative Shareholding during the year | |
|---------|--|--|----------------------------------|---|----------------------------------|
| | | No. of Shares | % of total Shares of the company | No. of Shares | % of total Shares of the Company |
| | For Each of the Directors and KMP | | | | |
| | At the beginning of the year | NIL | | | |
| | Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer /bonus/ sweat equity etc): | NIL | | | |
| | At the end of the year (or on the date of separation, if separated during the year) | NIL | | | |

V. INDEBTEDNESS

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

NIL

| | Secured Loans excluding deposits | Unsecured Loans | Deposits | Total |
|--|---|----------------------------|-----------------|--------------|
| Indebtedness at the beginning of the financial year | NIL | | | |
| i) Principal Amount | | | | |
| ii) Interest due but not paid | | | | |
| iii) Interest accrued but not due | | | | |
| Total (i+ii+iii) | | | | |
| Change in Indebtedness during the financial year | | | | |
| Addition | | | | |
| Reduction | | | | |
| Net Change | | | | |
| Indebtedness at the end of the financial year | | | | |
| i) Principal Amount | | | | |
| ii) Interest due but not paid | | | | |
| iii) Interest accrued but not due | | | | |
| Total (i+ii+iii) | | | | |

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A: Remuneration to Managing Director, Whole Time Directors and/or Manager :NIL

| Sr. No. | Particulars of Remuneration | Name of MD/WTD/Manager | Total Amount |
|---------|--|------------------------|--------------|
| 1. | Gross Salary | | |
| | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act,1961 | NIL | |
| | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 | | |
| | (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961 | | |
| 2. | Stock Option | | |
| 3. | Sweat Equity | | |
| 4. | Commission | | |
| | - as % of profit | | |
| | - others, specify... | | |
| 5. | Others, please specify... | | |
| | Total (A) | NIL | |
| | Ceiling as per the Act : | | NA |

B. Remuneration to other Directors:

| Sr. No. | Particulars of Remuneration | Name of the Directors | Total Amount |
|---------|--|-----------------------|--------------|
| 1. | Independent Directors | | |
| | Fee for attending board / committee meetings | NIL | NIL |
| | Commission | | |
| | Others, please specify | | |
| | Total (1) | | |
| 2 | Other Non-Executive Directors | | |
| | Fee for attending board / committee meetings | | |
| | Commission | | |
| | Others, please specify | | |
| | Total (2) | NIL | |
| | Total B= (1) + (2) | NIL | NIL |
| | Total Managerial Remuneration | | NIL |
| | Overall Ceiling as per the Act | | NA |

**C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD
NOT APPLICABLE**

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

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

| Type | Section of the Companies Act | Brief Description | Details of Penalty / Punishment/ Compounding fees imposed | Authority [RD / NCLT/ COURT] | Appeal made, if any (give Details) |
|-------------------------------------|------------------------------|-------------------|---|------------------------------|------------------------------------|
| A. Company | | | | | |
| Penalty | -- | -- | -- | -- | -- |
| Punishment | -- | -- | -- | -- | -- |
| Compounding | -- | -- | -- | -- | -- |
| B. Directors | | | | | |
| Penalty | -- | -- | -- | -- | -- |
| Punishment | -- | -- | -- | -- | -- |
| Compounding | -- | -- | -- | -- | -- |
| C. Other Officers In Default | | | | | |
| Penalty | -- | -- | -- | -- | -- |
| Punishment | -- | -- | -- | -- | -- |
| Compounding | -- | -- | -- | -- | -- |

Independent Auditor's Report

To
The Members of Jai Corp Welfare Foundation
(Registered u/s 8 of the Companies Act, 2013)

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of **JAI CORP WELFARE FOUNDATION** ("the Company"), which comprise the Balance Sheet as at 31st March, 2020, and the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2020, and its loss including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

Emphasis of Matter

We draw your attention to Note 1 (k) on the financial statements, regarding closure of the Company, by adopting suitable procedure under the Companies Act, 2013 and the Rules made thereunder as decided by the Board of Directors at its meeting held on 13th August, 2018 and recognition of all the assets and liabilities at the net realisable value in the financial statements. Accordingly the financial statements have been prepared other than on going concern basis. Our opinion is not qualified in respect of this matter.

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the annual report but does not include the financial statements and our auditor's report thereon. The above information is expected to be made available to us after the date of this auditor's report

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

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

When we read the above other information, if we conclude that there is material misstatement therein, we are required to communicate the matter to those charged with governance.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity 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. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

Report on Other Legal and Regulatory Requirements

- 1 As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- 2 As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss including other comprehensive income, the Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors as on 31st March, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2020 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".
 - (g) With respect to the other matters to be included in Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanation given to us, the no remuneration paid or provided by the company to its directors during the year and hence question of applicability of section 197 does not arise.

- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- (i) The Company does not have any pending litigations which would impact of its financial position in its financial statement.
 - (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - (iii) There has been no amount during the year, which required to be transferred, to the Investor Education and Protection Fund by the Company.

For D T S & Associates LLP

Chartered Accountants

Firm Registration No: 142412W/W100595

Anuj Bhatia

Partner

Membership No. 122179

UDIN: 20122179AAAABO4832

Place: Mumbai

Date: 27th June, 2020

“ANNEXURE A” TO INDEPENDENT AUDITORS’ REPORT

(Referred to in paragraph 2(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of **Jai Corp Welfare Foundation (“the Company”)** as of 31st March, 2020 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2020 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.

For D T S & Associates LLP

Chartered Accountants

Firm Registration No: 142412W/W100595

Anuj Bhatia

Partner

Membership No. 122179

UDIN: 20122179AAAABO4832

Place: Mumbai

Date: 27th June, 2020

“ANNEXURE B” TO INDEPENDENT AUDITORS’ REPORT

(Referred to in paragraph 1 under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

- i. In respect of its fixed assets:
The Company does not have any fixed assets; hence the provisions of Clause (i) of paragraph 3 of the said order are not applicable to the Company.
- ii. In respect of its inventories:
The Company does not have any Inventories; hence the provisions of Clause (ii) of paragraph 3 of the said order are not applicable to the Company.
- iii. In respect of loans, secured / unsecured,
The Company has not granted any loan, secured or unsecured, to companies, firm or other parties covered in the register maintained under Section 189 of the Companies Act, 2013 and hence the provisions of Clause (iii) of paragraph 3 of the said order are not applicable to the Company.
- iv. According to information and explanations given to us, the Company has not entered in to any transection in respect of loans, investment, guarantees and security covered under section 185 & 186 of the Act, hence the provisions of clause (iv) of paragraph 3 of the said order are not applicable to the company.
- v. According to the information and explanations given to us, the Company has not accepted any deposit from the public. Therefore, the provisions of clause (v) of paragraph 3 of the Order are not applicable to the Company.
- vi. According to the information and explanation given to us, Cost records pursuant to Companies (Cost Records & Audit) Rules 2014 prescribed by Central Government under section 148 (1) (d) of the Act are not applicable in respect of activities carried out by the Company, hence the provisions of clause (vi) of paragraph 3 of the said order are not applicable to the company.
- vii. According to the information and explanations given to us in respect of statutory dues:

- a. The company has been generally regular in depositing undisputed statutory dues, including provident fund, employees' state insurance, income tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, Goods and Service Tax (GST), cess and any other statutory dues with the appropriate authorities during the year. According to the information and explanations given to us, no undisputed amounts payable in respect of such statutory dues were outstanding as at 31st March, 2020 for a period of more than six months from the date they became payable.
 - b. According to the information and explanation given to us there are no dues of Income Tax, Sales Tax, Wealth Tax, Service Tax, Duty of Custom, Duty of Excise, Value added tax Goods, and Service Tax (GST) and cess as it applicable, which have not been deposited on account of any dispute.
- viii. Based on our audit procedures and according to the information and explanations given by the management, the Company did not have any loans from banks, financial institutions or by way of debentures and hence the provisions of clause (viii) of paragraph 3 of the said order are not applicable to the company.
- ix. According to the information and explanations given to us, during the year the Company did not raise any money by way of initial public offer, further public offer (including debt instruments) and term loans during the year. Therefore, provisions of clause (ix) of paragraph 3 of the Order are not applicable to the Company.
- x. Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and on the basis of information and explanations given by the management, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.
- xi. In our opinion and according to the information and explanations give to us the Company has not paid/ provided managerial remuneration and hence the provision of clause (xi) of paragraph 3 of the Order, are not applicable to the Company.
- xii. In our opinion and according to the information and explanations, the Company is not a Nidhi Company and hence the provisions of clause (xii) of paragraph 3 of the Order are not applicable to the Company.

- xiii. In our opinion and according to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable Indian accounting standards.
- xiv. According to the information and explanations given to us and based on our examination of the records of the Company, during the year, the Company has not raised any money by preferential allotment or private placement of share or debentures. Therefore, the provisions of clause (xiv) of paragraph 3 of the Order are not applicable to the Company.
- xv. According to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with directors or persons connected with him, Therefore, the provisions of clause (xv) of paragraph 3 of the Order are not applicable to the Company.
- xvi. In our opinion and according to information and explanations provided to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

For D T S & Associates LLP

Chartered Accountants

Firm Registration No: 142412W/W100595

Anuj Bhatia

Partner

Membership No. 122179

UDIN: 20122179AAAABO4832

Place: Mumbai

Date: 27th June, 2020

JAI CORP WELFARE FOUNDATIONBalance sheet as at 31st March 2020

(Amount in Rs)

| Particulars | Note | As at 31 st March 2020 | As at 31 st March 2019 |
|--|------|---|---|
| I. ASSETS | | | |
| 1 Current assets | | | |
| (a) Financial assets | | | |
| (i) Cash and bank balances | 2 | 386,783 | 430,995 |
| TOTAL ASSETS | | 386,783 | 430,995 |
| II. EQUITY AND LIABILITIES | | | |
| A Equity | | | |
| (a) Equity share capital | 3 | 500,000 | 500,000 |
| (b) Other equity | 4 | (127,967) | (84,970) |
| B Liabilities | | | |
| 1 Current liabilities | | | |
| (a) Financial liabilities | | | |
| (i) Other financial liabilities | 5 | 14,750 | 15,965 |
| TOTAL EQUITY AND LIABILITIES | | 386,783 | 430,995 |
| Significant accounting policies | 1 | | |
| Notes on financial statements | 1-13 | | |

As per our report of even date

For and on behalf of the Board of Directors

For D T S & Associates LLP

Chartered Accountants

(Firm Registration No.142412W/W100595)

Anuj Bhatia

Partner

Membership No. 122179

Virendra Jain

(Director)

(DIN 00077662)

Pramod Kumar Jaiswal

Director

(DIN : 03456029)

Place : Mumbai

Date : 27th June, 2020

JAI CORP WELFARE FOUNDATIONStatement of Profit and Loss for the year ended 31st March 2020

(Amount in Rs)

| Particulars | Note | For the year ended 31 st March 2020 | For the year ended 31 st March 2019 |
|--|------|---|---|
| I. Other Income | | - | - |
| II. Total Revenue | | - | - |
| III. Expenses: | | | |
| Other Expenses | 6 | 42,997 | 23,298 |
| Total Expenses | | 42,997 | 23,298 |
| IV. Loss Before Exceptional items and Tax (II-III) | | (42,997) | (23,298) |
| V. Exceptional items | | - | - |
| VI. Loss Before Tax (IV-V) | | (42,997) | (23,298) |
| VII. Tax Expense: | | | |
| (i) Current Tax | | - | - |
| VIII. Net Loss After Tax (VI-VII) | | (42,997) | (23,298) |
| IX. Other Comprehensive Income (OCI) | | - | - |
| X. Total Comprehensive Income for the year (VIII+IX) | | (42,997) | (23,298) |
| XI. Earnings per Equity Share: | 7 | | |
| Basic & Diluted (in Rs.) | | (0.86) | (0.47) |
| Face Value per Share (in Rs.) | | 1 | 1 |
| Significant Accounting Policies | 1 | | |
| Notes on Financial Statements | 1-13 | | |

As per our report of even date

For D T S & Associates LLP

Chartered Accountants

(Firm Registration No.142412W/W100595)

For and on behalf of the Board of Directors

Anuj Bhatia

Partner

Membership No. 122179

Virendra Jain

(Director)

(DIN 00077662)

Pramod Kumar Jaiswal

Director

(DIN : 03456029)

Place : Mumbai**Date :** 27th June, 2020

JAI CORP WELFARE FOUNDATIONNotes to the Financial Statements for the year ended on 31st March, 2020**Statement of changes in equity**

(Amount in Rs)

| Equity share capital | Number of shares | Amount |
|-----------------------------------|------------------|---------|
| As at 1 st April 2018 | 50,000 | 500,000 |
| Changes during the year | - | - |
| As at 31 st March 2019 | 50,000 | 500,000 |
| Changes during the year | - | - |
| As at 31 st March 2020 | 50,000 | 500,000 |

Other equity

2018-19

(Amount in Rs)

| Particulars | Reserves and surplus | Total |
|---|----------------------|----------|
| | Retained earnings | |
| Opening balance as at 1 st April 2018 | (61,672) | (61,672) |
| Total comprehensive income for the year | | |
| Loss for the year | (23,298) | (23,298) |
| Closing balance as at 31 st March 2019 | (84,970) | (84,970) |

2019-20

(Amount in Rs)

| Particulars | Reserves and surplus | Total |
|---|----------------------|-----------|
| | Retained earnings | |
| Opening balance as at 1 st April 2019 | (84,970) | (84,970) |
| Total comprehensive income for the year | | |
| Loss for the year | (42,997) | (42,997) |
| Closing balance as at 31 st March 2020 | (127,967) | (127,967) |

As per our report of even date

For and on behalf of the Board of Directors

For D T S & Associates LLP

Chartered Accountants

(Firm Registration No.142412W/W100595)

Anuj Bhatia

Partner

Membership No. 122179

Date : 27th June, 2020**Virendra Jain**

(Director)

(DIN 00077662)

Pramod Kumar Jaiswal

Director

(DIN : 03456029)

JAI CORP WELFARE FOUNDATION

Cash Flow Statement for the year ended 31st March 2020

(Amount in Rs)

| Particulars | For the year ended 31 st March 2020 | For the year ended 31 st March 2019 |
|--|---|---|
| A. CASH FLOW FROM OPERATING ACTIVITIES | | |
| Net Profit/(Loss) before tax as per Statement of Profit and Loss | (42,997) | (23,298) |
| Operating Profit/(Loss) before Working Capital Changes | (42,997) | (23,298) |
| Adjusted for : | | |
| Trade and Other Payables | (1,215) | (7,670) |
| Cash generated from operations | (44,212) | (30,968) |
| Net Cash Used in Operating Activities | (44,212) | (30,968) |
| B. CASH FLOW FROM INVESTING ACTIVITIES | | |
| Net Cash From Investing Activities | - | - |
| C. CASH FLOW FROM FINANCING ACTIVITIES | | |
| Net Cash From Financing Activities | - | - |
| Net (Decrease) in Cash and Cash Equivalents (A+B+C) | (44,212) | (30,968) |
| Opening Balance of Cash and Cash Equivalents | 430,995 | 461,963 |
| Closing balance of Cash and Cash Equivalents | 386,783 | 430,995 |
| Components of Cash and Cash Equivalents: | | |
| Balances with Banks in Current Accounts | 386,783 | 430,995 |

1 Bracket indicates cash outflow.

2 Previous year figures have been regrouped, reclassified and rearranged wherever necessary

3 The above statement of cash flow has been prepared under the "Indirect Method" as set out in Ind AS 7 on Statement of Cash Flow.

As per our report of even date

For D T S & Associates LLP

Chartered Accountants

(Firm Registration No.142412W/W100595)

For and on behalf of the Board of Directors

Anuj Bhatia

Partner

Membership No. 122179

Date : 27th June, 2020

Virendra Jain

(Director)

(DIN 00077662)

Pramod Kumar Jaiswal

Director

(DIN : 03456029)

JAI CORP WELFARE FOUNDATION

Notes to the Financial Statements for the year ended 31st March, 2020

| | |
|----------|--|
| | Company Information |
| | Jai Corp Welfare Foundation ("the Company") is a company limited by shares and is domiciled in India. The Company's registered office is at 11B, Wing, Mittal Tower, Free Press Journal Marg, Nariman Point, Mumbai - 400 021 . These financial statements are the separate financial statements of the company. The company is primarily involved in Corporate Social Welfare. |
| | Basis of Preparation |
| | The separate financial Statements have been prepared to comply in all material aspects with the Accounting Standards notified under Section 133 of Companies Act, 2013 as per Companies (Indian Accounting Standards (Ind AS)) Rules, 2015 and other relevant provisions of the Companies Act, 2013 and rules framed thereunder. The Financial Statements have been prepared under the historical cost convention and on accrual basis, except for certain financial assets and liabilities measured at fair value. |
| 1 | Significant accounting policies |
| a | Income taxes |
| | The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses. The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Deferred income tax is provided in full, using the balance sheet approach, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled. Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses. Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously. Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively. |
| b | Investments and financial assets |
| | Classification The company classifies its financial assets in the following measurement categories: <ul style="list-style-type: none"> • those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and • those measured at amortised cost. The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows. For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income. The company reclassifies debt investments when and only when its business model for managing those assets changes. |

| | |
|--|--|
| | <p>Measurement</p> <p>At initial recognition, the company measures a financial asset at its fair value except investments in subsidiaries and associates plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.</p> <p>Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.</p> |
| | <p>Measurement of debt instruments</p> <p>Subsequent measurement of debt instruments depends on the company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the company classifies its debt instruments:</p> <ul style="list-style-type: none"> • Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost, is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method. • Fair value through other comprehensive income (FVOCI): Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/ (losses). Interest income from these financial assets is included in other income using the effective interest rate method. • Fair value through profit or loss: Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss, is recognised in profit or loss and presented net in the statement of profit and loss within other gains/(losses) in the year in which it arises. Interest income from these financial assets is included in other income. |
| | <p>Measurement of equity instruments</p> <p>The company subsequently measures all equity investments at fair value except investments in subsidiaries and associates. Where the company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognised in profit or loss as other income when the company's right to receive payments is established.</p> <p>Changes in the fair value of financial assets measured at fair value through profit or loss are recognised as other gain/ (losses) in the statement of profit and loss. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.</p> |
| | <p>Impairment of financial assets</p> <p>The company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk.</p> |
| | <p>De-recognition of financial assets</p> <p>A financial asset is derecognised only when</p> <ul style="list-style-type: none"> • The company has transferred the rights to receive cash flows from the financial asset or • retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients. <p>Where the entity has transferred an asset, the company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.</p> <p>Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the company has not retained control of the financial asset. Where the company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.</p> |

| | |
|----------|---|
| c | Derivatives and embedded derivatives |
| | <p>The company enters into certain derivative contracts to hedge risks which are not designated as hedges. Such contracts are accounted for at fair value through profit or loss and are included in other gains / (losses).</p> <p>Derivatives embedded in a host contract that is an asset within the scope of Ind AS 109 are not separated. Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.</p> <p>Derivatives embedded in all other host contract are separated only if the economic characteristics and risks of the embedded derivative are not closely related to the economic characteristics and risks of the host and are measured at fair value through profit or loss. Embedded derivatives closely related to the host contracts are not separated.</p> |
| d | Borrowings and other financial liabilities |
| | <p>Borrowings and other financial liabilities are initially recognised at fair value (net of transaction costs incurred). Difference between the fair value and the transaction proceeds on initial is recognised as an asset / liability based on the underlying reason for the difference.</p> <p>Subsequently all financial liabilities are measured at amortised cost using the effective interest rate method</p> <p>Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss. The gain / loss is recognised in other equity in case of transaction with shareholders.</p> |
| e | Provisions, contingent liabilities and contingent assets |
| | <p>Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event. It is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are discounted using equivalent period government securities interest rate. Unwinding of the discount is recognised in the statement of profit and loss as a finance cost. Provisions are reviewed at each balance sheet date and are adjusted to reflect the current best estimate.</p> <p>Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made. Information on contingent liability is disclosed in the Notes to the Financial Statements. Contingent assets are not recognised. However, when the realisation of income is virtually certain, then the related asset is no longer a contingent asset, but it is recognised as an asset.</p> |
| f | Earnings per share |
| | <p>Basic earnings per share is computed using the net profit for the year attributable to the shareholders' and weighted average number of equity shares outstanding during the year.</p> <p>Diluted earnings per share is computed using the net profit for the year attributable to the shareholder' and weighted average number of equity and potential equity shares outstanding during the year including share options, convertible preference shares and debentures, except where the result would be anti-dilutive. Potential equity shares that are converted during the year are included in the calculation of diluted earnings per share, from the beginning of the year or date of issuance of such potential equity shares, to the date of conversion.</p> |
| g | Cash and cash equivalents |
| | <p>For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions and banks, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.</p> |

| | |
|----------|---|
| h | Current and non-current classification: |
| | <p>The Company presents assets and liabilities in statement of financial position based on current/non-current classification. The Company has presented non-current assets and current assets before equity, non-current liabilities and current liabilities in accordance with Schedule III, Division II of Companies Act, 2013 notified by MCA.</p> <p>An asset is classified as current when it is:</p> <p>a) Expected to be realised or intended to be sold or consumed in normal operating cycle, b) Held primarily for the purpose of trading, c) Expected to be realised within twelve months after the reporting period, or d) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.</p> <p>All other assets are classified as non-current.</p> <p>A liability is classified as current when it is:</p> <p>a) Expected to be settled in normal operating cycle, b) Held primarily for the purpose of trading, c) Due to be settled within twelve months after the reporting period, or d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.</p> <p>All other liabilities are classified as non-current.</p> <p>The operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. Deferred tax assets and liabilities are classified as non-current assets and liabilities. The Company has identified twelve months as its normal operating cycle.</p> |
| j | Fair value measurement: |
| | <p>The Company measures financial instruments at fair value at each balance sheet date.</p> <p>Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:</p> <p>a) In the principal market for the asset or liability, or b) In the absence of a principal market, in the most advantageous market for the asset or liability.</p> <p>A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.</p> <p>The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs. All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy.</p> |
| i | Off-setting financial Instrument: |
| | <p>Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable rights to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable rights must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or counterparty.</p> |
| j | SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS: |
| | <p>The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods. The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based on its assumptions and estimates on parameters available when the financial statements were prepared. However, existing circumstances and assumptions about future developments may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.</p> |
| | i) Provisions: |
| | <p>Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability require the application of judgement to existing facts and circumstances, which can be subject to change. Since the cash outflows can take place many years in the future, the carrying amounts of provisions and liabilities are reviewed regularly and adjusted to take account of changing facts and circumstances.</p> |
| k | <p>The Board of Directors at its meeting held on 13th August, 2018 has decided to initiate closure of the Company by adopting suitable procedure under the Companies Act, 2013 and the Rules made thereunder. Accordingly, form was filed for surrender of license and conversion of a Company into a Public Limited Company. All the assets and liabilities have been recognized at their net realizable value. Accordingly, financial statement as at 31st March 2020 has been prepared other than on a going concern basis.</p> |

JAI CORP WELFARE FOUNDATIONNotes to the Financial Statements for the year ended 31st March, 2020**Note 2 - Cash and Bank Balances**

(Amount in Rs)

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|---|--------------------------------|--------------------------------|
| Cash and Cash Equivalents | | |
| Balances with Banks in Current Accounts | 386,783 | 430,995 |
| Total | 386,783 | 430,995 |

2.1 For the purpose of the statement of cash flow, cash and cash equivalentnets comprise the followings:

(Amount in Rs)

| Particulars | As at 31 March 2020 | As at 31 March 2019 |
|---|--------------------------------|--------------------------------|
| Cash and Cash Equivalents | | |
| Balances with Banks in Current Accounts | 386,783 | 430,995 |
| Total | 386,783 | 430,995 |

JAI CORP WELFARE FOUNDATION

 Notes to the Financial Statements for the year ended 31st March, 2020

Note 3 - Equity share capital

(Amount in Rs)

| Particulars | As at 31 st March 2020 | As at 31 st March 2019 |
|---|-----------------------------------|-----------------------------------|
| Authorised: | | |
| 1,00,000 Equity Shares of Rs. 10 each | 1,000,000 | 1,000,000 |
| (1,00,000 Equity Shares of Rs. 10 each as at 31 st March 2019) | | |
| Total | 1,000,000 | 1,000,000 |

| | | |
|---|----------------|----------------|
| Issued, Subscribed & Paid-up: | | |
| 50,000 Equity Shares of Rs. 10 each fully paid up | 500,000 | 500,000 |
| (50,000 Equity Shares of Rs. 10 each as at 31 st March 2019) | | |
| Total | 500,000 | 500,000 |

3.1 Reconciliation of number of Equity Shares outstanding at the beginning and at the end of the year:

| Particulars | 2019-20 | | 2018-19 | |
|---|-----------|-----------------|-----------|-----------------|
| | (In Nos.) | (Figures in Rs) | (In Nos.) | (Figures in Rs) |
| Shares outstanding at the beginning of the year | 50,000 | 500,000 | 50,000 | 500,000 |
| Shares outstanding at the end of the year | 50,000 | 500,000 | 50,000 | 500,000 |

3.2 Terms / Rights attached to the Equity Shares

Holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the company, after distribution of all preferential amounts, if any. The distribution will be in proportion to the number of equity shares held by shareholders.

3.3 Details of shares in the Company held by each shareholder holding more than 5% shares:

| Name of Shareholder | As at 31 st March 2020 | | As at 31 st March 2019 | |
|---|-----------------------------------|--------------|-----------------------------------|--------------|
| | Number of Shares held | % of Holding | Number of Shares held | % of Holding |
| Equity Shares: | | | | |
| (Including equity shares held jointly with nominees) | | | | |
| Jai Corp Limited | 50,000 | 100% | 50,000 | 100% |

Note 4 - Other equity

(Amount in Rs)

| Particulars | As at 31 st March 2020 | As at 31 st March 2019 |
|----------------------------|-----------------------------------|-----------------------------------|
| Retained earnings | | |
| Opening balance | (84,970) | (61,672) |
| Add: Net loss for the year | (42,997) | (23,298) |
| Closing balance | (127,967) | (84,970) |

Nature and Purpose - Retained earnings represent the accumulated profits / losses made by the company over the years.

(Amount in Rs)

| | |
|--|-----------|
| Total other equity as at 31st March 2020 | |
| 31-Mar-19 | (84,970) |
| 31-Mar-20 | (127,967) |

JAI CORP WELFARE FOUNDATION

Notes to the Financial Statements for the year ended 31st March, 2020

Note 5 - Other current financial liabilities

(Amount in Rs)

| Particulars | As at 31st March 2020 | As at 31st March 2019 |
|---------------------------------------|---|---|
| Other payables (Refer Note 5.1 below) | 14,750 | 15,965 |
| Total | 14,750 | 15,965 |

5.1 Other payable includes audit fees payable.

JAI CORP WELFARE FOUNDATIONNotes to the Financial Statements for the year ended 31st March, 2020**Note 6 - Other expenses**

(Amount in Rs)

| Particulars | For the year ended 31st March 2020 | For the year ended 31st March 2019 |
|---|--|--|
| Rates & Taxes | 7,479 | 1,304 |
| Legal, professional and consultancy charges | 18,490 | 7,244 |
| Payment to Auditors - Audit Fees | 14,750 | 14,750 |
| Misc Exp | 2,278 | - |
| Total | 42,997 | 23,298 |

Note 7 - Earnings per share

(Amount in Rs)

| Particulars | For the year ended 31st March 2020 | For the year ended 31st March 2019 |
|---|--|--|
| Net Profit / (loss) after tax for the year (Rs.) | (42,997) | (23,298) |
| Net Profit / (loss) attributable to equity share holders (Rs.) | (42,997) | (23,298) |
| Weighted Average Number of equity shares outstanding during the year for Basic & Diluted EPS (In Nos) | 50,000 | 50,000 |
| Basic & Diluted Earnings Per Share (Rs.) | (0.86) | (0.47) |
| Face Value per Share (Rs.) | 10 | 10 |

JAI CORP WELFARE FOUNDATIONNotes to the Financial Statement for the year ended 31st March, 2020**Note 8 Fair value measurements****Financial instruments by category:**

(Amount in Rs)

| Particulars | As at 31 st March 2020 | | | As at 31 st March 2019 | | |
|------------------------------------|-----------------------------------|-------|----------------|-----------------------------------|-------|----------------|
| | FVOCI | FVTPL | Amortised cost | FVOCI | FVTPL | Amortised cost |
| Financial assets | | | | | | |
| Current assets | | | | | | |
| Cash and cash equivalents | - | - | 386,783 | - | - | 430,995 |
| Total financial assets | - | - | 386,783 | - | - | 430,995 |
| | | | | | | |
| Financial liabilities | | | | | | |
| Current liabilities | | | | | | |
| Other financial liabilities | - | - | 14,750 | - | - | 15,965 |
| Total financial liabilities | - | - | 14,750 | - | - | 15,965 |

Fair value hierarchy

The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the group has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

Level 1: hierarchy includes financial instruments measured using quoted prices. This includes listed equity instruments that have quoted price and financial instruments like Mutual Funds for which NAV is published by Mutual Fund Operator. The fair value of all equity instruments which are traded in the stock exchanges is valued using the closing price as at the reporting period and Mutual Fund are valued using the Closing NAV.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in this level.

JAI CORP WELFARE FOUNDATION

Notes to the Financial Statement for the year ended 31st March, 2020

| | | | | | | |
|----------|---|---------------------------|---------------------------|------------------------------|-----------------------|---------------|
| 9 | <u>Financial risk management</u> | | | | | |
| | The company is exposed to credit risk, liquidity risk and Market risk. | | | | | |
| A | Credit risk | | | | | |
| | Credit risk arises from cash and cash equivalents carried at amortised cost. | | | | | |
| | Credit risk management | | | | | |
| | To manage the credit risk bank balances are held with only high rated banks. | | | | | |
| B | Liquidity risk | | | | | |
| | Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price. For the Company, liquidity risk arises from obligations on account of financial liabilities – borrowings and other financial liabilities. | | | | | |
| | Liquidity risk management | | | | | |
| | The Company is responsible for liquidity and funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company’s net liquidity position through rolling forecasts on the basis of expected cash flows. | | | | | |
| | Maturities of financial liabilities | | | | | |
| | As at 31st March 2020 (Amount in Rs) | | | | | |
| | Particulars | Less than 6 months | 6 months to 1 year | Between 1 and 5 years | Beyond 5 years | Total |
| | Other current financial liabilities | 14,750 | - | - | - | 14,750 |
| | Total | 14,750 | - | - | - | 14,750 |
| | As at 31st March 2019 (Amount in Rs) | | | | | |
| | Particulars | Less than 6 months | 6 months to 1 year | Between 1 and 5 years | Beyond 5 years | Total |
| | Other current financial liabilities | 15,965 | - | - | - | 15,965 |
| | Total | 15,965 | - | - | - | 15,965 |

JAI CORP WELFARE FOUNDATION

Notes to the Financial Statement for the year ended 31st March, 2020

| 10 | Capital Management | | | | | | | | | | | | | | | | | | | | | | |
|--|---|---|--|------------------------------|------------------------------|-------------|---|---|---------------------------------|---------|---------|-----------|-----------|-----------|--------------|---------|---------|--|----------|----------|--------------------------|---|---|
| 10.1 | Risk management | | | | | | | | | | | | | | | | | | | | | | |
| | <p>For the purpose of Company's capital management, capital includes issued capital, all other equity reserves and debts. The primary objective of the Company's capital management is to maximise shareholders value. The Company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants.</p> <p>The Company monitors capital using net gearing ratio, which is net debt divided by total capital (equity plus net debt). Net debt are non-current and current debts as reduced by cash and cash equivalents. Equity comprises all components including other comprehensive income.</p> | | | | | | | | | | | | | | | | | | | | | | |
| | <p>The capital composition is as follows: (Amount in Rs)</p> | | | | | | | | | | | | | | | | | | | | | | |
| | | <table border="1"> <thead> <tr> <th></th> <th style="text-align: center;">31st March, 2020</th> <th style="text-align: center;">31st March, 2019</th> </tr> </thead> <tbody> <tr> <td>Total debts</td> <td style="text-align: center;">-</td> <td style="text-align: center;">-</td> </tr> <tr> <td>Less: Cash and Cash Equivalents</td> <td style="text-align: center;">386,783</td> <td style="text-align: center;">430,995</td> </tr> <tr> <td>Net Debts</td> <td style="text-align: center;">(386,783)</td> <td style="text-align: center;">(430,995)</td> </tr> <tr> <td>Total equity</td> <td style="text-align: center;">372,033</td> <td style="text-align: center;">415,030</td> </tr> <tr> <td>Total Capital (Net Debt plus Total Equity)</td> <td style="text-align: center;">(14,750)</td> <td style="text-align: center;">(15,965)</td> </tr> <tr> <td>Net Gearing Ratio</td> <td style="text-align: center;">-</td> <td style="text-align: center;">-</td> </tr> </tbody> </table> | | 31 st March, 2020 | 31 st March, 2019 | Total debts | - | - | Less: Cash and Cash Equivalents | 386,783 | 430,995 | Net Debts | (386,783) | (430,995) | Total equity | 372,033 | 415,030 | Total Capital (Net Debt plus Total Equity) | (14,750) | (15,965) | Net Gearing Ratio | - | - |
| | 31 st March, 2020 | 31 st March, 2019 | | | | | | | | | | | | | | | | | | | | | |
| Total debts | - | - | | | | | | | | | | | | | | | | | | | | | |
| Less: Cash and Cash Equivalents | 386,783 | 430,995 | | | | | | | | | | | | | | | | | | | | | |
| Net Debts | (386,783) | (430,995) | | | | | | | | | | | | | | | | | | | | | |
| Total equity | 372,033 | 415,030 | | | | | | | | | | | | | | | | | | | | | |
| Total Capital (Net Debt plus Total Equity) | (14,750) | (15,965) | | | | | | | | | | | | | | | | | | | | | |
| Net Gearing Ratio | - | - | | | | | | | | | | | | | | | | | | | | | |

JAI CORP WELFARE FOUNDATION

Notes to the Financial Statement for the year ended 31st March, 2020

11 Related Party Disclosure

11.1 As per Ind AS 24 "Related party Disclosures", disclosure of transactions with the related parties as defined in the Accounting

(A) List of related parties and relationship.

Holding Company

 Jai Corp Limited

(Amount in Rs)

| Nature of Transaction | Name of the Related Party | As at 31st March, 2020 | As at 31st March, 2019 |
|------------------------------|----------------------------------|--|--|
| Equity Shares | Jai Corp Limited | 500,000 | 500,000 |

JAI CORP WELFARE FOUNDATION

Notes to the Financial Statement for the year ended 31st March, 2020

Note 12 Segment Reporting

There is no separate reportable segment as per Ind AS 108, and hence no segment information has been given.

Note 13

Previous period figures have been regrouped / re-classified wherever necessary to make them comparable.

As per our report of even date

For D T S & Associates LLP

Chartered Accountants

(Firm Registration No.142412W/W100595)

For and on behalf of the Board of Directors

Anuj Bhatia

Partner

Membership No. 122179

Date : 27th June, 2020

Virendra Jain

(Director)

(DIN 00077662)

Pramod Kumar Jaiswal

Director

(DIN : 03456029)