

REGISTERED POST

**ANNUAL REPORT FOR THE
F.Y. - 2013 - 14**



**If undelivered Please return to:-
JAISUKH DEALERS LTD.
CIN- U65100WB2005PLC101510
"CENTRE POINT", 21, HEMANTA BASU SARANI,
2ND FLOOR, ROOM NO.230, KOLKATA-700 001
Phone-033-3028 7789, Website-www.jaisukh.com
E-Mail-jaisukh21@yahoo.com**

9th Annual Report

&

Accounts

2013 - 2014



Jaisukh Dealers Limited



Jaisukh Dealers Limited

Corporate Identity No.: U65100WB2005PLC101510

9th Annual Report

&

Accounts

2013 – 2014

Board of Directors:

Mr. Kishan Kumar Jajodia	Managing Director
Mr. Prakash Kumar Jajodia	Director
Mr. Soumen Sen Gupta	Director
Mr. Somnath Gupta	Director

Company Secretary :

Ms. Nisha Jain

Chief Financial Officer :

Tanumay Laha

Registered Office :

“Centre Point”,
21, Hemanta Basu Sarani,
2nd Floor, Room No. 230,
Kolkata – 700 001

Bankers :

Corporation Bank
State Bank of Hyderabad
Indian Bank

Auditors :

M/s. Bajoria Mayank & Associates
Chartered Accountants
19. R. N. Mukherjee Road,
Eastern Building, 1st Floor,
Kolkata – 700 001

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NOTICE

NOTICE is hereby given that the 9th Annual General Meeting (AGM) of the Members of the Company will be held on Friday, the 26th day of September, 2014 at the Registered Office of the Company at "Centre Point", 21, Hemanta Basu Sarani, Room No. 230, 2nd Floor, Kolkata - 700 001, at 2.00 p.m., to transact the following business :

Ordinary Business :

1. To receive, consider and adopt the Audited Statement of Profit and Loss for the financial year ended 31st March, 2014, the Audited Balance Sheet as on that date and the Reports of the Auditors and Directors thereon.
2. To appoint a Director in place of Mr. Prakash Kumar Jajodia (holding DIN 00633920) who retires by rotation and being eligible, seeks re-appointment.
3. To appoint Statutory Auditors to hold office from the conclusion of the 9th AGM till the conclusion of the 14th AGM and to authorize the Board to fix their remuneration.

"RESOLVED that pursuant to the provision of Section 139 of the Companies Act, 2013 and Rules made thereunder, including any statutory modification(s) or re-enactment thereof for the time being in force, and pursuant to the recommendations of Audit Committee of the Board of Directors, M/s Bajoria Mayank & Associates, Chartered Accountants , (Firm Registration No. 327336E), of 19, R. N. Mukherjee Road, Eastern Building, 1st Floor, Kolkata-700 001, be and are hereby appointed as Statutory Auditors of the Company, to hold the office of Statutory Auditors from the conclusion of the 9th AGM till the conclusion of the 14th AGM (subject to ratification of appointment by the members at every AGM held after the 9th AGM) and that the Board of Directors of the Company be and are hereby authorized to fix the remuneration as may be recommended by the Audit Committee."

Special Business :

4. Appointment of Mr. Somnath Gupta (holding DIN 02238654) as an Independent Director

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

"RESOLVED that pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder, including any statutory modification(s) or re-enactment thereof for the time being in force, read with Schedule IV to the Companies Act, 2013, Mr. Somnath Gupta (holding DIN 02238654), an Independent Director of the Company and in respect of whom the Company has received a notice under Section 160 of the Companies Act, 2013, from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company for a period of five years to hold office from the conclusion of the 9th AGM upto the conclusion of 14th AGM or till such earlier date to confirm with the policy on retirement and as may be determined by any applicable statutes, rules, regulations or guidelines, and who shall not be liable to retire by rotation."

5. Appointment of Mr. Soumen Sen Gupta (holding DIN 02290919) as an Independent Director

To consider and if thought fit to pass with or without modification(s), the following resolution as an

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Ordinary Resolution :

“**RESOLVED that** pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder, including any statutory modification(s) or re-enactment thereof for the time being in force, read with Schedule IV to the Companies Act, 2013, Mr. Soumen Sen Gupta (holding DIN 02290919), an Independent Director of the Company and in respect of whom the Company has received a notice under Section 160 of the Companies Act, 2013, from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company for a period of five years to hold office from the conclusion of the 9th AGM upto the conclusion of 14th AGM or till such earlier date to confirm with the policy on retirement and as may be determined by any applicable statutes, rules, regulations or guidelines, and who shall not be liable to retire by rotation.”

6. Variation in terms of appointment of Mr. Kishan Kumar Jajodia (holding DIN 00674858) Managing Director

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

“**RESOLVED that** pursuant to the provisions of Section 152 of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013, the approval of the Company be and is hereby accorded to vary the terms of appointment of Mr. Kishan Kumar Jajodia (holding DIN 00674858), Managing Director, by making his office liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to vary the terms and condition of his appointment including remuneration as they may deem fit.”

RESOLVED FURTHER THAT in the event of any loss or inadequacy of profits in any financial year during his tenure, the Company shall pay Mr. Kishan Kumar Jajodia, the remuneration by way of salary, perquisites, commission or any other allowances in accordance with the limits specified under Schedule V of the Companies Act, 2013 or such other limits as may be prescribed by the Government from time to time in this regard, as minimum remuneration.

Place : Kolkata

Date : 29.05.2014

By Order of the Board

For Jaisukh Dealers Ltd.

**Sd/-
Nisha Jain
Company Secretary**

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NOTES :

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the Special Business set out in the Notice is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY/PROXIES NEED NOT BE A MEMBER OF THE COMPANY.**

A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. Proxies in order to be effective must be received by the Company not less than 48 hours before the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.

3. The Register of Members and Share Transfer Books of the Company will remain closed from 22nd September, 2014 to 24th September, 2014. (Both days inclusive).
4. Additional details pursuant to Clause 42 of the Listing Agreement with the Stock Exchange in respect of the Directors seeking appointment/re-appointment at the Annual General Meeting (AGM) are annexed hereto. The Directors seeking appointment/re-appointment have furnished the requisite consent and/or declaration for their appointment/re-appointment.
5. Members holding share in dematerialized form are requested to bring their Depository Account No. and Client I. D. No. for identification.
6. Members are requested to notify any change of address/residential status/email-id, bank details etc.:
 - a. To their Depository Participants (DP) in respect of shares held in dematerialized form, and
 - b. To Registrar & Share Transfer Agent of the Company - CB Managements Services Pvt. Ltd., P-22, Bondel Road, Kolkata-700 019, Phone No.033-2280/6692/93/94/2486, 4011-6700/6711/6717/6723, E-Mail ID: rta@cbmsl.com, Fax-033-40116739, in respect of shares in physical form, under their signatures and quoting respective folio number.
7. Members are requested to notify any change of address/residential status/email-id, bank details etc.:
8. In case, the mailing address mentioned in this Annual Report is without the PIN CODE, members are requested to kindly inform their PIN CODE immediately.
9. Non- Resident Indian Shareholders are requested to inform the Company immediately:
 - a. the change in residential status on return to India for permanent settlement.
 - b. the particulars of NRE Bank Account maintained in India with complete name and address of the Bank, if not furnished earlier.
10. Members who are holding shares in identical order or names in more than one folio are requested to send the Company/Registrar and Share Transfer Agent, the details of such folios together with the Share Certificates for consolidating their holdings in one such folio.
11. Members are requested to quote their Folio number/DP I.D. and Client I.D. in all correspondence.

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12. A Member or his Proxy is requested to produce at the entrance of the Meeting Hall, attendance Slip forwarded to the member duly completed and signed by the member.
13. Members are requested to note that trading in securities of the Company are compulsorily in dematerialised form only. Hence members who are yet to dematerialise their shares are advised to do so.
14. Electronic copy of the Annual Report for 2014 is being sent to all the members whose email IDs are registered with the Company/Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2014 is being sent in the permitted mode.
15. Members may also note that the Notice of the 9th Annual General Meeting and the Annual Report 2014 will also be available on the Company's website www.jaisukh.com for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in Kolkata for inspection during normal business hours on working days. For any communication, the shareholders may also send requests to the Company's investor email id: jaisukh21@yahoo.com
16. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company.
17. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, will be available for inspection by Members at the AGM.
18. The Register of Contracts or Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013, will be available for inspection by Members at the AGM.
19. Voting through electronic means:

The instructions for voting electronically are as follows :

Instructions for Voting through electronic means:

Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide its members the facility to exercise their right to vote at the 9th Annual General Meeting (AGM) by electronic means. Voting rights shall be reckoned on the number of shares registered in the names of the shareholders as on 15th August, 2014. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) to provide the e-voting facilities. The e-voting procedures are given hereunder :

- (i) Log on to the e-voting website www.evotingindia.com
- (ii) Click on "Shareholders" tab.

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- (iii) Now, select the Electronic Voting Sequence Number '140820070' along with “**JAISUKH DEALERS LTD.**” from the drop down menu and click on “SUBMIT”
- (iv) Now enter your User ID (For CDSL: 16 digits beneficiary ID, For NSDL: 8 Character DP ID followed by 8 Digits Client ID). Members holding shares in physical form should enter Folio Number registered with the Company and then enter the **Captcha Code** as displayed and click on Login.
- (v) If you are holding shares in demat form and had logged on to **www.evotingindia.com** and voted on an earlier voting of any company, then your existing password is to be used.
- (vi) If you are a first time user fill up the following details in the appropriate boxes and follow the steps given bellow :

PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (applicable for both demat shareholders as well as physical shareholders).
DOB#	Enter the Date of Birth as recorded in your demat account or in the Company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details#	Enter the Dividend Bank Details as recorded in your demat account or in the Company Records for the said demat account or folio.

*Members who have not updated their PAN with the Company/Depository Participant can enter in the PAN field the 10 characters as First 2 Alphabets of the First Holder Name followed by:

- a) For shareholders holding in physical form - 8 characters consisting of Folio Number prefix by “00” No special characters will be taken from the name and folio number. Example: **Mr. AJAY SRIVASTAVA and folio number is A00640, the PAN to be entered will be AJ00A00640.**
- b) For shareholders holding shares in dematerialized form: 8 characters from right of CLIENT ID Number. No special characters will be taken from the name and Client Id. Example: Mr. AJAY SRIVASTAVA and Client id is 45436217 the PAN to be entered will be AJ45436217.

Please enter any one of the details in order to login. In case both the details are not recorded with the Depository or Company, please enter the member id/folio number in the Dividend Bank details field.

- (vii) After entering these details appropriately, click on “SUBMIT” tab.
- (viii) Members holding shares in physical form will then reach directly the EVSN selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (ix) For Members holding shares in physical form, the details can be used only for e-voting on the Resolutions contained in this Notice.

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- (x) Click on the EVSN for the relevant 'JAISUKH DEALERS LTD.' on which you choose to vote.
- (xi) On the voting page, you will see Resolution Description and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xii) Click on the "Resolutions File Link" if you wish to view the Resolutions.
- (xiii) After selecting the Resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiv) Once you "CONFIRM" your vote on the Resolution, you will not be allowed to modify your vote.
- (xv) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvi) If demat account holder has forgotten the changed password then enter the User ID and image Captcha Code on Forgot Password & enter the details as prompted by the system.
- (xvii) The voting shall commence at **10.00 a.m. on 20th Day of September, 2014 and shall close at 6.00 p.m. on 22nd Day of September, 2014.** You can log in any number of times till you have voted on the resolution(s) or till the end of the voting period (i.e 22nd Day of September, 2014) whichever is later.
- (xviii) Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporate. After receiving the login details they have to link the account(s) which they wish to vote on and then cast their vote. They should upload a scanned copy (PDF/JPG format) of the relevant Board Resolution/Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, **to the Scrutinizer's email at csniazahmed@gmail.com** copy marked to **helpdesk.evoting@cdslindia.com before 22nd September, 2014** without which the voting shall not be treated as valid.
- (xix) **Mr. Niaz Ahmed, Company Secretary in wholetime practice (Membership No. ACS 15555 CP No. 5965) of 1/2A, Noor Ali Lane, Kolkata – 700 014** has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner **whose email id is csniazahmed@gmail.com**. In case you have any queries or issues regarding E-voting, please contact at helpdesk.evoting@cdslindia.com .
- (xx) The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.jaisukh.com and on the website of CDSL within two days of the passing of the resolutions at the 9th Annual General Meeting of the Company on 26th September, 2014 and shall be communicated to the BSE Ltd. where the shares of the Company are listed.
- (xxi) The Scrutinizer shall within a period not exceeding (3) working days from the conclusion of the e-voting period unlock the votes in the presence of at least two witnesses not in the employment of the Company and make a Scrutinizer's Report on the votes cast in favour or against , if any forthwith to the Chairman of the Company.

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

Members who have already voted through e-voting mechanism shall not be debarred from participation in the AGM. Such members shall however not be able to vote again and his earlier vote (cast through e-means) shall be treated as final.

Relevant documents referred to in the accompanying notice or the statutory registers, as applicable to the Company, are open for inspection at the Registered Office of the Company on all working days (barring Saturday and Sunday) between 10.00 a.m. to 6.00 p.m. prior to the date of the AGM.

Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of Item no 4, 5 & 6 as set out above is annexed hereto.

Place : Kolkata
Date : 29.05.2014

By Order of the Board
For Jaisukh Dealers Ltd.

**Sd/-
Nisha Jain
Company Secretary**

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item Nos. 4 & 5

Mr. Somnath Gupta and Mr. Soumen Sen Gupta were holding office as Independent Directors of the Company and they are liable to retire by rotation as per the provisions of the Companies Act, 1956.

As per the Companies Act, 2013, the Company is required to appoint Independent Directors, including existing Independent Directors, for a fixed term and their office shall not be liable to be determined by retirement of directors by rotation. Accordingly, in compliance of Section 149, 150, 152 read with Schedule IV of the Companies Act, 2013, Mr. Somnath Gupta and Mr. Soumen Sen Gupta, Directors, are proposed to be appointed as Independent Directors of the Company for a period of five years to hold office from the conclusion of the 9th AGM upto the conclusion of 14th AGM. Separate notices have been received from members proposing candidatures of Mr. Somnath Gupta and Mr. Soumen Sen Gupta for the office of Independent Directors of the Company.

Accordingly, it is proposed to appoint Mr. Somnath Gupta and Mr. Soumen Sen Gupta as Independent Directors of the Company in accordance with Section 149 of the Companies Act, 2013, not liable to retire by rotation and to hold office for a period of five years i.e. upto the conclusion of 14th AGM or till such earlier date to confirm with the policy on retirement and as may be determined by any applicable statutes, rules, regulations or guidelines.

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The Company has received from Mr. Somnath Gupta and Mr. Soumen Sen Gupta, individually, (i) consent in writing to act as Director in prescribed Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014; (ii) intimation in Form DIR-8 pursuant to Rule 14 of the Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013 and (iii) declaration that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013.

In the opinion of the Board, Mr. Somnath Gupta and Mr. Soumen Sen Gupta fulfill the criteria of independence for their respective appointment as Independent Directors as specified in the Companies Act, 2013 and the Listing Agreement. Mr. Somnath Gupta and Mr. Soumen Sen Gupta are independent of the management.

Copy of the draft letters of appointment setting out the terms and conditions of appointment of Mr. Somnath Gupta and Mr. Soumen Sen Gupta are available for inspection, without any fee, by the members at the Company's registered office during normal hours on working days up to the date of AGM.

Mr. Somnath Gupta and Mr. Soumen Sen Gupta are interested in the resolutions set out respectively at Item Nos. 4, 5 & 6 of the Notice with regard to their respective appointments.

Save and except as mentioned above, none of the other Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in resolutions set out respectively at Item Nos. 4 & 5 of the Notice.

The Board recommends the resolutions set forth in the Item Nos. 4 & 5 of the Notice for approval of the members.

Item No. 6

Mr. Kishan Kumar Jajodia, was appointed as a Managing Director of the Company by the Board at their meeting held on 1st April, 2013 for a period of 5 (five) years with effect from 25th April, 2013 up to 24th April, 2018 and as per the terms of his appointment, he is not liable to retire by rotation.

As per the provisions of the Section 152(6) of the Companies Act, 2013, the period of office of at least two-third Directors, other than Independent Directors, of the Company shall liable to be determined by retirement of directors by rotation. However, managing directors who were earlier not liable to retire by rotation as per the provisions of the Companies Act, 1956 are now liable to retire by rotation as per the provisions of Section 152(6) of the Companies Act, 2013. Accordingly, it is proposed that the terms of appointment of Mr. Kishan Kumar Jajodia be amended to provide that he shall be liable to retire by rotation as per the provisions of Section 152(6) of the Companies Act, 2013. The other terms and conditions of his appointment including remuneration approved by the members of the Company at their meeting held on 25th April, 2013 shall remain unchanged. Further, it is proposed that the Board of Directors of the Company be authorized to vary the terms and conditions, including remuneration, of his appointment as per the provisions of the Companies Act, 2013 and the Rules made thereunder from time to time as they may deem fit.

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Mr. Kishan Kumar Jajodia, Mr. Prakash Kumar Jajodia, being brother of Mr. Kishan Kumar Jajodia, and their relatives are interested in the resolutions set out respectively at Item No. 6 of the Notice with regard to variation in the terms of appointment Mr. Kishan Kumar Jajodia.

Save and except as mentioned above, none of the other Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in these resolutions.

The Board recommends the resolutions set forth in the Item No. 6 of the Notice for approval of the members.

Regd. Office:
Centre Point,
21, Hemanta Basu Sarani,
2nd Floor, Room No – 230,
Kolkata-700 001
Dated : 29th May, 2014

By Order of the Board
For Jaisukh Dealers Ltd.
Sd/-
Nisha Jain
Company Secretary

JAISUKH DEALERS LIMITED

Information of Directors Seeking Appointment / Re - Appointment at the forthcoming Annual General Meeting (Pursuant to clause 42(VI)(A) of the Listing Agreement)

Name of Director	Date of Birth	Date of Appointment	Expertise in specific functional areas	Qualifications	Directorship in other Companies	No. of Shares Held in the Company	Membership of Committee in other Companies	Nature of Directorship	Remarks
Mr. Prakash Kumar Jajodia	22.08.1971	04.10.2010	20 Years of Working Experience in Finance & (embroidery) designing & textile sector	Matriculation	1. Nova Merchants Pvt. Ltd. 2. Rivergrove Merchandise Pvt. Ltd. 3. Concord Vinimay Pvt. Ltd. 4. Burnpur Power Pvt. Ltd. 5. Quest Financial Services Ltd. 6. QFS Gem and Jewelleries Ltd. 7. JDL Gem and Jewelleries Ltd. 8. QFS Papers Ltd. 9. JDL Real Estates Ltd. 10. JDL Hosieries Ltd. 11. QFS Textiles Ltd. 12. QFS Properties Ltd. 13. JDL Consultants Ltd.	1277500	1	Non - Executive Promoter Director	Retiring by rotation at the forthcoming Annual General Meeting and being eligible seeks re-appointment.
Mr. Somnath Gupta	30.12.1954	15.05.2013	22 Years of Working Experience in the field of Accounting and Finance	B.Com	1. Gangotri Dealers Pvt. Ltd. 2. Glorious Vincom Pvt. Ltd. 3. Massive Steel Merchants Pvt. Ltd. 4. Victoria Cloth Merchants Pvt. Ltd. 5. Linkup Financial Consultants Pvt. Ltd. 6. Foremost Infrastructure Pvt. Ltd. 7. Overgrow Infrastructure Pvt. Ltd. 8. Commercial House Pvt. Ltd. 9. JDL Gem and Jewelleries Ltd. 10. JDL Real Estates Ltd. 11. JDL Hosieries Ltd. 12. JDL Consultants Ltd.	Nil	Nil	Independent Director	Appointment of Independent Director as per the provisions of Companies Act, 2013

JAISUKH DEALERS LIMITED

Name of Director	Date of Birth	Date of Appointment	Expertise in specific functional areas	Qualifications	Directorship in other Companies	Membership of Committee in other Companies	Nature of Directorship	No. of Shares Held in the Company	Remarks
Mr. Soumen Sen Gupta	06.10.1976	28.11.2008	8 Years of Working Experience in the field of Marketing & Embroidery designing sector	B.Com	<p>Directorship in other Companies</p> <ol style="list-style-type: none"> 1. Ashinwad Suppliers Pvt. Ltd. 2. Himgiri Tradelink Pvt. Ltd. 3. Highgrowth Vincom Pvt. Ltd. 4. Girraj Stock Broking Pvt. Ltd. 5. Mascot Iron Traders Pvt. Ltd. 6. Rapid Cloth Merchants Pvt. Ltd. 7. Sheilputri Tracom Pvt. Ltd. 8. Inner Retails Pvt. Ltd. 9. JDL Hosieries Ltd. 10. JDL Gem and Jewelleries Ltd. 11. JDL Real Estates Ltd. 12. JDL Consultants Ltd. 	Nil	Independent Director	Nil	Appointment of Independent Director as per the provisions of Companies Act, 2013.
Mr. Kishan Kumar Jajodia	28.07.1965	04.10.2010	25 years working experience in Finance and Trading & Manufacturing of garments & embroidery business	B.Com (Hons)	<p>Directorship in other Companies</p> <ol style="list-style-type: none"> 1. Nova Merchants Pvt. Ltd. 2. Rivergrove Merchandise Pvt. Ltd. 3. Concord Vinimay Pvt. Ltd. 4. Bumpur Power Pvt. Ltd. 5. Quest Financial Services Ltd. 6. QFS Gem and Jewelleries Ltd. 7. JDL Gem and Jewelleries Ltd. 8. QFS Papers Ltd. 9. JDL Real Estates Ltd. 10. JDL Hosieries Ltd. 11. QFS Textiles Ltd. 12. QFS Properties Ltd. 13. JDL Consultants Ltd. 	Nil	Executive Director	1279800	Variation in terms of appointment as Managing Director as per the provision of the Companies Act, 2013.

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DIRECTORS' REPORT

Dear Members,

Your Directors are pleased to present the 9th Annual Report of the Company for the year ended 31st March, 2014.

FINANCIAL RESULTS:

Particulars	Standalone		Consolidated
	2013-2014	2012-2013	2013-2014
Total Income	8,67,71,956	6,86,44,670	8,67,71,956
Total Expenditure	8,64,18,724	6,66,48,582	8,65,08,814
Profit before Tax	3,53,232	19,96,088	2,63,142
(Less): Provision for Current Tax	(1,09,149)	(6,16,791)	(1,09,149)
(Less) : Current Tax expenses relating to Prior Years	(10,467)	(3,297)	(10,467)
Net Profit after tax	2,33,616	13,76,000	1,43,526
Income tax for prior year	-	-	-
(Less) : Unamortized Expenses written back	-	-	-
Add : Brought forward from previous year	17,31,045	3,55,045	17,31,045
(Less) : : Adjustment-Preliminary Expenses	(6,85,000)	-	(6,85,000)
Balance carried to Balance Sheet	12,79,661	17,31,045	11,89,571

FINANCIAL AND OPERATIONAL PERFORMANCE

Our total income on a standalone basis has been increased to ` 8,67,71,956/- from ` 6,86,44,670/-, registering a growth of 26.41%.

The Profit Before Tax on a standalone basis amounted to ` 3,53,232/- as against ` 19,96,088 in the previous year.

The Profit After Tax on a standalone basis amounted to ` 2,33,616/- as against ` 13,76,000/- in the previous year. Such decrease in net profit is due to adverse market condition.

During the year, we have made investments in four newly owned subsidiary companies. We expect that the company will be benefited by these investments in long run, which will be seen from the forthcoming financial quarters.

The Company has evolved its operations by venturing as commission agents of fabric and textile products. The Company has expanded its operations by trading and distribution of sarees and other commodities in the textile market. The Company predominantly cater to Kolkata and nearby markets. The Company supply entire range of sarees and other dress materials and apparels and adopt creativity, market intelligence and industry experience to select apparels to suit the dynamic needs of young generations.

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DIVIDEND

Considering the future prospects and to strengthening the financial position of the Company, your Directors do not recommend any dividend for the financial year under review.

DIRECTORS

In accordance with the provisions of the Companies Act, 2013 Mr. Prakash Kumar Jajodia, Non-Executive Non-Independent Director of the Company, will retire by rotation at the ensuing 9th Annual General Meeting and being eligible, seeks reappointment. The Board of Directors recommend his re-appointment.

As per the Companies Act, 2013, the Company is required to appoint Independent Directors, including existing independent directors, for a fixed term and their office shall not be liable to be determined by retirement of directors by rotation. Our Independent Directors Mr. Somnath Gupta and Mr. Soumen Sen Gupta are liable to retire by rotation under the erstwhile Companies Act, 1956.

Accordingly, in compliance of Section 149, 150, 152 read with Schedule IV of the Companies Act, 2013, Mr. Somnath Gupta and Mr. Soumen Sen Gupta, Directors of the Company, are proposed to be appointed as Independent Directors of the Company for a period of five consecutive years to hold the office till the conclusion of 14th AGM or till such earlier date to confirm with the policy on retirement and as may be determined by any applicable statutes, rules, regulations or guidelines and their offices. They shall not be liable to retire by rotation.

Separate notices have been received from members proposing candidatures of Mr. Prakash Kumar Jajodia, Mr. Somnath Gupta and Mr. Soumen Sen Gupta for their respective appointments.

Based on the confirmations received, none of the Directors proposed to be appointed are disqualified for appointment under the Companies Act, 2013. Further, the Company has received declarations from all the Independent Directors of the Company confirming that they meet with the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 read with Clause 42 of the Listing Agreement with the stock exchange.

Further, Mr. Kishan Kumar Jajodia, who was appointed as a Managing Director of the Company on 1st April, 2013 for a period of 5 (five) years with effect from 25th April, 2013 till on 24th April, 2018 and as per the terms of his appointment, he is not liable to retire by rotation. However, managing directors who were earlier not liable to retire by rotation as per the provisions of the Companies Act, 1956 are now liable to retire by rotation as per the provisions of Section 152(6) of the Companies Act, 2013. Accordingly, it is proposed that the terms of appointment of Mr. Kishan Kumar Jajodia be amended to provide that he shall be liable to retire by rotation as per the provisions of Section 152(6) of the Companies Act, 2013. The other terms and conditions of his appointment including remuneration approved by the members of the Company shall remain unchanged.

AUDITORS

M/s Bajoria Mayank & Associates, (FRN 327336E), Chartered Accountants of 19, R. N. Mukherjee Road, Eastern Building, 1st Floor, Kolkata-700 001, Statutory Auditor of the Company, retire at the conclusion of the ensuing Annual general Meeting and being eligible for re-appointment. Pursuant to the provisions of section 139 of the Companies Act, 2013 and the Rules framed thereunder, it is proposed to appoint M/s Bajoria Mayank & Associates, Chartered Accountants as statutory auditors

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of the Company from the conclusion of the forthcoming AGM till the conclusion of the 14th AGM, subject to ratification of their appointment at every AGM.

The Company has received letter from them to the effect that their re-appointment, if made, would be within the prescribed limits under Section 141(3)(g) of the Companies Act, 2013 and that they are not disqualified for re-appointment.

INDEPENDENT AUDITORS' REPORT

The Financial Statement, as referred to in the Independent Auditor's Report are self-explanatory and hence does not require any further explanations.

LISTING ON SME PLATFORM OF THE BSE LIMITED

Yours Directors are pleased to inform you that your company successfully listed Its Securities on the BSE-SME Institutional Trading Platform of the BSE Limited on 11th February, 2014. The Company has paid Listing Fees to the exchange for the year 2013-14.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 217(2AA) of the Companies Act, 1956, the Board of Directors confirm that:

- (i) in the preparation of the annual accounts for the financial year 2013-14, the applicable accounting standards have been followed and there are no material departures;
- (ii) 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 the financial year and of the profit of the Company for the financial year;
- (iii) they have taken proper and sufficient care to the best of their knowledge and ability for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956. They confirm that there are adequate systems and controls for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) they have prepared the annual accounts on a going concern basis

CORPORATE GOVERNANCE REPORT

Your Company has been complying with all the requirements of the code of Corporate Governance, as specified by SEBI.

A separate report on Corporate Governance is furnished as a part of the Directors' Report and the certificate from the Statutory Auditor regarding compliance of condition of Corporate Governance is annexed to the said Report.

CONSOLIDATED FINANCIAL STATEMENT

In accordance with the Accounting Standard (AS) – 21 on Consolidated Financial Statements, the audited consolidated financial statements forms part of the Annual Report 2014.

SUBSIDIARIES

The Company has four subsidiaries as on March 31, 2014, namely JDL Real Estates Ltd., JDL

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Hosieries Ltd., JDL Consultants Ltd. and JDL Gem & Jewelleries Ltd. All these four subsidiaries were incorporated during the financial year 2013-14. A Statement pursuant to Section 212 of the Companies Act, 1956, relating to Subsidiary Companies, is attached to the Accounts.

In terms of General Exemption, under Section 212(8) of the Companies Act, 1956, granted by Ministry of Corporate Affairs vide its circular no. 02/2011 dated 8th February, 2011 and in accordance with the General Circular issued by the Ministry of Corporate Affairs, Government of India, the Balance Sheet, Statement of Profit and Loss and other documents of the Subsidiary Companies are not being attached with Balance Sheet of the Company. However, the Consolidated Financial Statement is presented in the Annual Report in compliance with the said circular. The Company will provide a copy of annual accounts in respect of each Subsidiary to any shareholder of the Company who asks for it and the said annual accounts will also be kept open for inspection at the Registered Office of the Company and that of the respective Subsidiary Companies.

REGISTER E-MAIL ADDRESS

To support the 'Green Initiative' in the Corporate Governance taken by the Ministry of Corporate Affairs, to contribute towards greener environment and to receive all documents, notices, including Annual Reports and other communications of the Company, investors should register their e-mail addresses with M/s. C B Management Pvt. Ltd., P – 22, Bondel Road, Kolkata - 700 019 E- mail: rita@cbmsl.com, if shares are held in physical mode or with their DP if the holding is in electronic mode.

MANAGEMENT'S DISCUSSION AND ANALYSIS

In accordance with the listing requirement, the Management's Discussion and Analysis is presented in a separate section forming part of the Annual Report 2014.

PUBLIC DEPOSIT

The Company has neither accepted during the year nor held at the end of the year any Public Deposit.

PARTICULARS OF EMPLOYEES

The Company does not have any employee of the category indicated under Section 217 (2A) of the Companies Act, 1956, read with Companies (Particulars of Employees) Rules, 1975 as amended from time to time.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

Your Company has no activity relating to conservation of energy and technical absorption. The Company has no foreign exchange earnings and outgo during the year.

LISTING FEES

The Company's shares are listed in the BSE Limited and the listing fees have been paid up-to-date.

ACKNOWLEDGEMENT

The Directors would like to place on record their gratitude for the valuable guidance and support received from the Reserve Bank of India, Securities and Exchange Board of India, Registrar of Companies and other government and regulatory agencies and to convey their appreciation to

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customers, bankers, and all other business associates for the continuous support given by them to the Company. Your directors take this opportunity to place on record their deep sense of appreciation for the total commitment, dedication and hard work put in by the employees of the Company. Lastly, your directors are deeply grateful for the continuous confidence and faith shown by the members of the Company.

Place : Kolkata

Dated : 29.05.2014

ON BEHALF OF THE BOARD OF DIRECTORS

For Jaisukh Dealers Ltd.

**Sd/-
Soumen Sen Gupta
Chairman
DIN - 02290919**

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MANAGEMENT DISCUSSION AND ANALYSIS

Industry Overview :

The Indian textile industry contributes about 14% to industrial production, 4 per cent to the country's gross domestic product (GDP) and 17% to the country's export earnings,. The industry provides direct employment to over 35 million people and is the second largest provider of employment after agriculture.

As per the Index of Industrial Production (IIP) data released by the Central Statistical Organisation (CSO), cotton textiles has registered a growth of 8.2 per cent, while wool, silk and man-made fibre textiles have registered a growth of 2.2 per cent while textile products including wearing apparel have registered a growth of 3 per cent.

Changing economic and business conditions, evolving consumer preferences and globalization are creating an increasingly competitive market environment. The global economy began its modest recovery in Financial Year 2013-14. A combination of persistent inflation, fiscal imbalances, vulnerability in external sectors and low investments resulted in sluggish domestic demand growth.

With the narrowing of the Twin Deficits – both Current Account and Fiscal and replenishment of Foreign Exchange Reserves, adjustment of the exchange rate the risks of near-term macro instability have diminished. However, macro-economic adjustment is far from complete, with persistence of higher Inflation amidst growth slowdown.

Business Overview:

We have evolved our operations by venturing as commission agents of fabric and textile products. Later on we have expanded our operations by trading and distribution of sarees and other commodities in the textile market. We predominantly cater to Kolkata and nearby markets. We supply entire range of sarees and other dress materials and apparels and we adopt creativity, market intelligence and industry experience to select apparels to suit the dynamic needs of young generations.

Our business process can be summarized as under:

Identification of current market trend : Our team headed by our management keeps a close eye on the customer preference and change in the fashion and taste of wide range of customer in textile industry.

Sourcing the material : Based on feedback of our team,we explore the various options for sourcing the products. For identifying the vendors, we assess the various possible options on factors such as capacity, credibility in the market, quality awareness and experience. After identifying the vendors for the goods, we place purchase orders.

Tapping the retailers : Simultaneously with the sourcing of material, our marketing team constantly keeps in touch with retailers of saree and other fabric products and showcase its samples and collects purchase orders and build delivery schedule and process to our inventory scheduling team.

Your Company is currently engaged in the trading and distribution of different types of commodities and materials. Our products are mainly supplied to retailers based at Kolkata and adjacent territories.

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Our range of products consists are:

- Wide range of sarees
- Women dress materials
- Men and Women ethnic wears.
- Fabrics

Opportunities, threats, risks and concerns :

We operate in an industry which faces intense competition from established as well as unorganized players. Our competition depends on several factors which include quality, price and most importantly our pace in keeping up with the changing trends in fashion industry. Competition emerges from both organized as well as unorganized sector.

To survive and sustain our self in the present recessionary global scenario has been a very challenging task.

Appropriate changes are done to face these challenges. Company is trying to grab all the opportunities on its way which would enhance the company's performance. Our wide range of products and core competencies provide us an edge in the competition. We propose to create awareness of our produce by conducting and participating exhibitions, fairs, education programs.

Future Outlook :

The focus for the forthcoming financial year for the Company will be continued delivery in progressing mode and grabbing the opportunities and trying to overcome challenges.

The size of the Indian embroidery market is slated to be around Rs.1200 crore per annum. Realizing the huge potential of embroidery, some large players have entered the sector. Embroidery, till a decade ago, was largely in the unorganized sector, with very small units, typically with 2 and 4 embroidery machines. Today, 60 per cent of the market is accounted by the organised players and the rest of the market is accounted by the unorganized player, with very small units situated in various parts of the country. This is more a cottage industry. Therefore the company has decided to enter this vast segment.

Review of Financial Performance:

The Company on standalone basis earned revenue of ` 8,67,71,956/- as against revenue of ` 6,86,44,670/- in the last year. The net profit after tax on standalone basis recorded by the Company was ` 2,33,616/- as against profit of ` 13,76,000/- The Net profit on standalone basis has been decreased by 83.02% due to preliminary expenses incurred for incorporating the subsidiaries.

Internal Control Systems :

Internal Control and Audit is an important procedure and the Audit Committee of your Company reviews all the control measures on a periodic basis and recommends improvements, wherever appropriate. The internal control is designed to ensure that the financial and other records are reliable for preparing financial statements and other data and for maintaining accountability of assets.

The Company has put in place internal control systems and processes commensurate with its size and scale of operations. In addition, the Company has an Internal Audit function, which oversees the implementation and adherence to various systems and processes and preparation of Financial

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Statements. The internal audit report along with implementation and recommendations contained therein are constantly reviewed by the Audit Committee of the Board.

The system of internal control also ensures compliance with policies and procedures and helps in mitigating material business risks. The internal control is supplemented by internal audits, review by management, documented policies, guidelines and procedures.

Debt Structure :

During the year under review your Company has not raised any amount by way of debt.

Human Resources:

Human resources play a key role in helping the Company deal with the fast-changing competitive environment. So, the company endeavors to provide individual development and growth to the employees that motivate them to give high performance helping the Company to achieve its goals.

The Company has been working towards institutionalizing a Performance Oriented Culture. The Entire HR system including recruitment, performance management system, reward and recognition has been aligned with the business objectives. The total employees strength of the Company was 9 as on March 31, 2014.

Cautionary Statement :

Statements made in the Management Discussion and analysis describing the Company's objectives, projections, estimates, predictions and expectations may be "forward looking statements" within the meaning of applicable securities law and regulations. Actual results might differ materially from those either expressed or implied.

Statements in the Management Discussion and Analysis Report describing the Company's objectives, projections, estimates, expectations or predictions may be 'forward looking statements' within the meaning of the applicable laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could influence the Company's operations include economic and political conditions in which the Company operates interest rate fluctuations, changes in Government / RBI regulations, Tax laws, other statutes and incidental factors.



19, R.N. Mukherjee Road, Eastern Building, 1st Floor, Kolkata- 700001 Email : bmassociates11@gmail.com

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE PURSUANT TO CLAUSE 49 OF THE LISTING AGREEMENT

To
The Members of,
Jaisukh Dealers Ltd.

We have examined the compliance of conditions of Corporate Governance by **Jaisukh Dealers Limited** for the year ended on **31st March, 2014** as stipulated in Clause 42 of the BSE-SME ITP Listing Agreement (Listing Agreement for Institutional Trading Platform of SME Exchange), with relevant records and documents maintained by the Company and furnished to me.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to review the procedures and implementations thereof adopted by the Company for ensuring compliance with the conditions of the Corporate Governance as stipulated in the said clause. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Clause 42 of the above mentioned Listing Agreement.

We state that no investor grievance is pending for a period exceeding one month against the company as per the records maintained and certified by the Company.

We further state that such compliance is neither an assurance as to future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Bajoria Mayank & Associates,
FRN-327336E
Chartered Accountants

CA Anish Kumar Banka
M. No. 412888
Partner

Date : 29.05.2014
Place : Kolkata

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CORPORATE GOVERNANCE REPORT

1. Brief Statement on Company's Philosophy on Code of Governance :

Our Company stands committed to good corporate governance practices based on the principles such as accountability, transparency in dealings with our stakeholders, emphasis on communication and transparent reporting. We have complied with the requirements of the applicable regulations, including the Listing Agreement to be executed with the Stock Exchange and the SEBI Regulations, in respect of corporate governance including constitution of the Board and Committees thereof. The corporate governance framework is based on an effective independent Board, separation of the Board's supervisory role from the executive management team and constitution of the Board Committees, as required under law.

The constitution of the Board of Directors of the Company is in compliance with the Companies Act, Listing Agreement and in accordance with best practices in corporate governance. The Board functions either as a full Board or through various committees constituted to oversee specific operational areas. Our executive management provides the Board detailed reports on its performance periodically.

2 Board of Directors

Currently our Board has four (4) Directors. We have one (1) executive director, one (1) non-executive non-independent director and two (2) independent directors. The constitution of our Board is in compliance with the requirements of Clause 42 of the BSE-SME ITP-Listing Agreement.

Fifteen Meetings of the Board were held during the financial year 2013-14 i.e. on 01/04/2013, 06/05/2013, 09/05/2013, 11/05/2013, 15/05/2013, 10/06/2013, 01/08/2013, 02/08/2013, 02/09/2013, 09/09/2013, 25/09/2013, 26/09/2013, 28/10/2013, 08/02/2014 and 13/03/2014.

As is evident, the maximum time gap between any two Board Meetings was not more than four months.

None of the Directors on the Board is a member of more than 10 Committees & Chairman of more than 5 Committees across all the Companies in which he is a Director.

The composition of the Board of Directors and their attendance at the Board Meetings during the year and at the last Annual General Meeting and also the number of Directorship and Committee Membership /Chairmanship held by them in other Companies are given below:

Name of Director	Category	No. of Board Meetings attended	Whether last AGM Attended	No. of other Directorship		No. of other Committee(s) Membership/ Chairmanship	
				Public	Private	Member	Chairman
Mr. Soumen Sen Gupta	Independent Director	15	Yes	4	8	-----	
*Mr. Kishan Kumar Jajodia	Managing Director	15	Yes	9	4	-	-
Mr. Prakash Kumar Jajodia	Non-Executive Non-Independent Director	15	Yes	9	4	1	-
**Mr. Somnath Gupta	Independent Director	10	Yes	4	8	

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*Mr. Kishan Kumar Jajodia appointed as Managing Director of the Company w.e.f. 25th April, 2013.

** Mr. Somnath Gupta appointed as Director at the AGM held on 30.09.2013.

3 Audit Committee

(a) Composition :

The Audit Committee comprises of two independent directors and one non-executive non-Independent Director as on 31st March, 2014. The Committee met 2 (Two) times during the year i.e. on 15/05/2013 and 08/02/2014. The composition of the Committee and the attendances of the members at the Committee meetings held during the financial year 2013-14 are as follows:

Sl. No.	Name	Status	No. of Meetings attended
1	Mr. Somnath Gupta	Independent Director - Chairman of the committee	1
2	Mr. Soumen Sen Gupta	Independent Director	2
3	Mr. Prakash Kumar Jajodia	Non-Executive Non-Independent Director	2

Ms. Nisha Jain, Company Secretary and Compliance Officer acts as the Secretary to the Audit Committee.

(b) Terms of Reference :

The terms of reference of the Committee is in accordance with that specified in clause 42 of the BSE-SME ITP-Listing Agreement and also confirms to the requirements of provision of Section 177 of the Companies Act, 2013.

4. NOMINATION AND REMUNERATION COMMITTEE

(a) Composition of the Committee:

The erstwhile Remuneration Committee of the Company was renamed and reconstituted as Nomination and Remuneration Committee as on May 29, 2014. The Committee comprises of:

Sl. No.	Name	Status
1	Mr. Soumen Sen Gupta	Independent Director - Chairman of the Committee
2	Mr. Prakash Kumar Jajodia	Non-Executive Non-Independent Director
3	Mr. Somnath Gupta	Independent Director

During the year, one meeting of the erstwhile Remuneration Committee was held as on 1st April, 2013.

(b) Terms of Reference :

The terms of reference and the scope of Nomination and Remuneration Committee of the Board of Director are in accordance with the provisions of the Companies Act, 2013 and the Rules made thereunder read with Clause 42 of the BSE-SME ITP-Listing Agreement. The Committee was reconstituted on May 29, 2014.

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(c) Remuneration Policy:

The Non-Executive Directors of the Company were not paid any sitting fee or any other remuneration or commission.

During the financial year 2013-14, Mr. Kishan Kumar Jajodia, Managing Director of the Company, has been paid ` 1,68,000/- as remuneration.

5. Stakeholders' Relationship Committee

The erstwhile Share Transfer and Investors Grievance Committee was renamed and reconstituted as Stakeholders' Relationship Committee of the Board of Directors. The Committee comprises of two Independent Director and one Executive Directors. The Committee deals with matters, inter-alia, relating to approval of Share Transfers and Transmissions, Folio Consolidation, Issue of Duplicate Share Certificates, Replacement of Share Certificates, Split and Consolidation of Certificates, Dematerialization and Rematerialization requests, monitoring of shareholder complaints /requests and also to resolve other grievances of security holders of the Company. The Committee comprises of:

Sl. No.	Name	Status
1	Mr. Soumen Sen Gupta	Independent Director - Chairman of the Committee
2	Mr. Kishan Kumar Jajodia	Executive Director
3	Mr. Somnath Gupta	Independent Director

Ms. Nisha Jain, Compliance Officer acts as the Secretary to the Share Transfer & Investors Grievance Committee and responsible to monitor the day to day shareholders' correspondence and grievances.

During the year, no meeting of the Share Transfer & Investors Grievance Committee was held.

During the year, the Company had not received any requests/complaints from its shareholders.

6. General Body Meetings:

A. Location and time for last three Annual General Meetings were:

Financial Year	Date of AGM	Venue	Time
2012-2013	30-09-2013	'Centre Point', 21, Hemanta Basu Sarani, 2 nd Floor Room No. 230, Kolkata – 700 001.	1.00 P.M
2011-2012	29-09-2012	'Centre Point', 21, Hemanta Basu Sarani, 2 nd Floor Room No. 230, Kolkata – 700 001.	1.00 P.M.
2010-2011	30-09-2011	'Centre Point', 21, Hemanta Basu Sarani, 2 nd Floor Room No. 230, Kolkata – 700 001.	1.30 P.M.

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B. SPECIAL RESOLUTIONS AT THE LAST THREE ANNUAL GENERAL MEETINGS :

No Special resolution has been passed through postal ballot during the last year by the Company.

C WHETHER ANY SPECIAL RESOLUTION PROPOSED TO BE CONDUCTED THROUGH POSTAL BALLOT

No resolution is proposed to be conducted through postal ballot in the forthcoming Annual General Meeting.

7. DISCLOSURES

- a. No related party transactions i.e. transactions of the Company of material nature, with its promoters, the directors or the management, their subsidiaries or relatives etc. that may have potential conflict with the interest of the Company at large were held during the year.
- b. The Company has complied with all the requirements of the Listing Agreement with the Stock Exchange as well as regulations and guidelines of SEBI. No penalty has been imposed or strictures have been issued by SEBI or any other Stock Exchange on matters related to Capital Market so far.
- c. Certificate as stipulated in Clause 42 of the Listing Agreement from Managing Director in his capacity as Chief Executive Officer (CEO) was obtained and placed before the Board.
- d. Whistle Blower Policy: As provided under Clause 42 of the BSE-SME ITP-Listing Agreement the company has a mechanism for employees to report to the management concerns about unethical behavior actual or suspected fraud or violation of the Company's code of conduct and that no personnel has been denied access to the audit committee.

The Company has complied with all the mandatory requirements of Clause 42 of the BSE-SME ITP-Listing Agreement. As regard to non-mandatory requirements under Clause 42, the Company has complied with the requirements of Remuneration Committee.

8. MEANS OF COMMUNICATIONS

Half-yearly and annual results of the Company are published in accordance with the BSE-SME ITP-Listing Agreement in the Business Standard (English Daily) and Arthik Lipi (Bengali Daily).

The Half-yearly and the annual results of the Company are faxed to the Stock Exchange immediately on closure of meeting of Board of Directors. The Annual Reports are posted to every shareholder of the Company.

The results made by the Company are also posted on the website of the Company, viz. www.jaisukh.com

Management Discussion and Analysis forms part of the Annual Report 2014.

9. GENERAL SHAREHOLDERS INFORMATION

- Annual General Meeting:
- Date : 26th September, 2014
- Time : 2.00 p.m.
- Venue : 'Centre Point' 21, Hemanta Basu Sarani, 2nd Floor, Room No. 230, Kolkata –700 001

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• Financial Calendar : (Tentative)

Financial Year – 1 st April, 2014 to 31 st March, 2015	Relevant Dates
Board Meeting for consideration of accounts	29 th May, 2014
Posting of Annual Report along with notice of AGM	1 st September, 2014
Book closure dates	22 nd September, 2014 to 24 th September, 2014
Unaudited results for the half year ended on September 30, 2014	On or before 14 th November, 2014
Unaudited results for the half year ended on March, 31, 2014	On or before 15 th May, 2015

• Listing on Stock Exchanges at:

1. BSE Limited (Stock code : 780001)
BSE – SME Segment,
ITP Segment,
Floor 25, P.J.Towers, Dalal Street, Mumbai - 400 001

• The Company has paid the listing fee to the BSE Limited for the year 2013-14.

• Stock Market Price for the Financial Year 2013-14:

Month	(Quotation of Bombay Stock Exchange (in Rs.))		
	High (Rs.)	Low (Rs.)	Volume (Nos.)
April, 2013*	N.A.	N.A.	N.A.
May, 2013*	N.A.	N.A.	N.A.
June, 2013*	N.A.	N.A.	N.A.
July, 2013*	N.A.	N.A.	N.A.
August, 2013*	N.A.	N.A.	N.A.
September, 2013*	N.A.	N.A.	N.A.
October, 2013*	N.A.	N.A.	N.A.
November, 2013*	N.A.	N.A.	N.A.
December, 2013*	N.A.	N.A.	N.A.
January, 2014*	N.A.	N.A.	N.A.
February, 2014	40.00	25.00	65000
March, 2014	65.00	56.00	90000

* The Company got listed on BSE-SME-ITP on 11th February, 2014

• **Share Transfer System:** The Company' shares are in compulsory demat mode. The shares received for transfer in physical mode are registered and returned within a period of 15 days from the date of receipt, if the documents are complete in all respects. Shares under objection are returned within two weeks. All transfers received are processed and approved by the transfer committee

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• **Dedicated email ID for Investors.** For the convenience of our investors, the Company has Designated an exclusive email ID for investors i.e. investorscompliant.jaisukh@yahoo.com

• Registrar & Share Transfer Agent :

CB Management Services (P) Ltd
P-22, Bondel Road,
Kolkata: 700 019, West Bengal, India
Phone : (033)22806692 / 93 / 94 / 2486,40116700, (33)-22870263
Email : rta@cbmsl.com

Rematerialization of Shares and Liquidity:

The Company' shares are tradable compulsorily in electronic form and are available for trading in the depository systems of both National Securities Depositories Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL). The International Securities Identification Number (ISIN) of the Company as allotted by NSDL and CDSL is INE190P01019. All the shares of the Company are in the demat form as on 31.03.2014.

• Distribution of Shareholding & shareholding pattern :

Distribution of Shareholding as on 31/03/2014

Ordinary Shares held	Number of shareholders	% of shareholders	Number of shares held	% of shares held
Upto 500	2	0.17	150	0.00
501-1000	1	0.09	1,000	0.01
1001-5000	674	57.75	2,437,636	17.24
5001-10000	282	24.16	2,516,189	17.80
10001-50000	193	16.54	4,118,665	29.12
50001-100000	8	0.69	730,120	5.16
100001 and above	7	0.60	4,337,740	30.67
Total	1,167	100.00	14,141,500	100.00

• Shareholding Pattern as on 31/03/2014

Sl. No.	Category	No. of share held	% of shares holding
1	Promoters & Promoters Group	3,837,820	27.14
2	Public - Bodies Corporate	643,467	4.55
3	Public – Individuals	9,660,213	68.31
	TOTAL	14,141,500	100.00

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- Outstanding ADRs/GDRs : Not Applicable
- Plant Location: The Company does not have any plant.
- Address for matters related to shares, any correspondence:
CB Management Services (P) Ltd
P-22, Bondel Road
Kolkata: 700 019, West Bengal, India
Phone : (033)22806692 / 93 / 94 / 2486,40116700, (33)-22870263
email : rta@cbmsl.com
- Address for any kind of assistance/clarification :
- Ms. Nisha Jain, Company Secretary & Compliance Officer
C/o. Jaisukh Dealers Limited
'Centre Point' 21, Hemanta Basu Sarani, 2nd Floor,
Room No. 230, Kolkata – 700 001.

10. SUBSIDIARY COMPANIES

The Company have four subsidiaries and none of the subsidiaries is a “material non-listed Indian subsidiary” as defined in the Clause 42 of the Listing Agreement. All subsidiaries companies of the Company are managed by their respective Board of Directors in the best interest of their stakeholders.

The Company monitors the performance of its subsidiary companies using, inter alia, the following means:

- a) Financial Statement, in particular the investment made by the unlisted subsidiaries companies are reviewed by the Audit Committee of the Company.
- b) Minutes of the Board Meeting of all subsidiary companies are placed before the Board of Directors of the Company at their meetings.
- c) A statement containing all the significant transactions and arrangements entered into by the unlisted subsidiary companies is placed the Board of Directors of the Company at their meetings.

As per Clause 42 of the BSE-SME ITP-Listing Agreement, a “material non-listed Indian subsidiary” as an unlisted subsidiary, incorporated in India, whose turn-over or net worth (i.e. paid up capital and free reserves) exceeds 20% of the consolidated turnover or net worth respectively, of the listed holding company and its subsidiaries in the immediately preceding accounting year.

11. CODE OF CONDUCT

The Company's Code of Conduct has been complied with by all the members of the Board and senior management employees of the Company.

The Company has put in place a code for prevention of Insider Trading in terms of the SEBI (Insider Trading) Regulations, 1992. This code is applicable to all Directors and senior management employees of the Company. The code ensures prevention of dealing in shares by persons having

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access to unpublished price sensitive information.

12. DECLARATION

As provided under Clause 42 of the BSE-SME ITP-Listing Agreement with the stock exchange, the Board of Directors and Senior Management Employees have confirmed Compliance with the code of conduct.

Place : Kolkata

For and on behalf of the Board of Directors

Dated : 29.05.2014

Sd/-
Soumen Sen Gupta
Chairman
DIN-02290919

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Declaration Regarding Compliance by Board Members and Senior Management Personnel with the Code of Conduct

This is to confirm that the Company has adopted Code of Conduct for its Directors and senior management employees including the Managing Director. In addition, the Company has adopted the Code of Conduct for Non-Executive Directors. Both these Codes are posted on the Company's website.

I confirm that the Company has for the financial year ended 31st March, 2014, received from the senior management employees of the Company and the Members of the Board a declaration of compliance with the Code of Conduct as applicable to them.

For the purpose of this declaration, Senior Management Employees means the Members of the Management one level below the Managing Director as on 31st March, 2014.

Place : Kolkata
Date : 29.05.2014

Sd/-
Kishan Kumar Jajodia
Managing Director
DIN : 00674858

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CEO & CFO CERTIFICATION

To
The Board of Directors,
Jaisukh Dealers Limited,
"Centre Point", 21, Hemanta Basu Sarani,
2nd Floor, Room No – 230,
Kolkata – 700 001

Re: CEO & CFO certification on Financial Statements for the year ended on 31st March, 2014

We, Mr. Kishan Kumar Jajodia, Managing Director & Mr. Tanumay Laha, CFO, on the basis of the review of the financial statements including the cash flow statements for the Financial year ending on 31st March, 2014 and to the best of our knowledge and belief, thereby certify that:

1. The aforesaid statements do not contain any materially untrue statements or omit any material fact or contain statements that might be misleading.
2. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
3. There are, to the best of our knowledge and belief, no transaction entered into by the company during the year ended on 31st March, 2014 which are fraudulent, illegal or violative of the Company's code of conduct.
4. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee those deficiencies, of which we are aware, in the design or operation of the internal control systems and we have taken the required steps to rectify these deficiencies.
5. We further certify that:
 - (a) There have been no significant changes in the internal control over financial reporting during this year.
 - (b) There have been no significant changes in accounting policies during this year and that the same have been disclosed in the notes to the financial statements.
 - (c) There have been no instances of significant fraud of which we have become aware and the involvement therein, of management or an employee having significant role in the Company's internal control system over financial reporting.

Sd/-

Kishan Kumar Jajodia

Managing Director

DIN : 00674858

Sd/-

Tanumay Laha

CFO

Place : Kolkata
Date : 29.05.2014



19, R.N. Mukherjee Road, Eastern Building, 1st Floor, Kolkata- 700001 Email : bmassociates11@gmail.com

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF JAISUKH DEALERS LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **Jaisukh Dealers Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2014, and the Statement of Profit and Loss for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control 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 financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. 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 statements. The procedures selected depend on the 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 auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the said accounts give the information required by the Companies Act, 1956, in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- a. In the case of Standalone Balance Sheet, of the state of affairs of the Company as at 31st March, 2014.
- b. In the case of Statement of Profit and Loss Account, of the Profit / Loss for the year ended on



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that date.

- c. In the case of the Cash Flow Statement, of the cash flows of the Company for the year ended on that date.

Report on Other Legal and Regulatory Requirements

I. As required by section 227 (3) of the Act, we report that

- a. We have 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 appears from our examination of those books.
- c. The Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this report are in agreement with the books of Account;
- d. In our opinion, the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this report comply with the accounting standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956, read with General Circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013 and
- e. On the basis of written representations received from the directors, as on 31st March, 2014, and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March 2014 from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956;
- f. Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

II. As required by the Companies (Auditor's Report) Order, 2003 issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Companies Act, 1956, we enclose hereunder a statement on the matters specified in paragraphs 4 and 5 of the said Order.

1. (a) The company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets.
(b) All the assets have been physically verified by the management during the year. No material discrepancies were noticed on such verification.
(c) During the year, the company has not disposed any part of its fixed assets.
2. (a) The inventory has been physically verified during the year by the management at reasonable intervals. In our opinion, the frequency of verification is reasonable.
(b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of stocks followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.



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- (c) On the basis of our examination, we are of the opinion that the company is maintaining proper records of inventory and no material discrepancies were noticed on the physical verification.
3. In respect of the loans, secured or unsecured, granted or taken by the Company to / from companies, firm or other parties covered in the register maintained under Section 301 of the Companies Act, 1956 :
- (a) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not granted any loans, secured or unsecured, to companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956. Consequently, the provisions of clauses iii (b), iii(c) and iii (d) of the order are not applicable to the Company.
- (e) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not taken loans from companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956. Thus sub clauses (f) & (g) are not applicable to the company.
- According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has incurred preliminary expenses on behalf of four subsidiaries amounting to ` 128240/-. In respect of the said expenses, the maximum amount outstanding at any point of time during the year was ` 128240/- and the year end balance is ` 128240/-.
4. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and nature of its business with regard to purchase and sale of inventory. During the course of our audit, we have not observed any continuing failure to correct major weakness in internal controls..
- 5.a) In our opinion and according to the information and explanations provided by the management, the particulars of contracts or arrangement referred to in section 301 of the Act have been entered in the register required to be maintained under that section.
- b) In our opinion and according to the information and explanation given to us, the transaction made in pursuance of contracts and arrangement referred to in (v) (a) above and exceeding the value of five lacs rupees with any party during the year have made at a price which are reasonable having regard to the prevailing market price at the relevant time.
6. The company has not accepted any deposits from the public attracting the provisions of Section 58A and 58AA or any other relevant provisions of the Companies Act, 1956 and the rules framed there under.
7. The Company has internal audit system commensurate with the size and nature of its business.
8. Maintenance of cost records has not been prescribed by the Central Government under clause (d) of sub-section (1) of section 209 of the Companies Act, 1956.
- 9.(a) The Company is generally regular in depositing undisputed statutory dues including Income-tax, Wealth Tax and other statutory dues with the appropriate authorities as at 31st March, 2014.
- (b) As on 31st March, 2014 there are no dues of Income tax or any other statutory dues which have



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not been deposited on account of any dispute.
10. The Company has no accumulated losses as on 31st March, 2014. The company has not incurred any cash losses during the financial year covered by our audit and in the immediately preceding financial year too.
11. According to the information and explanations given to us, the company has no dues to any financial Institutions or banks or debenture holders during the year under consideration.
12. In our opinion and according to the information and explanations given to us, the Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
13. The Company is not subject to the provisions of any special statute applicable to chit fund. The Company is not a nidhi /mutual benefit fund/society.
14. The Company has maintained proper records of the transactions and contracts in respect of dealing in shares, securities and debentures and other investments and timely entries have been made therein. All shares, securities, debentures and investments have been held by the company in its own name.
15. According to the information and explanations given by the management and on the basis of examination of the books of Accounts, the Company has not given any guarantee for loans taken by others from bank or financial institutions.
16. According to the information and explanations given by the management and on the basis of examination of the books of Accounts, the Company has not taken any term loan and so the question of application does not arise.
17. According to the information and explanations given by the management and on the basis of an overall examination of the Balance Sheet, the Company has not raised funds to be used specifically for short term or long term basis.
18. During the year, the company has not made any preferential allotment of shares to parties and companies covered in the Register maintained U/s 301 of the Companies Act, 1956.
19. The Company has not issued any debentures during the year and therefore the question of creating Security in respect thereof does not arise.
20. During the period covered by our audit report, the company has not raised any money by way of public issue.
21. According to the explanation and information given to us, based upon the audit procedures performed and representation made by the management, we report that no fraud on or by the Company has been noticed or reported during the course of our Audit.

For Bajoria Mayank & Associates
Firm Registration No. 327336E
Chartered Accountants

CA. Anish Kumar Banka
Partner
M. No. 412888
Kolkata, 29th May, 2014.

≡ JAISUKH DEALERS LIMITED ≡

STANDALONE - BALANCE SHEET AS AT 31ST MARCH, 2014

in `

Particulars	Notes No.	As at 31/03/2014		As at 31/03/2013	
I. EQUITY AND LIABILITIES					
Shareholders' Funds					
a) Share Capital	2.1	14,14,15,000		8,55,000	
b) Reserves and Surplus	2.2	1,09,89,661	15,24,04,661	2,08,76,045	2,17,31,045
Non-Current Liabilities					
Deferred Tax Liabilities	2.3	13,764		3,297	
Long term provisions	2.4	7,25,940	7,39,704	6,16,791	6,20,088
Current Liabilities					
Trade Payables	2.5		3,42,92,551		4,24,61,408
Other current liabilities	2.6	-		-	
TOTAL			18,74,36,916		6,48,12,541
II. ASSETS					
Non-current assets					
Fixed assets					
Tangible assets	2.7	1,07,48,101		32,009	
Non-Current Investments	2.8	11,75,70,000		-	
Long term loans and advances	2.9	1,70,18,769	14,53,36,870	-	32,009
Current Assets					
Inventories	2.10	2,33,81,179		2,33,81,179	
Trade receivables	2.11	1,74,29,918		4,10,42,688	
Cash and cash equivalents	2.12	12,88,949	4,21,00,046	3,56,665	6,47,80,532
TOTAL			18,74,36,916		6,48,12,541

Summary of Significant accounting Policies - 1

In terms of our report attached
For BAJORIA MAYANK & ASSOCIATES
 FRN-327336E
 Chartered Accountants

CA Anish Kumar Banka
 Membership No. 412888
 Partner

Date :- 29th May, 2014

Sd/-
 Kishan Kumar Jajodia
 Managing Director
 DIN - 00674858

Sd/-
 Prakash Kumar Jajodia
 Director
 DIN - 00633920

Sd/-
 Nisha Jain
 Company Secretary

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STANDALONE - STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2014

in `

Particulars	Notes No.	For the Year Ended 31/03/2014	For the Year Ended 31/03/2013
REVENUE			
Revenue from operations	2.13	8,67,40,970	6,77,96,138
Other Income	2.14	30,986	8,48,532
Total Revenue		8,67,71,956	6,86,44,670
EXPENSES			
Purchases	2.15	8,17,69,650	8,96,96,115
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	2.16	-	(2,33,81,179)
Employee benefit expenses	2.17	11,75,400	1,32,000
Depreciation and amortization expense	2.18	67,746	21,339
Other expenses	2.19	34,05,928	1,80,307
Total Expenses		8,64,18,724	6,66,48,582
Profit before exceptional and extraordinary items and tax		3,53,232	19,96,088
Exceptional Items		-	-
Profit before extraordinary items and tax		3,53,232	19,96,088
Extraordinary Items		-	-
Profit before tax		3,53,232	19,96,088
Tax expense:			
Current Tax		1,09,149	6,16,791
Current Tax expense relating to prior years		10,467	3,297
		1,19,616	6,20,088
Profit from the period from continuing operations		2,33,616	13,76,000
Profit from discontinuing operations		-	-
Tax expense of discounting operations		-	-
Profit from discontinuing operations (after tax)		-	-
Profit for the period (after tax)		(2,33,616)	13,76,000
Income Tax Adjustments of Earlier Years			
Balance brought forward			
PROFIT AVAILABLE FOR APPROPRIATION		2,33,616	13,76,000
Transfer to statutory reserve		-	-
Surplus balance carried to Balance Sheet		2,33,616	13,76,000
		2,33,616	13,76,000
Basic Earning Per Share of ` each (In Rupees)		0.02	16.09
Diluted Earning Per Share of ` each (In Rupees)		0.02	16.09

Summary of Significant accounting Policies - 1

In terms of our report attached
For BAJORIA MAYANK & ASSOCIATES
FRN-327336E
Chartered Accountants
CA Anish Kumar Banka
Membership No. 412888
Partner

Sd/-
Kishan Kumar Jajodia
Managing Director
DIN - 00674858

Sd/-
Prakash Kumar Jajodia
Director
DIN - 00633920
Sd/-
Nisha Jain
Company Secretary

Date :- 29th May, 2014

≡ JAISUKH DEALERS LIMITED ≡

Notes to Accounts forming part of the Financial Statements as at 31st March, 2014

Company Overview

Jaisukh Dealers Limited along with its wholly owned and controlled subsidiaries, JDL Real Estates Limited, JDL Hosieries Limited, JDL Consultants Limited and JDL Gems & Jewelleries Limited is a public limited company incorporated under the provisions of the Indian Companies Act, 1956, Jaisukh Dealers Limited carries the business as buyer, seller, importer, exporter, distributor and dealers of embroidery embroidered and other textiles. Company also deals in shares and other Commodities.

NOTE NO. 1: SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of Preparation: - The financial statements of the company have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP). The company has prepared these financial statements to comply in all material respects with the accounting standards notified under the Companies (Accounting Standards) Rules, 2006, (as amended), the relevant provisions of the Companies Act, 1956 (to the extent applicable) and the Companies Act, 2013 (to the extent notified). The financial statements have been prepared on an accrual basis and under the historical cost convention. The accounting policies adopted in the preparation of financial statements are consistent with those of previous year.

(b) Use of estimates: - The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting year. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future years.

(c) Tangible fixed assets and depreciation on tangible fixed assets: - Fixed assets are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, borrowing costs if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

(d) Depreciation on tangible fixed assets: - Depreciation on fixed assets is calculated on WDV method using the rates as prescribed under the Schedule XIV to the Companies Act, 1956. (As amended)

(e) Borrowing costs: - Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

(f) Inventories :- Inventories are valued at the lower of cost and the net realisable value after providing for obsolescence and other losses, where considered necessary. Cost Includes all charges in bringing the goods to the point of sale, including octroi and other levies, transit insurance and receiving charges.

(g) Investments: - Long-term investments (excluding investment properties), are carried individually at cost less provision for diminution, other than temporary, in the value of such investments. Current investments are carried individually, at the lower of cost and fair value. Cost of investments includes acquisition charges such as brokerage, Investment properties are carried individually at cost less accumulated depreciation and impairment, if any. Investment properties are capitalised and depreciated (where applicable) in accordance with the policy stated for Tangible Fixed Assets. Impairment of investment property is determined in accordance with the policy stated for Impairment of Assets.

(h) 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. The following specific recognition criteria must also be met before revenue is recognized:

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Sale of goods

Revenue from sale of goods is recognized when all the significant risks and rewards of ownership of the goods have been passed to the buyer, usually on delivery of the goods.

Interest

Interest Income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "Revenue from operations" in the statement of profit and loss.

Dividends

Dividend income is recognized when the company's right to receive dividend is established by the reporting date.

Other Income

The amounts receivable from various agencies are accounted on accrual basis to the extent it is possible to ascertain the income with reasonable accuracy.

(i) Foreign currency translation :- No Foreign Currency Transactions has been made by the Company in the Financial Year 2013-14.

(j) Retirement and other employee benefits :- No liability in respect of retirement benefits has been provided for since, none of its employee are eligible for entitlement of retirement benefit for non attainment of duration of services.

(k) Income taxes :- Tax expense comprises of current tax. Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Deferred tax is recognized for all the timing differences, subject to the consideration of prudence in respect of deferred tax assets. Deferred tax assets on unabsorbed depreciation / carried forward losses are recognized to the extent of deferred tax liability. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date. At each Balance Sheet date, the Company re-assesses unrecognized deferred tax assets, if any.

(l) Earnings Per Share :- Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operation. Potential dilutive equity shares are deemed to be converted as at beginning of the period, unless they have been issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potentially dilutive equity shares are adjusted for share splits / reverse share splits and bonus shares, as appropriate.

(m) Provisions, Contingent Liabilities and Contingent Assets :- A provision is recognized when the Company has a present obligation as a result of a past event; 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 are not discounted to its present value and are determined based on best estimate required to settle the obligation at the Balance Sheet date.

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A disclosure of contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require and outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made. Contingent assets are neither recognized nor disclosed in the financial statements.

(n) Cash and cash equivalents :- Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand and short-term investments with an original maturity of three months or less.

(p) Balance in respect of Trade Payable Trade Receivable and Loans & Advances are subject to confirmation.

(p) Cash Flow Statement :- Cash flows are reported using the indirect method and cash flows from operating, investing and financing activities of the Company are segregated.

(q) MSMED Act, 2006 :- The Government of India has promulgated an act namely The Micro, Small and Medium Enterprises Development Act, 2006, which comes into force with effect from October 2, 2006. As per the act, the Company is required to identify the Micro, Small and Medium suppliers and pay them interest on over dues beyond the specified period irrespective of the terms agreed with the suppliers. The Company does not have any dues to any entity covered under the said act.

ADDITIONAL NOTES

I. RELATED PARTIES DISCLOSURE AS PER ACCOUNTING STANDARD 18

A. List of Related Parties: -

<u>Party</u>	<u>Relationship</u>
i. Kishan Kumar Jajodia	Managing Director
ii. Prakash Kumar Jajodia	Director
iii. Soumen Sen Gupta	Director
iv. Somnath Gupta	Director
v. Subsidiaries	
• JDL Real Estates Ltd.	
• JDL Hosieries Ltd.	
• JDL Consultants Ltd.	
• JDL Gem & Jewelleries Ltd.	

B. Related Party Transaction: -

<u>Transaction</u>	<u>31.03.2014</u>	<u>31.3.2013</u>
Director's Remuneration- Kishan Kumar Jajodia- Key Managerial Personnel	Rs. 168,000	Nil
Subsidiaries:-		
• JDL Real Estates Ltd.	Rs.32,060	Nil
• JDL Hosieries Ltd.	Rs.32,060	Nil
• JDL Consultants Ltd.	Rs.32,060	Nil
• JDL Gem & Jewelleries Ltd.	Rs.32,060	Nil

II. Previous year's figures have been regrouped/re-arranged whenever considered necessary to confirm to current year's grouping and classification.

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Notes to the Accounts - Standalone

in `

Particulars	As on 31/03/2014	As on 31/03/2013
2.1 SHARE CAPITAL		
Authorised		
18,750,000 Equity share of ` 10 each	18,75,00,000	10,00,000
(Previous Year 1,00,000 Equity Shares of ` 10 each)	18,75,00,000	10,00,000
Issued & Subscribed		
1,41,41,500 Equity share of ` 10 each	14,14,15,000	8,55,000
(Previous Year 85,500 Equity Shares of ` 10 each)	14,14,15,000	8,55,000
Paid up		
1,41,41,500 Equity share of ` 10 each	14,14,15,000	8,55,000
(Previous Year 85,500 Equity Shares of ` 10 each)	14,14,15,000	8,55,000

There has been no change/ movements in number of shares outstanding at the beginning and at the end of the reporting period.

The company has only one class of issued shares i.e Equity Shares having par value of ` 10/- per share. Each holder of Equity Shares is entitled to One vote per share and equal right for dividend. The dividend, if proposed by the Board of Directors is subject to the approval of shareholders in ensuing Annual General Meeting , except in case of interim dividend. In the event of liquidation , the Equity shareholders are eligible to receive the remaining assets of the Company after payment of all preferential amounts, in proportion to their Shareholding.

The Company does not have any Holding Company/ ultimate Holding Company .

Details of Shareholders holding more than 5% Shares in the Company.

Ordinary Shares of ` 10/- each fully paid	As On 31.03.2014	As On 31.03.2013
	No. of Shares	% of Shareholding
	Nil	Nil

No Equity Shares have been reserved for issue under option and contracts/ commitments for the sale of shares/ disinvestment as at the Balance Sheet date.

No Shares has been bought back by the company during the period of 5 years preceeding the date at which the balance sheet is prepared

No Securities convertible into Equity/ Prefrence Shares issued by the company during the year.

No calls are unpaid by any director or officer of the company during the year.

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	(in `)	
Particulars	As at 31/03/2014	As at 31/03/2013
2.2. RESERVES AND SURPLUS		
Securities Premium Reserve		
Balance at the beginning of the year	1,91,45,000	1,91,45,000
Less :- Bonus Issue	(1,88,10,000)	
Add :- During the year	93,75,000	-
Balance at the closing of the year	97,10,000	1,91,45,000
General Reserve		
As per last financial Statements	-	-
Statutory Reserve		
As per last financial Statements	-	-
(+) Addition during the year	-	-
Surplus as per Profit & Loss Statement		
As per last financial Statements	17,31,045	3,55,045
Less :- Filing Fees	(6,85,000)	-
(+) Profit for the year	2,33,616	13,76,000
TOTAL (A)	12,79,661	17,31,045
(-) Appropriations		
Income Tax Adjustment	-	-
Transfer to Statutory Reserve	-	-
TOTAL (B)	-	-
NET SURPLUS (A-B)	12,79,661	17,31,045
Total	1,09,89,661	2,08,76,045

	(in `)	
Particulars	As at 31/03/2014	As at 31/03/2013
2.3 : DEFERRED TAX LIABILITY		
A. WDV as per Companies Act	10748101	32009
B. WDV as per Income Tax Act	(10703557)	(21339)
	44,543	10,670
Deferred Tax Liability	13,363	3,201
Add:- Education Cess	267	64
Add:- Secondary & Higher Secondary Education Cess	134	32
TOTAL	13,764	3,297

	(in `)			
Particulars	As at 31/03/2014	As at 31/03/2013	As at 31/03/2014	As at 31/03/2013
2.4 : PROVISIONS	Long-term		Short-term	
Other Provisions				
Income Tax, (Net)				
For FY 2012-13	6,16,791	6,16,791	-	-
For FY 2013-14	1,09,149	-	-	-
	-	-	-	-
	7,25,940	6,16,791	-	-

≡ JAISUKH DEALERS LIMITED ≡

(in `)

Particulars	As at 31/03/2014	As at 31/03/2013
2.5 : TRADE PAYABLES		
Acceptances	34270079	42433936
other than Acceptances	22472	27472
TOTAL	3,42,92,551	4,24,61,408

(in `)

Particulars	As at 31/03/2014	As at 31/03/2013
2.6 : OTHER CURRENT LIABILITIES		
Advance against Property	-	-
Statutory Remittances-Tax Deducted at sources	-	-
Others	-	-
TOTAL	-	-

(in `)

Particulars	As at 31/03/2014		As at 31/03/2013	
	No. of Shares	Amount	No. of Shares	Amount
2.8 NON CURRENT INVESTMENTS*				
Investment in equity Instruments				
(i) of Subsidiaries				
JDL Consultants Ltd.	50,000	500,000	-	-
JDL Gem & Jewelleries Ltd	50,000	500,000	-	-
JDL Hosieries Ltd.	50,000	500,000	-	-
JDL Real Estates Ltd.	50,000	500,000	-	-
(ii) of other entities				
Domsons Metal Pvt. Ltd.	50,000	75,000.000	-	-
High Growth Vincom Pvt. Ltd.	92,000	920,000	-	-
Premier Power Products (Calcutta) Pvt. Ltd.	10,000	2,500,000	-	-
Primary Iron Traders Pvt. Ltd.	2,935,000	29,350,000	-	-
Shreyans Embroidery Machine Pvt. Ltd.	7,400	3,700,000	-	-
Wonderland Paper Suppliers Pvt. Ltd.	8,200	4,100,000	-	-
		117,570.000		

* Face Value of Non-Current investments are Rs. 10/- each fully paid up.

(in `)

Particulars	As at 31/03/2014	As at 31/03/2013
2.9. LONG TERM LOANS & ADVANCES		
Loans & Advances	10628339	-
Advance against Land	5602843	-
Income Tax	787587	-
TOTAL	1,70,18,769	-

JAISUKH DEALERS LIMITED

Schedules Annexed to and Forming Part of the Accounts continued.....

2.7. FIXED ASSETS

PARTICULARS	GROSS BLOCK				DEPRECIATION			NET BLOCK			
	AS ON 1-Apr-13	ADDITION DURING THE PERIOD	DEDUCTION DURING THE PERIOD	IMPAIRMENT DURING THE PERIOD	TOTAL AS ON 31-Mar-14	AS ON 1-Apr-13	FOR THE PERIOD	ADJUST- MENT FOR IMPAIRMENT	TOTAL AS ON 31-Mar-14	AS ON 31-Mar-14	AS ON 31-Mar-13
Owned Assets											
Computer	53,348	1,82,948	-	-	2,36,296	21,339	67,746	-	89,085	1,47,211	32,009
Land	-	1,06,00,890	-	-	1,06,00,890	-	-	-	-	1,06,00,890	-
Total A	53,348	1,07,83,838	-	-	1,08,37,186	21,339	67,746	-	89,085	1,07,48,101	32,009
Previous Year	-	53,348	-	-	53,348	-	21,339	-	21,339	32,009	-

≡ JAISUKH DEALERS LIMITED ≡

(in `)

Particulars	As at 31/03/2014	As at 31/03/2013
2.10. INVENTORIES		
(As value and certified by the management)		
Stock of Shares & other Commodities	2,33,81,179	2,33,81,179
	2,33,81,179	2,33,81,179

(in `)

Particulars	As at 31/03/2014	As at 31/03/2013
2.11. TRADE RECEIVABLES		
Exceeding Six Months		
Secured Considered Good	-	-
Unsecured Considered Good	-	-
	-	-
within Six months		
Secured Considered Good	1,74,29,918	4,10,42,688
Unsecured Considered Good		
	1,74,29,918	4,10,42,688
	1,74,29,918	4,10,42,688

(in `)

Particulars	As at 31/03/2014	As at 31/03/2013
2.12. CASH AND CASH EQUIVALENTS		
Balances With Banks		
On Current Account	11,71,933	2,96,324
Cash in hand	1,17,016	60,341
	12,88,949	3,56,665

≡ JAISUKH DEALERS LIMITED ≡

Notes to the Accounts

	(in `)	
Particulars	As at 31/03/2014	As at 31/03/2013
2.13. REVENUE FROM OPERATIONS :		
Sale of Products Comprises		
Traded Goods		
Sarees	8,67,40,970	6,77,96,138
Net Sales	8,67,40,970	6,77,96,138

	(in `)	
Particulars	As at 31/03/2014	As at 31/03/2013
2.14. OTHER INCOME		
Other Business Income	-	8,48,532
Interest on Income Tax Refund	-	-
Interest Received on loan	30,986	-
	30,986	8,48,532
Total	8,67,71,956	6,86,44,670

	(in `)	
Particulars	As at 31/03/2014	As at 31/03/2013
2.15. Purchase of Stock-in-trade		
Purchase of Sarees	8,17,69,650	8,96,96,115
Total	8,17,69,650	8,96,96,115

	(in `)	
Particulars	As at 31/03/2014	As at 31/03/2013
2.16. CHANGES IN INVENTORIES OF STOCK-IN-TRADE		
Inventories at the beginning of the year		
Stock of Shares & other Commodities	2,33,81,179	-
TOTAL (A)	2,33,81,179	-
Inventories at the end of the year		
Stock of Shares & other Commodities	2,33,81,179	2,33,81,179
	2,33,81,179	2,33,81,179
Increase/(Decrease) in Stocks	-	2,33,81,179

	(in `)	
Particulars	As at 31/03/2014	As at 31/03/2013
2.17. EMPLOYEE BENEFITS EXPENSES		
Salaries, Wages, Bonus, Gratuity & allowances	10,07,400	1,32,000
Directors Remuneration	1,68,000	-
Staff Welfare Expenses	-	-
TOTAL	11,75,400	1,32,000

≡ JAISUKH DEALERS LIMITED ≡

(in `)

Particulars	As at 31/03/2014	As at 31/03/2013
2.18. DEPRICIATION AND AMORTIZATION EXPENSES / IMPAIRMENT LOSS		
Depreciation on tangible assets	67,746	21,339
Impairment loss	-	-
TOTAL	67,746	21,339

(in `)

Particulars	As at 31/03/2014	As at 31/03/2013
2.19. OTHER EXPENSES		
Advertisement, Publicity & sales Promotion	26,213	-
Bank Charges	9,168	30
Books & Periodicals	-	-
Custody Fees & RTA Fees	1,18,729	-
Communication Expenses	71,554	16,788
Demat Charges	800	214
Derivative Loss on Currency Transaction (Net)	4,11,858	-
Electric Charges	56,300	-
Filing Fees	3,51,900	3,300
Interest	-	-
Travelling & Conveyance	1,15,871	35,120
Legal, Professional & Consultancy Charges	16,87,000	-
Listing Fess	1,40,450	-
Motor Car Expenses	-	-
Printing & Stationary	13,850	8,767
Postage & Telegram	-	13,980
Rent	2,80,000	-
Income Tax	-	4,992
Website Charges	10,449	-
General Expenses	89,314	70,638
Auditor's remuneration	22,472	22,472
Preliminary Expenses (Written Off)	-	4,006
	34,05,928	1,80,307

≡ JAISUKH DEALERS LIMITED ≡

Statement of Cash Flow Annexed to the Balance Sheet as at 31st March, 2014

Particulars	28.02.2014	31.03.2013
	Rs.	Rs.
A. <u>Cash Flow From Operating Activities</u>		
Net Profit Before Tax & Extra-Ordinary Items	3,53,232	19,96,088
<i>Adjustments for Non-Cash & Non-Operating Expenses</i>		
Interest Receipts	(30,986)	-
Depreciation	67,746	21,339
Share Issue Expenses w/off	-	-
Filing Expense	(6,85,000)	-
Operating Profit Before Working Capital Changes	(2,95,008)	20,17,427
<i>Adjustments for Working Capital Changes</i>		
Decrease / (Increase) in Inventories	-	(2,33,81,179)
Decrease / (Increase) in Trade Receivables	2,36,12,770	(4,04,37,552)
Decrease / (Increase) in Short Term Loans & Advances	-	11,742
Decrease / (Increase) in Other Current Assets	-	-
Decrease / (Increase) in Other Non Current Assets	-	4,006
Decrease / (Increase) in Long Term Loans & Advances	(1,70,18,769)	-
(Decrease) / Increase in Non-Current Liabilities	1,19,615	3,297
(Decrease) / Increase in Trade Payable	(81,68,857)	4,24,33,936
(Decrease) / Increase in Short Term Borrowings	-	-
(Decrease) / Increase in Other Current Liabilities	-	17,472
(Decrease) / Increase in Short Term Provisions	-	4,52,364
Cash Generated from Operations	(17,50,249)	(1,88,78,487)
Income Tax Liability for the period	(1,19,615)	(6,20,088)
Extra-Ordinary Items	-	-
Net Cash Flow from Operating Activities	(18,69,864)	(1,94,98,574)
B. <u>Cash Flow From Investing Activities</u>		
Decrease / (Increase) in Fixed Assets	(1,07,16,092)	(32,009)
Decrease / (Increase) in Non-Current Investments	(11,75,70,000)	1,97,75,000
Interest Received	30,986	-
Adjustments for Depreciation	(67,746)	(21,339)
Net Cash Flow from Investing Activities	(12,83,22,852)	1,97,21,652

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C. <u>Cash Flow From Financing Activities</u>		
Issue of Equity Shares	14,05,60,000	-
Securities Premium	93,75,000	
Share Application Money Received	-	-
Share Issue Expenses written-off	-	-
Bonus Issue	(1,88,10,000)	
Net Cash Flow from Financing Activities	13,11,25,000	-
D. Net Increase /(Decrease) in Cash & Cash Equivalents	9,32,284	2,23,077
E. Opening Cash & Cash Equivalents	3,56,665	1,33,588
F. Closing Cash & Cash Equivalents (Note 11)	12,88,949	3,56,665

Summary of Significant Accounting Policies

We have verified the attached Cash Flow Statement of M/s. Jaisukh Dealers Limited derived from Audited Financial Statements and the books and records maintained by the Company for period ended on 31st March, 2014 and found the same in agreement therewith.

AS PER OUR REPORT OF EVEN DATE
For BAJORIA MAYANK & ASSOCIATES
Chartered Accountants

For Jaisukh Dealers Ltd

CA Anish Kumar Banka
Partner
Membership No. 412888
FRN-327336E
Place : Kolkata
Date: 29th May,2014

Sd/-
Kishan Kumar Jajodia
Managing Director
DIN : 00674858

Sd/-
Prakash Kumar Jajodia
Director
DIN : 00633920

≡ JAISUKH DEALERS LIMITED ≡

Statement Pursuant to Section 212 of the Companies Act, 1956 relating to Subsidiary Companies

1	Name of the Subsidiary	: JDL Real Estates Ltd.	: JDL Hosieries Ltd.	: JDL Consultants Ltd.	: JDL Gem & Jewelleries Ltd.
2	Financial Year of the Subsidiary ended on	: 31.03.2014	: 31.03.2014	: 31.03.2014	: 31.03.2014
3	Shares of the Subsidiary held by the Company on the above date	:	:	:	:
	a) Number & Face Value	: 50000 Equity Shares of Rs.10/- each fully paid	: 50000 Equity Shares of Rs.10/- each	: 50000 Equity Shares of Rs.10/- each fully paid	: 50000 Equity Shares of Rs.10/- each fully paid
	b) Extent of holding	: 100%	: 100%	: 100%	: 100%
4	Net aggregate amount of profits/(losses) of the subsidiary for the above financial year of the subsidiary, so far as they concern members of the Company	:	:	:	:
	a) dealt with in the accounts of the Company for the year ended 31st March, 2014	: Nil	: Nil	: Nil	: Nil
	b) not dealt with in the accounts of the Company for the year ended 31st March, 2014	: Rs.22635/-	: Rs.22635/-	: Rs.22635/-	: Rs.22635/-
5	Net aggregate amount of profits/(losses) for previous financial years of the subsidiary, since it became a subsidiary so far as they concern members of the	:	:	:	:
	a) dealt with in the accounts of the Company for the year ended 31st March, 2014	: N.A.	: N.A.	: N.A.	: N.A.
	b) not dealt with in the accounts of the Company for the year ended 31st March, 2014	: N.A.	: N.A.	: N.A.	: N.A.
6	Changes in the interest of the Company between the end of the last financial year and 31st March, 2014	: N.A	: N.A	: N.A	: N.A
7	Material changes between the end of the last financial year and 31st March, 2014	: N.A	: N.A	: N.A	: N.A

Financial Information of Subsidiary Companies

Amount in `

Sr. No.	Name of Subsidiary Company	Capital	Reserves	Total Assets	Total Liabilities	Investments	Turnover /Total Income	Profit Before Tax	Provision for Tax	Profit After Tax	Proposed Dividend	Country
1	JDL Real Estates Limited	5,00,000.00	(22635.00)	5,09,425.00	5,09,425.00	-	-	(22635.00)	-	(22635.00)	-	India
2	JDL Hosieries Limited	5,00,000.00	(22635.00)	5,09,875.00	5,09,875.00	-	-	(22635.00)	-	(22635.00)	-	India
3	JDL Consultants Limited	5,00,000.00	(22635.00)	5,09,425.00	5,09,425.00	-	-	(22635.00)	-	(22635.00)	-	India
4	JDL Gem & Jewelleries Limited	5,00,000.00	(22635.00)	5,09,425.00	5,09,425.00	-	-	(22635.00)	-	(22635.00)	-	India



Independent Auditors' Report

TO THE MEMBERS OF JAISUKH DEALERS LIMITED **REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS**

We have audited the accompanying consolidated financial statements of **Jaisukh Dealers Limited** (the Company), its subsidiaries, which comprise the Consolidated Balance Sheet as at March 31, 2014, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information.

MANAGEMENT'S RESPONSIBILITY FOR THE CONSOLIDATED FINANCIAL STATEMENTS

Management is responsible for the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the Accounting Standards notified under the Companies Act, 1956 (the Act) (which continue to be applicable in respect of Section 133 of the Companies Act, 2013 in terms of General Circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

AUDITORS' RESPONSIBILITY

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Group's preparation and presentation of the consolidated 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 the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the consolidated financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.



19, R.N. Mukherjee Road, Eastern Building, 1st Floor, Kolkata- 700001 Email : bmassociates11@gmail.com

OPINION

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on the financial statements / consolidated financial statements of the subsidiaries and associates as noted below, the consolidated financial statements give a true and fair view in conformity with the accounting principles generally accepted in India:

- a) in the case of the Consolidated Balance Sheet, of the state of affairs of the Group as at March 31, 2014;
- a) in the case of the Consolidated Statement of Profit and Loss, of the profit of the Group for the year ended on that date and
- b) in the case of the Consolidated Cash Flow Statement, of the cash flows of the Group for the year ended on that date.

For Bajoria Mayank & Associates
Firm Registration No. 327336E
Chartered Accountants

CA. Anish Kumar Banka
Partner
M. No. 412888

Kolkata, 29th May, 2014



JAISUKH DEALERS LIMITED



CONSOLIDATED - BALANCE SHEET AS AT 31ST MARCH, 2014

in ₹

Particulars	Notes No.	As at 31/03/2014	
I. EQUITY AND LIABILITIES			
Shareholders' Funds			
a) Share Capital	2.1	14,14,15,000	15,23,14,571
b) Reserves and Surplus	2.2	1,08,99,571	
Non-Current Liabilities			
Deferred Tax Liabilities	2.3	13,764	7,39,704
Long term provisions	2.4	7,25,940	
Current Liabilities			
Trade Payables	2.5	3,42,92,551	3,44,20,791
Other current liabilities	2.6	1,28,240	
TOTAL			18,74,75,066
II. ASSETS			
Non-current assets			
Fixed assets			
Tangible assets	2.7	1,07,48,101	14,33,36,870
Non-Current Investments	2.8	11,55,70,000	
Long term loans and advances	2.9	1,70,18,769	
Current Assets			
Inventories	2.10	2,33,81,179	4,41,38,196
Trade receivables	2.11	1,74,29,918	
Cash and cash equivalents	2.12	33,27,099	
TOTAL			18,74,75,066

Summary of Significant accounting Policies

1

Note:- All the four subsidiaries are incorporated in the F.Y.2013-14.

Hence, comparative figure pertaining to the previous year is not applicable.

In terms of our report attached
For **BAJORIA MAYANK & ASSOCIATES**
FRN-327336E
Chartered Accountants

CA Anish Kumar Banka
Membership No. 412888
Partner

Date : 29th May, 2014

Sd/-
Kishan Kumar Jajodia
Managing Director
DIN - 00674858

Sd/-
Prakash Kumar Jajodia
Director
DIN - 00633920

Sd/-
Nisha Jain
Company Secretary

≡ JAISUKH DEALERS LIMITED ≡

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2014-CONSOLIDATED

(in `)

Particulars	Notes No.	For the Year Ended 31/03/2014
REVENUE		
Revenue from operations	2.13	8,67,40,970
Other Income	2.14	30,986
Total Revenue		8,67,71,956
EXPENSES		
Purchases	2.15	8,17,69,650
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	2.16	-
Employee benefit expenses	2.17	11,75,400
Depreciation and amortization expense	2.18	67,746
Baddebts & writeoffs		-
Other expenses	2.19	34,96,018
Total Expenses		8,65,08,814
Profit before exceptional and extraordinary items and tax		2,63,142
Exceptional Items		-
Profit before extraordinary items and tax		2,63,142
Extraordinary Items		-
Profit before tax		2,63,142
Tax expense:		
Current Tax		1,09,149
Current Tax expense relating to prior years		10,467
Contingent Provision for Standard Assets		-
		1,19,615
Profit from the period from continuing operations		1,43,526
Profit from discontinuing operations		-
Tax expense of discounting operations		-
Profit from discontinuing operations (after tax)		-
Profit for the period (after tax)		1,43,526
Income Tax Adjustments of Earlier Years		
Balance brought forward		
PROFIT AVAILABLE FOR APPROPRIATION		1,43,526
Transfer to statutory reserve		-
Surplus balance carried to Balance Sheet		1,43,526
		1,43,526
Basic Earning Per Share of ₹ each (In Rupees)		0.01
Diluted Earning Per Share of ₹ each (In Rupees)		0.01

Summary of Significant accounting Policies

1

Note:- All the four subsidiaries are incorporated in the F.Y.2013-14.

Hence, comparative figure pertaining to the previous year is not applicable.

In terms of our report attached
For BAJORIA MAYANK & ASSOCIATES
FRN-327336E
Chartered Accountants

CA Anish Kumar Banka
Membership No. 412888
Partner

Date : 29th May, 2014

Sd/-
Kishan Kumar Jajodia
Managing Director
DIN - 00674858

Sd/-
Prakash Kumar Jajodia
Director
DIN - 00633920

Sd/-
Nisha Jain

Company Secretary

≡ JAISUKH DEALERS LIMITED ≡

Notes to Accounts forming part of the Financial Statements as at 31st March, 2014

Company Overview

Jaisukh Dealers Limited along with its wholly owned and controlled subsidiaries, JDL Real Estates Limited, JDL Hosieries Limited, JDL Consultants Limited and JDL Gems & Jewelleries Limited is a public limited company incorporated under the provisions of the Indian Companies Act, 1956.

NOTE NO. 1: SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of Preparation :- The financial statements of the company have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP). The company has prepared these financial statements to comply in all material respects with the accounting standards notified under the Companies (Accounting Standards) Rules, 2006, (as amended), the relevant provisions of the Companies Act, 1956 (to the extent applicable) and the Companies Act, 2013 (to the extent notified). The financial statements have been prepared on an accrual basis and under the historical cost convention. The accounting policies adopted in the preparation of financial statements are consistent with those of previous year.

The financial statements are prepared in accordance with the principles and procedures required for the preparation and presentation of consolidated financial statements as laid down under the Accounting Standard (AS) 21, 'Consolidated Financial Statements'. The financial statements of the Company and its Wholly-Owned Subsidiaries have been combined on a line-by-line basis by adding together book values of like items of assets, liabilities, income and expenses after fully eliminating intra-group balances and intra-group transactions. The consolidated financial statements are prepared by applying uniform accounting policies in use by the company.

(b) As far as possible the consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented in the same manner as the Company's separate financial statements.

(c) Use of estimates :- The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting year. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future years.

(d) Tangible fixed assets and depreciation on tangible fixed assets :- Fixed assets are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises purchase price, borrowing costs if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

(e) Depreciation on tangible fixed assets: - Depreciation on fixed assets is calculated on WDV method using the rates as prescribed under the Schedule XIV to the Companies Act, 1956.

(f) Borrowing costs :- Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

(g) Inventories :- Inventories are valued at the lower of cost and the net realisable value after providing for obsolescence and other losses, where considered necessary. Cost Includes all charges in bringing the goods to the point of sale, including octroi and other levies, transit insurance and receiving charges.

(h) Investments :- Long-term investments (excluding investment properties), are carried individually at cost less provision for diminution, other than temporary, in the value of such investments. Current investments are carried individually, at the lower of cost and fair value. Cost of investments includes acquisition charges such as brokerage, Investment properties are carried individually at cost less accumulated depreciation and impairment, if any. Investment properties are capitalised and depreciated (where applicable) in accordance with the policy

≡ JAISUKH DEALERS LIMITED ≡

stated for Tangible Fixed Assets. Impairment of investment property is determined in accordance with the policy stated for Impairment of Assets.

(i) **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. The following specific recognition criteria must also be met before revenue is recognized :

Sale of goods

Revenue from sale of goods is recognized when all the significant risks and rewards of ownership of the goods have been passed to the buyer, usually on delivery of the goods.

Interest

Interest Income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "Revenue from operations" in the statement of profit and loss.

Dividends

Dividend income is recognized when the company's right to receive dividend is established by the reporting date.

Other Income

The amounts receivable from various agencies are accounted on accrual basis to the extent it is possible to ascertain the income with reasonable accuracy.

(j) **Foreign currency translation**: - No Foreign Currency Transactions has been made by the Company in the Financial Year 2013-14.

(k) **Retirement and other employee benefits**: - No liability in respect of retirement benefits has been provided for since, none of its employee are eligible for entitlement of retirement benefit for non attainment of duration of services.

(l) **Income taxes**: - Tax expense comprises of current tax. Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Deferred tax is recognised for all the timing differences, subject to the consideration of prudence in respect of deferred tax assets. Deferred tax assets on unabsorbed depreciation / carried forward losses are recognised to the extent of deferred tax liability. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date. At each Balance Sheet date, the Company re-assesses unrecognised deferred tax assets, if any.

(m) **Earnings Per Share** :- Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operation. Potential dilutive equity shares are deemed to be converted as at beginning of the period, unless they have been issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potentially dilutive equity shares are adjusted for share splits / reverse share splits and bonus shares, as appropriate.

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(n) Provisions, Contingent Liabilities and Contingent Assets: - A provision is recognized when the Company has a present obligation as a result of a past event; 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 are not discounted to its present value and are determined based on best estimate required to settle the obligation at the Balance Sheet date.

A disclosure of contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Contingent assets are neither recognized nor disclosed in the financial statements.

(o) Cash and cash equivalents: - Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand and short-term investments with an original maturity of three months or less.

(p) Balance in respect of Trade Payable Trade Receivable and Loans & Advances are subject to confirmation.

(q) Cash Flow Statement: - Cash flows are reported using the indirect method and cash flows from operating, investing and financing activities of the Company are segregated. Company had no subsidiaries in the previous year; hence previous year figures in the consolidated cash flow statement have been showed nil.

(r) MSMED Act, 2006 : - The Government of India has promulgated an act namely The Micro, Small and Medium Enterprises Development Act, 2006, which comes into force with effect from October 2, 2006. As per the act, the Company is required to identify the Micro, Small and Medium suppliers and pay them interest on over dues beyond the specified period irrespective of the terms agreed with the suppliers. The Company does not have any dues to any entity covered under the said act.

ADDITIONAL NOTES

I. RELATED PARTIES DISCLOSURE AS PER ACCOUNTING STANDARD 18

A. List of Related Parties: -

<u>Party</u>	<u>Relationship</u>
I. Kishan Kumar Jajodia	Managing Director
ii. Prakash Kumar Jajodia	Director
iii. Soumen Sen Gupta	Director
iv. Somnath Gupta	Director
v. Subsidiaries	
• JDL Real Estates Ltd.	
• JDL Hosieries Ltd.	
• JDL Consultants Ltd.	
• JDL Gem & Jewelleries Ltd.	

B. Related Party Transaction: -

<u>Transaction</u>	<u>31.03.2014</u>	<u>31.3.2013</u>
Director's Remuneration- Kishan Kumar Jajodia- Key Managerial Personnel	Rs. 168,000	Nil
Subsidiaries:-		
• JDL Real Estates Ltd.	Rs.32,060	Nil
• JDL Hosieries Ltd.	Rs.32,060	Nil
• JDL Consultants Ltd.	Rs.32,060	Nil
• JDL Gem & Jewelleries Ltd. Rs.32,060		Nil

II. Previous year's figures have been regrouped/re-arranged whenever considered necessary to confirm to current year's grouping and classification.

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PARTICULARS	TOTAL
N. 2.1 SHARE CAPITAL	
Authorised	
18,750,000 Equity share of ₹ 10 each	18,75,00,000
(Previous Year 1,00,000 Equity Shares of ₹10 each)	-
	18,75,00,000
Issued & Subscribed	
1,41,41,500 Equity share of ₹ 10 each	14,14,15,000
(Previous Year 85,500 Equity Shares of ₹10 each)	-
	14,14,15,000
Paid up	
1,41,41,500 Equity share of ₹ 10 each	14,14,15,000
(Previous Year 85,500 Equity Shares of ₹ 10 each)	
Total	14,14,15,000

The company has only one class of issued shares i.e Equity Shares having par value of ₹10/- per share. Each holder of Equity Shares is entitled to One vote per share and equal right for dividend. The dividend, if proposed by the Board of Directors is subject to the approval of shareholders in ensuing Annual General Meeting , except in case of interim dividend. In the event of liquidation , the Equity shareholders are eligible to receive the remaining assets of the Company after payment of all preferential amounts, in proportion to their Shareholding.

The Company does not have any Holding Company/ ultimate Holding Company .

Details of Shareholders holding more than 5% Shares in the Company.

As On 31.03.2014
% of Shareholding
Nil

As On 31.03.2013
% of Shareholding
Nil

Ordinary Shares of ₹10/- each fully paid

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No Equity Shares have been reserved for issue under option and contracts/ commitments for the sale of shares/ disinvestment as at the Balance Sheet date.

No Shares has been bought back by the company during the period of 5 years preceeding the date at which the balance sheet is prepared.

No Securities convertible into Equity/ Prefrence Shares issued by the company during the year.

No calls are unpaid by any director or officer of the company during the year.

PARTICULARS	TOTAL
N. 2.2 RESERVES AND SURPLUS	
Securities Premium Reserve	
Balance at the beginning of the year	1,91,45,000
Less :- Bonus Issue	(1,88,10,000)
Add :- During the year	93,75,000
Balance at the closing of the year	-
	97,10,000
General Reserve	
As per last financial Statements	-
Statutory Reserve	
As per last financial Statements	-
(+) Addition during the year	-
Surplus as per Profit & Loss Statement	
As per last financial Statements	17,31,045
Less :- Filing Fees	(6,85,000)
(+) Profit /(-) Loss for the year	1,43,526
	TOTAL (A)
	11,89,571
(-) Appropriations	
Income Tax Adjustment	-
Transfer to Statuory Reserve	-
	TOTAL (B)
	-
	NET SURPLUS (A-B)
	11,89,571
Total	1,08,99,571
Notes:	

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PARTICULARS	TOTAL
N. 2.3 DEFERRED TAX LIABILITY	
A. WDV as per Companies Act	1,07,48,101
B. WDV as per Income Tax Act	(1,07,03,557)
	44,543
Deferred Tax Liability	13,363
Add:- Education Cess	267
Add:- Secondary & Higher Secondary Education Cess	134
Total	13,764

PARTICULARS	TOTAL
N. 2.4. PROVISIONS -LONG TERM	
Income Tax , Fringe Benfit Tax & Wealth Tax (Net)	
For FY 2012-13	6,16,791
For FY 2013-14	1,09,149
For Contingent Provision Against Standard Asset	-
Total	7,25,940

PARTICULARS	TOTAL
CURRENT LIABILITIES	
N. 2.5. TRADE PAYABLES	
Acceptances	3,42,70,079
Other than Acceptances	22,472
Total	3,42,92,551

PARTICULARS	TOTAL
N. 2.6. OTHER CURRENT LIABILITIES	
Advance against Property	-
Statutory Remittances-Tax Deducted at sources	-
Others	1,28,240
Total	1,28,240

JAISUKH DEALERS LIMITED

Schedules Annexed to and Forming Part of the Accounts continued.....

2.7. FIXED ASSETS

PARTICULARS	GROSS BLOCK				DEPRECIATION			NET BLOCK			
	AS ON 1-Apr-13	ADDITION DURING THE PERIOD	DEDUCTION DURING THE PERIOD	IMPAIRMENT DURING THE PERIOD	TOTAL AS ON 31-Mar-14	AS ON 1-Apr-13	FOR THE PERIOD	ADJUST- MENT FOR IMPAIRMENT	TOTAL AS ON 31-Mar-14	AS ON 31-Mar-14	AS ON 31-Mar-13
Owned Assets											
Computer	53,348	1,82,948	-	-	2,36,296	21,339	67,746	-	89,085	1,47,211	32,009
Land	-	1,06,00,890	-	-	1,06,00,890	-	-	-	-	1,06,00,890	-
Total A	53,348	1,07,83,838	-	-	1,08,37,186	21,339	67,746	-	89,085	1,07,48,101	32,009
Previous Year	-	53,348	-	-	53,348	-	21,339	-	21,339	32,009	-

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PARTICULARS	TOTAL
N.2.8. NON CURRENT INVESTMENT	
TRADE INSTRUMENT	
Investment in Equity Instrument Associates - Unquoted	11,55,70,000
Total	11,55,70,000

PARTICULARS	TOTAL
NON-CURRENT ASSETS	
N.2.9. LONG-TERM LOANS AND ADVANCES	
Loans	1,06,28,339
Advance against Property	56,02,843
Security Deposits	7,87,587
Total	1,70,18,769

PARTICULARS	TOTAL
CURRENT ASSETS	
N. 2.10. INVENTORIES	
Stock of Shares & Other Commodities	2,33,81,179
Total	2,33,81,179

PARTICULARS	TOTAL
N. 2.11. TRADE RECEIVABLES	
Secured	
Over Six Months-Good	-
Other Debts-Good	-
Unsecured	
Secured Considered Good	1,74,29,918
Unsecured Considered Good	-
Total	1,74,29,918

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PARTICULARS	TOTAL
N. 2.12. CASH AND CASH EQUIVALENTS	
Cash in hand	1,19,816
On Current Account	32,07,283
Total	33,27,099

PARTICULARS	TOTAL
N. 2.13. REVENUE FROM OPERATIONS	
Sales: Sarees	8,67,40,970
Total	8,67,40,970

PARTICULARS	TOTAL
N. 2.14. OTHER INCOME	
Other Business Income	-
Interest on Income Tax Refund	-
Interest Received on loan	30,986
Total	30,986

PARTICULARS	TOTAL
N. 2.15. PURCHASES	
Purchase of Sarees	8,17,69,650
Total	8,17,69,650

PARTICULARS	TOTAL
N. 2.16. CHANGES IN INVENTORIES OF FINISHED GOODS WORK-IN-PROGRESS AND STOCK-IN-TRADE	
Stock of Sarees & Other Commodities at the end	2,33,81,179
	2,33,81,179
Stock of Sarees & Other Commodities at the beginning	2,33,81,179
	2,33,81,179
Increase/(Decrease) in Stocks	-

PARTICULARS	TOTAL
N. 2.17. EMPLOYEE BENEFITS EXPENSES	
Salaries, Wages, Bonus, Gratuity & allowances	10,07,400
Directors Remuneration	1,68,000
Staff Welfare Expenses	-
Total	11,75,400

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PARTICULARS	TOTAL
N. 2.18. DEPRECIATION AND AMORTIZATION EXPENSES / IMPAIRMENT LOSS	
Depreciation on tangible assets	67,746
Impairment loss	-
TOTAL	67746

PARTICULARS	TOTAL
N. 2.19. OTHER EXPENSES	
Advertisement, Publicity & sales Promotion	26,213
Bank Charges	11,018
Books & Periodicals	-
Custody Fees & RTA Fees	1,18,729
Communication Expenses	71,554
Demat Charges	800
Derivative Loss on Currency Transaction (Net)	4,11,858
Electric Charges	56,300
Filing Fees	3,51,900
Interest	-
Travelling & Conveyance	1,15,871
Legal, Professional & Consultancy Charges	16,87,000
Listing Fess	1,40,450
Motor Car Expenses	-
Printing & Stationary	13,850
Postage & Telegram	-
Rent	2,80,000
Income Tax	-
Website Charges	10,449
General Expenses	89,314
Auditor's remuneration	22,472
Preliminary Expenses (Written Off)	88,240
Total	34,96,018

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Statement of Consolidated Cash Flow Annexed to the Balance Sheet as at 31st March, 2014

Particulars	28.02.2014	31.03.2013*
	Rs.	Rs.
A. <u>Cash Flow From Operating Activities</u>		
Net Profit Before Tax & Extra-Ordinary Items	2,63,142	-
<i>Adjustments for Non-Cash & Non-Operating Expenses</i>		
Interest Receipts	(30,986)	-
Depreciation	67,746	-
Share Issue Expenses w/off	-	-
Filing Expense	(6,85,000)	-
Operating Profit Before Working Capital Changes	(3,85,098)	-
<i>Adjustments for Working Capital Changes</i>		
Decrease / (Increase) in Inventories	-	-
Decrease / (Increase) in Trade Receivables	2,36,12,770	-
Decrease / (Increase) in Short Term Loans & Advances	-	-
Decrease / (Increase) in Other Current Assets	-	-
Decrease / (Increase) in Other Non Current Assets	-	-
Decrease / (Increase) in Long Term Loans & Advances	(1,70,18,769)	-
(Decrease) / Increase in Non-Current Liabilities	1,19,615	-
(Decrease) / Increase in Trade Payable	(81,68,857)	-
(Decrease) / Increase in Short Term Borrowings	-	-
(Decrease) / Increase in Other Current Liabilities	1,28,240	-
(Decrease) / Increase in Short Term Provisions	-	-
Cash Generated from Operations	(17,12,099)	-
Income Tax Liability for the period	(1,19,615)	-
Extra-Ordinary Items	-	-
Net Cash Flow from Operating Activities	(18,31,714)	-
B. <u>Cash Flow From Investing Activities</u>		
Decrease / (Increase) in Fixed Assets	(1,07,16,092)	-
Decrease / (Increase) in Non-Current Investments	(11,55,70,000)	-
Interest Received	30,986	-
Adjustments for Depreciation	(67,746)	-
Net Cash Flow from Investing Activities	(12,63,22,852)	-

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C. <u>Cash Flow From Financing Activities</u>		
Issue of Equity Shares	12,17,50,000	-
Securities Premium	93,75,000	-
Share Application Money Received	-	-
Share Issue Expenses written-off	-	-
Net Cash Flow from Financing Activities	13,11,25,000	-
D. Net Increase /(Decrease) in Cash & Cash Equivalents	29,70,434	-
E. Opening Cash & Cash Equivalents	3,56,665	-
F. Closing Cash & Cash Equivalents (Note 11)	33,27,099	-

Summary of Significant Accounting Policies

We have verified the attached Cash Flow Statement of M/s. Jaisukh Dealers Limited derived from Audited Financial Statements and the books and records maintained by the Company for period ended on 31st March, 2014 and found the same in agreement therewith.

* M/s. Jaisukh Dealers Limited had no subsidiaries in the previous year , hence the previous year figure in the consolidated cashflow statement has been showed nil.

AS PER OUR REPORT OF EVEN DATE
For BAJORIA MAYANK & ASSOCIATES
Chartered Accountants

For Jaisukh Dealers Ltd

CA Anish Kumar Banka
 Partner
 Membership No. 412888
 FRN-327336E
 Place : Kolkata
 Date : 29th May,2014

Sd/-
Kishan Kumar Jajodia
Managing Director
DIN : 00674858

Sd/-
Prakash Kumar Jajodia
Director
DIN : 00633920

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(To be handed over at the entrance of the Meeting Hall)

ATTENDANCE SLIP

Folio No.: _____ DP ID No.: _____ Client ID No.: _____

Name of Member(s): _____

Name of the Proxy holder: _____

Registered Address: _____

Number of Shares Held: _____

I hereby record my presence of the 9th ANNUAL GENERAL MEETING of the Company held on Friday, the 26th day of September, 2014 at 2.00 p.m. at the registered office of the Company at "Centre Point", 21, Hemanta Basu Sarani, Room No.230, 2nd Floor, Kolkata - 700 001

SIGNATURE OF THE MEMBER/REPRESENTATIVE/PROXY*

*Strike out whichever is not applicable

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PROXY FORM

Name of the member (s):

Registered address:

E-mail Id:

Folio / DP ID-Client ID No.

I/We being the member(s) ofshares of the above named Company hereby appoint:

(1) Name:.....Address.....

E-mail Id:.....Signature.....or failing him;

(2) Name:.....Address.....

E-mail Id:.....Signature.....or failing him;

(3) Name:.....Address.....

E-mail Id:.....Signature.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 9th Annual General Meeting of the Company, to be held on Friday, the 26th day of September, 2014 at the registered office of the Company at “Centre Point”, 21, Hemanta Basu Sarani, 2nd Floor, Room No - 230, Kolkata - 700 001 at 2.00 p.m. and at any adjournment thereof of such resolutions as are indicated below:

Resolution No.	RESOLUTIONS	Optional*	
		For	Against
Ordinary Business			
1.	Adoption of Financial Statements for the year ended 31 st March, 2014.		
2.	Re-appointment of Mr. Prakash Kumar Jajodia, who retires by rotation and being eligible, seeks re-appointment.		
3.	Appointment of M/s Bajoria Mayank & Associates, Chartered Accountants Firm (Registration No. 327336E) as auditor of the Company and fix their remuneration.		
Special Business			
4.	Appointment of Mr. Somnath Gupta as an Independent Director.		
5.	Appointment of Mr. Soumen Sen Gupta as an Independent Director.		
6.	Variation in terms of appointment of Mr. Kishan Kumar Jajodia, Managing Director		

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Signed this.....day of.....2014

Signature of shareholder.....

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

Affix
Revenue
Stamp not
less than
Re.1/-

Notes

1. This form of proxy in order to be effective should be duly completed and deposited at the registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. For the resolutions, Explanatory Statement and Notes, please refer to the Notice of the 9th Annual General meeting.
3. It is optional to put a 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate. *
4. Please complete all detail including details of member(s) in above box before submission.

