



# Shentracon Chemicals Limited

REGD. OFFICE :

6A, KIRAN SHANKAR ROY ROAD, 3RD FLOOR, KOLKATA-700 001, PHONE : 2248-9731, 2248-9538, FAX : +91 33 2248-4000

EMAIL : investor@shentracon.com, Website : www.shentracon.com

CIN : L24299WB1993PLC059449

Dated 30<sup>th</sup> November 2020

Department of Corporate Services  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai- 400001

The Secretary  
The Calcutta Stock Exchange Ltd  
7, Lyons Range  
Kolkata – 700 001

**Script Code: 530757**

**Scrip Code: 29095**

Dear Sir / Madam,

Sub: Annual Report 2019-20 of the Company for the financial year ended 31<sup>st</sup> March 2020 under Regulation 34 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 34(1) of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Annual Report of the Company along with Notice of Annual General Meeting (AGM) for the Financial Year ended 31<sup>st</sup> March, 2020.

The Annual Report for the financial year 2019-20, is also available on the Company's website at [www.shentracon.com](http://www.shentracon.com).

This is for your information and records.

Thanking you,

**For Shentracon Chemicals Ltd.**

Sanjay Sureka

**Director**

**DIN:00491454**

Enclosed: a/a

SHENTRACON CHEMICALS LIMITED

# Annual Report

---

2019-20

## COMPANY INFORMATION

### BOARD OF DIRECTORS

Mr. Sanjay Sureka	-	Director
Mr. PijushMondal	-	Director
Mr. Chandi Das Chakrobarty	-	Director
Mrs. Anuradha Singh	-	Director

### AUDITORS

M/S J. KHEMANI & CO.  
Chartered Accountants

### BANKERS

Indian Bank  
State Bank of India  
Punjab National Bank

### REGISTRAR & SHARE TRANSFER AGENT

M/s. C. B. Management Services Private Limited

### REGISTERED OFFICE

6A, Kiran Shankar Roy Road  
3<sup>rd</sup> Floor, Kolkata – 700 001

# Shentracon Chemicals Limited

CIN: L24299WB1993PLC059449

Regd. Office 6A, Kiran Sankar Roy Road, Kolkata- 700 001

Phone: 2248-9731, Fax 2248 4000

Email: [investor@shentracon.com](mailto:investor@shentracon.com), Website: [www.shentracon.com](http://www.shentracon.com)

## NOTICE

Notice is hereby given that the 27<sup>th</sup> Annual General Meeting of the members of Shentracon Chemicals Limited will be held on Wednesday, 23<sup>rd</sup> December, 2020 at 11.00 A.M. at the Registered office of the company 6A, Kiran Shankar Roy Road, 3<sup>rd</sup> Floor, Kolkata – 700 001 to transact the following business:

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended 31<sup>st</sup> March 2020 and the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Sanjay Sureka (DIN: 00491454), who retires by rotation and being eligible, offers himself for re-appointment as a Director.

### **SPECIAL BUSINESS:**

3. To consider and if thought fit, to pass the following Resolutions as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mrs. Anuradha Singh (DIN: 05273619), who was appointed as Additional Director of the Company by the Board of Director at its meeting held on 14.08.2019 upon the recommendation of Nomination and remuneration Committee w.e.f. 01.10.2019 and whose terms of office expires at this Annual General Meeting (AGM) in respect of whom the Company has received a Notice in writing from a Member proposing her candidature for the office of Director, be and is hereby appointed as a Director of the Company.

By Order of the Board

For **Shentracon Chemicals Limited**

### **Registered Office**

6A, KIRAN SHANKAR ROY ROAD  
KOLKATA – 700 001

**Place:** Kolkata

**Date:** 14<sup>th</sup> November 2020

sd/-

**Sanjay Sureka**

Director

(DIN: 00491454)

**Notes:**

1. ***A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF, AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PROXY FORM, DULY COMPLETED, SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE SCHEDULED TIME OF THE ANNUAL GENERAL MEETING.***

***A PROXY FORM IN FORM MGT-11 FOR THE AGM IS ENCLOSED HEREWITH. A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY(50) AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT (10%) OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT (10%) OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.***

2. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit the said details to their DP in case the shares are held by them in electronic form and to M/s. CB Management Services Pvt. Ltd., in case the shares are held in physical form.
3. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or to the Registrars and Share Transfer Agents, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
4. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
5. Information on all the Directors proposed to be appointed/ re-appointed at the Meeting as required under Regulation 36(3) of the SEBI (Listing and Disclosure Requirements), 2015 and SS-2 are provided in the Annexure to this Notice.
6. Pursuant to Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books of the Company shall remain closed from Thursday, 17<sup>th</sup>December 2020 to Wednesday, 23<sup>rd</sup>December, 2020 (both days inclusive) in connection with the Annual General Meeting.
7. Members are requested to bring their copies of the Annual Report at the meeting. Please note that the copies of the report will NOT be distributed and /or be made available at the meeting.
8. Route-map to the venue of the Meeting is enclosed with the notice for the convenience of the members. Members may also note that the notice along with the route map will also be available on the website of the Company ([www.shentracon.com](http://www.shentracon.com)) for download as per the requirements of the Secretarial Standard-2 on "General Meetings".
9. Members desirous of getting any information on the accounts or operations of the Company is requested to forward their queries to the Company at least 7 days prior to the meeting so that the required information can be made available at the Meeting.
10. In compliance with the MCA General circular No. 20/2020 dated 5th May, 2020 and SEBI circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, Notice of 27th Annual General Meeting (AGM) along with the Annual Report for the Financial year 2019-2020 (including Attendance Slip and Proxy Form) is being sent through electronic mode to those shareholders whose e-mail IDs are registered with the Registrars/Depositories. Members may note that the Annual Report together with Notice shall

be available in the Website of the Company/Stock exchange viz [www.shentracon.com](http://www.shentracon.com) and [www.bseindia.com](http://www.bseindia.com). In addition the company also sent a hard copy of Notice along with annual report to all members through post. The shareholders who have not registered their e-mail id, who may like to obtain the Annual Report and Notice of AGM in email are requested to get the email IDs registered by the Registrars/Depositories by following the procedure given below:

- a. Members holding shares in demat form can get their e-mailid registered by contacting their respective Depository Participant(s).
  - b. Members holding shares in physical form can register their email IDs and mobile number with Company's Registrars and Share Transfer Agent M/s. C B Management Services (P) Ltd., P-22, Bondel Road, Kolkata – 700 019 by sending an e-mail request at the email id [rta@cbmsl.com](mailto:rta@cbmsl.com) along with signed scanned copy of the request letter proving the email address, mobile number, self-attested PAN copy and copy of share certificate for registering their email IDs and receiving the Annual report.
11. The relevant documents are available for inspection by the members of the company at the registered office from 10.30 A.M. to 12.30 P.M. on any working day, except Saturdays and Sundays up to the date of the Annual General Meeting.
  12. Members are requested to immediately notify any change in their name, address, email address, telephone/ mobile no., Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to the Registrar Share Transfer agent of the Company M/s. C B Management Services (P) Ltd., P-22, Bondel Road, Kolkata – 700 019 in case the shares are held by them in physical form.
  13. Members are requested to produce the enclosed attendance slip duly filled up and signed as per specimen signature recorded with the company for admission to the meeting hall.
  14. The Securities & Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) for all securities market transactions and off-market/ private transactions involving transfer of shares in physical form of listed companies. Hence, Members holding shares in the electronic form are requested to submit their PAN to their Depository Participant(s) with whom they maintain their Demat Accounts. Members holding shares in physical form should submit their PAN details to the Company / Registrar & Share Transfer Agent, M/s. C B Management Services (P) Ltd., P-22, Bondel Road, Kolkata – 700 019.
  15. The Government took a 'Green Initiative in Corporate Governance' in 2011 by allowing the Companies to service the documents to its Members through electronic mode. Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with M/s. CB Management Services Pvt. Ltd, the Registrars and Share Transfer Agents, in case the shares are held by them in physical form.

Accordingly, the Company sends all communication including the Notice along with Annual Report in electronic form to all Members whose email Ids are registered with the Company/ Depository Participant(s) unless a specific request for hard copy has been requested. Shareholders holding shares in physical form are requested to register/update their e-mail address with the Company's Registrar and Share Transfer Agent, M/s. C. B. Management Services Private Limited at [rta@cbmsl.com](mailto:rta@cbmsl.com) or to us on [investor@shentracon.com](mailto:investor@shentracon.com)

16. The Company is pleased to offer e-voting facility as an alternate, for all its members to enable them to cast their vote electronically in compliance of provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as substituted by the Companies (Management and Administration) Amendment, Rules 2015, and Regulation 44 of the

SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS2) issued by the Institute of Company Secretaries of India.

17. The facility for voting through ballot paper shall be made available at the meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their rights at the meeting. The members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
18. The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date, i.e. 16<sup>th</sup> December 2020. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the meeting through ballot paper.
19. The Board has appointed Mr. Mohan Ram Goenka, Practicing Company Secretary (FCS No.: 4515/COP No. 2551), Partner, MR & Associates, Company Secretaries, Kolkata, as Scrutinizer for conducting the e-voting process in accordance with the law and in a fair and transparent manner.

The Scrutinizer shall, immediately after the conclusion of voting at the meeting first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and within a period not exceeding 3 days from the conclusion of the Annual General Meeting make a consolidated Scrutinizer's Report of the votes cast in favor or against, if any, to the Chairman of the Company or any other person authorized by him in writing.

20. The results of voting (including e-voting or otherwise) shall be aggregated and declared on or after the Annual General Meeting of the Company. The results of the e-voting and ballot paper shall be aggregated and declared not later than 48 (Forty eight) hours of conclusion of the AGM i.e. Friday, 25<sup>th</sup> December, 2020. The results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.shentracon.com](http://www.shentracon.com) and on the website of CDSL [www.evotingindia.com](http://www.evotingindia.com) immediately and communicated to BSE & CSE Limited. Subject to receipt of requisite number of votes, the resolutions set out in the Notice shall be deemed to be passed on the date of the AGM.
21. In case of any queries/grievances relating to e-voting process, the Members may contact Central Depository Services Limited, 22, Camac Street, Block-A, 1st Floor, Kolkata-16, at e-mail ID: [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com), at Toll Free No. 1800-200-5533 who will address the grievances connected with the electronic voting. Members may also write to the Company Secretary at [investor@shentracon.com](mailto:investor@shentracon.com) or Registered Office address.
22. Subject to receipt of requisite number of votes, the Resolutions proposed in the Notice shall be deemed to have been passed on the date of the Meeting i.e. 23<sup>rd</sup> December, 2020.

#### **E-Voting (voting through Electronic means):**

- 1) In Compliance of provisions of Section 108 of the Companies Act, 2013 read with relevant rules of the Companies (Management and Administration) Amendment, Rules 2015, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide members a facility to exercise their right to vote at the 27<sup>th</sup> Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting Services provided by Central Depository Services Limited (CDSL)



- 2) Persons who have acquired shares and became Members after the dispatch of the Notice of the AGM but before the 'Cut-off Date' of Wednesday, December 16, 2020 may obtain their user ID and Password for e-voting and Company's Registrars & Transfer Agent, C.B. Management Services (P) Ltd, P-22, Bondel Road, Kolkata 700 019 (Ph. No. 033 – 22806692/4011 6700/22823643/22870263 Fax No. 91 – 033 – 4011 6739).
- 3) The e-voting period commences on Sunday, 20th December, 2020 at 9.00 a.m. and ends on Tuesday, 22nd December, 2020 at 5.00 p.m.

The instructions for the member for voting electronically are as under:-

- 1) The voting period begins on Sunday, 20<sup>th</sup>December, 2020 at 09.00 a.m. and ends on Tuesday, 22<sup>nd</sup>December, 2020 at 5.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 16<sup>th</sup> day of December 2020, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- 2) Shareholders who have already cast their votes through electronic mode during the schedule voting period prior to the date of the meeting will not be entitled for online voting as on the date of the AGM.

The instructions for shareholders for remote e-voting are as under:-

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com) during the voting period.
- 2) Click on "Shareholders" tab.
- 3) Now, select the "COMPANY NAME" from the drop down menu and click on "SUBMIT"
- 4) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
    - i. OR
- 5) Alternatively, if you are registered for CDSL's EASI/EASIEST e-services, you can log-in at <https://www.cdslindia.com> from Login – Myeasi using your login credentials. Once you successfully log-in to CDSL's EASI/EASIEST e-services, click on e-Voting option and proceed directly to cast your vote electronically.
- 6) Next enter the Image Verification as displayed and Click on Login.
- 7) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.



8) If you are a first time user follow the steps given below:

<b>For Members holding shares in Demat Form and Physical Form</b>	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</li> <li>In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li> </ul>
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. <ul style="list-style-type: none"> <li>Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</li> </ul>

- (i) After entering these details appropriately, click on “SUBMIT” tab.
- (ii) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (iii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (iv) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (v) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (vi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (vii) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (viii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

- (ix) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (x) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xi) Shareholders can also cast their vote using CDSL’s mobile app “m-Voting”. The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

- 1) For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email id.
- 2) For Demat shareholders -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to Company/RTA email id.

INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

Note for Institutional Shareholders

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details they have to create compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

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

By Order of the Board  
For **Shentracon Chemicals Limited**

**Registered Office**  
6A, KIRAN SHANKAR ROY ROAD  
KOLKATA – 700 001

**Place:** Kolkata  
**Date:** 14<sup>th</sup> November 2020

sd/-  
**Sanjay Sureka**  
Director  
(DIN: 00491454)

#### **ANNEXURE TO THE NOTICE**

**Statement pursuant to Section 102(1) of the Companies Act, 2013 in respect of Items of Special Business set out in the Notice convening the Twenty seventh Annual General Meeting of the Company to be held on 23<sup>rd</sup>December, 2020.**

#### **Item No. 3:**

Mrs. Anuradha Singh, was appointed as an Additional Director (Non-Executive) of the Company by the Board of Directors with effect from 01<sup>st</sup>October,2019 in terms of Section 161 of the Companies Act, 2013.

Mrs. Anuradha Singh is a B.SCgraduate.She has a wide range of knowledge and experience of over 14years in different positions across various industries.

In terms of the provisions of Section 161 of the Companies Act, 2013, Mrs. Anuradha Singh shall hold office up-to the date of the ensuing Annual General Meeting. The Company has received a notice in writing proposing her candidature to the office of Director. Further, she is not disqualified from being appointed as a Director in terms of Section 164 ofthe Companies Act, 2013 and has given her consent to act as Director.

The Board considers that her wide range of experience would be of immense benefit to the Company. Accordingly, the Board recommends her appointment as a Director of the Company.

The Board recommends the ordinary resolution as set out under item No. 3 of the notice for your approval.

None of the, Directors or Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

Particulars of the Director seeking appointment/re-appointment at the ensuing Annual General Meeting pursuant to Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard for General Meetings (SS- 2) is as mentioned below:

Name of the Directors	Date of birth	Nationality	Date of appointment on the Board	Qualifications	Brief resume and expertise in specific functional area	Directorships held in other public companies (excluding foreign companies)	Memberships/ chairmanship of Committees of other public companies (includes only Audit Committee and Shareholders'/ Investors' Grievance Committee)	Number of shares held in the Company	Relationship between Directors inter-se
Mr. Sanjay Sureka	29 <sup>th</sup> July 1969	Indian	19/12/2017	B. Com, Cost Accountant, MBA Finance	Mr. Sanjay Sureka has rich experience of over 24 years in different positions across various industries.	Nil	Nil	159267 equity shares of Rs. 10/- each	Nil
Mrs. Anuradha Singh	18 <sup>th</sup> June, 1970	Indian	01.10.2019	B.Sc	Mrs. Anuradha Singh has rich experience of over 14 years in different positions across various industries.	Nil	Nil	Nil	Nil

## Board's Report

Dear Shareholders,

Your Directors have pleasure in presenting their twenty seventh Annual Report of the business and operations of the Company together with audited financial statements for the financial year ended March 31, 2020.

### FINANCIAL PERFORMANCE:

(Amount in Rs.)

Particulars	2019-20	2018-19
Total Income	3,20,60,731	-
Profit / (Loss) before Depreciation & tax	(13,80,169)	(21,16,441)
Less: Depreciation	1,90,568	1,90,568
Profit/ (Loss) before tax	(15,70,737)	(23,07,009)
Less: Tax Expenses	-	-
Profit / (Loss) for the year	(15,70,737)	(23,07,009)
Add: Balance as per last financial statements	(9,91,56,097)	(9,68,49,088)
Retained Earnings – Closing Balance	(10,07,26,834)	(9,91,56,097)

### STATE OF COMPANY'S AFFAIRS:

There was no business activity in real terms during the year under review. So there was no income during the year. But Company is reconsidering about other activities suitable for the Company.

### OPERATIONAL REVIEW:

- Revenue from other Income was 3,20,60,731/- in the current year as against Rs. Nil in the previous year.
- Net Profit was Rs. (15,70,737)/- in the current year as against Rs. (23,07,009)/- in the previous year.

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

The company has cleared up its liabilities by disposing the immovable property of the company. The company is further exploring possibilities of trading in chemicals and allied product, to run a manufacturing unit on contract basis in same line of business.

### INDUSTRY OUTLOOK:

Presently, the Company is not engaged in manufacturing process of Chemicals.

### CHANGE IN NATURE OF BUSINESS:

There has been no change in nature of business of the Company during the F.Y. 2019-20. However, the company is further exploring possibilities of trading in chemicals and allied product, to run a manufacturing unit on contract basis in same line of business.

**CHANGES IN SHARE CAPITAL:**

The equity share paid up Share Capital as on 31<sup>st</sup> March, 2020 stood at Rs 4,43,81,430. During the year under review, the Company has not issued any shares with differential voting rights, sweat equity shares nor granted any Employees stock options and neither came out with rights, bonus, private placement and preferential issue.

**TRANSFER TO RESERVE:**

During the period under review, no amount was transferred to any Reserves.

**DIVIDEND:**

In view of huge accumulated losses, the Directors regret their inability to recommend any dividend for the financial year 2019-20.

**DETAIL OF DIRECTORS & KEY MANAGERIAL PERSONNEL:****Directors:**

In accordance with the provisions of Section 152 of the Companies Act, 2013 read with Companies (Appointment and Qualifications of Directors) Rules, 2014 and the Articles of Association of the company Mr. Sanjay Sureka (DIN: 00491454), Director of the Company retires by rotation & being eligible offers himself for re-appointment at the ensuing Annual General Meeting of the company.

The Board of Directors at its meeting held on 14.08.2019, and on the recommendation of the Nomination and Remuneration Committee, co-opted Mrs. Anuradha Singh (DIN: 05273619) as an Additional (Non-Executive Director) of the Company w.e.f. 01<sup>st</sup> October, 2019 subject to the approval of members at the ensuing Annual General Meeting, in accordance with the provisions of section 149, 152, 161 read with applicable provisions, if any, of the Companies Act, 2013 and Rules framed there under.

The Board, on the recommendation from Nomination and Remuneration Committee, proposed to recommend for the approval of the Member through Ordinary Resolution to appoint Mrs. Anuradha Singh as Director of the Company.

Appropriate Resolution seeking your approval for her appointment is appearing in the notice conveying the AGM.

Brief resume of the Directors proposed to be appointed/re-appointed as stipulated under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are given in the Notice convening the ensuing Annual General Meeting of the Company.

**KEY MANAGERIAL PERSONNEL**

Your Company has following personnel's designated as whole –time key managerial personnel pursuant to section 203 of Companies Act 2013 and rules made thereon:

- 1) Mr. Jayanta Sahu – Manager
- 2) Mr. Rajesh Kumar Rungta – Chief Financial Officer
- 3) Mr. Sourabh Chitlangia – Company Secretary

Mr. Sourabh Chitlangia was appointed as Company Secretary of the Company w.e.f. 08<sup>th</sup> April 2019.

**MANAGERIAL REMUNERATION:**

The statement containing the disclosure as required in accordance with the provisions of Section 197(12) of the Companies Act 2013 read with rule 5(1) of the Companies(Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016 is annexed as “**Annexure A**” and forms a part of the Board Report.

Further, none of the employees of the Company are in receipt of remuneration exceeding the limit prescribed under rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Companies(Appointment and Remuneration of Managerial Personnel)Amendment Rules, 2016 so statement pursuant to Section 197(12) of the Companies Act 2013 read with rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016 is not required to be included.

**POLICY FOR REMUNERATION OF DIRECTORS, KEY MANAGERIAL PERSONNEL AND OTHER EMPLOYEES:**

The Company recognizes the fact that there is a need to align the business objective with the specific and measurable individual objectives and targets.

The remuneration policy of the company can be accessed to its website at [www.shentracon.com](http://www.shentracon.com).

**DECLARATION BY INDEPENDENT DIRECTORS**

All Independent Directors have given declarations that they meet the criteria of independence as per applicable provisions of the Companies Act 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**NUMBER OF MEETINGS OF THE BOARD**

The Composition of the Board, attendance of Directors at the Board Meetings held during the year under review as well as in the last Annual General Meeting and the number of the other Directorships/ Committees position held by them are as under:



Name of Director	DIN	Category	Attendance at Board Meeting		No. of other Directorships <sup>1</sup>	Membership / Chairmanship of Committees		Whether attended the last AGM	No. of shares and convertible instruments held	Relationship between directors inter-se
			Held during the year	Attended		Member	Chairman			
Mr. Sanjay Sureka	00491454	Promoter & NE-NID*	8	8	-	-	-	✓	159267	Son of Late Jagdish Prasad Sureka
Mr. Chandi Das Chakroborty	07688518	NE-ID**	8	8	1	-	-	✓	NIL	NIL
Mr. Pijush Mondal	03348999	NE-ID**	8	8	2	1	-	✓	NIL	NIL
Mrs. Anurada Singh	05273619	NE-NID*	8	2	-	-	-	✓	NIL	NIL

Note: - \*Non Executive Non Independent Director.

\*\*Non Executive Independent Director.

None of the Directors on the Board is a member of more than 10 Committees and the Chairman in more than 5 Committees, across all Companies in which they are Director and the same is in compliance with Regulation 26 of SEBI Listing Regulations, 2015.

<sup>1</sup> The directorship held by Directors as mentioned above does not include Directorships of private companies / Section 8 companies / foreign companies as on 31<sup>st</sup> March, 2020.

In accordance with Regulation 26 of the SEBI Listing Regulations, 2015, Memberships/Chairmanships of Board Committees relates to only Audit Committee and Shareholders' / Stakeholder Relationship Committee in all public limited committee (excluding Shentracon Chemicals Limited) have been considered.

During the financial year 2019-2020, 8 (eight) meetings of the Board of Directors were held on 01.04.2019, 08.04.2019, 30.05.2019, 20.06.2019, 18.07.2019, 14.08.2019, 14.11.2019 and, 14.02.2020.

## COMMITTEES OF BOARD

There are currently four Committees of the Board, as follows:

- ✓ Audit Committee
- ✓ Nomination and Remuneration Committee
- ✓ Stakeholders' Relationship Committee
- ✓ Shares Transfer Committee

### AUDIT COMMITTEE

The company has an Audit committee with all members being non-executive directors and the chairman being Independent Director. They possess sound knowledge on accounts, audit, finance, taxation, internal controls etc. The Audit Committee acts as a link between the statutory and internal auditors and the Board of Directors.

#### Composition, Name of Member and Chairperson:

The Audit Committee consists of 3 members as on 31st March 2020 with majority independent directors. The Committee had met 4(four) times i.e. on 30<sup>th</sup> May 2019, 14<sup>th</sup> August 2019, 14<sup>th</sup> November 2019 and 14<sup>th</sup> February 2020. The details of composition of the Audit Committee are as under:-

Sl. No.	Name	Status	No. of Meetings held	No. of Meetings attended
1	Mr. Pijush Mondal (Chairman)	Non Executive Independent Director	4	4
2.	Mr. Chandi Das Chakroborty (Member)	Non Executive Independent Director	4	4
3.	Mr. Sanjay Sureka (Member)	Promoter Non Executive Non Independent Director	4	4

### NOMINATION AND REMUNERATION COMMITTEE

Nomination and Remuneration Committee has been constituted pursuant to section 178 of Companies Act 2013 read with Regulation 19 of SEBI Listing Regulations, 2015.

**Composition and meeting details:**

The Nomination and remuneration committee consist of the following non-executive members. The Chairman being the Independent Director. The Committee had met twice i.e. on 08<sup>th</sup> April 2019 and 14<sup>th</sup> August 2019. The details of composition of the Nomination & Remuneration Committee are as under:-

Sl. No.	Name	Status	No. of Meetings held	No. of Meetings attended
1	Mr. Chandi Das Chakroborty (Chairman)	Non Executive Independent Director	2	2
2	Mr. Sanjay Sureka (Member)	Non Executive Non Independent Director	2	2
3	Mr. Pijush Mondal (Member)	Non Executive Independent Director	2	1
4.	Mrs. Anuradha Singh (Member)*	Non Executive Director	2	-

\*Appointed on 01/10/2019

**STAKEHOLDERS RELATIONSHIP COMMITTEE:**

The Stakeholders Relationship Committee shall act in compliance with the provisions of Section 178(5) of the Companies Act, 2013 and Regulation 20 of SEBI Listing Regulations, 2015

The Stakeholders Relationship Committee of your Company comprises of three members, out of which one being Non-Executive & Non-Independent Directors. During the financial year two meeting were held i.e. on 08<sup>th</sup> April 2019 & 14<sup>th</sup> February 2020 to consider & resolve the grievances of Security holders.

The details of composition of the Stakeholder's Relationship Committee are as under:-

Sl. No.	Name	Status	No. of Meetings held	No. of Meetings attend
1.	Mr. Chandi Das Chakroborty (Chairman)	Non Executive Independent Director	2	2
2	Mr. Sanjay Sureka (Member)	Non Executive Non Independent Director	2	2
3	Mr. Pijush Mandal (Member)	Non Executive Independent Director	2	2

**DISCLOSURE ON ESTABLISHMENT OF A VIGIL MECHANISM / WHISTLE BLOWER POLICY**

In compliance with provisions of Section 177(9) of the Companies Act, 2013 and Regulation 22 of SEBI Listing Regulations, 2015, the Company has framed a Vigil Mechanism / Whistle Blower Policy to deal with unethical behaviour, actual or suspected fraud or violation of the Company's code of conduct or ethics policy, if any. The Vigil Mechanism / Whistle Blower Policy have also been uploaded on the website of the Company and may be accessed at [http://www.shentracon.com/pdf/v\\_mach.pdf](http://www.shentracon.com/pdf/v_mach.pdf)

## **DISCLOSURE ON ESTABLISHMENT OF A RISK MANAGEMENT POLICY**

Pursuant to section 134(n) of the Companies Act, 2013 and Regulation 17(9) of SEBI Listing Regulations, 2015, your company has a Risk Management framework to identify, evaluate business risk and opportunities. 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 maximize the realization of opportunities.

Your Company manages monitors and reports on the principal risks and uncertainties that can impact its ability to achieve its strategic objectives. Your Company's management systems, organizational structures, processes, standards, code of conduct and behaviours governs how the Group conducts the business of the Company and manages associated risks.

## **PREVENTION, PROHIBITION & REDRESSAL OF THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE**

The Company is not required to form an internal complaint committee under section 4 of The Sexual Harassment of women at workplace (Prevention, Prohibition and Redressal) Act, 2013. During the year no complaint was filed in the Company.

## **LISTING AT STOCK EXCHANGE:**

The Equity shares of the company are listed on The Calcutta Stock Exchange Association Ltd., The Bombay Stock Exchange Association Ltd and Ahmedabad Stock Exchange Limited (de- recognized). The Equity Shares of the Company are suspended in Bombay Stock Exchanges since 10.09.2001.

## **FAMILIARIZATIONS PROGRAMME FOR INDEPENDENT DIRECTORS**

In terms of Regulation 25(7) of the SEBI Listing Regulations, 2015 the Company has conducted the Familiarization Program for Independent Director to familiarize them with their roles, rights, responsibilities in the company, nature of the industry in which the company operates, business model of the company, etc., through various initiatives. The same has been uploaded in Company's website and may be accessed at <http://www.shentracon.com>.

## **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGOES:**

In accordance with the provisions of Section 134(3)(m) of Companies Act, 2013 and the Companies (Disclosure of particulars in the Report of Board of Directors) Rules, 1988 the required information relating to the " Conservation of Energy, Technology, Absorption" are nil. Since there are no manufacturing activities in the company therefore no such data are available.

## **DETAILS OF SUBSIDIARY / JOINT VENTURES / ASSOCIATE COMPANIES:**

Your Company has neither a Subsidiary Company nor a Joint Venture Company or an Associate Company during the year under review. Therefore no disclosure is required to be included in this report.

Moreover, Formulation of Policy for determining material subsidiary is not required.

## STATUTORY AUDITORS

The Shareholders of the Company, at the AGM held on September 25, 2017, has appointed Messrs J. Khemani & Co., Chartered Accountants, (FRN:322375E) as the Statutory Auditors of the Company to hold office for a term of 5 (five) consecutive years from the conclusion of 24th Annual General Meeting held on September 25, 2017 till the conclusion of the 29th Annual General Meeting of the Company.

The requirement of seeking ratification of the Members for continuance of their appointment has been withdrawn consequent upon the changes made by the Companies (Amendment) Act, 2017 effective from May 07, 2018. Hence, the resolution seeking ratification of the Members for their appointment is not being placed at the ensuing Annual General Meeting (AGM).

The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments.

The statutory Auditor has not reported any incident of fraud to the Audit committee of the company in the year under review.

The Auditors' Report does not contain any qualification, reservation or adverse remark.

### Key Audit Matters

The Statutory Auditors in their report have stated "Key Audit Matters" and the response of your Board of Directors with respect to the same and note no.21 of financial statement are as follows:

1. In respect to the note no. 21 of the financial statement, the Board would clarify that the company has disposed off its immovable property to the prospective buyer, complying the provisions of the Act and has clear its liabilities. However the company is presently entering into negotiation with various industries houses in order to generate revenue for its stake holders. The company is also exploring possibilities of trading in chemicals, allied product and to run a manufacturing unit on contract basis in same line of business. Thus the company will keep its status of going concern.
2. In respect to the note no. 21 of the financial statement, the Board would clarify that the company is exploring the possibilities to trade, run a unit on contract in same line of business and is thus maintaining the status of going concern.

The above factors cast a significant certainty on the company's ability to continue as a going concern.

### **SECRETARIAL AUDITOR:**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/S. MR & Associates, a firm of Company Secretaries in Practice to undertake the Secretarial Audit of the Company. The Report of the Secretarial Audit Report is annexed herewith as "**Annexure B**".

The Secretarial Auditors in their report have stated the following and the response of your Board of Directors with respect to the same are as follows:

- The Company has delayed in filing few documents with Stock Exchange for that it has partially complied with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.- The company shall comply with the provisions within the prescribed timeline going forward.
- The Company's shareholding of promoter(s) and promoter group are not held in dematerialized form, since there are some issues with further listing of share with BSE and also mismatch of the Paid up Capital with Listing authority.- Since the company is suspended from trading in the stock exchange, processing for dematerialization of shares could not be done and therefore there is mismatch in the Paid –up capital of the company.
- The Company is yet to file few forms under Companies Act, 2013.- The company shall file all the relevant forms in due course.
- The Company is suspended from the stock exchange BSE Ltd. due to penal reasons and therefore the many filing related to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015), SEBI (Prohibition of Insider Trading) Regulations, 2015, SEBI (Substantial Acquisitions of Shares and Takeovers) Regulations, 2011 and SEBI (Depositories and Participants) Regulations), 2018 is submitted via mail instead of mandatory Online Portal Listing Centre, which is blocked after suspension;- Since the company is suspended from the stock exchange, it is unable to file in the mandatory Online Portal Listing Centre for submission of disclosures except few filings as the company is blocked from logging in after suspension.
- The Company has not paid listing fee of the Calcutta Stock Exchange Limited as per Regulation 14 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)- Due to financial crunch the company is unable to pay the listing fee of the Calcutta Stock Exchange.

#### **INTERNAL AUDITOR:**

Pursuant to the provisions of Section 138 of the Companies Act, 2013 and The Companies (Accounts) Rules, 2014 the Company has appointed a person as Internal Auditor to undertake the Internal Audit of the Company for the F.Y. 2019-20. There stood no adverse finding & reporting by the Internal Auditor in the Internal Audit Report for the year ended 31<sup>st</sup> March 2020.

#### **EXTRACT OF ANNUAL RETURN:**

Pursuant to section 92(3) of the Companies Act, 2013 read with Rule 12(1) of the Companies (Management and Administration) Rules, 2014, the extract of Annual Return as on 31<sup>st</sup> March 2020 is annexed herewith as “**Annexure – C**”.

#### **MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION:**

There have been no material changes and commitments affecting the financial position of the company, which have occurred between the end of the Financial Year of the Company to which financial statements relate and the date of the report.

#### **SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURT OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATION IN FUTURE:**

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

**INTERNAL FINANCIAL CONTROL SYSTEM AND THEIR ADEQUACY:**

The Company has policy for Internal Financial Control System, commensurate with the size, scale and complexity of its operations. Detailed procedural manuals are in place to ensure that all the assets are safeguarded, protected against loss and all transactions are authorized, recorded and reported correctly. The scope and authority of the Internal Audit (IA) function is defined in the internal financial control policy. The Internal Auditor monitors and evaluates the efficiency and adequacy of Internal Financial control system in the Company, its compliance with operating systems, accounting procedures and policies. To maintain its objectivity and independence, the Internal Auditor reports to the Chairman of the Audit Committee of the Board, the internal audit report on quarterly basis and some are reviewed by the committee

**PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:**

Particulars of loans given, guarantees given and Investments made under the provisions of Section 186 of the Companies Act 2013 read with relevant applicable rules thereon as provided in the notes to the Financial Statements.

**CORPORATE SOCIAL RESPONSIBILITY:**

Provisions of Corporate Social Responsibilities pursuant to Section 135 of the Companies Act 2013 read with relevant applicable rules thereon are not applicable to the Company.

**DEPOSITS:**

During the financial year, the Company has not accepted any deposits within the meaning of Section 73 and 76 of the Companies Act, 2013 read relevant applicable rules.

**CONTRACTS/ TRANSACTIONS / ARRANGEMENTS WITH RELATED PARTIES:**

During the year, the Company had not entered into any contract / arrangement / transaction with related parties thus disclosure relating to details of contracts or arrangements or transactions with related parties referred to in section 188(1) in Form AOC-2 is not required. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or their relatives or other designated persons which could have a potential conflict with the interest of the Company at large. All Related Party Transactions are periodically placed before the Audit Committee for its approval.

Your Directors draw attention of the members to Note 24 to the Financial Statement which sets out related party disclosures.

The Policy on Related Party Transactions as approved by the Board is uploaded on the Company's website and may be accessed at <http://www.shentracon.com/pdf/mrpt.pdf>

**FORMAL ANNUAL EVALUATION:**

The Nomination & Remuneration Committee of your Company has formulated and laid down criteria for Performance Evaluation of the Board (including Committees) and every Director (including Independent Directors) and that of Committees pursuant applicable provisions of the Companies Act 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.



Based on these criteria, the performance of the Board, various Board Committees viz. Audit Committee, Stakeholder's Relationship Committee, Nomination and Remuneration Committee and Share Transfer Committee, and Individual Directors (including Independent Directors and chairman) was evaluated.

During the year under review, the Independent Directors of your Company reviewed the performance of Non-Independent Directors and Chairperson of your Company, taking into account the views of Executive Directors and Non-Executive Directors.

The information flow between your Company's Management and the Board is complete, timely with good quality and sufficient quantity.

### **DIRECTORS RESPONSIBILITY STATEMENT:**

In terms of provision of Section 134(5) of the Companies Act, 2013, your Board of Directors to the best of their knowledge and ability state that:

- I. In the preparation of the annual accounts for the financial year ended on 31<sup>st</sup> March 2020, the applicable accounting standards had been followed along with proper explanation relating to material departures.
- II. The directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at 31<sup>st</sup> March 2020 and of the profit and loss of the company for that period;
- III. The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- IV. The directors had prepared the annual accounts on a going concern basis;
- V. 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.
- VI. 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.

### **COVID-19**

Covid-19 which has caused significant disruptions to business across India. The management has considered the possible effects, if any, that may impact the carrying amounts of receivables and Intangibles (including Goodwill). In making the assumptions and estimates relating to the uncertainties as at the Balance Sheet date in relation to recoverable amounts, the management has considered subsequent events, internal and external information and evaluated economic conditions prevailing at the date of approval of these financial results. The management expects no impairment to the carrying amounts of these assets. The Management will continue to closely monitor any changes to future economic condition and assess its impact on the operations.

## **CODE OF CONDUCT**

The Board has laid down a Code of Conduct for all Board members and senior management of the Company Board members and senior management personnel have affirmed compliance with the Code for the financial year 2019-20.

## **TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND**

Pursuant to the provisions of the Companies Act, 2013, the Company is not required to transfer any amount to Investor Protection and Education Fund as the Company has not declared any Dividend since its incorporation and as such there is no amount of dividend which was due and payable and remained unclaimed and unpaid for a period of seven years.

## **MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT**

Management's Discussion and Analysis Report for the year under review, is presented in a separate section forming part of the Annual Report as "**Annexure – D**".

## **CORPORATE GOVERNANCE**

The provision related to corporate governance is not applicable to the company according to regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

## **ACKNOWLEDGEMENTS:**

Your Directors take the opportunity to thank the Regulators, Organizations and Agencies for the continued help and co-operation extended by them. The Directors also gratefully acknowledge all stakeholders of the Company viz. customers, members, vendors, banks and other business partners for the excellent support received from them during the year. The Directors place on record their sincere appreciation to all employees of the Company for their unstinted commitment and continued contribution to the Company.

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

**Place: Kolkata**  
**Date: 31<sup>st</sup> July 2020**

**Sanjay Sureka**  
**Chairman**  
**DIN: (00491454)**

**Annexure “A” to the Director Report****DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) AMENDMENT RULES, 2016**

- 1) The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2019-20 –The company has not paid any remuneration to the directors of the company.
- 2) The percentage increase in remuneration of each Director, Chief Financial Officer – NIL  
(The Directors and key Managerial Personnel except company secretary, are not being paid Remuneration as on March 31, 2020).
- 3) Percentage increase in the Median Remuneration of Employees during the Year: There is only one employee in the company therefore median remuneration and the comparison thereof could not be done.
- 4) Number of permanent Employees on the rolls of Company: There is one permanent employee on the rolls of Company as on March 31, 2020;

Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: NIL

It is hereby affirmed that the remuneration paid is as per the as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

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

**Place: Kolkata**  
**Date: 31<sup>st</sup> July 2020**

**Sd/-**  
**Sanjay Sureka**  
**Chairman**  
**DIN: (00491454)**

**Annexure “B” to the Director Report**

*MR & L Associates*  
Company Secretaries  
**46, B. B. Ganguly Street,**  
Kolkata-700012  
**Mobile No: 9831074332**

**Email: [goenkamohan@gmail.com](mailto:goenkamohan@gmail.com)**

**Form No. MR - 3**

**SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> 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,  
**SHENTRACON CHEMICALS LIMITED**  
**6A KIRAN SHANKAR ROY ROAD**  
**KOLKATA-700001**

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

Based on our verification of 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, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31<sup>st</sup> 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:

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

- i) The Companies Act, 2013 (the Act) and the rules made thereunder read with the Companies (Amendment) Act, 2017 to the extent notified as on Financial year ended 31st March, 2020;
- 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;

**Cont...2**

- iv) 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 (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - (d) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable regulations /guidelines/circulars as may be issued by SEBI from time to time to the extent applicable

I further report that, there were no actions/ events during the reporting period in pursuance of;

- a) 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;
- b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- c) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- d) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- e) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- f) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;

We further report that as per the representation made by the Management, no specific applicable laws are applicable to the Company, other than general laws given below for the part of the year. Further we draw attention that the company has closed its the factory and disposed-off its entire fixed assets during the year:

- (a) Factories Act, 1948,
- (b) Industrial Dispute Act, 1947, etc.
- (c) Environment (Protection) Act, 1986 and other environment laws,
- (d) Payment of Wages Act, 1936 and other applicable labour laws,
- (e) The Air (Prevention & Control of Pollution) Act, 1981,
- (f) Water (Prevention and Control of Pollution) Act, 1974 etc.

**Cont...3**

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

- (i) Secretarial Standards 1 and 2 issued and mandated by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with Calcutta Stock Exchange Limited and BSE.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

- *The Company has delayed in filing few documents with Stock Exchange for that it has partially complied with SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015.*
- *The Company's shareholding of promoter(s) and promoter group are not held in dematerialized form, since there are some issues with further listing of share with BSE and also mismatch of the Paid up Capital with Listing authority.*
- *The Company is yet to file few forms under Companies Act, 2013 regarding filing of Form MGT-14 for appointment of Company Secretary, Internal auditor, Re-appointment of Manager and Independent Director etc.*
- *The Company is suspended from the stock exchange BSE Ltd. due to penal reasons and therefore the many filing related to SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015, SEBI(Prohibition of Insider Trading) Regulations, 2015, SEBI(Substantial Acquisitions of Shares and Takeovers) Regulations, 2011 and SEBI(Depositories and Participants) Regulations, 2018 is submitted via mail instead of mandatory Online Portal Listing Centre, which is blocked after BSE public notice dated 19.05.2018;*
- *The Company has not paid listing fee of the Calcutta Stock Exchange Limited as per Regulation 14 of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015)*

#### **We further report that**

The Board of Directors of the Company is not duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There are some changes in the composition of the Board of Directors for which forms are yet to be filed with MCA during the period under review.

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.

All decisions at Board Meetings and Committee Meetings were carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be.

**We further report that** since the company has suspended its operations and manufacturing, there were no adequate systems and processes in the company to monitor and ensure proper compliance with applicable laws, rules, regulations and guidelines.

**We further report that** during the audit period, the Company had obtained approval of shareholders by way of Special Resolution passed at Annual General Meeting of the Company held on 30.09.2019 for:

- (i) Re- appointment of Mr. JayantaSahu as a Manager for a period of 5 years:
- (ii) Re- appointment of Mr. Pijush Mondal (Independent Director) for a second term of 5 years.

**We further report that** during the audit period, the Company had obtained approval of creditors of the Company held on 20.06.2019 for extension of tenure of Compulsory Convertible Debenture for further period of 5 years up-to 31.03.2024.

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.

**For MR & Associates  
Company Secretaries**

**Place: Kolkata  
Date: 31.07.2020**

**[Tanvee]  
Partner  
ACS No.:34974  
C P No.:13573  
UDIN: A034974B000529424**



*MR & Associates*  
Company Secretaries  
46, B. B. Ganguly Street,  
Kolkata-700012  
Mobile No: 9831074332

Email: [goenkamohan@gmail.com](mailto:goenkamohan@gmail.com)

“ANNEXURE – A

(TO THE SECRETARIAL AUDIT REPORT OF SHENTRACON CHEMICALS LTD  
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2020)

Our 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. Our responsibility is to express an opinion on the secretarial records based on our audit.
2. We have followed the Audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial Records. We believe that the processes and practices, we followed provide the reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations and standards is the responsibilities of the management. Our 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.
7. The COVID-19 outbreak was declared as a global pandemic by the World Health Organization. On March 24, 2020, the Indian government announced a strict 21-day lockdown which was further extended across the country to contain the spread of the virus. Due to COVID-19 pandemic impact, the compliance documents for the year ended 31st March, 2020 were obtained through electronic mode and verified with requirements. It is further stated that due to the pandemic situation cause by COVID-19, few intimations made to Stock Exchanges under relevant SEBI Regulations and compliances under the Companies Act 2013 read with relevant rules were within the extended period and relaxations granted by respective regulatory authorities.

**For MR & Associates  
Company Secretaries**

**Place: Kolkata  
Date: 31.07.2020**

**[Tanvee]  
Partner  
ACS No.:34974  
C P No.:13573  
UDIN: A034974B000529424**

## Annexure “C” to the Director Report

## 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]

<b>I. REGISTRATION AND OTHER DETAILS:</b>	
<b>1. CIN:</b>	L24299WB1993PLC059449
<b>2. Registration Date:</b>	14/07/1993
<b>3. Name of the Company</b>	SHENTRACON CHEMICALS LTD.
<b>4. Category / Sub-Category of the Company:</b>	Public Limited company /Indian Non Government Company
<b>5. Address of the Registered office and contact details:</b>	6A Kiran Shankar Roy Road, Kolkata- 700001 , Tel : ( 033) 22489731, fax : (033) 2248 4000 Email id- <a href="mailto:investor@shentracon.com">investor@shentracon.com</a> Website : <a href="http://www.shentracon.com">www.shentracon.com</a>
<b>6. Whether listed company Yes / No</b>	Yes
<b>7. Name, Address and Contact details of Registrar and Transfer Agent, if any –</b>	M/s. C B Management Services Pvt. Ltd., P-22, Bondel Road, Kolkata – 700019 Tel : (033) 4011 6700, 2280 6692/93/94 Fax : (033) 2287 0263 Email id- <a href="mailto:rta@cbmsl.com">rta@cbmsl.com</a>

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Manufacture of Chemicals	3008	Nil

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -**

S. NO	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY / ASSOCIATE	% of shares held	Applicable section
1.	N.A	N.A	N.A	N.A	N.A

#### IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

##### i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				%Change during the year
	Physical	Demat	Total	% of Total Shares	Physical	Demat	Total	% of Total Shares	
<b>A. PROMOTERS</b>									
(1) Indian	919967	-	919967	20.73	919967	-	919967	20.73	Nil
a) Individual/HUF									
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt. (s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	1797376	-	1797376	40.50	1797376	-	1797376	40.50	Nil
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A) (1):-	2717343	-	2717343	61.23	2717343	-	2717343	61.23	Nil
(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)	2717343	-	2717343	61.23	2717343	-	2717343	61.23	Nil
<b>B. PUBLIC SHAREHOLDING</b>									
1. Institutions									
a) Mutual Funds									
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-

h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
2.Non -Institutions									
a)Bodies Corp.									
i) Indian	843700	-	843700	19.01	843700	-	843700	19.01	Nil
ii) Overseas	-	-	-	-	-	-	-	-	-
b)Individuals	737800	-	737800	16.62	737800	-	737800	16.62	Nil
i) Individual shareholders holding nominal share capital upto Rs. 2 lakh									
ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	139300	-	139300	3.14	139300	-	139300	3.14	Nil
c) Others (specify)	-	-	-	-	-	-	-	-	-
• Clearing Member									
• Non Resident Individual	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	1720800	-	1720800	38.77	1720800	-	1720800	38.77	Nil
Total Public Shareholding (B)=(B)(1)+(B)(2)	1720800	-	1720800	38.77	1720800	-	1720800	38.77	Nil
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	4438143	-	4438143	100	4438143	-	4438143	100	Nil

## (ii) Shareholding of Promoters

Sl No	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			%change in Share - holding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged/ encumbered to total shares	

1	Jagdish Prasad Sureka (Deceased)	208300	4.69	Nil	208300	4.69	Nil	Nil
2	Sanjay Sureka	159267	3.59	Nil	159267	3.59	Nil	Nil
3	Raj Kumar Sureka (Deceased)	245100	5.52	Nil	245100	5.52	Nil	Nil
4	Jagdish Prasad Sureka-HUF	150000	3.38	Nil	150000	3.38	Nil	Nil
5	Savitri Devi Sureka	157300	3.54	Nil	157300	3.54	Nil	Nil
6	Prismo(India)Ltd.	227084	5.12	Nil	227084	5.12	Nil	Nil
7	Shentracon Holdings(P)Ltd	372750	8.40	Nil	372750	8.40	Nil	Nil
8	ShentraconFinalease(P)Ltd	528392	11.91	Nil	528392	11.91	Nil	Nil
9	Satya Leasing Co. Ltd	269150	6.06	Nil	269150	6.06	Nil	Nil
10	Shentracon Financial Services Ltd	400000	9.01	Nil	400000	9.01	Nil	Nil
	Total	2717343	61.23	Nil	2717343	61.23	Nil	Nil

**(iii) Change in Promoters' Shareholding**

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Jagdish Prasad Sureka (Deceased)				
	At the beginning of the year	208300	4.69		
	Changes during the year	No Changes during the Year			
	At the End of the year			208300	4.69
2.	Sanjay Sureka				
	At the beginning of the year	159267	3.59		
	Changes during the year	No Changes during the Year			
	At the End of the year			159267	3.59
3.	Raj Kumar Sureka(Deceased)				
	At the beginning of the year	245100	5.52		
	Changes during the year	No Changes during the Year			
	At the End of the year			245100	5.52
4.	Jagdish Prasad Sureka-HUF				
	At the beginning of the year	150000	3.38		
	Changes during the year	No Changes during the Year			
	At the End of the year			150000	3.38
5.	Savitri Devi Sureka				
	At the beginning of the year	157300	3.54		
	Sell	No Changes during the Year			
	At the End of the year			157300	3.54
6.	Prismo (India) Ltd.				
	At the beginning of the year	227084	5.12		
	Changes during the year	No Changes during the Year			
	At the End of the year			227084	5.12

7.	Shentracon Holdings(P)Ltd				
	At the beginning of the year	372750	8.40		
	Changes during the year	No Changes during the Year			
	At the End of the year			372750	8.40
8.	ShentraconFinalease(P)Ltd				
	At the beginning of the year	528392	11.91		
	Changes during the year	No Changes during the Year			
	At the End of the year			528392	11.91

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
09.	Satya Leasing Co. Ltd				
	At the beginning of the year	269150	6.06		
	Changes during the year	No Changes during the Year			
	At the End of the year			269150	6.06
10.	Shentracon Financial Services Ltd				
	At the beginning of the year	400000	9.01		
	Changes during the year	No Changes during the Year			
	At the End of the year			400000	9.01

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

Sl No	Name	Shareholding		Date	Increase/ Decrease in shareholding	Reason	Cumulative Shareholding during the year (01/04/19 to 31/03/20)	
		No. of Shares at beginning of the year (As on 01/04/19)	% of total shares of the Company				No of Shares	% of total shares of the company
1	SreiIntnl Finance Pvt. Ltd	99,400	2.24%	01.04.2019		No changes during the year	-	-
		-	-	-	Nil		-	-
		99,400	2.24%	31.03.2020			99,400	2.24%
2	Shentracon Financial Services(P) Ltd	73,800	1.66%	01.04.2019		No changes during the year	-	-
		-	-	-	Nil		-	-
		73,800	1.66%	31.03.2020			73,800	1.66%

3	Golden Securities Ltd	59,500	1.34%	01.04.2019		No changes during the year	-	-
		-	-	-	Nil		-	-
		59,500	1.34%	31.03.2020			59,500	1.34%
4.	Sandip Kumar Jain	59,500	1.34%	01.04.2019		No changes during the year	-	-
		-	-	-	Nil		-	-
		59,500	1.34%	31.03.2020			59,500	1.34%
5	Daga Business & Credit(P)Ltd	50,000	1.13%	01.04.2019		No changes during the year	-	-
		-	-	-	Nil		-	-
		50,000	1.13%	31.03.2020			50,000	1.13%
6	Singhania Agencies (P)Ltd	50,000	1.13%	01.04.2019		No changes during the year	-	-
		-	-	-	Nil		-	-
		50,000	1.13%	31.03.2020			50,000	1.13%
7	Puspa Commercial Co. (P) Ltd	50,000	1.13%	01.04.2019		No changes during the year	-	-
		-	-	-	Nil		-	-
		50,000	1.13%	31.03.2020			50,000	1.13%
8	Trio Meta Chem. Pvt. Ltd	45,000	1.01%	01.04.2019		No changes during the year	-	-
		-	-	-	Nil		-	-
		45,000	1.01%	31.03.2020			45,000	1.01%
9	Power Flow Vinimay(P)Ltd	40,000	0.90%	01.04.2019		No changes during the year	-	-
		-	-	-	Nil		-	-
		40,000	0.90%	31.03.2020			40,000	0.90%

10	Manoj Kr. Mohnot	30,100	0.68%	01.04.2019		No changes during the year	-	-
		-	-	-	Nil		-	-
		30,100	0.68%	31.03.2020			30,100	0.68%

**(v) Shareholding of Directors and Key Managerial Personnel:**

Sl. No.	For each of the Directors and KMP	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
<b>1</b>	Mr. Chandi Das Chakroborty				
	At the beginning of the year	NIL	-	NIL	-
	Increase / decrease in Share holding during the year	-	-	-	-
	At the End of the year	NIL	-	NIL	-
<b>2</b>	Mr. Pijush Mondal				
	At the beginning of the year	NIL	-	NIL	-
	Increase / decrease in Shareholding during the year	-	-	-	-
	At the End of the year	NIL	-	NIL	-
<b>3</b>	Mr. Jayanta Sahu				
	At the beginning of the year	NIL	-	NIL	-
	Increase / decrease in Shareholding during the year	-	-	-	-
	At the End of the year	NIL	-	NIL	-
<b>4</b>	Mr. Rajesh Kumar Rungta				
	At the beginning of the year	NIL	-	NIL	-
	Increase / decrease in Shareholding during the year	-	-	-	-
	At the End of the year	NIL	-	NIL	-
<b>5</b>	Mr. Sanjay Sureka				
	At the beginning of the year	159267	3.59%	159267	3.59%
	Increase / decrease in Shareholding during the year	-	-	-	-
	At the End of the year	159267	3.59%	159267	3.59%
<b>6</b>	Mrs. Anuradha Singh				
	At the beginning of the year	NIL	-	NIL	-
	Increase / decrease in Shareholding during the year	-	-	-	-
	At the End of the year	NIL	-	NIL	-



**V. INDEBTEDNESS: Indebtedness of the Company including interest outstanding/accrued but not due for payment**

(Amount in Rs.)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	Nil	3,07,83,624	Nil	3,07,83,624
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
<b>Total (i+ii+iii)</b>	Nil	3,07,83,624	Nil	3,07,83,624
Change in Indebtedness during the financial year				
• Addition		-		-
• Reduction		27,44,806		27,44,806
<b>Net Change</b>	Nil	27,44,806	Nil	27,44,806
Indebtedness at the end of the financial year				
i) Principal Amount	Nil	2,80,38,818	Nil	2,80,38,818
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
<b>Total (i+ii+iii)</b>	Nil	2,80,38,818	Nil	2,80,38,818

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sl. no.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
		<b>MR. JAYANTA SAHU</b> (Designated as Manager)	
1.	Gross salary	-	-
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-

2	Stock option	-	-
3	Sweat Equity	-	-
4	Commission -as % of profit -Other, specify	-	-
5	Other, please specify	-	-
	Total (A)	NIL	NIL
	Ceiling as per the Act	No Remuneration paid due to insignificant profit incurred by the Company during Financial Year 2019-20.	

## B. Remuneration to other directors:

Sl no	Particulars of Remuneration	Name of Directors				Total Amount
		Mr. Chand Das Chakraborty	Mr. Pijush Mondal	Mrs. Anuradha Singh*	Mr. Sanjay Sureka	
1.	Independent Directors	-	-	-	-	-
	• Fee for attending board	-	-	-	-	-
	• committee meetings	-	-	-	-	-
	• Commission	-	-	-	-	-
	• Others, please specify	-	-	-	-	-
	Total(1)	-	-	-	-	-
2.	Other Non- Executive Directors	-	-	-	-	-
	• Fee for attending board	-	-	-	-	-
	• committee meetings	-	-	-	-	-
	• Commission	-	-	-	-	-
	• Others, please specify	-	-	-	-	-
	Total (2)	-	-	-	-	-
	Total (B)=(1+2)	-	-	-	-	-
	Total Managerial Remuneration	No Remuneration is paid				
	Overall Ceiling as per the Act	No Commission or other remuneration is being paid to Non Executive Directors.				

\* Appointed in the Company w.e.f. 01.10.2019.

## C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

Sl. no	Particulars of Remuneration	Key Managerial Personnel		Total
		Mr. Rajesh Kumar Rungta-CFO	Mr. SourabhChitlangia*- Company Secretary	
1.	Gross salary/fees (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961  (b) Value of perquisites u/s 17(2) Income-tax Act, 1961  (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961.	-	-	-
2.	Stock option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission -as % of profit -Other, specify	-	-	-
5.	Other, Professional Fees	-	2,75,000/-	-
	Total (A)	Nil	2,75,000/-	Nil

\* Appointed in the Company w.e.f. 08.04.2019.

## VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
<b>B. DIRECTORS</b>					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil

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

**Place: Kolkata**  
**Date: 31<sup>st</sup> July 2020**

**Sanjay Sureka**  
**Chairman**  
**DIN: 00491454**

Annexure “D” to the Director Report

MANAGEMENT DISCUSSION AND ANALYSIS

OVERVIEW

The company neither had any business activity in real terms during the year under review nor has a ready business plan at present. Therefore, the company’s immediate outlook is not known and the Board is unable to express any view on the same.

For and on behalf of the Board of Directors

Place: Kolkata  
Date: 31<sup>st</sup> July 2020

Sanjay Sureka  
Chairman  
DIN: 00491454

**CEO/CFOCERTIFICATION**

[Under Regulation 17(8) & Regulation 33(2) (a) of the Securities and Exchange Board of India  
(Listing Obligations and Disclosure Requirements) Regulations, 2015]

To  
The Board of Directors  
Shentracon Chemicals Limited

We, JayantaSahu, Manager and Rajesh Kumar Rungta, CFO of Shentracon Chemicals Limited, to the best of our knowledge and belief, certify that:

- (1) We have reviewed the audited financial statements and the cash flow statement for the year ended 31.03.2020 and that to the best of our knowledge and belief:
  - (i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - (ii) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards and/or applicable laws and regulations.
- (2) To the best of our knowledge and belief, no transactions entered into by the Company during the year ended 31<sup>st</sup> March, 2020 are fraudulent, illegal or violative of the Company's code of conduct.
- (3) We are responsible for establishing and maintaining internal controls for financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- (4) We have disclosed based on our most recent evaluation, whenever applicable, to the company's auditors and the Audit Committee of the company's Board of Directors:
  - (i) That there were no significant changes in internal control over financial reporting during the financial year ended March 31, 2020;
  - (ii) All significant changes in accounting policies during the financial year ended March,31, 2020 and that the same have been disclosed in the notes to the financial statements; and
  - (iii) There are no instances of significant fraud of which we are aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**JayantaSahu**  
Manager

**Rajesh Kumar Rungta**  
C.F.O

**Place: Kolkata**  
**Date: 31<sup>st</sup> July 2020**

**BANK DETAILS, EMAIL ID & PAN REGISTRATION FROM**

To

CB MANAGEMENT SERVICES (P) LTD.  
P-22 Bondel Road  
Kolkata 700019  
Call : +91 33 40116700,2280 6692/93/94/2486  
Fax : +91 33 2287 0263  
E-mail : [rt@cbmsl.com](mailto:rt@cbmsl.com)

Dear Sirs,

I/we give my/our consent to update the following details in your records for effecting payments of dividend and sending other communications by electronic for Equity Shares of Shentracon Chemicals Limited

Folio No. \_\_\_\_\_

Name of the First/ sole holder : \_\_\_\_\_

Bank's Name : \_\_\_\_\_

Branch's Name &amp;Address : \_\_\_\_\_

Account No. \_\_\_\_\_ Account Type (SB/Current) : \_\_\_\_\_

IFSC Code : \_\_\_\_\_ MICR Code : \_\_\_\_\_

Email Id : \_\_\_\_\_ Phone No. \_\_\_\_\_

Particulars	Name of Share Holders	PAN
First / Sole Holder		
2 <sup>nd</sup> Joint Holder		

Date : \_\_\_\_\_

\_\_\_\_\_  
Signature of 1st//Sole Holder    Signature of 1st Jt. Holder    Signature of 2nd Jt. Holder

Encl: original cancelled cheque leaf/attested bank passbook showing name of a/c holder and copy of self-attested PAN Card(s)

**INDEPENDENT AUDITOR'S REPORT**  
**TO THE MEMBERS OF**  
**SHENTRACON CHEMICALS LIMITED**

**Report on the Audit of the Financial Statements**

**Opinion**

We have audited the financial statements of SHENTRACON CHEMICALS LIMITED (“the Company”), which comprise the balance sheet as at 31st March, 2020, and the statement of Profit and Loss, the statement of changes in equity, the cash flows Statement for the year then ended and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as the “financial statements”).

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 (“the Act”) in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, (“Ind AS”) and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, and loss, changes in equity 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 under section 143(10) of the Act, 2013. Our responsibilities under those Standards are further described in the *Auditor’s Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

**Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, in addition to the matter described in the Basis for Qualified Opinion section; we have determined the matters described below to be the key audit matters to be communicated in our report.

1. Note No. 21 regarding presentation of the accounts on the basis applicable to “Going Concern” although the Company’s net worth has been fully eroded due to accumulated losses, including the loss for the year, for the reason as stated in the note. In the event, the Going Concern assumption is vitiated; the financial statements may require necessary adjustment.
2. As indicated in the financial statements, the Company has accumulated losses and its net worth has been fully eroded, the Company has incurred loss during the current year. These conditions, along with other matters set forth in Notes to Financial Statements, indicate the existence of a material uncertainty that may cast significant doubt about the Company’s ability to continue as a going concern. However, these Financial Statements of the Company have been prepared on a going concern basis due to reasons stated in Note No.21.



## **Information Other than the Financial Statements 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 Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report and Shareholder's Information, but does not include the financial statements and our 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 Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also 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 design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

The Companies net worth is negative. There are no borrowings from banks and financial institution. During the year the company redeemed the convertible debentures by disposing of the immovable assets including inventory and assets held for disposal. Further the company is in the process of identifying alternative business plans.

The above factors cast a significant uncertainty on the company's ability to continue as a going concern. Pending the resolution of the above uncertainties, the company has prepared the aforesaid statements on a going concern basis.

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

## **Auditor's Responsibilities for the Audit of the Financial Statements**

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional 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 financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the 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.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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**

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

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

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.

d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

e) On the basis of the written representations received from the directors as on March 31, 2020 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 Act.

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure B”. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company’s internal financial controls over financial reporting.

g) With respect to the other matters to be included in the Auditor’s Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

h) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements. Refer Note 21 of other Notes to Accounts.

ii. The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.

iii. There were no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Company.

**For J. Khemani & Co.**

*Chartered Accountants*

Firm Registration No. 322375E

**J. Khemani**

Proprietor

Membership No. 056364

**Place : Kolkata**

**Date :31.07.2020**

**ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT**

**(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of even date)**

- i. In respect of the Company's fixed assets { Property, Plant and Equipment (PPE)} :  
The Company has maintained proper records showing full particulars, including quantitative details and situation of PPE. However after closure of the factory the fixed assets excluding immovable property were transferred to current assets (assets held for disposal). The entire fixed assets including assets held for disposal has been sold and disposed off during the year after due approval of the member.
- ii. In respect of Inventory:  
The inventory has been disposed off during the year and there was no closing stock existence at the close of the year.
- iii. According to the information and explanations given to us, the Company has not granted any loans to companies, firms, limited liability partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. In this regard we have relied upon the entries recorded in the register maintained under section 189 of the Act. provisions of the clause 3 (iii) (a), (b) and (c) of the Order are not applicable to the Company.
- iv. In our opinion and according to information and explanation given to us, the company has complied with the provisions of Section 185 and 186 in respect of loan granted, making investment and providing guarantees & secured, as applicable.
- v. In our opinion and according to information and explanations given to us, the company has not accepted deposits and accordingly paragraph 3 (v) of the Order is not applicable.
- vi. The provisions of Maintenance of Cost Records are not applicable to this Company as the company's business activities are not covered by the Companies (Cost Record & Audit) Rules, 2014.
- vii. In respect of Statutory Dues :
  - a. According to the records of the company and informations and explanations given to us, the company has been regular in depositing undisputed statutory dues including Income Tax, Wealth Tax, Custom Duty, Cess, Sales Tax, Provident Fund, Investors Education and Protection Fund and Other Statutory Dues, if any, as may be applicable, with the appropriate authority and there is no undisputed arrear of outstanding dues payable for a period of more than six months from the date they became payable as at 31st March,2019 in respect of such statutory dues.
  - b. According to records of the company and information and explanations given to us, there is no disputed statutory dues which remain un-deposited at the close of this year.
- viii. According to the records of the company and information and explanations given to us, the Company has not defaulted in repayment of loan from financial institutions or banks or dues to debenture holders.
- ix. As per information and explanation given to us and according to records examined by us, on overall basis, the company has not raised funds by way of initial public offer or further public offer including debt instruments or term loans and hence reporting under Clause-3(ix) of the order is not applicable.
- x. To the best of our knowledge and belief and according to the information and explanation given to us, no fraud on or by the company by its officers and employees has been noticed or reported during the year, that causes the financial statements to be materially misstated.
- xi. To the best of our knowledge and belief and according to the information and explanation given to us, the company has not paid managerial remuneration during the year therefore reporting under to this clause is not applicable to the Company.
- xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, paragraph (xii) of the Order is not applicable.
- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transaction with the related parties are in compliance with section 188 of the Companies Act, 2013 and the detail of such transaction have been disclosed in the financial statement of the Company as required by the applicable accounting standards.

- xiv. According to the information and explanations given to us and based on our examination of the records of the Company, the company has not made any Preferential Allotment or Private Placement of Shares or Fully or Partially Convertible Debentures during the year. Accordingly, paragraph (xiv) of the Order is not applicable.
- xv. According to the information and explanations given to us and based on our examination of the records of the Company, the company has not entered into any noncash transaction with its directors or persons connected with them. Accordingly, paragraph (xv) of the Order is not applicable.
- xvi. According to the information and explanations given to us and based on our examination of the records of the Company, the company is not required to be registered under Section 45-I of the RBI Act, 1934.

**For J. Khemani & Co.**

*Chartered Accountants*

Firm Registration No. 322375E

**J. Khemani**

Proprietor

Membership No. 056364

**Place : Kolkata**

**Date :31.07.2020**

## **ANNEXURE “B” TO THE INDEPENDENT AUDITOR’S REPORT**

(Referred to in paragraph 1(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report to the Members of TAI Industries Limited of even date)

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

We have audited the internal financial controls over financial reporting of (“the Company”) as of March 31, 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

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

The Board of Directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective 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.

#### **Auditor’s Responsibility**

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, 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 internal financial controls system over financial reporting of the Company.

#### **Meaning of Internal Financial Controls Over Financial Reporting**

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

detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

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

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

### **Opinion**

In our opinion, to the best of our information and according to the explanations given to us, the Company has generally an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

### **For J. Khemani & Co.**

*Chartered Accountants*

Firm Registration No. 322375E

### **J. Khemani**

Proprietor

Membership No. 056364

**Place : Kolkata**

**Date : 30.05.2019**

**Shentracon Chemicals Limited**  
**(CIN: L24299WB1993PLC059449)**  
**Balance Sheet as at 31st March, 2020**

(Amount in Rs.)

	Note	As at 31st March 2020	As at 31st March 2019
<b>ASSETS</b>			
<b>Non-Current Assets</b>			
Property, Plant and Equipment	2	-	131,87,289
Other Non-Current Assets	3	-	202,75,157
<b>Current Assets</b>			
Inventories	4	-	70,14,797
Financial Assets			
i Cash and Cash Equivalents	5	162,62,270	7,39,770
ii Loans	6	2,829	64,038
Current Tax Assets		4,30,000	-
<b>Total Assets</b>		<b>166,95,099</b>	<b>412,81,051</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity Share Capital	7	443,81,430	443,81,430
Other Equity	8	(573,75,834)	(558,05,097)
		<b>(129,94,404)</b>	<b>(114,23,667)</b>
<b>Liabilities</b>			
<b>Non-Current Liabilities</b>			
Financial Liabilities			
i. Borrowings	9	272,37,150	272,37,150
ii Other Financial Liabilities	10	-	215,57,900
		<b>272,37,150</b>	<b>487,95,050</b>
<b>Current Liabilities</b>			
Financial Liabilities			
i. Borrowing	11	8,01,668	35,46,474
ii. Trade Payable	12	2,00,634	2,00,634
iii. Other Financial Liabilities	13	14,50,051	1,62,560
		<b>24,52,353</b>	<b>39,09,668</b>
<b>Total Equity and Liabilities</b>		<b>166,95,099</b>	<b>412,81,051</b>

Significant Accounting Policies and the accompanying **1 to 28**  
Notes are an integral part of the financial statements.

As per our Report of even date

For J. Khemani & Co.

Chartered Accountants

Firm Registration No. 322375E

Mr. Sanjay Sureka  
Director  
DIN: 00491454

Mr. Pijush Mandal  
Director  
DIN: 03348999

(J. Khemani)

Proprietor

Membership No. 056364

Place: Kolkata

Dated: 31st July 2020

Mr. Rajesh Kr. Rungta  
CFO



**Shentracon Chemicals Limited**

(CIN: L24299WB1993PLC059449)

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

(Amount in Rs.)			
	Note	For the year ended 31st March 2020	For the year ended 31st March 2019
<b>INCOME</b>			
I Revenue from Operations		-	-
II Other Income	14	32,060,731	-
<b>III Total Revenue (I + II)</b>		<b>32,060,731</b>	<b>-</b>
<b>IV EXPENSES</b>			
Change in inventories of stock in trade		7,014,797	-
Employees benefits expenses	15	-	563,842
Finance Cost	16	249,679	222,041
Depreciation	17	190,568	190,568
Other Expenses	18	26,176,424	1,330,558
<b>Total Expenses (IV)</b>		<b>33,631,468</b>	<b>2,307,009</b>
<b>V Profit/(Loss) Before Exceptional Item &amp; Tax (III - IV)</b>		<b>(1,570,737)</b>	<b>(2,307,009)</b>
<b>VI Exceptional Item</b>		-	-
<b>VII Profit before Tax (V + VI)</b>		<b>(1,570,737)</b>	<b>(2,307,009)</b>
<b>VIII Tax Expenses</b>			
Current Tax		-	-
Deferred Tax		-	-
<b>IX Profit/(Loss) for the year (VII - VIII)</b>		<b>(1,570,737)</b>	<b>(2,307,009)</b>
<b>X Other Comprehensive Income</b>			
A (i) Items that will not be reclassified to Profit or Loss		-	-
Total Other Comprehensive Income for the Year		-	-
<b>XI Total Comprehensive Income for the Year (IX + X)</b>		<b>(1,570,737)</b>	<b>(2,307,009)</b>
<b>XII Earning per equity shares of face value of Rs. 10/- Each</b>			
Basic and Diluted (in Rs.)		(0.35)	(0.52)
<b>Significant Accounting Policies and the accompanying Notes are an integral part of the financial statements.</b>	<b>1 to 28</b>		

As per our Report of even date

For J. Khemani & Co.  
Chartered Accountants  
Firm Registration No. 322375E

Mr. Sanjay Sureka  
Director  
DIN: 00491454

Mr. Pijush Mandal  
Director  
DIN: 03348999

(J. Khemani)  
Proprietor  
Membership No. 056364  
Place: Kolkata  
Dated: 31st July 2020

Mr. Rajesh Kr. Rungta  
CFO

**Cash Flow Statement for the year ended 31st March, 2020**

	For the year ended 31st March 2020	For the year ended 31st March 2019
<b>A: CASH FLOW FROM OPERATING ACTIVITIES</b>		
Profit & (Loss) before Taxation and Exceptional items.	(15,70,737)	(23,07,009)
Adjustment for:		
Net Prior Year Adjustments	-	-
(Profit)/Loss on Sale of Fixed Assets (net)	(320,60,731)	-
Depreciation and Amortisation Expense	1,90,568	1,90,568
Transferred from Revaluation Reserve	-	-
Effect of Exchange Rate Change	-	-
Net gain on Sale of Investments	-	-
Finance Costs	2,49,679	2,22,041
	<u>(316,20,484)</u>	<u>4,12,609</u>
<b>Operating Profit before working capital changes</b>	<b>(331,91,221)</b>	<b>(18,94,400)</b>
Trade and Other Receivables	-	4,42,000
Inventories	70,14,797	-
Trade and Other Payables	(12,87,491)	4,30,795
	<u>83,02,288</u>	<u>11,205</u>
<b>Cash Generated from Operations</b>	<b>(248,88,933)</b>	<b>(18,83,195)</b>
Direct Tax paid (net of refund)	(4,30,000)	-
<b>Net Cash from Operating Activities</b>	<b>(253,18,933)</b>	<b>(18,83,195)</b>
<b>B: CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of Fixed Assets	-	-
Sale of Fixed Assets / Transfer of Participating Interest	450,57,452	-
Advance for Transfer of Participating Interest	-	-
Purchase of Investments	-	-
Sale of Investments	-	-
Sale of disposed assets	202,75,157	-
Movement in Loans and Advances	61,209	1,209
Interest Income	-	-
Dividend Income	-	-
<b>Net Cash from/ (used in) Investing Activities</b>	<b>653,93,818</b>	<b>1,209</b>
<b>C: CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from Long Term Borrowings	(215,57,900)	-
Short Term Borrowings (net)	(27,44,806)	12,35,047
Interest Paid	(2,49,679)	(2,22,041)
<b>Net Cash (used in) / from Financing Activities</b>	<b>(245,52,385)</b>	<b>10,13,006</b>
<b>Net Increase/(decrease) in Cash and Cash Equivalents</b>	<b>155,22,500</b>	<b>(8,68,980)</b>
<b>Opening Balance of Cash and Cash Equivalents</b>	<b>7,39,770</b>	<b>16,08,750</b>
Cash and cash equivalent (Note 6)		
<b>Closing Balance of Cash and Cash Equivalents</b>	<b>162,62,270</b>	<b>7,39,770</b>
Cash and cash equivalent (Note 6)		

**Notes:**

- 1) The above Cash Flow Statement has been prepared under the Indirect Method as set out in Ind AS - 7 on 'Statement of Cash Flow'
- 2) Previous year's figures have been regrouped and rearranged, wherever considered necessary.

The accompanying Notes are an integral part of the financial state

**As per our Report of even date**

**For J. Khemani & Co.**  
Chartered Accountants  
Firm Registration No. 322375E

Mr. Sanjay Sureka  
Director  
DIN: 00491454

Mr. Pijush Mandal  
Director  
DIN: 03348999

**(J. Khemani)**

Proprietor  
Membership No. 056364  
Place: Kolkata  
Dated: 31st July 2020

Mr. Rajesh Kr. Rungta  
CFO

**Statement of Changes in Equity for the year ended 31st March, 2020**

		Amount (Rs.)
A	<b>Equity Share Capital</b>	
	Balance as at April 01, 2018	443,81,430
	Changes in Equity Share capital during the year	-
	<b>As at 31st March 2019</b>	<b>443,81,430</b>
	Balance as at April 01, 2019	443,81,430
	Changes in Equity Share capital	-
	<b>As at 31st March 2020</b>	<b>443,81,430</b>

	OTHER EQUITY	Reserves & Surplus			Total	
		State Govt. Capital subsidy	Pref. Share forfeiture reserve A/c	Capital Reserve		Profit & Loss A/c
B						
	Balance as at April 01, 2018	16,50,000	104,01,000	313,00,000	(968,49,088)	(534,98,088)
	Profit for the Year	-	-	-	(23,07,009)	(23,07,009)
	<b>Total Comprehensive Income for the Year</b>	-	-	-	<b>(23,07,009)</b>	<b>(23,07,009)</b>
	Balance as at 31st March' 2019	16,50,000	104,01,000	313,00,000	(991,56,097)	(558,05,097)
	Balance as at April 01, 2019	16,50,000	104,01,000		(991,56,097)	(558,05,097)
	Profit for the Year	-	-	-	(15,70,737)	(15,70,737)
	<b>Total Comprehensive Income for the Year</b>	-	-	-	<b>(15,70,737)</b>	<b>(15,70,737)</b>
	Balance as at 31st March' 2020	16,50,000	104,01,000	-	(1007,26,834)	(573,75,834)

As per our Report of even date

For J. Khemani & Co.  
Chartered Accountants  
Firm Registration No. 322375E

Mr. Sanjay Sureka  
Director  
DIN: 00491454

Mr. Pijush Mandal  
Director  
DIN: 03348999

(J. Khemani)  
Proprietor  
Membership No. 056364  
Place: Kolkata  
Dated: 31st July 2020

Mr. Rajesh Kr. Rungta  
CFO

**Notes to the financial statements for the period ending 31st March, 2020**
**2 PROPERTY, PLANT AND EQUIPMENT**

Particulars	GROSS BLOCK				ACCUMULATED DEPRECIATION				NET BLOCK		
	As at 1st April 2019	Additions	Sales/Adjustment	As at 31st Mar. 2020	As at 1st April 2019	Adjustment For schedule	For The Period	Sales	As at 31st Mar. 2020	As at 31st Mar. 2020	As at 31st March 2019
Land & Development	117,10,324	-	117,10,324	-	-	-	-	-	-	-	117,10,324
Buildings	20,48,669	-	20,48,669	-	5,71,704	-	1,90,568	7,62,272	-	-	14,76,965
<b>Total</b>	<b>137,58,993</b>	<b>-</b>	<b>137,58,993</b>	<b>-</b>	<b>5,71,704</b>	<b>-</b>	<b>1,90,568</b>	<b>7,62,272</b>	<b>-</b>	<b>-</b>	<b>131,87,289</b>

**Note.**

(i) The Company was incorporated with a prime objective of manufacturing of chemical products, however for one reason or other the operation of the plant was ceased since 18.09.1996. The Board decided to discontinue the business on and from 01.04.2010 & consequently all fixed assets except immovable property were shifted to current assets at their W.D.V. on that date.

(ii) Depreciation on existing Property, Plant and Equipment was been provided till 31.03.2014 on Straight line method at the rates specified in Schedule xiv of The Companies Act, 1956. Consequent to the change mandated by Companies Act, 2013, the depreciation on SLM basis has been calculated on the basis of remaining useful life as specified in Schedule II of the Companies Act, 2013 after taking into account 5% of the original cost as residual value from 01.04.2015.

(iii) The immovable properties along with its all fixtures has been sold during the year and its effect has been given in schedule and consequently gain/loss has been charged to profit and loss account.

**3 OTHER NON-CURRENT ASSETS**

	As at 31st March 2020		As at 31st March 2019	
Assets held for disposal	-		202,75,157	
(machineries and equipments)		-		<b>202,75,157</b>
<b>TOTAL</b>		-		<b>202,75,157</b>

**Note.**

The assets held for disposal under current assets include the balances (net of disposal) transferred in earlier years from tangible fixed assets (including capital work in progress) due to the closure of chemical plant. These assets has been disposed off during the year as a scrap as the machineries were not in use since 1996 and being a chemical plant its value significantly eroded and hence the same were sold as scrap.

**4 INVENTORY**

	As at 31st March 2020		As at 31st March 2019	
Raw materials		-		14,35,538
Work-in-progress		-		32,00,000
Finished goods		-		75,000
Stock-in-trade		-		16,21,259
Stores and spares		-		6,83,000
<b>TOTAL</b>		-		<b>70,14,797</b>

**Note.**

As there is no production since 18.09.1996 and that the plant is closed since 10.10.1999, the inventory has been shown in the accounts as taken ,valued and certified by an independent valuer on 21.07.1998 in terms of their appointment by the State Bank of India (secured loan creditor at that time). There had been no movement in inventory after the date of verification by the independent valuer. Being a Chemical plant, due to the erosion, the potential value has become nil and the same were left on as and were basis because the scrap value would have been much lower than the transportation cost.

**5 CASH AND CASH EQUIVALENT**

	As at 31st March 2020		As at 31st March 2019	
Cash In Hand	2,67,840		4,31,717	
(as per books and certified by management)		2,67,840		4,31,717
Balances with Banks in current account	159,94,430		3,08,053	
		159,94,430		3,08,053
<b>TOTAL</b>		<b>162,62,270</b>		<b>7,39,770</b>

**6 LOANS AND ADVANCES**

	As at 31st March 2020		As at 31st March 2019	
(Unsecured and considered good)				
Other advances recoverable or adjustable	2,829		64,038	
		2,829		64,038
<b>TOTAL</b>		<b>2,829</b>		<b>64,038</b>

**7 SHARE CAPITAL**

	As at 31st March 2020		As at 31st March 2019	
Authorised Share Capital:	No's	Value	No's	Value
Equity Shares of Rs. 10/- each	51,00,000	510,00,000	51,00,000	510,00,000
		<b>510,00,000</b>		<b>510,00,000</b>
Issued, Subscribed & Paid up:				
Equity Shares of Rs. 10/- each	44,38,143	443,81,430	44,38,143	443,81,430
<b>Total</b>		<b>443,81,430</b>		<b>443,81,430</b>

- i. The Company has only one class of shares having a par value of Rs. 10 per share fully paid up.
- ii. The holder of equity shares is entitled to received dividend and to vote rights proportionate to their shareholding at meeting of the Shareholders.
- iii. The details of Shareholders holding more than 5% shares :

Name of Shareholders	As at 31st March 2020		As at 31st March 2019	
	No. of Shares	% held	No. of Shares	% held
Raj Kumar Sureka	2,45,100	5.52	2,45,100	5.52
Prismo (India) Ltd.	2,27,084	5.12	2,27,084	5.12
Shentracon Holdings Pvt. Ltd.	3,72,750	8.40	3,72,750	8.40
Shentracon Finlease Pvt. Ltd.	5,28,392	11.91	5,28,392	11.91
Satya Leasing Co. Ltd.	2,69,150	6.06	2,69,150	6.06
Shentracon Financial Services Ltd.	4,00,000	9.01	4,00,000	9.01
<b>Total</b>	<b>20,42,476</b>	<b>46.02</b>	<b>20,42,476</b>	<b>46.02</b>

## 8 OTHER EQUITY

	As at 31st March 2020		As at 31st March 2019	
A) <b>State Government Capital Subsidy</b>				
As per last Balance Sheet		16,50,000		16,50,000
B) <b>Preference Share forfeiture Reserve A/c</b>				
As per last Balance Sheet		104,01,000		104,01,000
C) <b>Capital Reserve</b>				
As per last Balance Sheet		313,00,000		313,00,000
D) <b>Retained Earnings</b>				
As per last Balance Sheet	(991,56,097)		(968,49,088)	
Add: Profit for the year	(15,70,737)	(1007,26,834)	(23,07,009)	(991,56,097)
<b>TOTAL</b>		<b>(573,75,834)</b>		<b>(558,05,097)</b>

## 9 FINANCIAL LIABILITIES

	As at 31st March 2020		As at 31st March 2019	
<b>Borrowings</b>				
Authorised Share Capital:	No's	Value	No's	Value
10% Preference Share @ Rs. 60/- each	9,00,000	540,00,000	9,00,000	540,00,000
13.50% Preference Share @ Rs. 10/- each	10,00,000	100,00,000	10,00,000	100,00,000
<b>Issued, Subscribed &amp; Paid up:</b>				
10% Preference Share @ Rs. 50/- each	3,44,743	172,37,150	3,44,743	172,37,150
13.50% Preference Share @ Rs. 10/- each	10,00,000	100,00,000	10,00,000	100,00,000
<b>TOTAL</b>		<b>272,37,150</b>		<b>272,37,150</b>

**Note.**

Since the company has been running under loss the dividend liabilities on account of 10% Cum. Redeemable Preference Shares from the date of allotment on 28.6.95 & 31.03.06 and on 13.5% preference share from the date of allotment i.e. on 31.12.1998, till the end of the year has not been declared and paid.

## 10 OTHER-FINANCIAL LIABILITIES

	As at 31st March 2020		As at 31st March 2019	
0%, Redeemable or Convertible debenture		-		215,57,900
<b>TOTAL</b>		-		<b>215,57,900</b>

-Details of 0% convertible debentures

a) Conversion rate : The debentures holder shall be entitled to such number of equity shares of such value as may be determined at the time of conversion.

b) Redemption : The CD can be redeemed at any time after the date of allotment but within five years. If the CD are not redeemed within five years then the same shall be made compulsory convertible in to equity shares of the company after five years. The company has redeemed the CD during the year.

## 11 SHORT TERM BORROWINGS

	As at 31st March 2020		As at 31st March 2019	
Loans & advances from related parties		8,01,668		35,46,474
<b>TOTAL</b>		<b>8,01,668</b>		<b>35,46,474</b>

## 12 TRADE PAYABLES

	As at 31st March 2020		As at 31st March 2019	
Trade Payable		2,00,634		2,00,634
<b>TOTAL</b>		<b>2,00,634</b>		<b>2,00,634</b>

## 13 OTHER LIABILITIES

	As at 31st March 2020		As at 31st March 2019	
Other Statutory Liabilities		1,41,540		10,954
Creditors for expenses		13,08,511		1,51,606
<b>TOTAL</b>		<b>14,50,051</b>		<b>1,62,560</b>

## 14 OTHER INCOME

	As at 31st March 2020		As at 31st March 2019	
Sale of Land & Building		320,60,731		
<b>TOTAL</b>		<b>320,60,731</b>		-

## 15 EMPLOYEE BENEFITS EXPENSES

	As at 31st March 2020		As at 31st March 2019	
Gratuity		-		2,81,921
Compensation		-		2,81,921
<b>TOTAL</b>		-		<b>5,63,842</b>

**Note.**

During the year the company has paid Rs. Nil (P.Y. Rs. 5,63,842.00) towards retirement benefit in the nature of gratuity and compensation on its settlement.

**16 FINANCE COST**

	As at 31st March 2020		As at 31st March 2019	
Interest paid on loan		2,49,679		2,22,041
<b>TOTAL</b>		<b>2,49,679</b>		<b>2,22,041</b>

**17 DEPRECIATION**

	As at 31st March 2020		As at 31st March 2019	
Depreciation of Property, Plant and Equipment		1,90,568		1,90,568
<b>TOTAL</b>		<b>1,90,568</b>		<b>1,90,568</b>

**18 OTHER EXPENSES**

	As at 31st March 2020		As at 31st March 2019	
Filling Fees	5,400		8,400	
		5,400		8,400
Audit Fees		3,540		4,130
<b>Miscellaneous Expenses</b>				
Advertisement	6,971		11,080	
Accounting Charges	12,000		12,000	
Registrar Fees	5,900		5,900	
Factory Maintenance	-		2,98,560	
Postage Expenses	6,580		5,771	
Printing & Stationary	2,340		2,635	
Professional fees	16,17,832		86,636	
Stock Exchange Fees	5,87,050		3,67,650	
Conveyance	940		2,178	
Commission Paid	11,26,440		-	
Bank Charges	12,289		706	
Loss on assets held for disposal	198,31,956		-	
General Expenses	29,57,186		5,24,912	
		261,67,484		13,18,028
<b>TOTAL</b>		<b>261,67,484</b>		<b>13,30,558</b>

**19 EARNING PER SHARE**

	As at 31st March 2020		As at 31st March 2019	
1) Net Profit after Tax		(15,70,737)		(23,07,009)
2) Weighted Average number of equity shares used as denominator for calculating EPS		44,38,143		44,38,143
3) Basic and Diluted Earnings Per Share		(0.35)		(0.52)
4) Face value per equity share		10		10

**20 CONTINGENT LIABILITIES**

Claims/Disputes/Demands not acknowledged as debt:-

	Particulars	As at 31st March 2020	As at 31st March 2019
i.	Electricity Bills for Minimum Guarantee off take which relates to period before the date of closure and disputed by the Company.	-	21,60,000
ii.	A recovery suit filed by a creditor Kesoram Rayon Limited has been decreed ex-parte by city civil court for Rs. 433766/- on application the court has stayed the decree and the matter is still subjudice. Against this demand a sum of Rs. 200634/- is standing under creditors in the books of the company.	2,33,132	2,33,132

**Note:**

In respect of above contingent liabilities, future cash flows are determinable only on receipt of judgements pending at various forums/authorities, which in the opinion of the company is not tenable.

**21** The company's net worth has been fully eroded due to accumulated losses including the loss for the year. However the accounts are presented on the basis applicable to "Going Concern" as the Management is of the opinion that the Going Concern assumption is on the basis of foreseeable future.



22 Provision for all known liabilities are adequate in the opinion of the Management.

- 23 a) Since there was no production and/or dealing hence segment wise disclosure is not applicable.  
 b) The deferred tax assets/liabilities and or its implication on deferred tax arising on account of unabsorbed losses & depreciation has not been accounted for on due principle of prudence and uncertainty of future taxable profit.

24 Related Party Disclosures

a) List of Related Parties

➤ **Directors & Key Managerial Personnel (KMP)**

Sl. No.	Name of the Person	Relationship
a.	Mr. Sanjay Sureka	Director
b.	Mr. Piyush Mondal	Director
c.	Mr. Priti Sureka	Relative of Director
d.	Mrs. Savitri Devi Sureka	Relative of Director

➤ **Companies over which Directors & KMP have significant influence**

Sl. No.	Name of the Person	Relationship
a.	Prismo (India) Ltd.	Companies over which the KMP are able to exercise a significant influence
b.	Shentracon Holdings Pvt. Ltd.	
c.	Satya Leasing Co. Ltd.	
d.	ShentraconFinalease Pvt. Ltd.	
e.	Shankar Engineering & Trading Co.	

b) Disclosure of Transactions between the Group and related parties in the ordinary course of the business

Sl. No.	Nature of Transaction	Director & KMP	Companies over which the KMP are able to exercise a significant influence
a.	Interest Paid	112500	137179

c) Disclosure of Balance outstanding as on Balance Sheet date with related parties

Sl. No.	Nature of Transaction	Director & KMP	Companies over which the KMP are able to exercise a significant influence
a.	Loans & Advances from related parties.	691427	110241

25 Disclosure as required under the micro, small and medium enterprises development act, 2006, to the extent ascertained, and as per notification number GSR 679 (E) dated 4th September, 2015

Sl. No	Particulars	2019-20	2018-19
a.	The principal amount and the interest due thereon remaining unpaid to any supplier at the end of each financial year.	-	-
b.	The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
c.	The amount of interest due and payable for the period of delay in making payment but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	-	-
d.	The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
e.	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	-	-

## 26 Financial Instruments

### Fair value hierarchy

The Company uses the following hierarchy for determining and/or disclosing the fair value of financial instruments by valuation

The categories used are as follows:

- Level 1: Quoted prices (unadjusted) for identical instruments in active market
- Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
- Level 3: Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

### Financial Instruments by category

The carrying value and fair value of financial instruments by categories are as follows:

Particulars	FVTOCI	FVTPL	Amortized Cost	Total carrying value	Total fair value
<b>As at 31-March-2019</b>					
<b>Financial assets</b>					
Trade Receivables	-	-	-	-	-
Cash and Cash Equivalents	-	-	7,39,770	7,39,770	7,39,770
Loans	-	-	64,038	64,038	64,038
<b>Total</b>	-	-	<b>8,03,808</b>	<b>8,03,809</b>	<b>8,03,809</b>
<b>Financial liabilities</b>					
Borrowings	-	-	307,83,624	307,83,624	307,83,624
Trade Payables	-	-	2,00,634	2,00,634	2,00,634
Other Financial liabilities	-	-	217,20,460	217,20,460	217,20,460
<b>Total</b>	-	-	<b>527,04,718</b>	<b>527,04,718</b>	<b>527,04,718</b>
<b>As at 31-March-2020</b>					
<b>Financial assets</b>					
Trade Receivables	-	-	-	-	-
Cash and Cash Equivalents	-	-	162,62,270	162,62,270	162,62,270
Loans	-	-	2,829	2,829	2,829
<b>Total</b>	-	-	<b>162,65,099</b>	<b>162,65,100</b>	<b>162,65,100</b>
<b>Financial liabilities</b>					
Borrowings	-	-	280,38,818	280,38,818	280,38,818
Trade Payables	-	-	2,00,634	2,00,634	2,00,634
Other Financial liabilities	-	-	14,50,051	14,50,051	14,50,051
<b>Total</b>	-	-	<b>296,89,503</b>	<b>296,89,503</b>	<b>296,89,503</b>

## 27 Risk Management

### Financial risk management objective and policies

The Company's financial risk management is an integral part of how to plan and execute its business strategies. The Company's activities expose it to a variety of financial risk : Liquidity risk, Market risk and Credit Risk.

The Company's financial liabilities comprises mainly of borrowings, trade payables and other payables. The Company's financial assets comprises mainly of Loans, cash and cash equivalents ,trade receivables. A summary of the risks have been given below:

#### a) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet it's financial obligations as they become due. The Company manages its liquidity risk by ensuring that it will always have sufficient liquidity to meet its liabilities as and when due. The Company's anticipated future cash flows and undrawn committed credit facilities are expected to be sufficient to meet the liquidity requirements.

#### The following is the contractual maturities of the financial liabilities:

Particulars	Less than 1 year	More than 1 year	Total
<b>Financial liabilities as at 31-March-2019</b>			
Borrowings	3546474	27237150	307,83,624
Trade Payables	-	200634	2,00,634
Other financial liabilities	162560	21557900	217,20,460
<b>Financial liabilities as at 31-March-2020</b>			
Borrowings	8,01,668	272,37,150	280,38,818
Trade Payables	-	2,00,634	2,00,634
Other financial liabilities	13,14,225	1,35,826	14,50,051

#### b) Market risk

Market risk is the risk that the fair value of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, price risk and currency risk. Financial instruments affected by market risk includes Loans, trade receivables and payables. The objective of market risk management is to manage and control market risk exposure within acceptable parameter, while optimising the return.

##### (i) Interest rate risk

Interest rate risk is the risk that the future cash flows of the financial instruments will fluctuate due to changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's investment in bonds, debentures and preference shares.

##### Sensitivity

Since the company does not have any interest risk exposure hence there has been no sensitivity analysis.

##### (ii) Price Risk

Price risk is the risk that the fair value of a financial instruments will fluctuate due to changes in market price. The Company is exposed to price risk arising mainly from investments in equity instruments and in private equity funds recognised at FVTOCI.

##### Sensitivity

Since the company does not hold any financial instrument which will fluctuate due to changes in market price hence there has been no sensitivity analysis.

##### (iii) Foreign currency risk

Foreign currency risk is the risk that the fair value of future cash flows of an exposure will fluctuate due to changes in foreign exchange rates. Currently the Company does not have any foreign currency exposure

#### (c) Credit risk

Credit risk refers to risk that a counterparty will default on its contractual obligation resulting in financial loss to company. The Company is exposed to credit risk from its operating and treasury activities. The Company generally does not have collateral.

28 Previous year's figures have been regrouped/reclassified wherever necessary, to confirm to current year's

**As per our Report of even date**

**For J. Khemani & Co.**  
**Chartered Accountants**  
**Firm Registration No. 322375E**

\_\_\_\_\_  
Mr. Sanjay Sureka  
Director  
DIN: 00491454

\_\_\_\_\_  
Mr. Pijush Mandal  
Director  
DIN: 03348999

**(J. Khemani)**  
Proprietor  
Membership No. 056364  
Place: Kolkata  
Dated: 31st July 2020

\_\_\_\_\_  
Mr. Rajesh Kr. Rungta  
CFO

# Shentracon Chemicals Limited

CIN: L24299WB1993PLC059449  
 Regd. Office 6A, Kiran Sankar Roy Road, Kolkata- 700 001  
 Phone: 2248-9731, Fax 2248 4000  
 Email: [investor@shentracon.com](mailto:investor@shentracon.com), Website: [www.shentracon.com](http://www.shentracon.com)

## ATTENDANCE SLIP

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

Joint Shareholders may obtain additional slip at the venue of the Meeting.

DP ID:		Folio No.:	
Client ID:		No. of Shares:	
NAME AND ADDRESS OF THE SHAREHOLDER:			

I hereby record my presence at the 27<sup>th</sup> Annual General Meeting of the Company to be held on Monday, the 23<sup>rd</sup> December, 2020 at 11:00 a.m. at 6A, Kiran Sankar Roy Road, 3<sup>rd</sup> Floor, Kolkata – 700 001.

\*Applicable for shares held in electronic form.

Member's/Proxy Name (in Block letters)

Signature of the Attending Shareholder / Proxy

# Shentracon Chemicals Limited

CIN: L24299WB1993PLC059449  
 Regd. Office 6A, Kiran Sankar Roy Road, Kolkata- 700 001  
 Phone: 2248-9731, Fax 2248 4000  
 Email: [investor@shentracon.com](mailto:investor@shentracon.com), Website: [www.shentracon.com](http://www.shentracon.com)

**Form No. MGT-11**

## PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s):		Email id:	
Registered address:		Folio No./Client id: DP id:	

I/We, being the member (s) of ..... shares of the above named company, hereby appoint:

..... of ..... having e-mail id ..... or failing him

..... of ..... having e-mail id ..... or failing him

..... of ..... having e-mail id .....

and whose signature(s) are appended below as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the 27<sup>th</sup> Annual General Meeting of the Company, to be held on Wednesday, the 9<sup>th</sup> December, 2020 at 11:00 a.m. at 6A, Kiran Sankar Roy Road, 3<sup>rd</sup> Floor, Kolkata 700 001 and at any adjournment thereof in respect of such resolutions as are indicated below:

\* I wish my above Proxy to vote in the manner as indicated in the box below:

Resolutions No.	Particulars	For	Against
1.	Adoption of the audited financial statement of the Company for the financial year ended as on 31st March 2020, the reports of the Board of Directors and Auditors thereon.		
2.	Appointment of Director in place of Mr. Sanjay Sureka (DIN No: 00491454), who retires by rotation and being eligible, seeks re-appointment.		
3.	Appointment of Mrs. Anuradha Singh (DIN: 05273619), as a director of the company w.e.f. 01.10.2019		

Affix  
Revenue  
Stamp of  
Rs. 1/-

Signed this ..... day of ..... 2020.

\_\_\_\_\_  
Signature of shareholder

\_\_\_\_\_  
Signature of the proxy holder

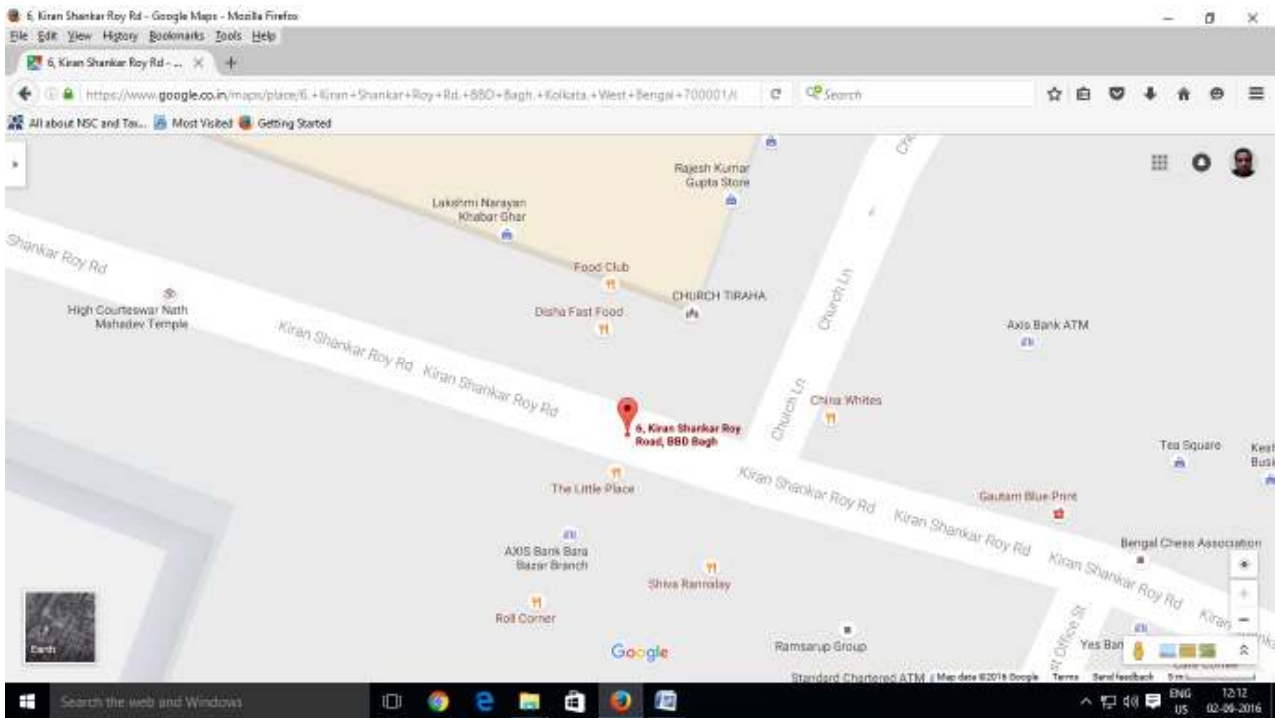
\_\_\_\_\_  
Signature of the proxy holder

\_\_\_\_\_  
Signature of the proxy holder

**Notes:**

- 1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
- 2) A Proxy need not be a member of the Company and shall provide his identity at the time of attending the Meeting.
- 3) A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
- 4) Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
- 5) In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.
- 6) Undated proxy form will not be considered valid.

## ROUTE MAP









If undelivered, please return to :

SHENTRACON CHEMICALS LTD.  
6A, Kiran Sankar Roy Road  
3rd Floor, Kolkata 70001