

DENTAX (INDIA) LIMITED

THIRTY SIXTH ANNUAL REPORT
2019 - 2020

DENTAX (INDIA) LIMITED

BOARD OF DIRECTORS

SMT. NITA AGARWAL	-	WHOLE-TIME DIRECTOR
SHRI. KAILASH DHANUKA	-	DIRECTOR
SHRI. PANKAJ DHANUKA	-	DIRECTOR
SHRI. ASHISH GOENKA	-	DIRECTOR
SMT. SWETA SARRAF	-	COMPANY SECRETARY

AUDITOR

Bijan Ghosh & Associates
Chartered Accountants,
C-16 Green Park, P Majumder Road, Kolkata - 700078

REGISTERED OFFICE

119/B, Muktaram Babu Street, 2nd Floor
Kolkata – 700 007
E-mail: dentaxindialtd@gmail.com;
Website: www.dentaxindialimited.com

REGISTRAR AND SHARE TRANSFER AGENTS

M/S. ABS Consultants Private Limited,
4, B. B. D. BAG (EAST), Stephen House,
6th Floor, Room No. 99,
Kolkata- 700 001

DIRECTORS` REPORT

Dear Members,

The Board of Directors of Dentax (India) Limited are pleased to present the Thirty Sixth Annual Report for the Financial Year ended 31st March, 2020, together with the Auditors' Report and Audited Accounts for the Financial Year 2019- 2020.

FINANCIAL RESULTS :

The summarized performance of the Company for the Financial Years 2019 - 2020 and 2018 - 2019 are as under:

	(Amount Rs.)	
	Year ended 31st March, 2020	Year ended 31st March, 2019
Total Revenue	2,580,977.00	5,905,665.00
(Loss) / Profit before Finance Cost, Depreciation and Taxation	489,461.00	913,426.02
Less: Finance Cost	-	-
Less: Depreciation	23,999.00	24,620.00
Less: Provision for Taxation	-	3,00,000.00
(Loss) / Profit for the Year	4,65,461.52	5,88,806.02
Add: Balance B/F from Previous Year	12,391,421.34	11,802,615.32
Less: Adjustment for Depreciation	-	-
Balance Profit C/F to the next year	12,856, 882.66	12,391,421.34

FINANCIAL PERFORMANCE:

During the year under review, your Company recorded Profit before Depreciation & Taxation of **Rs. 4,89,461.00/-** as against Profit of **Rs. 9,13,426.02/-** in the Previous Year.

DIVIDEND & RESERVES:

The Board of Directors of your Company has decided not to declare any Dividend during the Financial Year so as to retain the earnings for better working in the future. During the Financial Year under review, the Company has not transferred any sum to the General Reserve .

CHANGES IN SHARE CAPITAL:

There has been no change in the equity share capital of the Company during the Financial Year under review.

PUBLIC DEPOSITS:

Your Company has not accepted any public deposits and, as such, no amount on account of principal or interest on public deposits was outstanding as on the date of the Balance Sheet.

DETAILS OF SUBSIDIARY, JOINT VENTURE OR ASSOCIATE COMPANIES:

Your Company do not have any Subsidiary Company, Joint Venture Or Associate Companies as on the date of the Balance Sheet.

LISTING:

The equity shares of the Company are presently listed on The Calcutta Stock Exchange Ltd. and the listing fees on the said Stock Exchange for the Financial Year 2019 - 2020 have been paid.

STATE OF THE COMPANY'S AFFAIRS AND FUTURE OUTLOOK:

The Company is concentrating mainly in textile business and there has been no change in the business of the Company during the financial year ended 31st March, 2020.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY:

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

DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:

The Company is committed to provide a safe and conducive work environment to its employees. During the year under review, no case of sexual harassment was reported.

CORPORATE SOCIAL RESPONSIBILITY (CSR):

Since your Company does not fall under the threshold laid down in section 135 of the Companies Act, 2013, the provision of section 134(3)(o) of the Companies Act, 2013 is not applicable and no disclosure is required by the Board.

CORPORATE GOVERNANCE REPORT AND MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

Since the paid up share capital of your Company and its net-worth was below the prescribed limit as per the regulation 15 of SEBI (LODR), Corporate Governance is not mandatory on the Company during the financial year 2019-2020. Management Discussion and Analysis Report for the year under review, as stipulated under SEBI (LODR) Reulations, 2015 is set out in the annexure A forming part of the Annual Report.

DIRECTORS & KEY MANAGERIAL PERSONNEL:

During the Financial Year under review, Ms. Minu Jhunnhunwala resigned w.e.f 22nd April, 2019 and Ms. Sweta Sarraf was appointed as Company Secretary of the Company w.e.f 1st June, 2019.

PARTICULARS OF EMPLOYEES:

Statement of personnel particulars of employee's pursuant to Section 197(12) of the Companies Act, 2013 are not applicable since none of the employees are in receipt of remuneration in excess of the limits specified herein (Rs. 8,50,000/- per month or Rs. 1,02,00,000/- per annum) during the Financial Year under review.

DIRECTORS' RESPONSIBILITY STATEMENT:

Pursuant to Section 134 of the Companies Act, 2013 the Board of Directors here by state and confirm that:-

- ❖ In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- ❖ The Directors had selected such accounting policies and applied consistently and have made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31.03.2020 and of the profit of the Company for the year ended 31.03.2020;
- ❖ The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- ❖ The Directors had prepared the annual accounts on a going concern basis;
- ❖ The Directors, had laid down Internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- ❖ The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

DETAILS OF BOARD MEETINGS:

During the Financial Year under review, six meetings of Board of Directors was held i.e. on 22.04.2019, 28.05.2019, 01.06.2019, 12.08.2019, 14.11.2020, 13.02.2020, and its details are as follows:

Name of Directors	No.of Board Meeting(s) attended
Nita Agarwal	6/6
Pankaj Dhanuka	6/6
Kailash Dhanuka	6/6
Ashish Goenka	6/6

The Company has duly complied with the provisions related to Notice, Minutes and Meetings as prescribed under the Companies Act,2013 and Rules made thereunder,if any.

COMMITTEES OF BOARD:

• **AUDIT COMMITTEE:**

In compliance with the provisions of section 177 of the Companies Act,2013 and relevant rules made thereunder, the Company has constituted the Audit Committee and the Audit Committee of the Board of Directors met four times during the financial year under review.

Name of Directors	Chairman/ Members	No.of Board Meeting(s) attended
Pankaj Dhanuka	Chairman	4/4
Nita Agarwal	Member	4/4
Kailash Dhanuka	Member	4/4
Asish Goenka	Member	4/4

• **NOMINATION AND REMUNERATION COMMITTEE:**

In compliance with the provisions of section 178 of the Companies Act, 2013 and relevant rules made thereunder, the Company has constituted the Nomination and Remuneration Committee and the details of composition of the Nomination and Remuneration Committee of the Board of Directors are as under:

Name of Directors	Chairman/ Members	No.of Board Meeting(s) attended
Pankaj Dhanuka	Chairman	1/1
Kailash Dhanuka	Member	1/1
Asish Goenka	Member	1/1

DECLARATION BY INDEPENDENT DIRECTOR:

Mr. Pankaj Dhanuka , Mr. Kailash Dhanuka & Mr. Ashish Goenka are the Independent Directors on the Board of your Company and they fulfill the conditions of Independence specified in Section 149(6) of the Companies Act, 2013 and Rules made thereunder and meet with the requirement of the Listing Agreement entered into with the Stock Exchanges. A format letter of appointment to Independent Director as provided in Companies Act, 2013 and the repealed Listing Agreement has been issued and disclosed on the website of the Company viz. www.dentaxindialimited.com. Further, the Independent Directors of your Company, in the meeting held on 13.02.2020 has reviewed performance evaluation of Non-Independent Directors of the Company and other agendas in line with the requirement of the Listing Agreement read with applicable provisions of Schedule IV of the Companies Act, 2013 were transacted thereat.

EXTRACT OF ANNUAL RETURN:

Pursuant to section 92(3) of the Companies Act, 2013 ('the Act') and rule 12(1) of the Companies (Management and Administration) Rules, 2014, extract of annual return is enclosed as Annexure A.

SECRETARIAL AUDIT:

In terms of Section 204 of the Act and Rules made there under, Ms. Manisha Lath, Practicing Company Secretary, had been appointed Secretarial Auditor of the Company. The Secretarial Audit Report, enclosed as Annexure B is self-explanatory and does not call for any further comments.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

Your Company has given loan, guarantee in accordance with the Section 186 of the Companies Act, 2013.

WHISTLE BLOWER POLICY/ VIGIL MECHANISM SYSTEM:

The Company as per the section 177 of the Companies Act, 2013 and applicable clause of the Listing Agreement formulated the Vigil (Whistle Blower) Mechanism which aims to provide a channel to the Directors and employees to report to the management instances of unethical behavior, actual or unsuspected fraud or violation of the Company's code of conduct. The policy provides adequate safeguard against victimization of employees and Directors who avail of Whistle Blower/Vigil Mechanism and also provide for direct access to the Chairman of the Audit Committee etc.

RELATED PARTY TRANSACTIONS:

All related party transactions that were entered into during the financial year ended 31.03.2020 were on an arm's length basis and were in the ordinary course of business. Therefore, the provisions of Section 188 of the Companies Act, 2013 were not attracted. Further, there are no materially significant related party transactions during the Financial Year under review made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large.

PERFORMANCE EVALUATION:

Pursuant to the provisions of the Companies Act 2013, the Board has carried out an annual performance evaluation of its own performance ,the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration and Stakeholders Committee. The Board of Directors expressed their satisfaction with the evaluation process.

COMPANY'S POLICY ON APPOINTMENT AND REMUNERATION

The Nomination and Remuneration Committee of the Board has formulated the Nomination and Remuneration Policy, which broadly laid down the various principles for selection, appointment and payment of remuneration. The said policy provides the procedure for selection and appointment of Board Members, Key Managerial Personnel (KMPs) and Senior Management Personnel (SMPs) of your Company along with detailed framework for remuneration to be paid to the members of the Board of Directors, Key Managerial Personnel(KMPs) and the Senior Management Personnel (SMPs) of the Company. The Nomination and Remuneration Committee identifies suitable candidates in the event of a vacancy being created on the Board on account of retirement, resignation or demise of an existing Board member. Based on the recommendations of the Committee, the Board evaluates the candidate(s) and decide on the selection of the appropriate member. The Committee along with the Board, reviews on an annual basis, appropriate skills, characteristics and experience required of the Board as a whole and its individual members. The Board members should be qualified, independent and have positive attributes. Brief aforesaid Policy has been produced as hereunder:

(i) The remuneration policy aims to enable the Company to attract, retain and motivate highly qualified members for the Board and other executive level.

(ii) The remuneration policy seeks to enable the Company to provide a well-balanced and performance-related compensation package, taking into account shareholder's interests, industry standards and relevant Indian corporate regulations.

(iii) The remuneration policy will ensure that the interests of the Board members & senior executives are aligned with the business strategy and risk tolerance, objectives, values and long-term interests of the Company and will be consistent with the "pay-for-performance" principle.

(iv) Remuneration package largely consists of basic remuneration, perquisites, allowances and performance incentives. The components of remuneration vary for different employee grades and are governed by industry patterns, qualifications and experience of the employee, responsibilities handled by him, his individual performances, etc.

INTERNAL FINANCIAL CONTROL:

The Company's internal control system is designed to ensure operational efficiency, protection and conservation of resources, accuracy and promptness in financial reporting and compliance with laws and regulations. Efforts are made by the management to maintain a sound financial and commercial practice capable of improving the efficiency of the operations and sustainability of the business. The system ensures that all the assets are safeguarded and protected against loss from unauthorized use or disposition and those are authorized, recorded and reported correctly. All operating parameters are monitored and controlled. The Audit Committee of the Board of Directors also reviews the adequacy and effectiveness of internal control systems and suggests improvement for strengthening them, from time to time.

RISK MANAGEMENT POLICY:

Risk Management is the process of identification, assessment and prioritization of risks followed by coordinated efforts to minimize, monitor and mitigate/control the probability and/or impact of unfortunate events or to maximise the realization of opportunities. The Company has laid down a comprehensive Risk Assessment and Minimization Procedure which is reviewed by the Board from time to time. These procedures are reviewed to ensure that executive management controls risk through means of a properly defined framework.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS:

There are no significant and material orders passed by the Regulators/Courts that would impact the going concern status of the Company and its future operations

CONSERVATION OF ENERGY, TECHNOLOGICAL ABSORPTION AND FOREIGN EXCHANGE EARNINGS & OUTGO:

As required under Section 134(3)(m) of the Companies Act, 2013 read with the and Rule 8(3) of Companies (Accounts) Rules, 2014 the Company has no activity involving conservation of energy or technology absorption, foreign exchange earnings and outgo.

BUSINESS RESPONSIBILITY REPORTING:

The Business Responsibility Reporting as required by Regulation 34 of the SEBI Listing Regulation is not applicable to your Company for the financial year ended as on March 31st, 2020.

PREVENTION OF INSIDER TRADING:

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors, Officers and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors, Officers and the

designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code.

All Board of Directors and the designated employees have confirmed compliance with the Code.

ACKNOWLEDGEMENT:

Your Directors wish to place on record their appreciation of the contribution of employees at all levels. Your Directors also take this opportunity to thank the Company's Bankers, Shareholders and all others concerned for their valuable support and co-operation extended to the Company.

Date: 22.07.2020

Place: Kolkata

For and on behalf of the Board

For and on behalf of the Board

S/d

S/d

*Nita Agarwal
Wholetime Director
DIN: 07092762*

*Kailash Dhanuka
Director
DIN: 00983370*

MANAGEMENT DISCUSSION & ANALYSIS REPORT

(Forming part of Directors' Report for the financial year ended 31st March, 2020)

Annexure – 'A'

Industry Structure and Development: India's textile sector is one of the oldest industries in the Indian economy and has an overwhelming presence in the economic life of the country. It plays a vital role in employment generation, export earnings and in industrial output. India is among the few textile manufacturing countries in the world which is fully integrated from fiber to finished products.

India's textiles sector is one of the oldest industries in Indian economy dating back several centuries. The textiles industry is also labour intensive and is one of the largest employers. The textile industry has two broad segments. First, the unorganized sector consists of handloom, handicrafts and sericulture, which are operated on a small scale and through traditional tools and methods. The second is the organized sector consisting of spinning, apparel and garments segment which apply modern machinery and techniques such as economies of scale.

The Indian textiles industry is extremely varied, with the hand-spun and hand-woven textiles sectors at one end of the spectrum, while the capital intensive sophisticated mills sector at the other end of the spectrum. The decentralised power looms/ hosiery and knitting sector form the largest component of the textiles sector. The close linkage of the textile industry to agriculture (for raw materials such as cotton) and the ancient culture and traditions of the country in terms of textiles make the Indian textiles sector unique in comparison to the industries of other countries. The Indian textile industry has the capacity to produce a wide variety of products suitable to different market segments, both within India and across the world. Roll out of Goods & Service Tax (GST) has proved to be good for the economy in terms of spurring growth, competitiveness and indirect tax simplification.

Opportunities and Threats:

The future for the Indian textile industry looks promising, buoyed by strong domestic consumption. The Government has introduced the Amended Technology Upgradation Fund Scheme (ATUFS) to give a further boost for technology investment in the textile industry. The ATUFS targets employment generation, exports, conversion of existing looms to better-quality technology looms and improved quality of processing industry. The ATUFS is expected to act as a catalyst to the Government's 'Make in India' campaign for the textile sector. Approval has also been given for 24 new textile parks which will further create employment opportunities and investments. The long awaited National Textile policy to be announced shortly will further accelerate growth in this sector.

However, there are several challenges ahead for the Textile industry for enhancing its competitive strength and global positioning in terms of inflexible labour laws, poor infrastructure, competition from low cost neighboring countries which will have to be addressed to sustain the growth momentum of the industry.

Non availability of skilled labours and increase in input costs like raw material and power poses a threat to textile industry in India.

Outlook : During the current year, it is expected that there will be a good demand of finished products of textiles in the domestic as well as export markets and the industry will be able to absorb the impact of rising input costs like power, labour, interest etc. The division is taking all efforts to improve the quality and productivity to remain competitive. In view of the above the outlook for the division seems to be stable.

Risks and Concerns: The continual increase in input costs such as raw material, power, labor, interest costs, shortage of skilled workers and uncertainty of global markets are main concerns of the textile industry.

Cautionary Statement: The forward looking statements and the views expressed in the Management Discussion and Analysis Report are based on certain assumptions. The actual results, performances or achievements may differ materially from those stated therein. The Company would not be held liable, in any manner, if the future turns out to be quite different, even materially.

Date: 22.07.2020

Place: Kolkata

For and on behalf of the Board

For and on behalf of the Board

S/d

S/d

*Nita Agarwal
Wholetime Director
DIN: 07092762*

*Kailash Dhanuka
Director
DIN: 00983370*

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members of
Dentax India Ltd.
119B Muktaram Babu Street
2nd Floor
Kolkata 700007

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Dentax (India) Limited** having (CIN: **L51109WB1984PLC037960**) and having registered office at **119/B, Muktaram Babu Street, 2nd Floor, Kolkata - 700007** (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. In my opinion and to the best of my/our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2020 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

Sr No.	Name of Director	DIN	Date of appointment
1	Kailash Dhanuka	00983370	30.08.2018
2	Pankaj Dhanuka	03183386	01.09.2014
3	Ashish Goenka	06985775	15.03.2019
4	Nita Agarwal	07092762	30.03.2015

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Date: 22.07.2020

Place: Kolkata

S/d

Manisha Lath
Practicing Company Secretary
ACS 15614, C.P. No. 16768
UDIN : A015614B000491144

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31/03/2020

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

I. REGISTRATION AND OTHER DETAILS :

- i) CIN L51109WB1984PLC037960
- ii) Registration Date 18.09.1984
- iii) Name of the Company **DENTAX (INDIA) LIMITED**
- iv) Category / Sub-Category of
- | | |
|--|-----|
| 1. Public Company | (Y) |
| 2. Private company | () |
| 3. Government Company | () |
| 4. Small Company | () |
| 5. One Person Company | () |
| 6. Subsidiary of Foreign Company | () |
| 7. NBFC | () |
| 8. Guarantee Company | () |
| 9. Limited by shares | (Y) |
| 10. Unlimited Company | () |
| 11. Company having share capital | (Y) |
| 12. Company not having share capital | () |
| 13. Company Registered under Section 8 | () |
- v) Address of the Registered office and contact details 119/B, Muktaram Babu Street, 2nd Floor, Kolkata - 700007
West Bengal
Telephone : 9330903030
Fax Number :
Email : dentaxindiaLtd@gmail.com
- vi) Whether listed company Yes
- vii) Name and Address of Registrar & Transfer Agents (RTA)
- | | |
|---------------------------------------|---|
| Name of Registrar & Transfer Agents : | ABS CONSULTANTS PVT. LTD. |
| Address : | 4, B. D. D. BAG, STEPHEN HOUSE, 6 TH FLOOR, R. NO. 99, |
| Town / City : | KOLKATA |
| State : | West Bengal |
| Pin Code : | 700001 |
| Telephone : | 033 22301043 |
| Fax Number : | 033 22301043 |
| Email : | absconsultant@vsnl.net |

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY :

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

SN	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Sale of Textiles	52321	

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES :

[No. of Companies for which information is being filled = 0]

SN	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% of shares held	Applicable Section
1	NIL	NIL	NIL	NIL	NIL

IV.	SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity) :									
A.	Category-wise Share Holding									
Category of Shareholders	No. of Shares held at the beginning of the year (01/04/2019)				No. of Shares held at the end of the year (31/03/2020)				% Change during the year	
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	Percentage	Number of Shares
A. Promoters										
(1) Indian										
a) Individual/HUF	15,000	-	15,000	0.76	15,000	-	15,000	0.76	-	-
b) Central Govt	-	-	-	-	-	-	-	-	-	-
c) State Govt (s)	-	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	220	-	220	0.01	220	-	220	0.01	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-	-
f) Any Other....	-	-	-	-	-	-	-	-	-	-
Sub-total (A) (1):-	15,220	-	15,220	0.77	15,220	-	15,220	0.77	-	-
(2) Foreign										
a) NRIs – Individuals	-	-	-	-	-	-	-	-	-	-
b) Other – Individuals	-	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-	-
e) Any Other....	-	-	-	-	-	-	-	-	-	-
Sub-total (A) (2):-	-	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	15,220	-	15,220	0.77	15,220	-	15,220	0.77	-	-
B. Public										
1. Institutions										
a) Mutual Funds	-	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-	-
e) Venture Capital	-	-	-	-	-	-	-	-	-	-
f) Insurance	-	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-	-
h) Foreign Venture	-	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-	-
2. Non-Institutions										
a) Bodies Corp.	477,000	-	477,000	24.11	477,000	-	477,000	24.11	-	-
i) Indian	-	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	264,320	264,320	13.36	-	264,320	264,320	13.36	-	-
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh "	811,430	410,350	1,221,780	61.76	811,430	410,350	1,221,780	61.76	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	1,288,430	674,670	1,963,100	99.23	1,288,430	674,670	1,963,100	99.23	-	-
Total Public Shareholding (B)=(B)(1)+(B)(2)	1,288,430	674,670	1,963,100	99.23	1,288,430	674,670	1,963,100	99.23	-	-
C. Shares held by Custodian for GDRs & ADRs										
Grand Total (A+B+C)	1,303,650	674,670	1,978,320	100	1,303,650	674,670	1,978,320	100	-	-

B. Shareholding of Promoters :								
SN	Shareholder's Name	Shareholding at the beginning of the year (01/04/2019)			Shareholding at the end of the year (31/03/2020)			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Ashok Kumar Agarwal (HUF)	15,000	0.76	-	15,000	0.76	-	-
2	SRG Equity Investment Pvt Ltd	200	0.01	-	200	0.01	-	-
3	Mangalam Abasan Ltd	20	0.00	-	20	0.00	-	-

C. Change in Promoters' Shareholding							
SN	Name	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year		
			No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company	
NONE							

D. Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)						
SN	Name	Particulars	Shareholding at the beginning of the year (01/04/2019)		Cumulative Shareholding during the year (31/03/2020)	
			No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1	LAXMI KANT BAGARIA	Shareholder	97420	4.92%	97420	4.92%
2	NAWRATAN ARTS LIMITED	Shareholder	97000	4.90%	97000	4.90%
3	SHREEKUNJ SECURITIES PVT. LTD	Shareholder	95000	4.80%	95000	4.80%
4	ANNEX TRADELINKS PRIVATE	Shareholder	95000	4.80%	95000	4.80%
5	STREAM SUPPLIERS PRIVATE	Shareholder	95000	4.80%	95000	4.80%
6	RAHUL SUREKA	Shareholder	95000	4.80%	95000	4.80%
7	KAMAL KHAITAN (HUF)	Shareholder	95000	4.80%	95000	4.80%
8	SUBODH KUMAR SINGHANIA	Shareholder	95000	4.80%	95000	4.80%
9	RADHWA TRADING PRIVATE	Shareholder	95000	4.80%	95000	4.80%
10	PRAKASH BAGARIA	Shareholder	89580	4.53%	89580	4.53%

E. Shareholding of Directors and Key Managerial Personnel						
SN	Name	Particulars	Shareholding at the beginning of the year (01/04/2019)		Cumulative Shareholding during the year	
			No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1	Kailash Dhanuka	Director	0	0.00%	0	0.00%
2	Ashish Goenka	Director	10	0.00%	10	0.00%
3	Pankaj Dhanuka	Director	0	0.00%	0	0.00%
4	Nita Agarwal	Director	0	0.00%	0	0.00%
5	Pratima Goyal	CFO	0	0.00%	0	0.00%

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

VI.	REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL :											
	A.	Remuneration to Managing Director, Whole-time Directors and/or Manager										
SN	Name of MD/WTD /Manager	Gross salary			Stock Option	Sweat Equity	Commission		Others	Total	Ceiling as per the Act	
		(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961			as % of profit	others				
NIL												
B.	Remuneration to other directors											
SN	Name of Directors	Independent Directors			Total (1)	Other Non-Executive Directors			Total (2)	Total (1+2)	Total Managerial Remuneration	Overall Ceiling as per the Act
		Fee for attending board/ committee meetings	Commission	Others		Fee for attending board committee meetings	Commission	Others				
NIL												
C.	REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD											
SN	Name of Key Managerial Personnel	Gross salary			Stock Option	Sweat Equity	Commission		Others	Total		
		(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961			as % of profit	others				
1	NITA AGARWAL	120,000										120,000
2	SWETA SARRAF	84,000										84,000
VII.	PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES :											
Type	Section of the Companies Act	Brief Description			Details of Penalty /Punishment/ Compounding fees imposed			Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)			
A. COMPANY												
Penalty	-	-			-			-	-			
Punishment	-	-			-			-	-			
Compounding	-	-			-			-	-			
B. DIRECTORS												
Penalty	-	-			-			-	-			
Punishment	-	-			-			-	-			
Compounding	-	-			-			-	-			
C. OTHER OFFICERS												
Penalty	-	-			-			-	-			
Punishment	-	-			-			-	-			
Compounding	-	-			-			-	-			
DATE: 22th DAY OF JULY,2020 PLACE: KOLKATA						For and on behalf of Board of Directors						
						Sd/- Nita Agarwal Whole Time Director DIN : 07092762			Sd/- Kailash Dhanuka Director DIN : 00983370			

Form No. MR - 3
SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31st MARCH, 2020

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

To,
The Members,
Dentax (India) Limited.
119/ B, Muktaram Babu Street
Kolkata – 700 007

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. Dentax (India) Ltd.** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2020 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2020 according to the provisions of:

- i) The Companies Act, 2013 (the Act) and the rules made there under;
- ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings, wherever applicable(*Foreign Direct Investment and Overseas Direct Investment not applicable during the audit period*)
- v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
 - c) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
 - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;**Not Applicable***
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;**Not Applicable***
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and- **Not Applicable***
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;- **Not Applicable*.**
- vi) And other applicable laws like Payment of Gratuity Act, 1972, Payment of Wages Act, 1936, Payment of Bonus Act, 1965, The West Bengal Tax on Professions, Trades, Callings And Employments Act, 1979, West Bengal Shops & establishment Act, 1963 etc.

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

1. Secretarial Standards issued by The Institute of Company Secretaries of India.
2. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

i) The Company has not appointed any Internal Auditor under section 138 of the Companies Act 2013.

I further report that

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

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

This Report is to be read with our letter of even date which is annexed "**Annexure A**" and forms an Integral Part of this Report.

S/d

Date: 22.07.2020
Place: Kolkata

Manisha Lath
Practicing Company Secretary
ACS M. No.:15614, C. P. No.: 16768
UDIN: A015614B000491133

Annexure 'A' to the Secretarial Audit Report

To,
The Members,
Dentax (India) Limited.

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

1. Maintenance of Secretarial Records is the responsibility of the Management of the Company. My responsibility is to express an opinion on the secretarial records based on my audit.
2. I have followed the Audit practices and processes as where appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial Records. I believe that the processes and practices, I followed provide the reasonable basis for our opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, I have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations and standards is the responsibilities of the management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Date: 22.07.2020
Place: Kolkata

S/d

Manisha Lath
Practicing Company Secretary
Membership No.:15614, C. P. No.: 16768
UDIN: A015614B000491133



BIJAN GHOSH & ASSOCIATES

Chartered Accountants

C-16, Green Park

P, Majumder Road, Kolkata-700078

Phone: 2484 8879, 6519 6510

Mobile: 93394 40467, 90517 89888

E-mail: bijanghosh1967@yahoo.co.in

INDEPENDENT AUDITORS' REPORT

**TO
THE MEMBERS OF
DENTAX (INDIA) LIMITED,**

REPORT ON THE STANDALONE FINANCIAL STATEMENTS

We have audited the accompanying financial statements of Dentax (India) Limited ("the Company"), which comprise the Balance Sheet as at 31st March, 2020, the Statement of Profit and Loss, the statement of change in equity, the statement of Cash Flow statement for the year then ended and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013('the Act') in the manner so required and gives a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31st, 2020, its Profit, changes and its cash flows for the year ended on that date.

BASIS FOR OPINION

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

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

INFORMATION OTHER THAN THE FINANCIAL STATEMENT AND AUDITOR'S REPORT THEREON

The Company's board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, Business Responsibility Report but does not include the financial statements does not cover the other auditor's report thereon. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

AUDITORS' RESPONSIBILITY FOR THE AUDIT OF FINANCIAL STATEMENTS

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(c) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A, statement on the matters specified in Paragraphs 3 and 4 of the Order.
2. As required by section 143(3) of the Act, we report that;
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss and Cash flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the Balance Sheet and the Statement of Profit & Loss and Cash Flow Statement comply with the Accounting Standard referred to in section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the directors as on 31st March, 2020 and taken on record by the Board of Directors, none of the directors is disqualified as on March 31,2020 from being appointed as a director in terms of section 164 (2) of the Companies Act, 2013.
 - f) With respect to the adequacy of the internal financial control over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in (**Annexure –B**).
 - g) With respect to the other matters included in the auditor's report and to best of our information and according to the explanation given to us.
 - i. The company have no pending litigation on its financial position in its financial statement.
 - ii. The company has made provisions, as required under the applicable law or Accounting Standards, for material foreseeable losses, if any, and long term contracts including derivative contracts.
 - iii. Since the Company has incurred Loss during the Financial Year ending on 31-03-2020, there is no declaration of Dividend.

For, M/s. Bijan Ghosh & Associates
Chartered Accountants
Firm's registration number: 323214E

S/d

CA. Bijan Ghosh
Membership No: 009491
Place: Kolkata
Date: The 22nd day of July, 2020
UDIN: 2009491AAAABZ2093



BIJAN GHOSH & ASSOCIATES

Chartered Accountants

C-16, Green Park

P, Majumder Road, Kolkata-700078

Phone: 2484 8879, 6519 6510

Mobile: 93394 40467, 90517 89888

E-mail: bijanghosh1967@yahoo.co.in

Annexure A” to the Independent Auditors’ Report

(Referred to in paragraph 1 under ‘Report on other legal and regulatory requirements’ section of our report to the members of DENTAX (INDIA) LIMITED of even date)

The Annexure Referred to our Independent Auditor’ Report to the members of the Company **DENTAX (INDIA) LIMITED** on the standalone Financial Statements for the year ended 31st March, 2020, we report that;

- 1) The Company is maintaining proper records showing full particulars, including quantitative details and situation of Fixed Assets; the management at reasonable intervals has physically verified all the Fixed Assets. No material discrepancies were noticed on such verification.
- 2) The Company has no Inventory
- 3) In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with size of the company and the nature of its business with regard to purchase of fixed assets and sale of services. We have not observed any major weakness in the internal control system during the course of the audit.
- 4) The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company.
- 5) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of loans, investments, guarantees, and security.
- 6) The Company has not accepted any deposits from the public.
- 7) As informed to us, the maintenance of Cost Records has not been prescribed by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.
 - a. According to the books and records as produced and examined by us in accordance with generally accepted auditing practices in India and also based on Management representations, undisputed statutory dues including Provident Fund, Employees ‘state Insurance Dues, Income Tax, GST, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Value Added Tax, Cess and Other material Statutory dues have generally been regularly deposited, by the Company during the year with the appropriate authorities in India. According to the information and explanation given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31st March, 2020 for a period of more than six months from the date of becoming payable.
 - b. As at 31st March, 2020, there have been no disputed dues which have not been deposited with the respective authorities in respect of Income Tax, Wealth Tax, Service Tax, Sales Tax, Custom Duty, Excise Duty, Value Added Tax, GST and Cess.
- 8) In our opinion and according to the information and explanations given to us, the Company has not taken any loan either from banks, financial institutions or from the government and has not issued any debentures.
- 9) The Company has accumulated losses at the end of the financial year.
- 10) In our opinion and according to the information and the explanations given to us, the Company has not given any guarantee for loans taken by other from banks or financial institutions.
- 11) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3(ix) of the Order are not applicable.

- 12) Based upon the audit procedures performed and the information and explanations given by the management we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
- 13) Based upon the audit procedures performed and the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act;
- 14) In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- 15) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) Of the Order are not applicable to the Company.
- 16) In our opinion and according to the information given to us, and based on our examination of the Records of the company, company has not made any preferential allotment or private placement of Shares or fully or partly convertible debentures during the year.
- 17) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- 18) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

***For, M/s. Bijan Ghosh & Associates
Chartered Accountants
Firm's registration number: 323214E***

S/d

***CA. Bijan Ghosh
Membership No: 009491
Place: Kolkata
Date: The 22nd day of July, 2020
UDIN: 2009491AAAABZ2093***



BIJAN GHOSH & ASSOCIATES

Chartered Accountants

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“Annexure B” to the Independent Auditor’s Report of even date on the Standalone Financial Statements

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

We have audited the internal financial controls over financial reporting of **DENTAX (INDIA) LIMITED** (“the Company”) as of March 31st, 2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Opinion

We have audited the internal financial controls with reference to financial statements of DENTAX (INDIA) LIMITED (“the Company”) as of 31st March, 2020 in conjunction with our audit of the financial statements of the Company for the year then ended.

In our opinion, the Company has, in all material respects, an adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at March 31, 2020, based on the internal financial controls with reference to financial statements criteria established by the company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.(the “Guidance Note”).

Management’s Responsibility for Internal Financial Controls

The Company’s management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statement criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013, (hereinafter referred to as “the Act”).

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to financial statements.

Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference financial statements were established and maintained and whether such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

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

*For, M/s. Bijan Ghosh & Associates
Chartered Accountants
Firm's registration number: 323214E*

S/d

*CA. Bijan Ghosh
Membership No: 009491
Place: Kolkata
Date: The 22nd day of July, 2020
UDIN: 2009491AAAABZ2093*

Dentax (India) Limited

Balance Sheet as at 31st March, 2020

(Amount in Rs.)

Particulars		Note No.	Figures as at 31.03.2020	Figures as at 31.03.2019
I	ASSETS			
1	Non-Current assets			
	(A) Property, Plant & Equipment	2	74,264.00	98,263.00
	(B) Financial Assets			
	(i) Loans	3	17,062,805.00	15,352,531.00
	Total Non-Current Assets		17,137,069.00	15,450,794.00
2	Current assets			
	(A) Inventories	4	-	-
	(B) Financial Assets			
	(i) Investments	7	6,086,741.00	26,458,667.00
	(ii) Trade Receivables	5	3,197,896.00	941,703.00
	(iii) Cash and Cash Equivalent	6	2,234,243.00	293,596.00
	(iv) Loans	8	-	-
	(v) Other Financial Assets	9	-	-
	(D) Other Current Assets	10	1,774,774.00	814,571.00
	Total Current Assets		13,293,654.00	28,508,537.00
	TOTAL ASSETS		30,430,723.00	43,959,331.00
I	EQUITY AND LIABILITIES			
1	Equity			
	(A) Equity Share capital	11	19,783,200.00	19,783,200.00
	(B) Other Equity	12	9,315,584.00	22,767,868.00
	Total Equity		29,098,784.00	42,551,068.00
2	Liabilities			
	(A) Non-Current Liabilities			
	(i) Deffered Tax Liabilities(Net)	13	1,030,523.00	1,030,523.00
	Total Non-Current Liabilities		1,030,523.00	1,030,523.00
	(B) Current Liabilities			
	(i) Financial Liabilities			
	(a) Borrowings	14	-	-
	(b) Trade Payables	15	-	-
	(iii) Other Current Liabilities	16	161,927.00	53,180.00
	(iv) Current Tax Liabilities	17	139,489.00	324,560.00
	Total Current Liabilities		301,416.00	377,740.00
	Total Liabilities		1,331,939.00	1,408,263.00
	TOTAL LIABILITIES		30,430,723.00	43,959,331.00

Notes on Financial Statements

As per our report annexed of even date

1-31

For Bijan Ghosh & Associates

Chartered Accountants

Firm's Registration No.323214E

S/d

CA. Bijan Ghosh

Membership No. 009491

Date: 22nd Day of July,2020

UDIN:20009491AAAABZ2093

For and on behalf of the Board of Directors

S/d

Nita Agarwal

Whole Time Director

DIN : 07092762

S/d

Kailash Dhanuka

Director

DIN : 00983370

Dentax (India) Limited

Statement of Profit and Loss for the years ended 31st March, 2020

(Amount in Rs.)

Particulars		Note No.	Figures for the year ended 31.03.2020	Figures for the year ended 31.03.2019
Income				
I	Revenue from operations	18	468,712	715,000
II	Other income	19	2,112,265	5,190,665
III	Total Revenue(I + II)		2,580,977	5,905,665
Expenses :				
IV	Purchase of Stock-in-Trade	20	467,635	650,000
	Change in Inventories of Stock in Trade	21	-	-
	Employee benefit Expenses	22	839,350	799,800
	Depreciation	2	23,999	24,620
	Other expenses	23	784,531	3,542,439
	Total expenses		2,115,515	5,016,859
V	Profit before tax (V-VI)		465,462	888,806
VI	Tax expense :			
	(1) Current tax		-	300,000
	(2) Tax adjustments of earlier years		-	-
	(3) Deferred tax		-	-
VII	Profit (loss) for the year		465,462	588,806
VIII	Other Comprehensive Income	24		
	(1) Items that will not be reclassified subsequently to the Profit and Loss Account			
	(a) Changes in fair values of investment in equities carried at Fair Value Through OCI		(13,917,746)	4,504,981
	(2) Income-tax relating to Items that will not be reclassified subsequently to the Profit and Loss Account		-	675,747
	Other Comprehensive Income, net of tax		(13,917,746)	3,829,234
Total Comprehensive Income for the year			<u>(13,452,284)</u>	<u>4,418,040</u>

Basic & Diluted earning per Equity Share: 25 0.24 0.30

Notes on Financial Statements

1-31

As per our report annexed of even date

For Bijan Ghosh & Associates

Chartered Accountants

Firm's Registration No.323214E

For and on behalf of the Board of Directors

S/d

S/d

S/d

CA. Bijan Ghosh

Membership No. 009491

Date: 22nd Day of July, 2020

UDIN:20009491AAAABZ2093

Nita Agarwal

Whole Time Director

DIN : 07092762

Kailash Dhanuka

Director

DIN : 00983370

Dentax (India) Limited

Statement Of Changes In Equity

(Amount in Rs.)

Particulars	Equity Share Capital	Other Equity			Total Equity Attributable to the equity holders of the company
		Reserve And Surplus	Other comprehensive income		
		Retained Earnings	Equity Instruments Through OCI	Other Items of OCI	
Balance as at 1st April, 2018	19,783,200.00	11,802,615.00	5,871,466.00	-	37,457,281.00
Changes in Equity					
(a) Profit/(Loss) for the year		588,806.00	-	-	588,806.00
(b) Gain on equities carried at FVTOCI		-	4,504,981.00	-	4,504,981.00
Total Comprehensive Income for the year	-	588,806.00	4,504,981.00	-	5,093,787.00
Earlier Year Taxes		-	-	-	-
Derecognition of Equity Instruments		-	-	-	-
Balance as at 31st March, 2019	19,783,200.00	12,391,421.00	10,376,447.00	-	42,551,068.00
Balance as at 1st April, 2019	19,783,200.00	12,391,421.00	10,376,447.00	-	42,551,068.00
Changes in Equity					
(a) Profit/(Loss) for the year	-	465,462.00	-	-	465,462.00
(b) Gain on equities carried at FVTOCI	-	-	(13,917,746.00)	-	(13,917,746.00)
Total Comprehensive Income for the year		465,462.00	(13,917,746.00)	-	(13,452,284.00)
Earlier year Taxes	-	-	-	-	-
Derecognition of Equity Instruments	-	-	-	-	-
Balance as at 31st March, 2020	19,783,200.00	12,856,883.00	(3,541,299.00)	-	29,098,784.00

Notes on Financial Statements

1-31

As per our report annexed of even date

For Bijan Ghosh & Associates

Chartered Accountants

Firm's Registration No.323214E

S/d

CA. Bijan Ghosh

Membership No. 009491

Date: 22nd Day of July,2020

UDIN:20009491AAAAABZ2093

For and on behalf of the Board of Directors.

S/d

Nita Agarwal

Whole Time Director

DIN : 07092762

S/d

Kailash Dhanuka

Director

DIN : 00983370

Dentax (India) Limited

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2019

	(Amount in Rs.)	
	<u>2019-20</u>	<u>2018-19</u>
A) Cash flow from operating activities		
Net Profit / (Loss) before extraordinary items and tax	465,462	888,806
Adjustments for:		
Depreciation and amortisation	23,999	24,620
Interest income	(233,638)	(644,102)
Dividend Received	(170,538)	(171,323)
Profit/Loss from Speculation	(285,585)	(162,242)
Profit from sale of Commercial Space	-	-
Profit/Loss from Mutual Fund	(372,556)	(232,297)
Profit/Loss from Sale of Equity Shares	(1,049,948)	(3,980,701)
Rent Received	-	-
Operating profit / (loss) before working capital changes	(1,622,804)	(4,277,239)
Changes in working capital:		
(Increase)/Decrease in Trade receivables	(2,256,193)	(941,703)
(Increase)/Decrease in Inventories	-	-
(Increase)/Decrease in Other Current Assets	(960,203)	466,112
Increase/(Decrease) in Trade payables	-	-
Increase/(Decrease) in Current Liability	(376,324)	13,820
	(5,215,524)	(4,739,010)
Net income tax (paid) / refunds	-	-
Cash Flow Before Extra-Ordinary Items	(5,215,524)	(4,739,010)
Extra-Ordinary Items	-	-
Net Cash From Operating Activities	(5,215,524)	(4,739,010)
B) Cash flow from Investing activities		
Disposal of Fixed Assets	-	-
Purchase of Fixed Assets	-	-
Interest income	233,638	644,102
Dividend Received	170,538	171,323
Rent Received	-	-
Refunds of Loan Given	-	2,346,580
Loan Given	(1,710,274)	(4,384,941)
Net Proceeds from sale of Investments	8,462,269	565,305
Net cash flow from / (used in) Investing activities (B)	7,156,171	(657,631)
C) Cash flow from financing activities		
Increase in Short term Borrowings	-	-
Refund of Borrowings	-	-
Net cash flow from / (used in) financing activities (C)	-	-
Net increase / (decrease) in Cash and cash equivalents (A+B+C)	1,940,647	(5,396,641)
Cash and cash equivalents at the beginning of the year	293,596	5,690,237
Cash and cash equivalents at the end of the year	2,234,243	293,596

Note :

1. Figures in bracket represent cash outflow.
2. Previous year's Figures have been regrouped/rearranged wherever necessary.

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

For Bijan Ghosh & Associates

Chartered Accountants

Firm's Registration No.323214E

S/d

CA. Bijan Ghosh

Membership No. 009491

Date: 22nd Day of July, 2020

UDIN:20009491AAAABZ2093

For and on behalf of the Board of Directors.

S/d

Nita Agarwal

Whole Time Director

DIN : 07092762

S/d

Kailash Dhanuka

Director

DIN : 00983370

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2020.

1. Statement of Significant accounting policies

A. Corporate Information

Dentax (India) Limited 'the company' is an entity incorporated in India. The registered office of the Company is located at 119/B, Muktaram Babu Street, 2nd Floor, Kolkata - 700007.

B. Significant Accounting Policies

B.1 Statement of Compliance

The financial Statements of the Company have been prepared in accordance with the Indian Accounting Standard referred to as 'Ind AS' as notified under the Companies (Indian Accounting Standards) Rules, 2015 read with Section 133 of the Companies Act, 2013 with effect from April 1, 2018.

B.2 Basis of Preparation and Presentation

a) The 'Ind AS financial statements' has been prepared on historical cost basis, except for certain financial instruments which are measured at fair values at the end of each reporting period. Fair value is the price that would have been fetched to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measured date.

b) The preparation of the financial statements in conformity with the Ind AS, requires management to make judgements, estimates and assumptions that affect the application of accounting policies, the reported amounts of assets & liabilities and accompanying disclosures as at date of the Ind AS financial statements and the reported amounts of these revenues and expenses for the years under presentation. The estimates and assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates & assumptions.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised or in the period of the revision and future periods depending upon the effects.

c) The recognition and measurement of provisions are based on the assessment of the probability of an outflow of resources and on past experience and circumstances known at the balance sheet date. The actual outflow of resources at a future date may therefore vary from the figure included in provisions.

A provision is recognized if, as a result of a past event, the Company has a present legal obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions (excluding retirement benefits and compensated leave) are not discounted to its present value and are determined by the best estimate of the outflow of economic benefits required to settle the obligation at the reporting date. These are reviewed at each reporting date adjusted to reflect the current best estimates.

d) In the normal course of business, contingent liabilities may arise from litigations and other claims against the Company. Where the potential liabilities have a low probability of crystallizing or are very difficult to quantify reliably, the same are treated as contingent liabilities.

Contingent liability is disclosed when the Company has a possible obligation or present obligation and it is probable that a cash flow will not be required to settle the obligation.

Contingent assets are not disclosed in the financial statements unless an inflow of economics benefits is probable.

B3. Revenue Recognition

Revenue from sale of goods is recognized, when the significant risks and rewards of ownership have transferred to the buyer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably, there is no continuing effective control over, or managerial involvement with, the goods, and the amount of revenue can be measured reliably. Revenue from the sale of goods is measured at the fair value of the consideration received or receivable. Sales are presented net of trade allowance, rebate, duties & taxes if any except excise duty if applicable.

Other Revenue is recognized on accrual basis

B4. Tax Expenses

The tax expense for the period comprises of current and deferred income tax. Taxes are recognized in Statement of Profit & Loss, except to the extent that it relates to items recognized in the Other Comprehensive Income (OCI) or directly in equity, in which case, the taxes are also recognized in Other Comprehensive Income or directly on equity respectively.

i) Current tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the Income Tax authorities, based on tax rates and laws that are enacted/prevaling at the Balance Sheet date.

ii) Deferred tax

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which liability is settled or the asset is realized, based on tax rates and tax laws that have been enacted and/or substantively enacted at the end of reporting period. The carrying amount of deferred tax liabilities and assets are reviewed at the end of each reporting period.

B5. Property, Plant & Equipment

(i) Recognition and measurement

Items of property, plant and equipment, are measured at cost (which includes capitalised borrowing costs, if any) less accumulated depreciation and accumulated impairment losses, if any. Cost of an item of property, plant and equipment includes its purchase price, duties, taxes not being recoverable, and any other cost directly attributable for bringing the item to its working condition and allocated costs of dismantling and removing the item and restoring at the site on which it is located.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials, direct labour and any other costs directly attributable to bringing the item to its intended working condition and allocated costs of dismantling, removing and restoring at the site on which it is located, wherever applicable.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment. Any gain or loss on disposal of an item of property, plant and equipment is recognised in statement of profit or loss.

(ii) Transition to Ind AS

On transition to Ind AS, the Company continues to carry on the value of all of its property, plant and equipment measured as on 1 April 2016 as per the previous GAAP and uses that carrying value as the deemed cost of such property, plant and equipment.

(iii) Subsequent Expenditure

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company.

(iv) Depreciation

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual value using straight line method over the useful lives of assets estimated by the Company based on an internal technical evaluation performed by the management and is recognised in the statement of profit and loss. Depreciation for assets purchased / sold during the period is charged on prorata basis.

The estimated useful lives of items of property, plant and equipment are as follows:

Asset	Useful Life
Furniture & Fixtures	10 years
Computer & printer	3 years
Motor Vehicles	8 years
Office Space	30 Years

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year-end and adjusted prospectively, if appropriate.

(v) Reclassification to Investment property

When the use of a property changes from owner-occupied to investment property, the property is reclassified as investment property at its carrying amount on the date of classification.

B6. Financial Instruments & variables

(i) Recognition & Initial Measurement

The Company initially recognises financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are measured at fair value on initial recognition. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, that are not at fair value through profit or loss, are added to the fair value on initial recognition. Regular way purchase and sale of financial assets are accounted for at trade date.

(ii) Classification & Subsequent measurement

a) Cash and cash equivalents

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

b) Financial assets at amortized cost

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

c) Financial assets at fair value through other comprehensive income (FVTOCI)

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

d) Financial assets at fair value through profit or loss (FVTPL)

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

e) Financial liabilities

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

f) Derivative financial instruments accounting

Derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are also subsequently restated at their fair value. Derivatives are carried as financial assets so long as the fair values are positive and as financial liabilities when the fair value are negative. Any gains or losses arising from changes in the fair value of derivatives are taken directly to Statement of Profit and Loss.

g) Investment in subsidiaries, joint venture and associates

Investment in subsidiaries, joint venture and associates is carried at cost in the financial statements.

(iii) Derogation

a) Financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the right to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial assets are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset. If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

b) Financial liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire. The Company also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and a new financial liability with modified terms is recognised in the statement of profit and loss.

(iv) Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or realise the asset and settle the liability simultaneously.

B7. Inventories

Stock-in-trade is valued at the lower of cost or net realisable value. Cost comprises of prime cost and other overheads incurred in bringing the inventories to their present location and condition computed on a moving weighted average basis.

B8. Earnings Per Share

Basic and Diluted Earnings per share is calculated by dividing the net profit attributable to equity shareholders by weighted average number of equity shares/dilutive potential equity shares outstanding as at end of the reporting period as the case may be.

B9. Cash Flow

Cash flows are reported using the Indirect Method, whereby profit/loss before tax is adjusted for the effect of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments and items of income or expenses associated with investing or financial cash flows. Cash flows from operating, investing and financial activities of the Company are segregated based on the available information.

For the purpose of cash flow statement, Cash and cash equivalents comprise cash at banks and on hand and short-term deposits with an unexpired maturity of three months or less, which are subject to an insignificant risk of changes in value, net of outstanding bank overdrafts, if any, Bank overdraft are disclosed within borrowings in current liabilities in the Balance Sheet.

Dentax (India) Limited.

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

2. Property, Plant & Equipment

(Amount in Rs.)

Reconciliation of Carrying Amount

Description	Gross Carrying Amount				Depreciation				Carrying Amount(Net)	
	As at 01.04.2019	Addition	Disposals	As at 31.03.2020	As at 01.04.2019	For the Year	Disposals	Upto 31.03.2020	As at 31.03.2020	As at 31.03.2019
Tangible Assets										
Furniture & Fixtures	207,334.00	-	-	207,334.00	134,748.00	8,065.00	-	142,813.00	64,521.00	72,586.00
Computer & Printer	316,472.00	-	-	316,472.00	299,275.00	13,107.00	-	312,382.00	4,090.00	17,197.00
CCTV	15,186.00	-	-	15,186.00	6,706.00	2,827.00	-	9,533.00	5,653.00	8,480.00
Total	538,992.00	-	-	538,992.00	440,729.00	23,999.00	-	464,728.00	74,264.00	98,263.00

Description	Gross Carrying Amount				Depreciation				Carrying Amount(Net)	
	As at 01.04.2018	Addition	Disposals	As at 31.03.2019	As at 01.04.2018	For the Year	Disposals	Upto 31.03.2019	As at 31.03.2019	As at 31.03.2018
Tangible Assets										
Furniture & Fixtures	207,334.00	-	-	207,334.00	126,469.00	8,279.00	-	134,748.00	72,586.00	80,865.00
Computer & Printer	316,472.00	-	-	316,472.00	285,819.00	13,456.00	-	299,275.00	17,197.00	30,653.00
CCTV	15,186.00	-	-	15,186.00	3,821.00	2,885.00	-	6,706.00	8,480.00	11,365.00
Total	538,992.00	-	-	538,992.00	416,109.00	24,620.00	-	440,729.00	98,263.00	122,883.00

Dentax (India) Limited

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH, 2020

	(Amount in Rs.)	
	As at 31.03.20	As at 31.03.19
3. Loans - Non Current		
<i>Unsecured, Considered good</i>		
Loan to Corporate Bodies	17,062,805.00	15,352,531.00
Total	<u>17,062,805.00</u>	<u>15,352,531.00</u>
4. Inventories		
Stock in trade	-	-
Total	<u>-</u>	<u>-</u>
Detail of Inventories of Traded Goods		
Textile	-	-
	<u>-</u>	<u>-</u>
5. Trade Receivables		
<i>Unsecured, Considered good</i>		
	3,197,896.00	941,703.00
Total	<u>3,197,896.00</u>	<u>941,703.00</u>
Ageing		
Debts over 6 Months		
Other debts	<u>3,197,896.00</u>	941,703.00
	-	-
6. Cash & Cash Equivalents		
Cash on Hand	447,319.00	7,372.00
Balance with Bank	1,786,924.00	286,224.00
Cheque in Hand	-	-
Total	<u>2,234,243.00</u>	<u>293,596.00</u>
8. Loans - Current		
<i>Unsecured, Considered good</i>		
Loan to Corporate Bodies	-	-
Total	<u>-</u>	<u>-</u>
<p>8.01 Pursuance to the full & final settlement of claim of recovery of money given to Kassa Finvest Pvt. Ltd (the defaulter/expelled member of National Stock Exchange -NSE), the company has received Rs.15 lakhs against the due amount of Rs. 26,51,000. Balance amount being not receivable is written off to the account.</p>		
9. Other Financial Assets		
Advances other than Capital Advances	-	-
Total	<u>-</u>	<u>-</u>
10. Other Current Assets		
Security Deposits	185,840.00	185,840.00
Other Advances	1,300,000.00	300,000.00
Balance with Revenue Authorities	288,934.00	328,731.00
Total	<u>1,774,774.00</u>	<u>814,571.00</u>
11. Equity Share Capital		
Authorised Share Capital		
22,50,000 Equity shares of Rs 10/- each	<u>22,500,000.00</u>	22,500,000.00
Issued, Subscribed and Fully paid up		
19,78,320 Equity shares of Rs 10 each fully paid up	<u>19,783,200.00</u>	19,783,200.00
Total	<u>19,783,200.00</u>	<u>19,783,200.00</u>

Dentax (India) Limited

Notes on Ind AS Financial Statements for the year ended 31st March 2020

7. Investments

Particulars	Face Value	As at March 31,2020		As at March 31,2019	
		Nos/Unit	Amount	Nos/Unit	Amount
Current Investments					
Investments measured at FVTOCI					
<i>Investment in Equity Instruments(Fully Paid Up)</i>					
Others					
Quoted - At FVTOCI					
Aditya Birla Capital Limited	10.00	5,300	223,660.00	4,900	478,485.00
Andhra Bank Limited	10.00	-	-	200	5,620.00
Bank of Baroda	10.00	3,200	171,360.00	-	-
Bajaj Electricals Limited	2.00	3,000	223,050.00	12,000	6,706,200.00
Bharat Heavy Electrical Limited	2.00	1,800	37,440.00	-	-
BSE Limited	2.00	450	133,560.00	450	275,018.00
Central Bank	10.00	800	9,760.00	200	7,300.00
Coal India Limited	10.00	4,300	602,000.00	900	213,120.00
CESCVENT	10.00	131	15,327.00	-	-
Dish TV	1.00	600	2,460.00	200	14,124.00
Energy Development	10.00	5,000	22,250.00	5,000	121,032.00
Engineers India Limited	5.00	600	36,030.00	-	-
Federal Bank	2.00	400	16,420.00	-	-
Fortis Healthcare Limited	10.00	200	25,210.00	1,965	266,846.00
Global Offshore Services Limited	10.00	7,000	18,200.00	6,000	67,680.00
Grasim Industries Limited	2.00	-	-	500	429,100.00
The Hindustan Aluminum Corporation Limited	1.00	200	19,130.00	-	-
Idea Cellular Limited	10.00	4,500	13,995.00	5,500	99,825.00
IDFC Limited	10.00	600	8,910.00	1,000	46,400.00
IDFC Bank Limited	10.00	52,300	1,103,530.00	70,000	3,864,000.00
IFCI Limited	10.00	4,400	17,908.00	4,000	55,480.00
Indian Hotels Company Limited	1.00	300	22,470.00	-	-
Indian Oil Corporation	10.00	2,000	163,300.00	-	-
ITC Limited	1.00	200	34,400.00	-	-
Jagran	2.00	-	-	850	98,705.00
Jay Sree Tea	5.00	700	21,490.00	700	60,461.00
JISLJALEQS	2.00	5,100	16,830.00	2,400	160,684.00
LakshVillas	10.00	600	6,570.00	-	-
Mcleodrus	5.00	500	1,040.00	500	42,875.00
M-CLOUD	10.00	7,719	233,500.00	-	-
Mahindra & Mahindra Limited	5.00	1,500	427,500.00	1,500	1,005,270.00
Mahanagar Telephone Nigam Limited	10.00	-	-	700	8,372.00
Moil Limited	10.00	1,450	147,392.00	600	95,400.00
Mphasis	10.00	120	79,740.00	120	147,168.00
MTNL	10.00	700	4,228.00	-	-
Nationalum	5.00	600	17,490.00	-	-
Nawratan Arts Limited	10.00	50,000	500,000.00	50,000	500,000.00
NBCC	2.00	900	14,715.00	200	13,260.00
NHPC Limited	10.00	1,200	23,940.00	1,200	29,700.00
NMDC	1.00	700	56,000.00	-	-
Om Metals Infraprojects Limited	1.00	2,500	35,000.00	2,500	82,875.00
Oil & Natural Gas Corporation Limited	5.00	3,000	204,900.00	1,000	159,550.00
Larson & Tubro Limited	2.00	-	-	-	-
Punjab National Bank	2.00	3,100	100,285.00	-	-
Precision Camshafts Limited	10.00	1,000	25,000.00	1,000	58,700.00
Power Finance Corporation Limited	10.00	-	-	-	-
Rashtriya Chemicals & Fertilizers Limited	10.00	10,700	303,345.00	10,500	614,250.00
Reliance Communications Limited	5.00	100	66.00	100	414.00
Reliance Industries Limited	10.00	-	-	1,200	6,542,640.00
Reliance Power Limited	10.00	-	-	-	5,680.00
Rattan India Power Limited	10.00	1,500	2,010.00	1,000	2,690.00
SEL	10.00	2,000	20,000.00	2,000	2,400.00
SIP Projects	10.00	-	-	7,590	195,923.00
Skipper	1.00	1,800	34,110.00	1,000	75,350.00
South Bank	1.00	600	3,456.00	-	-
Spencer	5.00	400	29,680.00	-	-
SREI Infrastructure Finance Limited	10.00	6,100	21,838.00	6,100	181,780.00
State Bank Of India Limited	1.00	400	78,780.00	-	-
Stampede	1.00	2,000	700.00	2,000	3,360.00
Star Cement	1.00	1,450	99,035.00	250	24,688.00
Suryaroshni	10.00	200	12,590.00	-	-
Suzlon Energy Limited	2.00	2,500	5,000.00	500	3,075.00
Tata Motors Limited	2.00	3,900	277,095.00	2,600	453,180.00
TATAMTRDVR	2.00	550	17,050.00	200	17,160.00
TECHM	5.00	-	-	235	182,407.00
Texmaco Rail & Engineering Limited	1.00	3,200	62,240.00	1,100	75,900.00
Thomas Cook	1.00	400	9,660.00	-	-
Ujjivan Financial Services Limited	10.00	-	-	-	-
VEDL	1.00	300	19,425.00	200	36,750.00
Viceroy	10.00	700	602.00	700	2,478.00
Wipro	2.00	200	39,320.00	-	-
Wockpharma	10.00	100	17,275.00	400	177,200.00
Yes Bank Limited	2.00	2,275	51,074.00	-	-
ZEELEARN	-	12,000	146,400.00	-	-
			6,086,741.00		23,710,575.00
Investments measured at FVTPL					
<i>Investment in Mutual Funds</i>					
Others					
Quoted - At FVTPL					
HDFC Prudence Fund	-	-	-	-	-
ICICI Prudential Mutual Fund	-	-	-	-	-
ICICI Ultra Short Term Fund	-	-	-	148,419,243	2,748,092.00
					2,748,092.00
Total			6,086,741.00		26,458,667.00
Aggregate Carrying value of Unquoted Investments			-		-
Aggregate Market value of Quoted Investments			6,086,741.00		26,458,667.00

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH 2020

a) Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period

Particulars	As at March 31, 2020		As at March 31, 2019	
	No. Of Shares	Amount(in Rs.)	No. Of Share	Amount(in Rs.)
Share Outstanding at the beginning of the year	1,978,320.00	19,783,200.00	1,978,320.00	19,783,200.00
Add: Share issued during the year	-	-	-	-
Less: Share cancelled during the year	-	-	-	-
Share Outstanding at the end of the year	<u>1,978,320.00</u>	<u>19,783,200.00</u>	<u>1,978,320.00</u>	<u>19,783,200.00</u>

*Equity Share Capital includes 17,30,820 Equity Shares of ₹ 10 each issued as fully paid pursuant to Scheme of Amalgamation without payment being received in cash.

b) Details of shareholders holding more than 5% shares in the company

Particulars	As at March 31, 2020		As at March 31, 2019	
	No. of Shares	%	No. of Shares	%
SRG Equity Investment Pvt Ltd	-	-	-	-
Mangalam Abasan Ltd	-	-	-	-
Kush Agarwal	-	-	-	-
Luv Agarwal	-	-	-	-
Saroj Devi Agarwal	-	-	-	-

c) Terms / rights attached to equity shares

The company has only one class of equity shares having a face value of Rs 10 per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the company, the holders of equity shares will be entitled to receive their shares in remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

	As at March 31, 2020	As at March 31, 2019
12. Other Equity		
a) Retained Earning		
Opening Balance	12,391,421.00	11,802,615.00
Add: Profit(Loss) for the year	465,462.00	588,806.00
Closing balance	<u>12,856,883.00</u>	<u>12,391,421.00</u>
b) FVTOCI- Equity Instruments		
Opening Balance	10,376,447.00	5,871,466.00
Add: Change in fair value of FVTOCI equity instruments	(13,917,746.00)	4,504,981.00
Closing balance	<u>(3,541,299.00)</u>	<u>10,376,447.00</u>
Total	<u>9,315,584.00</u>	<u>22,767,868.00</u>
13. Deferred Tax Liabilities (Net)		
Deferred Tax Liabilities on account of temporary differences:		
Fair value measurement of Equity Instruments	1,030,523.00	1,030,523.00
Total	<u>1,030,523.00</u>	<u>1,030,523.00</u>
14. Borrowings		
Loan from Director	-	-
	<u>-</u>	<u>-</u>
15. Trade Payables		
Dues to Micro and Small Enterprises*	-	-
Others	-	-
	<u>-</u>	<u>-</u>
16. Other Current Liabilities		
Sundry Creditor for Expenses	161,927.00	53,180.00
Others	-	-
	<u>161,927.00</u>	<u>53,180.00</u>
17. Current Tax Liabilities		
Provision for Taxation	139,489.00	324,560.00
	<u>139,489.00</u>	<u>324,560.00</u>

*Trade Payables do not include any dues to micro, small and medium enterprises on account of principal amount together with interest and accordingly no additional disclosure have been made. The above information regarding micro, small and medium enterprises have been determined to the extent such

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH 2020

	Year Ended 31.03.20	(Amount in Rs.) Year Ended 31.03.19
18. Revenue From Operations		
Sale of Traded Goods	468,712.00	715,000.00
	468,712.00	715,000.00
<u>Details of sale of Traded Goods</u>		
Textile	468,712.00	715,000.00
19. Other Income		
Interest Received	233,638.00	644,102.00
Rent Received	-	-
Dividend Received	170,538.00	171,323.00
Profit from Mutual Funds	372,556.00	232,297.00
Speculative Profit	285,585.00	162,242.00
Profit/(Loss) from Equity Shares	1,049,948.00	3,980,701.00
Profit on Sale of Fixed Assets	-	-
Earlier year expenses written back	-	-
Total	2,112,265.00	5,190,665.00
20. Purchases of Stock in Trade		
Stock-in-Trade	467,635.00	650,000.00
Total	467,635.00	650,000.00
<u>Details Of Purchase</u>		
Textile	467,635.00	650,000.00
21. Changes in Inventories of Stock in Trade		
Closing Stock	-	-
Opening Stock	-	-
	-	-
<u>Details of Closing Stock of Traded Goods</u>		
Shares & Securities	-	-
Textile goods	-	-
22. Employee Benefits Expense		
Salaries and allowanance	839,350.00	799,800.00
Total	839,350.00	799,800.00
23. Other Expenses		
Advertisement	11,821.00	33,783.00
Accounting charges	30,000.00	30,000.00
Bad Debts	-	-
Bank Charges	-	118.00
Coolie & Cartage	-	-
Demat charges	-	12,786.00
Depository Fees	-	-
Donation	-	-
Filing fees	15,000.00	7,800.00
Interest Expenses	-	-
Legal & Professional Expenses	114,300.00	132,850.00
Listing Fees	-	-
Loss on Derivative Transactions	200,337.00	2,939,891.00
Miscellaneous Expenses	79,275.00	81,348.00
Postage and telegram	22,874.00	19,640.00
Printing & Stationery	57,740.00	62,950.00
Rates & Taxes	-	2,500.00
Rent Expenses	60,000.00	50,000.00
Share Related Charges	97,645.00	83,741.00
Website Maintenance	15,500.00	1,848.00
Telephone & Internet Expenses	4,788.00	4,788.00
Travelling & Conveyance	60,251.00	63,396.00
Auditors Remuneration:		
For Statutory Audit	15,000.00	15,000.00
For others	-	-
Total	784,531.00	3,542,439.00
24. Other Comprehensive Income/(Expense)(Net of Taxes)		
Fair Value of Equity Investments- Designated at OCI	(13,917,746.00)	3,829,234.00
Total	(13,917,746.00)	3,829,234.00
25. Earnings Per Share (EPS)		
Earnings after tax as per Statement of Profit & Loss attributable to Equity Shareholders (Rs.)	465,462.00	588,806
Weighted Average Number of equity shares used as denominator for calculating EPS	1,978,320	1,978,320
Basic/Diluted Earnings per share(Rs.)	0.24	0.30
Face Value per equity shares (Rs.)	10.00	10.00

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31st MARCH 2020

26. Contingent Liabilities not Provided for : Nil (Pr. Year Nil)

27. Segmental Information:

Based on the nature of activities, risk and rewards and organization structure, the operating segment of the company has been identified to be "Trading and Textiles". The Chief operating decision maker (CODM) reviews business performance at an overall company level as one segment.

Geographic Segments:

The Company operates predominantly with the geographical limits of India.

28. Balances of trade receivables, trade payables, advances, advances from customers are subject to confirmation.

29. Related parties disclosure as identified by the management in accordance with the Accounting Standard-18 on Related Party notified under the Companies

A. Relationship

1)	Key Management Personnel	2019-20	2018-19
	Kailash Dhanuka	Director	Director
	Pankaj Dhanuka	Director	Director
	Ashish Goenka	Additional Director	Additional Director
	Nita Agarwal	Whole Time Director	Whole Time Director
	Pratima Goyal	Chief Financial Officer	Chief Financial Officer
	Minu Jhunjhunwala	Company Secretary	Company Secretary
	Sweta Sarraf	Company Secretary	-

2) Parties where key management personnel or their relatives have significant influence

	2019-20	2018-19
	Swadeshi Merchants P. Ltd. Somnath Dealers Pvt. Ltd. AVS Stock Broking P Ltd. Kalilash Dhanuka (HUF) Sargam Tardecom P. Ltd. Infosyst Adcon Services LLP CFT Adcon Services LLP Persist Merchants P. Ltd. Pankaj Dhanuka (HUF)	Swadeshi Merchants P. Ltd. Somnath Dealers Pvt. Ltd. AVS Stock Broking P Ltd. Kalilash Dhanuka (HUF) Sargam Tardecom P. Ltd. Infosyst Adcon Services LLP CFT Adcon Services LLP Persist Merchants P. Ltd. Pankaj Dhanuka (HUF)

3) Relatives of Key Management Personnel with whom transactions have been entered

	2019-20	2018-19
	NIL	NIL

B. The following transactions were carried out with the related parties in the ordinary course of business:

Transactions	2019-2020			2018-2019		
	In relation to item			In relation to item		
	A(1)	A(2)	A(3)	A(1)	A(2)	A(3)
NONE	-	-	-	-	-	-

30. Income & Expenditure in foreign currencies :

Nil (Pr. Year Nil)

31. Previous year figures have been reclassified / regrouped/rearranged wherever considered necessary.

For Bijan Ghosh & Associates

Chartered Accountants

Firm's Registration No. 323214E

For and on behalf of the Board of Directors.

S/d

S/d

S/d

CA. Bijan Ghosh

Membership No. 009491

Date: 22nd Day of July, 2020

UDIN: 20009491AAAABZ2093

Nita Agarwal

Whole Time Director

DIN: 07092762

Kailash Dhanuka

Director

DIN: 00983370