

VINAYAK VANIJYA LIMITED

Registered Office: Flat No.28,Stilt Floor, Devika Tower 6, Nehru Place, New Delhi – 110019, Website:

<https://www.vinayakvanijya.com/>

Phone: 011 – 4367 5500, Email id: vvanijya1985@gmail.com,

CIN: L52110DL1985PLC020109

Date: 08.09.2021

The Manager- Listing Compliance
BSE Limited
PhirozeJeejeebhoy Towers
Dalal Street
Mumbai-400001

Security Code: 512517

Sub:Submission of Annual Report as per Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Ma'am,

Please find attached herewith **Annual Report** for the **Financial Year 2020-2021** as per Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Submitted for your information and records.

By order of the Board of Directors

For Vinayak Vanijya Limited

Anand Prakash

Director

VINAYAK VANIJYA LIMITED

(CIN: L52110DL1985PLC020109)



36th ANNUAL REPORT

2020-21

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REFERENCE INFORMATION**BOARD OF DIRECTORS**

Ms. Samita Gupta	Non-Executive Director
Mr. Ankit Aggarwal	Whole Time Director
Mr. Anand Prakash	Independent Director
Ms. Sunayana Puri	Non-Executive Director(<i>appointed w.e.f. 27.11.2020</i>)
Mr. Bhupender Singh	Independent Director

KEY MANAGERIAL PERSONNEL

Mr. Ankit Aggarwal	Whole Time Director
Mr. Krishna Kumar	Chief Finance Officer
Ms. Akansha Trivedi	Company Secretary and Compliance Officer (<i>Resigned w.e.f 25.05.2020</i>)
Ms. Ayushi Aggarwal	Company Secretary and Compliance Officer (<i>Appointed w.e.f 01.12.2020</i>) (<i>Resigned w.e.f 14.06.2021</i>)

AUDIT COMMITTEE

Mr. Anand Prakash	Chairperson
Ms. Samita Gupta	Member
Mr. Bhupender Singh	Member

NOMINATION & REMUNERATION COMMITTEE

Ms. Samita Gupta	Chairperson
Mr. Anand Prakash	Member
Mr. Bhupender Singh	Member

STAKEHOLDERS' RELATIONSHIP COMMITTEE

Mr. Anand Prakash	Chairperson
Ms. Samita Gupta	Member
Mr. Bhupender Singh	Member

SECRETARIAL AUDITOR

Jain P & Associates
Practicing Company Secretaries
H-54, Naveen Shahdara, Delhi-110032

STATUTORY AUDITOR

M/s Sanjeev Bimla & Associates
Chartered Accountants
302 B Gurdev Nagar, Ludhiana- 141001

REGISTRAR & SHARE TRANSFER AGENT

RCMC Share Registry Pvt. Ltd.
B-25/1, First Floor, Okhla Industrial Area, Phase - II, New Delhi-110020

CIN: L52110DL1985PLC020109

REGISTERED OFFICE

Flat No.28, Stilt Floor, Devika Tower
6, Nehru Place, New Delhi-110019

BANKERS

HDFC Bank Limited
Hemkunt Chambers, 89, Nehru Market Road, Delhi – 110019
The Federal Bank Limited
Place, G.I-6, Satkar Building, 79-80 Nehru Place, New Delhi- 110 019

SHARES LISTED AT

BSE Limited

E-MAIL

vvaniya1985@gmail.com

WEBSITE

www.vinayakvaniya.com

NOTICE OF 36th ANNUAL GENERAL MEETING

NOTICE is hereby given that the 36th Annual General Meeting of the members of the Company will be held on **Thursday, 30th September, 2021 at 10:00 AM at the registered office of the Company to transact the following business (es):-**

ORDINARY BUSINESS:

1. Adoption of Financial Statements for the Financial year ended 31st March, 2021

To receive, consider and adopt the Financial statements of the Company for the financial year ended on 31st March, 2021 including the audited Balance Sheet as at 31st March, 2021, Profit & Loss Statement for the financial year ended on that date together with the Reports of Board of Directors and Auditors thereon.

2. Re-appointment of Director liable to retire by rotation

To appoint **Ms. Sunayana Puri** (DIN: 05136792) who retires by rotation at the ensuing Annual General Meeting and being eligible, offers herself for Re-appointment.

SPECIAL BUSINESS:

3. RE-APPOINTMENT OF MR. ANKIT AGGARWAL (DIN: 00385982) AS THE WHOLETIME DIRECTOR

To consider, and if thought fit, to pass, adopt & / or ratify with or without modification(s), the following Resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 196, 197, 203 and Schedule V of the Companies Act, 2013, the Rules made there under and the Articles of Association of the Company and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, Mr. Ankit Aggarwal (DIN: 00385982), who was appointed as a Whole Time Director of the Company for a term of five years up to March 27, 2021 by the members, be and is hereby re-appointed as a Whole Time Director of the Company for a second term of five consecutive years commencing from **March 28, 2021** upto **March 27, 2026.**”

4. RE-APPOINTMENT OF MR. ANAND PRAKASH (DIN: 06918487) AS AN INDEPENDENT DIRECTOR

To consider, and if thought fit, to pass, adopt & / or ratify with or without modification(s), the following Resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, Mr. Anand Prakash (DIN: 06918487), who was appointed as an Independent Director of the Company for a term of five years up to September 26, 2021, by the members at the 31st Annual General Meeting, in terms of Section 149 of the Companies Act, 2013, be and is hereby re-appointed as an Independent Director of the Company for a second term of five consecutive years commencing from **September 27, 2021** upto **September 26, 2026**, not liable to retire by rotation.”

**By order of the Board of Directors
For Vinayak Vanijya Limited**

Date: 02.09.2021
Place: New Delhi

**Ankit Aggarwal
Whole time Director
DIN: 00385982**

NOTES:

1. The relevant Explanatory Statement and reasons in respect of proposed Special Resolution pursuant to Section 102 of the Companies Act, 2013 are annexed hereto.
2. **A MEMBER WHO IS ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL ONLY AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. IN ORDER TO BE EFFECTIVE, PROXY FORMS DULY COMPLETED IN ALL RESPECTS SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FIXED FOR THE MEETING.**

A person can act as a proxy on behalf of members **not exceeding fifty** and holding in 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(s) or shareholder(s).

3. Corporate Members intending to send their authorized representative to attend the Meeting are requested to send a Certified True Copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
4. Relevant documents as referred to in the accompanying Notice along with the Statements are open for inspection by members at Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the Annual General Meeting.
5. Brief details of Directors seeking re-appointment at the Annual General Meeting (Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015) forms part of this notice.
6. The Register of Members and Share Transfer Books will remain closed from **Saturday, 25th September, 2021 to Thursday, 30th September, 2021** (both days inclusive).
7. Members holding shares in physical form are requested to consider converting their holding to dematerialized form as required under the amended SEBI guidelines and regulations to eliminate all risks associated with physical shares and for ease in portfolio management. Members may contact the Company or its Registrar & Share Transfer Agent (RTA), for assistance in this regard.
8.
 - a) The members who are holding shares in physical form are requested to intimate any change in their address with pin code immediately either to the Company or to its Registrar & Share Transfer Agent (RTA) promptly.
 - b) The members who are holding shares in demat form are requested to intimate any change in their address with pin code immediately to their Depository Participants.
9. The shares of the Company are at presently listed on BSE Limited.
10. Pursuant to the provisions under Section 108 of Companies Act, 2013 to be read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended from time to time along with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide to its members, the facility to exercise their right to vote at the ensuing Annual General Meeting by Electronic Means. The business(s) proposed to be transacted as mentioned in the Annual General Meeting Notice may be transacted through voting by Electronic Means (Remote e-voting) as well. For this, Company is availing the services provided by **Central Depository Services (India) Limited (CDSL)**. The facility for voting through Ballot Paper will also be made available at the meeting venue, for the members who have not cast their votes by remote e-voting. They shall also be able to exercise their voting rights at the AGM by voting through ballot paper. Members who have already cast their vote by remote e-voting process prior to the date of meeting shall be eligible to attend the Annual General Meeting but shall not be entitled to cast their votes again through ballot process.

The instructions for e-voting by members are annexed to the Notice.

11. The Board of Directors of the company has appointed **M/s Ojha & Associates, Company Secretaries**, as Scrutinizer for conducting the e-voting process for the Annual General Meeting in a fair and transparent manner.
12. The Scrutinizer, after scrutinizing the votes cast at the meeting through Poll and through remote e-voting, shall, not later than three days of conclusion of the Meeting, make a **“Consolidated Scrutinizer’s Report”** and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on website of the Company at <https://www.vinayakvanijya.com/> and on the website of Stock Exchange at www.bseindia.com. The Report shall simultaneously be placed on Notice Board of the Company at premises of the Registered Office.
13. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the General Meeting.
14. The login ID and password for remote e-voting along with Process, Manner and Instructions for remote e-voting is being sent to Members who have not registered their E-mail ID(s) with the Company / their respective Depository Participants along with physical copy of the Notice.
Those Members who have registered their e-mail IDs with the Company / their respective Depository Participants are being forwarded the login ID and password for remote e-voting along with Process, Manner and Instructions through E-mail.
15. Voting rights shall be reckoned on the Paid-up value of shares registered in the name of Member / Beneficial Owner (in case of shares in Dematerialized form) as on the cut-off date i.e. **24th September, 2021**.
16. 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, shall only be entitled to avail the facility of e-voting / Poll.

Note: A person who is not a Member as on the cut-off date should treat this Notice for information purposes only.

17. No gifts, gift coupons, or cash in lieu of gifts shall be distributed to Members at or in connection with the General Meeting.
18. The **Instructions for shareholders voting electronically are as under:**
 - Date and Time of commencement of e-voting 27th September, 2021 (9:00 A.M.)**
 - Date and Time of Conclusion of e-voting 29th September, 2021 (5:00 P.M.)**
 - i. During this period, shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.
 - ii. Shareholders who have already voted prior to the meeting date through remote E-voting would not be entitled to vote at the meeting venue through Poll.
 - iii. The shareholders should log on to the e-voting website of CDSL "www.evotingindia.com."
 - iv. Click on Shareholders.
 - v. Now Enter your User ID
 - a) For Shareholders holding Demat Account with CDSL: **16 digits beneficiary ID**,
 - b) For Shareholders holding Demat Account with 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.
 - vi. Next enter the Image Verification as displayed and Click on Login.
 - vii. If you are holding shares in demat form and had logged onto www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

viii. If you are a first time user then follow the steps given below:

	For Members holding shares in Demat Form or Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) - 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. - 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. E.g. If your name is Ramesh Kumar with sequence number 1 then enter RA0000001 in the PAN Field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- ix. After entering these details appropriately, click on "SUBMIT" tab..
- x. Members holding shares in physical form will then directly reach the Company selection screen. However, shareholders 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.
- xi. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xii. Click on the EVSN for **"Vinayak Vanijya Limited"**
- xiii. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same you will find an 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".
- xiv. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution's details.
- xv. 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.
- xvi. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xvii. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- xviii. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xix. Note for Non-Individual Shareholders and Custodians:-
 - Non-shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a 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 linked in the login should be mailed to 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.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cstanayojha@gmail.com and raitex3@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.
- xx. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.
- xxi. To address issues/grievances of shareholders relating to the ensuing AGM, including e-voting, the following official has been designated:

Name of Official	Mr. Ankit Aggarwal
Designation	Whole Time Director
Address	Flat No.28, Stilt Floor, Devika Tower 6, Nehru Place, New Delhi-110019
Contact	011-43675500
Email	vvaniya1985@gmail.com

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 READ WITH COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014

ITEM NO. 3

RE-APPOINTMENT OF MR. ANKIT AGGARWAL (DIN: 00385982) AS THE WHOLETIME DIRECTOR

Mr. Ankit Aggarwal (DIN: 00385982) who was appointed as a Whole time Director of the Company by the members in their meeting held on 26.03.2016 to hold office for five years from 26.03.2016 up to 27.03.2021, is proposed to be re-appointed as a Whole Time Director for further five consecutive years.

The duties of the Director shall be discharged subject to superintendence, control and direction of the Board and shall perform on behalf of the company in the ordinary course of business including all such acts, deeds, matters and things, which in the ordinary course of business, he may consider necessary or proper or are in the interest of the company.

The Company has received consent to act as Director and declaration that he is not disqualified from being appointed as a Director of the Company.

In view of his extensive experience, knowledge and dedicated efforts made for the Company, Board is considering his involvement, a necessity for Company's future growth.

Therefore, after consideration of all facts and circumstances, the Board recommends re-appointment of Mr. Ankit Aggarwal as a Whole time Director of the Company.

None of the Director(s) except Ms. Samita Gupta is interested in the said resolution.

Terms & Conditions:

The terms and conditions for re-appointment of Mr. Ankit Aggarwal are proposed keeping in line with the objective of attracting and retaining professional with expertise and high competence on the Board. The material terms of appointment and remuneration as set out in his appointment letter are given below:-

1. **Designation:** Whole-Time Director

2. **Term:** He shall hold office for a term of five years from the date of appointment. However, the Board (powers vested in Nomination & Remuneration Committee) as well as the proposed Whole Time Director would be at free will to terminate the office before the said period upon giving reasonable explanations to the effect. The Nomination & Remuneration Committee shall be obligated to conduct a thorough enquiry and give the proposed Whole Time Director a reasonable opportunity of being heard prior to termination of his office.
3. **Salary & Remuneration:** No Salary & Other remuneration will be paid to him as on date. However the Board of Directors has the liberty to fix a minimum remuneration and other perquisites pursuant to the provisions of Section 196, 197, 203 and Schedule V of the Companies Act, 2013 and the Rules made there under and the Articles of Association of the Company.
4. **Duties:**
 - i) He shall perform his duties as such with regard to all work of the Company and he will manage & attend to such business and carry out the orders and direction given by the Board from time to time in all respects and conform to and comply with all such directions and regulations as may be given.
 - ii) He shall abide by the provisions contained in Companies Act, 2013 with regard to duties of directors.
 - iii) He shall adhere to the Company's Code of Business Conduct & Ethics for Directors and Management Personnel.

ITEM NO. 4**RE-APPOINTMENT OF MR. ANAND PRAKASH (DIN: 06918487) AS AN INDEPENDENT DIRECTOR**

Mr. Anand Prakash (DIN: 06918487) is proposed to be re-appointed as an Independent Director of the company.

The duties of the Director shall be discharged subject to superintendence, control and direction of the Board and shall perform on behalf of the company in the ordinary course of business including all such acts, deeds, matters and things, which in the ordinary course of business, he may consider necessary or proper or are in the interest of the company.

In view of his extensive experience, knowledge and dedicated efforts made for the Company, Board is considering his involvement, a necessity for Company's future growth.

Therefore, after consideration of all facts and circumstances, the Board recommends re-appointment of Mr. Anand Prakash as an Independent Director of the Company.

None of the Director(s) are interested in the said resolution.

Terms & Conditions:

1. **Designation:** Independent Director
2. **Term:** 5 Years
3. **Salary & Remuneration:** NIL

PROFILE OF PROPOSED DIRECTOR

Name	Mr. Anand Prakash	Mr. Ankit Aggarwal	Ms. Sunayana Puri
Director Identification Number (DIN)	06918487	00385982	05136792
Date of Birth	01/07/1976	23/04/1983	13/12/1984
Date of Appointment in the Board	28.03.2016	30.09.2006	27.11.2020
Qualification	MBA	MBA	Company Secretary (CS), LLB
Experience	Finance, Accounting & Management	Management, Finance, Administration	Secretarial and Legal
Shareholding in the Company	-	2,04,200	-
List of Directorship held in other companies	Devika Universal Lands Private Limited; Devika Promoters And Builders Privatelimited; Devika Universal Lands & Buildingprivate Limited; Oasis Suppliers Private Limited; Ankit Leasing And Finance Company limited; Shomit Finance Limited; Hiptage Infrastructure Private Limited; Rosegold Developers Private Limited; Pinkgold Developers Private Limited; Vipshel Infotech Private Limited; Dailygreens Farm Fresh India Privatelimited;	Devika Universal Lands Private Limited; Devika Promoters And Builders Privatelimited; Devika Universal Lands & Buildingprivate Limited; Oasis Suppliers Private Limited; Ankit Leasing And Finance Company limited; Shomit Finance Limited; Hiptage Infrastructure Private Limited; Rosegold Developers Private Limited; Pinkgold Developers Private Limited; Vipshel Infotech Private Limited; Dailygreens Farm Fresh India Private limited.	1. Sueryaa Knitwear Limited 2. Chandra Credit Limited
Names of Listed Entities in which the person holds membership of Committees of the Board	-	-	Sueryaa Knitwear Limited
Relationship between Directors Inter-se	-	Ankit Aggarwal is son of Ms. Samita Gupta	-

DIRECTORS' REPORT

To

The Shareholders of the Company,

Your Directors are pleased to present this 36th Annual Report together with the Audited Annual Financial Statements for the year ended March 31, 2021.

COVID-19 PANDEMIC

The COVID-19 pandemic has caused a huge disruption creating an unprecedented impact on the financial well-being of nations, corporations and individuals. A detailed discussion on impact of COVID-19 on the business and operations of the Company is covered in the '**Management Discussion and Analysis Report.**'

CIRCULATION OF ANNUAL REPORTS IN ELECTRONIC FORM

In view of the prevailing COVID-19 situation and consequent lockdown across the country, the Ministry of Corporate Affairs (MCA) has exempted companies from circulation of physical copies of Annual Report for FY 2021.

Accordingly, the Annual Report of the Company for FY 20-21 is being sent only by email to the members, and all other persons/entities entitled to receive the same.

This Annual Report, along with other documents, is also available on the Company's website at <https://www.vinayakvanijya.com/>

FINANCIAL HIGHLIGHTS- AT A GLANCE

Overall Performance of your Company

The Financial Year 2020-21 had been a little tumultuous for the Company as your Company has shown a conventional performance during the year under review. The Company had incurred a Net Loss of Rs.9,57,868.42/- in the Financial Year 2020-21 in comparison to net profit of Rs.3,13,198.31/- in the Financial Year 2019-20.

The financial summary, performance highlights operations/state of affair of your Company for the year are summarized below:

Amount (In Rupees)

PARTICULARS	Standalone	
	2020-21	2019-20
Income from Business Operations	1,363,003.00	1,410,890.00
Other Income	433,600.00	212,730.00
Total Income	1,796,603.00	1,623,620.00
Less: Expenditure except Depreciation	1,670,097.16	1,170,265.92
Profit/Loss before Depreciation and Tax	126,505.84	453,354.08
Less: Depreciation	12023.73	22423.00
Profit/Loss before Tax	114,482.11	430,931.08
Less: Tax Expense	0	0
Add: Deferred Tax Asset	28,620.53	107732.77
Add: MAT Credit Entitlement	0	0
Less: Prior Period Taxes	1,043,730.00	10,000
Net Profit/Loss after tax	(957,868.42)	313,198.31
Add: Other Comprehensive Income	0	0
Net Profit/Loss for the period	(957,868.42)	313,198.31
Earnings per share:		
Basic	(0.96)	0.31
Diluted	(0.96)	0.31

DIVIDEND

No Dividend was declared for the current financial year due to loss incurred by the Company.

RESERVES

The Board proposes no amount to transfer to the reserves as the company is running under loss.

SHARE CAPITAL

There was no change under the Share Capital during the year under review as the Company has not issued any shares including Equity Shares, Shares with Differential Voting Rights, Stock Options, Sweat Equity, etc. The Company has not bought back any equity shares during the year 2020-21.

As on 31st March, 2021, paid-up share capital of the Company stood at Rs.99,60,000/-consisting of 9,96,000 Equity Share of Rs.10/- each.

TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

Since there was no unpaid/unclaimed Dividend declared or paid by the Company, the provisions of Section 125 of the Companies Act, 2013 do not apply.

DEPOSITS

During the year under review, the Company has not accepted any deposits in terms of Section 73 of the Companies Act, 2013. There were no unclaimed deposits at the end of Financial Year i.e. 31st March, 2021.

SUBSIDIARY / ASSOCIATE/ JOINT VENTURES COMPANIES OF THE COMPANY

The Company is not having any Subsidiary Company/ Joint Venture/ Associate Company during the financial year 2020-21. A statement about Subsidiary / Joint Ventures / Associate Company(ies) is mentioned in Form AOC-1 is not applicable.

MANAGEMENT DISCUSSION & ANALYSIS REPORT

Management Discussion and Analysis Report for the year under review, as stipulated under Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is presented in a separate section of this Annual Report.

CHANGE IN DIRECTORS /KEY MANAGERIAL PERSONNEL DURING THE YEAR

The details about the changes in Directors or Key Managerial Personnel by way of Appointment, Re – designation, Resignation, Death, Dis-qualification, variation made or withdrawn etc. are as follows:

S. No.	Name	Designation	Date	Nature of Change
1.	Ms. Sunayana Puri	Non-Executive Additional Director	27/11/2020	-
2.	Ms. Sunayana Puri	Non-Executive Director	24/12/2020 (Regularized at AGM)	-
3.	Ms. Akansha Trivedi	Company Secretary & Compliance Officer	-	25/05/2020
4.	Ms. Ayushi Aggarwal*	Company Secretary & Compliance Officer	01/12/2020	-

**Ms. Ayushi Aggarwal has been resigned w.e.f 14.06.2021.*

Ms. Sunayana Puri (DIN: 05136792) Director will be retiring by rotation at the ensuing Annual General Meeting and being eligible, offers herself for re-appointment. The Board recommends her re-appointment to the Board of the Company at the ensuing Annual General Meeting.

STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTORS UNDER SECTION 149(6) OF COMPANIES ACT, 2013

All Independent Directors have given declarations under section 149(7) that they meet the criteria of Independence as laid down under section 149(6) of the Companies Act, 2013 and Rules made thereunder to be read with SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2015.

EXTRACT OF ANNUAL RETURN

The details forming part of extract of Annual Return under sub section 3 of Section 92 of the Companies Act, 2013 in **Form MGT-9** is annexed herewith as “**Annexure-B**”. It can be accessed on the website of the company at <https://www.vinayakvanijya.com/>

NUMBER OF MEETINGS OF THE BOARD

During the period, the Board of Directors of your Company met 10 (Ten) times. The dates on which the meetings were held are **27.05.2020, 31.07.2020, 26.08.2020, 12.09.2020, 12.11.2020, 27.11.2020, 28.11.2020, 01.12.2020, 10.02.2021 and 15.03.2021** and the gap requirement of 120 days between two meetings have been complied with. The necessary quorum was present for all the meetings.

AUDIT COMMITTEE

The Audit Committee of the Company is constituted in line with the provisions of section 177 of the Companies Act, 2013 to be read with Regulation 18 of the SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2015. The Composition of Audit Committee is given in the Corporate Governance Report which forms the integral part of this Annual Report.

NOMINATION & REMUNERATION COMMITTEE

The Nomination & Remuneration Committee of the Company is constituted in line with the provisions of section 178 of the Companies Act, 2013 to be read with Regulation 19 of the SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2015. The Composition of the Committee is given in the Corporate Governance Report which forms the integral part of this Annual Report.

STAKEHOLDERS' RELATIONSHIP COMMITTEE

The Stakeholders' Relationship Committee of the Company is constituted in line with the provisions of section 178 of the Companies Act, 2013 to be read with Regulation 20 of the SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2015. The Composition of the Committee is given in the Corporate Governance Report which forms the integral part of this Annual Report.

VIGIL MECHANISM

The Vigil Mechanism Policy of the Company is constituted in line with the provisions of section 177 of the Companies Act, 2013 to be read with Regulation 22 of the SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2015.

BOARD ANNUAL EVALUATION

The provisions of section 134(3)(p) of the Companies Act, 2013 read with SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 mandate that a Formal Annual Evaluation is to be made by Board of its own performance and that of its Committee and individual Directors. Schedule IV of the Companies Act, 2013 states that performance evaluation of the Independent Director shall be done by Directors excluding the Director being evaluated. The Board carried out a formal annual performance evaluation as per the criteria/framework laid down by the Nomination & Remuneration Committee of the company and adopted by the Board. The evaluation was carried out through a structured evaluation process to judge the performance of individual Directors including the Chairman of the Board. They were evaluated on parameters such as their education, knowledge, experience, expertise, skills, behavior, leadership qualities, level of engagement & contribution, independence of judgment, decision making ability for safeguarding the interest of the Company, stakeholders and its shareholders.

The performance evaluation of the Independent Directors was carried out by the entire Board except the participation of concerned Independent Director whose evaluation was to be done. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors. The Board was satisfied with the evaluation process and approved the evaluation results thereof.

STATUTORY AUDITOR& SECRETARIAL AUDITORWITH THEIR QUALIFICATION, RESERVATION ORADVERSE REMARKS ALONG WITH THE EXPLANATION OR COMMENTS BY THE DIRECTORS

A. STATUTORY AUDITOR

The members at the Annual General Meeting held on September 14, 2018 appointed **M/s.Sanjeev Bimla & Associates, Chartered Accountants (Firm Registration No. 008840N)** as Statutory Auditors of the Company for a period of Five yearsto hold office till the conclusion of 38thAnnual General Meeting of the Company.

Qualification(s) and Directors' comments on the report of Statutory Auditor:

The Notes on Accounts and observations of the Auditors in their Report on the Accounts of the Company are self-explanatory and in the opinion of the Directors, do not call for any further clarification(s). Also, the report submitted by the Auditor is unqualified.

B. SECRETARIAL AUDITOR

Pursuant to provision of section 204 of the Companies act, 2013, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rule, 2014, the Company has appointed **M/s Jain P & Associates Company Secretaries** to undertake Secretarial Audit of the Company.

The Secretarial Audit was conducted by **Ms. Preeti Mittal,Company Secretary**, and the report thereon is annexed herewith as "**Annexure-C.**".

Qualification(s) and Directors' comments on the report of Secretarial Auditor:

Observations in the report are on the basis of facts and are self-explanatory.

Annual Secretarial Compliance Report

The provisions of Regulation 24A of the SEBI (Listing Obligations and Disclosure) Regulations, 2015 are not applicable on the Company.

INTERNAL AUDITOR

The Company had appointed **Internal Auditor** of the Company to carry out the Internal Audit Functions. The Internal Auditor submits a "**Quarterly Report**" to the Audit Committee for its review.

C. COST AUDITOR

As per the requirements of the Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014 as amended from time to time, your Company is not required to maintain cost records and accordingly, such accounts are not prepared and records have not been maintained.

REPORTING OF FRAUDS

There was no instance of fraud during the year underreview, which required the Statutory Auditors to reportto the Audit Committee and / or Board under Section143(12) of Act and Rules framed thereunder.

PARTICULAR OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013

The Company has not given any loan(s) or guarantee(s) and has not made any investment covered under the provision of the Section 186 of the Companies Act, 2013 during the year under review.

All investments made by the Company in the previous years are within the stipulated limits of law and the details relating to them are provided under the Notes to Financial Statements.

PARTICULAR OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES UNDER SECTION 188 OF THE COMPANIES ACT, 2013

In the financial year 2020-21, company did not enter into any contracts or arrangements with any related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions. **Form AOC-2** is attached as “**Annexure-A**”

MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There were no material changes and commitments affecting the financial position of the Company occurred between the end of the financial year of the Company to which this financial statement relate and on the date of this report.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

To the best of the Management's knowledge, there has been no material order passed by any regulator or Court or Tribunal impacting the Going Concern status of the Company's operations.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS AND OUT-GO

The requisite information with regard to conservation of energy, technology absorption and foreign exchange earnings and outgo, in terms of the Section 134(3)(m) of the Companies Act, 2013, read with Companies (Accounts) Rules, 2014 is given below:

	Conservation of energy	
1.	the steps taken or impact on conservation of energy	Nil
2.	the steps taken by the company for utilizing alternate sources of energy	Nil
3.	the capital investment on energy conservation equipment	Nil
	Technology absorption	
1.	the efforts made towards technology absorption	Nil
2.	the benefits derived like product improvement, cost reduction, product development or import substitution	Nil
3.	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)	Nil
4.	the details of technology imported	Nil
5.	the year of import	Nil
6.	whether the technology been fully absorbed	Nil
7.	if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	Nil
8.	the expenditure incurred on Research and Development	Nil
	Foreign exchange earnings and Outgo	
1.	The Foreign Exchange earned in terms of actual inflows during the year	Nil
2.	The Foreign Exchange outgo during the year in terms of actual outflows	Nil

Further, there were no foreign exchange earnings and outgo during the year under review.

RISK MANAGEMENT

The provisions of SEBI Regulations for formation of Risk Management Committee are not applicable to the Company. However, as per section 134 (3) (n) of Companies Act 2013, the company regularly maintains a proper check in normal course of its business regarding risk management. Currently, the company does not identify any element of risk which may threaten the existence of the company.

CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

The company does not fall under the criteria of net worth, turnover or profit for applicability of Corporate Social Responsibility (CSR) provisions as per Section 135 of the Companies Act, 2013, hence the same are not applicable to the company for the period under review.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

As per Regulation 22 of the SEBI Regulations, 2015, in order to ensure that the activities of the Company & its employees are conducted in a fair & transparent manner by adoption of highest standards of professionalism, honesty, integrity and ethical behavior, the company has adopted a vigil mechanism policy. The whistle blower policy is uploaded on the website of the Company and can be accessed at <https://www.vinayakvanijya.com/>

PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

As per the requirement of “The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013” and Rules made thereunder, your Company has constituted Internal Complaints Committee (ICC) at its workplaces. During the year, no complaints were filed with the Company.

CORPORATE GOVERNANCE REPORT

As per Reg. 34 of SEBI Regulation, 2015 to be read with Part A of Schedule V of the said regulations, a separate section on corporate governance practices followed by the company, together with the certificate from the Practicing Company Secretary confirming compliance forms an integral part of this Report.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has a robust and comprehensive Internal Financial Control system commensurate with the size, scale and complexity of its operation. The system encompasses the major processes to ensure reliability of financial reporting, compliance with policies, procedures, laws, and regulations, safeguarding of assets and economical and efficient use of resources.

The Company has performed an evaluation and made an assessment of the adequacy and the effectiveness of the Company's Internal Financial Control System. The Statutory Auditors of the Company have also reviewed the Internal Financial Control system implemented by the Company on the financial reporting and in their opinion, the Company has, in all material respects, adequate Internal Financial Control system over Financial Reporting and such Controls over Financial Reporting were operating effectively as on 31st March, 2021 based on the internal control over financial reporting criteria established by the Company.

The policies and procedures adopted by the Company ensures the orderly and efficient conduct of its business and adherence to the company's policies, prevention and detection of frauds and errors, accuracy & completeness of the records and the timely preparation of reliable financial information.

The Internal auditors continuously monitor the efficacy of internal controls with the objective of providing to the Audit Committee and the Board, an independent, objective and reasonable assurance on the adequacy and effectiveness of the organization's risk management with regard to the internal control framework.

Audit committee meets regularly to review reports submitted by the Internal Auditors. The Audit Committee also meet the Company's Statutory Auditors to ascertain their views on the financial statements, including the financial reporting system and compliance to accounting policies and procedures followed by the Company.

PERSONNEL RELATIONS

Your Directors hereby place on record their appreciation for the services rendered by executives, staff and other workers of the Company for their hard work, dedication and commitment. During the year under review, relations between the Employees and the Management continued to remain cordial.

PARTICULARS OF EMPLOYEES

The Company has not paid remuneration to any of the Non- Executive Directors of the Company during the year ended March 31, 2021, hence, the disclosures pursuant to the provisions of Section 197(12) of the Companies Act, 2013 and read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is not applicable.

Disclosure as per Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

- (i) the ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year; NA
- (ii) the percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year; NA
- (iii) the percentage increase in the median remuneration of employees in the financial year; NA
- (iv) the number of permanent employees on the rolls of company; 04 (Four)
- (v) 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; NA

Disclosure as per Rule 5(2) & 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

The details of the top ten employees in terms of remuneration drawn and the name of every employee is attached as “Annexure-D”

REMUNERATION POLICY OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

The Board on the recommendation of Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management Personnel and fixation of their remuneration thereof. The Policy contains, inter-alia, directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a Director, etc.

FAMILIARIZATION POLICY

Pursuant to the provisions of Regulation 25(7) of Listing Regulations, 2015, the Board has framed a policy to familiarize Independent Directors about the Company.

LISTING AGREEMENT

The shares of the Company are presently listed at BSE Limited.

All statutory dues including Annual Listing Fees for the Financial Year 2021-22 has been paid by the Company.

CODE OF CONDUCT AS PER SEBI (LODR) REGULATIONS, 2015

The Board of Directors has laid down the code of conduct for all Board Members and members of the Senior Management of the Company at their meeting held on 15.03.2021. Additionally, all Independent Directors of the company shall be bound by duties of Independent Directors as set out in Companies Act, 2013 to be read with SEBI Listing Regulations, 2015.

All Board Members, Key Managerial Personnel and Senior Management Personnel have affirmed compliance with the Code of Conduct.

CODE OF CONDUCT AS PER SEBI (PREVENTION OF INSIDER TRADING) REGULATIONS, 2015

The Board of Directors has laid down the Code of Practices and Procedures for Fair Disclosures of Unpublished Price Sensitive Information as per Regulation 8(1) of SEBI (Prevention of Insider Trading) Regulations, 2015 & Code of Conduct to Regulate, Monitor and Report trading by the Designated Persons as per Regulation 9(1) of SEBI (Prevention of Insider Trading) Regulations, 2015 at their meeting held on 15.03.2021.

DISCLOSURE OF STATEMENT OF DEVIATION(S) OR VARIATION(S) UNDER REGULATION 32 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS), REGULATIONS, 2015

With reference to Regulation 32 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the disclosure of Statement of Deviation(s) or Variation(s) as per the said regulation is not applicable to the Company.

DIRECTOR'S RESPONSIBILITY STATEMENT

In terms of Section 134(3) of the Companies Act 2013, the Directors, would like to state as follows:

- (a) In the preparation of the Annual Accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- (b) the Directors had selected such accounting policies and applied them consistently and made judgments & estimates that are reasonable and prudent so as to give a true & fair view of the state of affairs of the company at the end of the financial year and of the profit & loss of the Company for that period ;
- (c) The Directors had taken proper & sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this act for safeguarding the assets of the company and for preventing & detecting fraud & other irregularities;
- (d) The Directors had prepared the Annual Accounts on a going concern basis;
- (e) The Directors had laid down Internal Financial Controls to be followed by the Company and such controls are adequate and are operating effectively;
- (f) 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.

ACKNOWLEDGEMENT

Your Directors would like to express their sincere appreciation for assistance and co-operation received from the various stake holders including Financial Institutions, Banks, Employees, Governmental authorities and other business associates who have extended their valuable support and encouragement during the year under review.

Your Directors take the opportunity to place on record their deep appreciation of the committed services rendered by the employees at all levels of the Company, who have contributed significantly towards Company's performance and for enhancing its inherent strength. Your Directors also acknowledge with gratitude the encouragement and support extended by our valued stakeholders.

For and on behalf of the Board
For Vinayak Vanijya Limited

Date: 02.09.2021

Place: Delhi

Ankit Aggarwal

Whole Time Director

DIN: 00385982

Samita Gupta

Director

DIN: 00132853

FORM NO. AOC.2**(Annexure –A)**

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto

1	Details of contracts or arrangements or transactions not at Arm's Length basis	
	a) Name(s) of the related party and nature of relationship	Not Applicable
	b) Nature of contracts/arrangements/ transactions	NIL
	c) Duration of the contracts/ arrangements/ transactions	NIL
	d) Salient terms of the contracts or arrangements or transactions including the value, if any	NIL
	e) Justification for entering into such contracts or arrangements or transactions.	NIL
	f) Date(s) of approval by the Board	NIL
	g) Amount paid as advances, if any	NIL
	h) Date on which the special resolution was passed in General Meeting as required under first proviso to section 188.	Not NIL
2	Detail of material contracts or arrangement or transactions at Arm's Length basis	
	a) Name(s) of the related party and nature of relationship	Ankit Aggarwal Key Management Personnel
	b) Nature of contracts/arrangements /transactions	Rent Paid
	c) Duration of the contracts/arrangements/ transactions	Continuing
	d) Salient terms of the contracts or arrangements or transactions including the value, if any:	36,000 P.A.
	e) Date(s) of approval by the Board, if any	NA
	f) Amount paid as advances, if any	N/A

**On behalf of the Board of Directors
For VINAYAK VANIJYA LIMITED**

**Ankit Aggarwal
Whole Time Director
DIN: 00385982**

**Samita Gupta
Director
DIN: 00132853**

**Date: 02.09.2021
Place: New Delhi**

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
 As on financial year ended on 31.03.2021

(Annexure –B)

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

I. REGISTRATION & OTHER DETAILS:		
1	CIN	L52110DL1985PLC020109
2	Registration Date	2/12/1985
3	Name of the Company	VINAYAK VANIJYA LIMITED
4	Category of the Company	Company Limited by Shares
5	Sub-category of the Company	Indian Non-Government Company
6	Address of the Registered office & contact details	Flat No.28,Stilt Floor, Devika Tower 6, Nehru Place, New Delhi-110019 Contact: 011-43675500
7	Whether listed company	Yes
8	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Name: RCMC Share Registry Pvt. Ltd Add: B-25/1,First Floor, Okhla Industrial Area, Phase - II, New Delhi-110020 "Ph.: 011 - 26387320 / 26387321

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)

S. No.	Name and Description of main products / services	NIC Code of the Product/service
1	NBFC engaged in the business of giving loans to others and earning interest from such assets.	9971

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
		NIL			

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 [As on 31-March-2020]				No. of Shares held at the end of the year [As on 31-March-2021]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	-	547,400	547,400	54.96%	-	547,400	547,400	54.96%	0.00%
b) Central Govt	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) State Govt(s)	-	-	-	0.00%	-	-	-	0.00%	0.00%
d) Bodies Corp.	-	-	-	0.00%	-	-	-	0.00%	0.00%
e) Banks / FI	-	-	-	0.00%	-	-	-	0.00%	0.00%
f) Any other	-	-	-	0.00%	-	-	-	0.00%	0.00%
Sub Total (A) (1)	-	547,400	547,400	54.96%	-	547,400	547,400	54.96%	-
(2) Foreign									
a) NRI Individuals	-	-	-	0.00%	-	-	-	0.00%	0.00%
b) Other Individuals	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) Bodies Corp.	-	-	-	0.00%	-	-	-	0.00%	0.00%
d) Any other	-	-	-	0.00%	-	-	-	0.00%	0.00%
Sub Total (A) (2)	-	-	-	0.00%	-	-	-	0.00%	0.00%
TOTAL (A)	-	547,400	547,400	54.96%	-	547,400	547,400	54.96%	0.00%
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%
b) Banks / FI	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) Central Govt	-	-	-	0.00%	-	-	-	0.00%	0.00%
d) State Govt(s)	-	-	-	0.00%	-	-	-	0.00%	0.00%
e) Venture Capital Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%
f) Insurance Companies	-	-	-	0.00%	-	-	-	0.00%	0.00%
g) FIs	-	-	-	0.00%	-	-	-	0.00%	0.00%
h) Foreign Venture Capital Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%
i) Others (specify)	-	-	-	0.00%	-	-	-	0.00%	0.00%
Sub-total (B)(1):-	-	-	-	0.00%	-	-	-	0.00%	0.00%
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	-	-	-	0.00%	-	-	-	0.00%	0.00%
ii) Overseas	-	-	-	0.00%	-	-	-	0.00%	0.00%

b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	180,400	180,400	18.11%	164,200	16,200	180,400	18.11%	0.00%
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	268,200	268,200	26.93%	164,100	104,100	268,200	26.93%	0.00%
c) Others (specify)	-	-	-	0.00%	-	-	-	0.00%	0.00%
Non Resident Indians	-	-	-	0.00%	-	-	-	0.00%	0.00%
Overseas Corporate Bodies	-	-	-	0.00%	-	-	-	0.00%	0.00%
Foreign Nationals	-	-	-	0.00%	-	-	-	0.00%	0.00%
Clearing Members	-	-	-	0.00%	-	-	-	0.00%	0.00%
Trusts	-	-	-	0.00%	-	-	-	0.00%	0.00%
Foreign Bodies - D R	-	-	-	0.00%	-	-	-	0.00%	0.00%
Sub-total (B)(2):-	-	-	-	0.00%	0	0	0	0.00%	0.00%
Total Public (B)	-	448,600	448,600	45.04%	328,300	120,300	448,600	45.04%	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	-	996,000	996,000	100.00%	328,300	667,700	996,000	100.00%	-

(ii) Shareholding of Promoter

S. No.	Shareholder's Name	Shareholding at the beginning of the year [As on 31-March-2020]			Shareholding at the end of the year [As on 31-March-2021]			% 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	Ms. Samita Gupta	323,200	32.45%	0	323,200	32.45%	0	0
2	Mr. Ankit Aggarwal	204,200	20.50%	0	204,200	20.50%	0	0
3	Mr. Deepak Aggarwal	20,000	2.01%	0	20,000	2.01%	0	0
	Total	547,400	54.96%	0	547,400	54.96%	0	0

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

S. No.	Particulars	Date	Reason	Shareholding at the beginning of the year [As on 31-March-2020]		Cumulative Shareholding during the year [As on 31-March-2021]	
				No. of shares	% of total shares	No. of shares	% of total shares
	At the beginning of the year			547,400	54.96%	547,400	54.96%
	Change during the year				NIL		
	At the end of the year			547,400	54.96%	547,400	54.96%

(iv) Shareholding Pattern of top ten Shareholders

(Other than Directors, Promoters and Holders of GDRs and ADRs):

S. No.	For each of the Top 10 shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares	No. of shares	% of total shares
1	SUNNY KUMAR				
	At the beginning of the year	39,800	4.00%	39,800	4.00%
	Change During the year:	-	0.00%	-	0.00%
	At the end of the year	39,800	4.00%	39,800	4.00%
2	SANJAY SAHNI				
	At the beginning of the year	37,500	3.77%	37,500	3.77%
	Change During the year: "Sale of Shares	-	0.00%	-	0.00%
	At the end of the year	37,500	3.77%	37,500	3.77%
3	VANI AGARWAL				
	At the beginning of the year	37,000	3.71%	37,000	3.71%
	Change During the year:	-	0.00%	-	0.00%
	At the end of the year	37,000	3.71%	37,000	3.71%
4	HIMANSHU SOOD				
	At the beginning of the year	34,300	3.44%	34,300	3.44%
	Change During the year:	-	0.00%	-	0.00%
	At the end of the year	34,300	3.44%	34,300	3.44%
5	SARTHAK GOYAL				
	At the beginning of the year	33,600	3.37%	33,600	3.37%
	Change During the year:	-	0.00%	-	0.00%
	At the end of the year	33,600	3.37%	33,600	3.37%
6	KAUSHAL KASHYAP				
	At the beginning of the year	30,000	3.01%	30,000	3.01%
	Change During the year: "Purchase	-	0.00%	-	0.00%
	At the end of the year	30,000	3.01%	30,000	3.01%
7	RAJNI GUPTA				
	At the beginning of the year	21,900	2.20%	21,900	2.20%
	Change During the year:	-	0.00%	-	0.00%
	At the end of the year	21,900	2.20%	21,900	2.20%
8	SACHIN KUMAR				
	At the beginning of the year	19,700	1.98%	19,700	1.98%
	Change During the year:	-	0.00%	-	0.00%
	At the end of the year	19,700	1.98%	19,700	1.98%
9	GIAN CHAND				
	At the beginning of the year	14,400	1.45%	14,400	1.45%
	Change During the year:	-	0.00%	-	0.00%
	At the end of the year	14,400	1.45%	14,400	1.45%

10	ARUN GOYAL				
	At the beginning of the year	9,800	0.98%	9,800	0.98%
	Change During the year:	-	0.00%	-	0.00%
	At the end of the year	9,800	0.98%	9,800	0.98%
11	REKHA GOYAL				
	At the beginning of the year	9,800	0.98%	9,800	0.98%
	Change During the year:	-	0.00%	-	0.00%
	At the end of the year	9,800	0.98%	9,800	0.98%
12	SANGEETA				
	At the beginning of the year	9,800	0.98%	9,800	0.98%
	Change During the year:	-	0.00%	-	0.00%
	At the end of the year	9,800	0.98%	9,800	0.98%

(v) Shareholding of Directors and Key Managerial Personnel:

S. No.	Shareholding of each Directors and Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares	No. of shares	% of total shares
	At the beginning of the year				
1	Samita Gupta	323,200	32.45%	323,200	32.45%
2	Ankit Aggarwal	204,200	20.50%	204,200	20.50%
	At the end of the year	527,400	52.95%	527,400	52.95%

V. INDEBTEDNESS

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

(Amt. Rupees)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount		260,000		260,000
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)		260,000		260,000
Change in Indebtedness during the financial year				
* Addition		924,000		924,000
* Reduction				
Net Change		924,000		924,000
Indebtedness at the end of the financial year				
i) Principal Amount		1,184,000		1,184,000
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)		1,184,000		1,184,000

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**A. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

S. No.	Particulars of Remuneration	Name of MD/WTD/Manager		Total Amount (Rupees)
	Name			
	Designation			
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	NIL	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	- as % of profit	-	-	-
	- others, specify		-	-
5	Others, please specify	-	-	-
	Total (A)	-	-	-
	Ceiling as per the Act	-	-	-

B. Remuneration to other Directors

S. No.	Particulars of Remuneration	Name of Directors			Total Amount (Rupees)
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	-	-	-	-
	Overall Ceiling as per the Act	-	-	-	-

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

S. No.	Particulars of Remuneration	Name of Key Managerial Personnel CFO & CS			Total Amount (Rupees)
	Name	NIL	NIL		
	Designation				
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961				
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961				
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961				
2	Stock Option				
3	Sweat Equity				
4	Commission				
	- as % of profit				
	- others, specify				
5	Others, please specify				
	Total				

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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

For and on Behalf of the Board of Directors
For Vinayak Vanijya Limited

Date: 02.09.2021
Place: New Delhi

Samita Gupta
Director
DIN:00132853

Ankit Aggarwal
Whole Time Director
DIN:00385982

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2021

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
VINAYAK VANIJYA LIMITED
Add: Flat no.28, Stilt Floor,
Devika Tower 6, Nehru Place,
New Delhi-110019

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **VinayakVanijyaLimited**(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 **VinayakVanijyaLimited'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 **31st March, 2021** 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 **31st March, 2021** according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings-
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015
 - (b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;**Not applicable during the period under review.**
 - (e) The Securities and Exchange Board of India (Share based Employee Benefits) Regulations, 2014 -

Not applicable during the period under review.

- (f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008- **Not applicable during the period under review.**
- (g) 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;
- (h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009- **Not applicable during the period under review.**
- (i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998- **Not applicable during the period under review.**
- (j) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.
- (vi) The management has identified and confirmed the following laws as specifically applicable to the Company:
 - a) The Reserve Bank of India Act, 1934;
 - b) Rules, regulations and guidelines issued by the Reserve Bank of India as are applicable to Non-Deposit taking Non-Banking Financial Companies with classification as a 'Loan Company'; which are specifically applicable to the Company.

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

- (i) Secretarial Standards (SS-1 & SS-2) pursuant to section 118(10) of the Act, issued by The Institute of Company Secretaries of India;
- (ii) Listing Agreement entered into by the Company with **BSE Limited** as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the year under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, women director and Independent Directors. The changes in the composition of the Board of Directors and Key Managerial personnel of the Company that took place during the year under review were carried out in compliance with the provision of the Act.
- As per the management's representation, 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.
- As per the management's representation, majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

We further report that based on review of compliance mechanism established by the Company, we are of the opinion that there are adequate systems and processes in place in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines:-

- As informed, the Company has responded appropriately to notices received from various statutory/ regulatory authorities including initiating actions for corrective measures, wherever found necessary.

We further report that:

1. The trading in Shares of the Company at BSE Limited has been suspended since 2002 and the Company is in process of revocation of Suspension of Trading with Stock Exchange.
2. The Certificate of Registration of the Company as Non- Banking Financial Company has been cancelled by the Reserve Bank of India during the previous year and the Company has filed an Appeal to the Appellate Authority under the Ministry of Finance under Sub Section 7 of Section 45-IA of RBI Act, 1934. The Appellate Authority upheld the decision of Reserve Bank of India.

**For Jain P & Associates
Company Secretaries**

**Preeti Mittal
Company Secretary
Mem. No.: 41759
C P No.: 17079**

**Place: Noida
Date: 02.09.2021**

UDIN:A041759C000880619

This report is to be read with our letter of even date which is annexed as 'Annexure 1' and forms an integral part of this report.

Annexure 1

[Annexure to the Secretarial Audit Report for the Financial Year ended 31st March, 2021]

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

**For Jain P & Associates
Company Secretaries**

**Preeti Mittal
Company Secretary
Mem. No.: 41759**

C P No.:17079

UDIN:A041759C000880619

**Place: Noida
Date: 02.09.2021**

PARTICULARS OF EMPLOYEES

Annexure-D

A. Statement showing details of top ten employees in terms of remuneration drawn as required under Rule 5(2) and Rule 5(3) of the Companies (Appointment and Remuneration of Managerial personnel) Rules 2014

Sr. No.	Name of Employee	Designation of Employee	Remuneration received (Amount in Rs.)	Nature of employment, whether contractual or otherwise	Qualifications and experience of the employee	Date of commencement of employment	Age of Employees	The last employment held by such employee before joining the company	The percentage of equity shares held by the employee in the company within the meaning of clause (iii) of sub-rule(2) above	Whether any such employee is a relative of any director or manager of the company and if so, name of such director or manager
1	Radhey Shyam	Office Staff	65000	On Roll	12th	5 years	01.01.2016	31 years	-	- -
2	Ramesh	Account Assistant	172500	On Roll	12th	12 years	01.10.2019	42years	CA Firm	- -
3	Sandeep	Account Officer	287500	On Roll	B Com	5 years	01.01.2020	35 years	CA Firm	- -
4	Nirmal Kumar	Sales & Marketing	148500	On Roll	BA	5 years	01.01.2020	30 years	Zomato	- -

B. No employee of the Company has drawn remuneration aggregating to Rs. 1.02 Cr per annum during the year under report.

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

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

To

The Members

VinayakVanijya Limited

Flat No.28, Stilt Floor,

Devika Tower 6, Nehru Place,

New Delhi-110019

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **VinayakVanijya Limited (CIN: L52110DL1985PLC020109)** and having registered office at Flat No.28, Stilt Floor, Devika Tower 6, Nehru Place, New Delhi-110019 hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers. We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on **31st March, 2021** have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

S. No.	Name	DIN	Date of Appointment
1.	Ms. Samita Gupta	00132853	15/03/2005
2.	Mr. Ankit Aggarwal	00385982	30/09/2006
3.	Mr. Anand Prakash	06918487	28/03/2016
4.	Ms. Sunayana Puri	05136792	27/11/2020
5.	Mr. Bhupender Singh	07533596	29/12/2016

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

**For Jain P and Associates
Company Secretaries**

Preeti Mittal

Company Secretary

Membership. No.: 41759

C P No.: 17079

UDIN: A041759C000880432

Date: 02.09.2021

Place: New Delhi

CORPORATE GOVERNANCE REPORT

Corporate Governance is about promoting fairness, transparency, accountability, commitment to values, ethical business conduct and about considering all stakeholders' interest while conducting business. In accordance with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments thereto, (the 'SEBI Listing Regulations'), given below are the corporate governance policies and practices of VINAYAK VANIJYA LIMITED (the 'Company') for FY 20-21.

This Report states compliance with requirements of the Companies Act, 2013, as amended (the 'Act'), the SEBI Listing Regulations, as applicable to the Company. As will be seen, the Company's corporate governance practices and disclosures have gone well beyond complying with the statutory and regulatory requirements stipulated in the applicable laws.

I. COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE

Your Company is committed to practice good Corporate Governance in all its activities and processes. The Directors' endeavor is to create an environment of fairness, equity and transparency with the underlying objective of securing long-term shareholder value, while, at the same time, respecting the rights of all stakeholders.

The Company adheres to the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 (hereinafter referred to as SEBI (LODR) Regulations, 2015 or SEBI Regulations) and your management is taking all possible steps to fulfill its commitment in a judicious, fair and transparent manner.

II. BOARD OF DIRECTORS

Keeping with the commitment to the principle of integrity and transparency in business operations for good corporate governance, the Company's policy is to have an appropriate blend of independent and non-independent directors to maintain the independence of the Board and to separate the Board functions of governance and management.

A. Composition & Category of the Board of Directors and attendance of each director at the meeting of the board of directors and the last annual general meeting

As on 31st March 2021, there were 5 Directors comprising 1 Executive, 2 Non-Executive Directors and 2 Non-Executive Independent Directors.

The Board consists of eminent persons with considerable professional experience in business, industry, finance, audit and law. None of the Director is a member of more than ten committees and Chairman of more than five Committees across all the Companies in which they are Directors. All the members have made disclosures regarding their directorship and memberships in various committees.

As on 31st March, 2021, the composition of Board of Directors is in conformity with Regulation 17 of SEBI Regulations, 2015 and the provisions of Companies Act, 2013.

Category and attendance of each of the Directors at the Board Meetings held during 2020-21 and the last Annual General Meeting is given below:

S. No.	Name	Category	Number of Board Meetings held during the year 2019-2021		Whether attended last AGM for FY 2019-20	No. of Membership/ Chairpersonship in mandatory Committees	
			Held	Attended		Chairpers-onship	Member ship
1.	Samita Gupta	Non-Executive Director	10	10	Yes	1	2
2.	Ankit Aggarwal	Whole Time Director	10	10	Yes	0	0
3.	Sunayana Puri	Non-Executive Director	4	4	Yes	0	0
4.	Anand Prakash	Independent Director	10	10	Yes	2	1
5.	Bhupender Singh	Independent Director	10	10	Yes	0	3

Number of other Board of Directors or Committees in which a Director is a Member or Chairperson as on 31.03.2021 (including the Company)

Sr. No.	Name of director	Directorships			Committee positions in listed and unlisted public limited companies	
		In equity listed companies	In unlisted public limited companies	In private limited companies	As member (including as chairperson)	As chairperson
1.	Samita Gupta	2	0	6	5	1
2.	Ankit Aggarwal	1	2	9	0	0
3.	Sunayana Puri	2	1	0	1	0
4.	Anand Prakash	2	2	3	6	5
5.	Bhupender Singh	1	0	7	3	0

- I) None of the director holds office as a director, including as an alternate director, in more than twenty companies at the same time. None of them has directorships in more than ten public companies. For reckoning the limit of public companies, directorships of private companies that are either holding or subsidiary company of a public company are included and directorships in dormant companies are excluded. For the purpose of reckoning the directorships in listed companies, only equity listed companies have been considered.
- II) As per declarations received, none of the directors serve as an independent director in more than seven equity listed companies or in more than three equity listed companies in case he/she is a whole-time director in any listed company.
- III) None of the directors was a member in more than ten committees, nor a chairperson in more than five committees across all public companies in which he/she was a director.

Directorship in equity listed companies and Name of equity listed entities where directors of the Company held directorships as on 31st March 2021 (including the Company)

Sr. No.	Name of Director	Listed Entity	Category
1.	Samita Gupta	VINAYAK VANIJYA LIMITED BRISK SERVICES LIMITED	Non-Executive Director Non-Executive Director
2.	Ankit Aggarwal	VINAYAK VANIJYA LIMITED	Whole Time Director
3.	Sunayana Puri	SUERYAA KNITWEAR LIMITED VINAYAK VANIJYA LIMITED	Non-Executive Director Non-Executive Director
4.	Anand Prakash	VINAYAK VANIJYA LIMITED DISTINCTIVE PROPERTIES AND LEASING LIMITED	Independent Director Independent Director
5.	Bhupender Singh	VINAYAK VANIJYA LIMITED	Independent Director

Disclosure of relationships between Directors inter-se

Ms. Samita Gupta & Mr. Ankit Aggarwal are relatives to each other as defined in Section 2 (77) of Companies Act, 2013 and Rule 4 of the companies (Specification of definitions details) Rules, 2014.

Number of meetings of the Board of Directors held and dates on which held

During the period, the Board of Directors of your Company met 10 times. The dates on which the meetings were held are **27.05.2020, 31.07.2020, 26.08.2020, 12.09.2020, 12.11.2020, 27.11.2020, 28.11.2020, 01.12.2020, 10.02.2021 and 15.03.2021** and the gap requirement of 120 days between two meetings have been complied with. The necessary quorum was present for all the meetings.

Orderly succession to Board and Senior Management

The framework of succession planning for appointment of Board/Management is passed by the Board. In addition, changes in the Senior Management and their responsibilities are updated to the Board from time to time.

Letters of appointment of Independent Directors & policy to familiarize

The company issued formal letters of appointment to Independent Directors in the manner as provided in the Companies Act, 2013.

The company has also formulated a policy to familiarize the Independent Directors with the company, their roles, rights, responsibilities in the company, nature of the industry in which the company operates, business model of the company, etc., through various programmes.

B. Non-Executive Directors Compensation and Disclosures

The Company does not have any pecuniary relationship with any Non-Executive Directors. No remuneration was given to any of the Non-Executive Director during the financial year 2020-21.

C. Familiarization Program for Directors

The Company has Familiarization Program Module ("the Program") for Independent Directors ("ID") of the Company. As per the requirement regulation 25(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the company is required to familiarize the Independent Directors with the company, their roles, rights, responsibilities in the company, nature of the industry in which the company operates, business model of the company, etc., through this programme.

D. Skill/Expertise/Competence of the Board of Directors

The Board of Directors along with Nomination & Remuneration Committee (NRC), identifies the right candidate with right qualities, skills and practical expertise/ competencies required for the effective functioning of individual member to possess and also the Board as a whole. The Committee focuses on the qualification and expertise of the person, the positive attributes, standard of integrity, ethical behavior, independent judgement of the person in selecting a new Board member. In addition to the above, in case of independent directors, the Committee shall satisfy itself with regard to the independence of the directors to enable the Board to discharge its functions and duties effectively. The same are in line with the relevant provisions of the Listing Regulations. The NRC has identified the following core skills, expertise and competencies for the effective functioning of the Company which is currently available with the Board:

- a) Expertise in Legal, Finance & Accountancy
- b) Human Resource.
- c) Risk Management
- d) Knowledge of the Industry
- e) Leadership
- f) Board Services & Corporate Governance
- g) Diversity
- h) Personal Values
- i) Functional & Managerial Experience

Given below is a list of core skills, expertise and competencies of the individual Directors:

Name of Director	Skills/Expertise/Competencies								
	Expertise in Legal, finance & Accountancy	Human Resource	Risk Management	Knowledge of the Industry	Leadership	Board Services & Corporate Governance	Diversity	Personal Values	Functional & Managerial Experience
Samita Gupta	✓	✓	✓	✓	✓	✓	✓	✓	✓
Ankit Aggarwal	✓	✓	✓	✓	✓	✓	✓	✓	✓
Sunayana Puri	✓	✓	✓	✓	✓	✓	✓	✓	✓
Anand Prakash	✓	✓	✓	✓	✓	✓	✓	✓	✓
Bhupender Singh	✓	✓	✓	✓	✓	✓	✓	✓	✓

- E. The company is engaged to carry on the business, as per its memorandum of Association of the NBFC Company engaged in the business of giving loans to others and earning interest from such assets.
- F. In the opinion of the Board the independent directors fulfill the conditions specified in the SEBI (Listing Obligations and Disclosure Requirements), 2015 and are independent of the management.
- G. During the year, none of the Independent Director has resigned from the post of directorship pursuant to Regulation 17 (1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

III. COMMITTEES OF THE BOARD

The terms of reference of Board Committees are determined by the Board from time to time. Presently the Company has **Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee, Internal Compliant Committee and Vigil Mechanism Committee**. All the decisions pertaining to the constitution of the Committees, appointment of members, and fixing of terms of reference for committee members are taken by the Board of Directors. Details on the role and composition of these committees, including the number of meetings held during the financial year and the related attendance, are provided below:

A. Audit Committee

- The Audit Committee of the Company is constituted in line with the provisions of Regulation 18 of SEBI Regulations, 2015 read with Section 177 of Companies Act, 2013.
- The term of reference of the Audit Committee is as per Part C of Schedule II of the SEBI (LODR) Regulations, 2015 and provisions of Companies Act 2013.
- The Audit Committee invites such of the executives, as it considers appropriate (particularly the head of the finance function), representatives of the statutory auditors and representatives of the internal auditors to be present at its meetings.
- The previous Annual General Meeting (AGM) of the Company was held on 24.12.2020 and was attended by **Mr. Anand Prakash**, Chairperson of the Audit Committee.
- The composition of the Audit Committee and the details of meetings attended by its members are given below:

S.No.	Name	Category	No. of Committee Meetings held	No. of Committee Meetings Attended
1.	Mr. Anand Prakash	Chairperson	4	4
2.	Ms. Samita Gupta	Member	4	4
3.	Mr. Bhupender Singh	Member	4	4

- Four Audit Committee meetings were held during the year 2020-21 on **31.07.2020, 12.09.2020, 12.11.2020 and 10.02.2021**.
- The necessary quorum was present for all the meetings.

- viii. The role of the **audit committee** includes the following:
1. Oversight of the listed entity's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible;
 2. Recommendation for appointment, remuneration and terms of appointment of auditors of the listed entity;
 3. Approval of payment to statutory auditors for any other services rendered by the statutory auditor;
 4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - a. matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
 - b. changes, if any, in accounting policies and practices and reasons for the same;
 - c. major accounting entries involving estimates based on the exercise of judgment by management;
 - d. significant adjustments made in the financial statements arising out of audit findings;
 - e. compliance with listing and other legal requirements relating to financial statements;
 - f. disclosure of any related party transactions;
 - g. modified opinion(s) in the draft audit report;
 5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
 6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency, monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
 7. Reviewing and monitoring the auditor's independence & performance, and effectiveness of audit process;
 8. Approval or any subsequent modification of transactions of the listed entity with related parties;
 9. Scrutiny of inter-corporate loans and investments;
 10. Valuation of undertakings or assets of the listed entity, wherever it is necessary;
 11. Evaluation of internal financial controls and risk management systems;
 12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
 13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
 14. Discussion with internal auditors of any significant findings and follow up thereon;
 15. Reviewing the findings of any internal investigation by the internal auditors in matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
 16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
 17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;

18. To review the functioning of the whistle blower mechanism;
19. Approval of appointment of chief financial officer after assessing the qualification, experience and background, etc. of the candidate;
20. Carrying out any other function as is mentioned in the terms of reference of the audit committee.
- ix. The audit committee shall **mandatorily** review the following information:
 1. Management discussion and analysis of financial condition and results of operations;
 2. Statement of significant related party transactions (as defined by the audit committee), submitted by the management;
 3. Management letters / letters of internal control weaknesses issued by the statutory auditors;
 4. Internal audit reports relating to internal control weaknesses; and
 5. The appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.
 6. Statement of deviations:
 - a) Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
 - b) Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/ notice in terms of Regulation 32(7).
- x. **Audit & other duties**
 1. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
 2. Discussion with internal auditors of any significant findings and follow up there on.
 3. Review and recommend to the Board the appointment/re-appointment of the Statutory Auditors and Internal Auditors considering their independence and effectiveness and their replacement and removal.
 4. To recommend to the Board the remuneration of the Statutory Auditors and internal auditors.
 5. To grant approval for related party transactions which are in the ordinary course of business and on an arm's length pricing basis and to review and approve such transactions subject to the approval of the Board.

B. Stakeholders Relationship Committee (erstwhile Shareholders' Grievance Committee)

- i. Pursuant to the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 of the SEBI LODR Regulations, 2015, the Board has constituted Stakeholders' Relationship Committee to specifically look into the mechanism of redressal of grievances of shareholders and other security holders. Headed by Mr. Anand Prakash, the Non-Executive Independent Director.
- ii. The composition of the Stakeholders' Relationship Committee and the details of meetings attended by its members are given below:

S.No.	Name	Category	No. of Committee Meetings held	No. of Committee Meetings Attended
1.	Mr. Anand Prakash	Chairperson	4	4
2.	Ms. Samita Gupta	Member	4	4
3.	Mr. Bhupender Singh	Member	4	4

- xi. 4 Stakeholders' Relationship Committee meetings were held during the year 2020-21 on **31.07.2020, 12.09.2020, 12.11.2020 and 10.02.2021**. The necessary quorum was present for all the meetings.

iii. Functions and Terms of Reference:

The Committee considers and resolves the grievances of the security holders of the listed entity including complaints related to transfer of shares, non-receipt of annual report and non-receipt of declared dividends.

The functioning and broad terms of reference of the Stakeholders' Relationship Committee of the Company are as under:

- To consider and resolve the grievance of security holders of the Company.
- To review important circulars issued by SEBI /Stock Exchanges
- To take note of compliance of Corporate Governance during the quarter/year.
- To approve request for share transfer and transmissions.
- To approve request pertaining to demat of shares/sub-division/consolidation/issue of renewed duplicate share certificate etc.

iv. Name, designation and address of Compliance Officer:

Name	Ankit Aggarwal
Designation	Whole Time Director
Address	Flat No.28, Stilt Floor, Devika Tower 6, Nehru Place, New Delhi-110019

v. Details of investor complaints received and redressed during the year 2020-21 are as follows:

No. of Complaints pending as on 01.04.2020	No. of Complaints received during the year 2020-21	No. of Complaints resolved during the year	No. of Complaints not resolved during the year to the satisfaction of shareholders	No. of Complaints pending as on 31.03.2021
Nil	Nil	NA	NA	NA

C. Nomination & Remuneration Committee

- i. Pursuant to the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI (LODR) Regulations, 2015, the Board has duly constituted the Nomination & Remuneration Committee, with all members being Non-Executive Directors and Independent Director as Chairperson. The composition of Nomination & Remuneration Committee is as follows:

S.No.	Name	Category	No. of Committee Meetings held	No. of Committee Meetings Attended
1.	Ms. Samita Gupta	Chairperson	2	2
2.	Mr. Anand Prakash	Member	2	2
3.	Mr. Bhupender Singh	Member	2	2

The committee meetings were held on **27.11.2020** and **01.12.2020**.

- ii. The terms of reference of the committee are as follows:

- Formulation of the criteria for determining qualification, positive attributes and independence of a director and to recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
- Formulation of criteria for evaluation of performance of independent directors and the board of directors;
- Devising a policy on diversity of board of directors;

- d) Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal.
- e) Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.
- f) The remuneration policy as adopted by the company envisages the payment of remuneration according to qualification, experience and performance at different levels of the organization. The workers at the factory as well as those rendering clerical, administrative and professional services are suitably remunerated according to the industry norms.

iii. Performance Evaluation Criteria For Independent Directors:

Performance Evaluation Criteria of Board members including Independent Directors as approved by the Board provides:

- a) Each of the director(s) are required to assign the rating on different parameters for the evaluation of board, independent director(s) and committees of the Board of Directors and has to submit the same to the Nomination & Remuneration Committee.
- b) The rating is to be assigned on a scale of five for the purpose of evaluation of performance as under:

Rating Scale	Scale Performance
5	Exceptionally Good
4	Good
3	Satisfactory
2	Needs Improvement
1	Unacceptable

- c) The Nomination & Remuneration Committee shall receive the Evaluation Forms in sealed cover and summarize the results. The Chairperson of the Nomination & Remuneration Committee may have discussions with individual director where clarification or interpretation is required.
- d) The Chairperson of the NRC shall develop a report on the basis of evaluation rating received. The Committee shall review the result and submit its recommendation for the consideration of Board.
- e) The Board shall review the recommendations of the Nomination & Remuneration Committee and issue necessary directions.

D. Independent Directors' Meeting

The independent directors meeting were held on **01.12.2020**

The independent directors present elected Mr. Anand Prakash as Chairperson for the meeting. All independent directors were present at the meeting.

IV. Remuneration of Directors

The remuneration payable to all Directors including Managing Director, if any is decided by the shareholders in the General Meeting. As per the Companies Act, 2013, the Board of Directors of the Company is empowered to determine the sitting fee payable to Independent Directors within the ceiling prescribed under the Companies Act, 2013.

None of the Independent Directors were paid any sitting fees during the financial year 2020-21.

Remuneration of Executive Directors for the financial year 2020-21

(Amount in Rupees)

S. No.	Name of Director	Designation	Salary	Benefits	Performance Related Pay (PRP) for the year 2020-21	Total
1.	Mr. Ankit Aggarwal	Whole Time Director	-	-	-	-

The Company had not given any stock options during the year 2020-21.

Except as mentioned above, there was no pecuniary relationship or transaction with Non-Executive Directors vis-a-vis the Company during the financial year 2020-21.

Criteria of making payment to non-executive directors is available on the website of the company at <https://www.vinayakvanijya.com/>

V. GENERAL BODY MEETING

a) Annual General Meeting

The details of last three Annual General Meetings (AGM) of shareholders held were as under:

Financial Year	Date	Venue	Time	Whether any Special Resolution passed
2017-18	14.09.2018	Flat No.28, Stilt Floor, Devika Tower 6, Nehru Place, New Delhi-110019	09:30 A.M	No
2018-19	26.09.2019	Flat No.28, Stilt Floor, Devika Tower 6, Nehru Place, New Delhi-110019	09:30 A.M.	No
2019-20	24.12.2020	Flat No.28, Stilt Floor, Devika Tower 6, Nehru Place, New Delhi-110019	2:00 PM	No

b) No Extraordinary General Meeting of Members was held during the year under review.

c) No Postal Ballot was conducted during the year under review.

VI. MEANS OF COMMUNICATION

Quarterly/ Half Yearly/Annual Financial Results Notice, Advertisement and Other official news are published both in vernacular language newspapers viz. Daily Pioneer (in Hindi) and English National newspapers viz. Daily Pioneer (in English) regularly. The said results are also displayed/uploaded on the Company's website i.e. <https://www.vinayakvanijya.com/>

VII. GENERAL SHAREHOLDER INFORMATION

S. No.	Particulars	Information
1.	Annual General Meeting: Day Date & Time Venue	36TH Thursday September 30, 2021, 10:00 AM Flat No 28, Stilt Floor, Devika Tower 6, Nehru Place, New Delhi-110019
2.	Financial year	April 1, 2020 to March 31, 2021
3.	Financial Calendar 2021-22 Results for quarter/year ending : (a) 30th June, 2021 (Tentative Schedule) (b) 30th September, 2021 (c) 31st December, 2021 (d) 31st March, 2022	On 12th day of August, 2021 On 14th day of November, 2021 On or before 14th day of February, 2022 On or Before 30th day of May, 2022
4.	Book Closure	25 th September, 2021 to 30 th September, 2021
5.	Listed on	BSE Limited
6.	Dividend payment date	The Company has not recommended or paid any dividend during the financial year under review.
7.	Stock Exchange Code	BSE Security Code: 512517

VIII. NOMINATION

Individual shareholders holding shares singly or jointly in physical form can nominate a person in whose name the shares shall be transferred in the case of death of the registered shareholder(s). The prescribed nomination form (SH-13) will be sent by the Company upon such request and is also available on the Company's website at <https://www.vinayakvanijya.com/>

Nomination facility for shares held in electronic form is also available with depository participants.

IX. VOTING THROUGH ELECTRONIC MEANS

Pursuant to Section 108 of Act and the Rules made thereunder and provisions under SEBI Listing Regulations, every listed company is required to provide its members the facility to exercise their right to vote at general meetings by electronic means.

The Company has entered into an arrangement with CDSL, the authorised agency for this purpose, to facilitate such e-voting for its members.

The shareholders would therefore be able to exercise their voting rights on the items put up in the Notice of AGM through such e-voting method. The Company will also provide facility to members attending the AGM through VC or OAVM to vote at the meeting in accordance with the Companies (Management and Administration) Rules, 2014 and MCA circulars for conducting AGM through VC or OVAM.

Shareholders who are attending the meeting through VC or OAVM and who have not already cast their votes by remote e-voting shall be able to exercise their right of voting at the meeting.

Cut-off date, as per the said Rules, is **24th September, 2021** and the remote e-voting shall be open for a period of 3 (three) days, from **27th September, 2021 (9:00 A.M.)** till **29th September, 2021 (5:00 P.M.)**.

The Board has appointed **M/s. Ojha & Associates**, practicing company secretary, as Scrutinizer for the e-voting process.

Detailed procedure is given in the Notice of the 36th AGM and is also placed on the Company's website at <https://www.vinayakvanijya.com/>

Shareholders may get in touch with the Company Secretary at vvaniija1985@gmail.com for further assistance.

X. DISCLOSURE

- a) There have been no materially significant related party transactions which may have potential conflict with the interests of the Company at large.

Accordingly, the disclosure of Related Party Transactions as required under section 134(3)(h) of the Companies Act, 2013 in Form AOC-2 is attached with the Directors' Report.

- b) During last three year under review, the company has complied with all the mandatory requirements of the SEBI (LODR) Regulations, 2015.
- c) The Company has in place vigil mechanism and whistle blower policy under which employees can report any violation of applicable laws and regulations and the Code of Conduct of the Company. Vigil Mechanism of the Company provides adequate safeguards against victimization of persons who use such mechanism and no personnel have been denied access to the Audit Committee.
- d) The Company has complied with all the mandatory requirements of Listing Regulations.
- e) The Company does not have any Subsidiary Company. Therefore, policy for determining 'material' subsidiaries is not required to be framed.
- f) The Company has in place Policy for Related Party Transaction and the same is also placed on Company's website i.e. www.vinayakvanijya.com
- g) Information pertaining to the disclosure of commodity price risks and commodity hedging activities is not applicable to the Company.
- h) The Company has not raised any funds through preferential allotment or qualified institutions placement as specified under Regulation 32 (7A).
- i) A certificate from Company Secretary in practice that none of the Directors on the Board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board, Ministry of Corporate Affairs or any such statutory authority, forms part of this report.
- j) There were no instances where the Board has not accepted any recommendation of any committee of the board which was mandatorily required during the financial year in concern.
- k) Total fees for all services paid by the listed entity to the statutory auditor and all entities in the network of the statutory auditor is Rs.59,000/-
- l) A Practicing Company Secretary has carried out Reconciliation of Share Capital Audit to reconcile the total admitted capital with National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd (CDSL) and the total issued and listed capital. The said Audit Report confirms that the total issued/paid up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL.

- XI.** The Company has duly complied with all the Corporate Governance requirements as specified in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

XII. NON-COMPLIANCE OF ANY REQUIREMENT OF CORPORATE GOVERNANCE REPORT OF SUB-PARAS (2) TO (10)

It is to confirm that the Company has not incurred any non-compliance of any information contained in this Corporate Governance Report.

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

Your Company has constituted Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and also has a policy and framework for employees to report sexual harassment cases at workplace. The Company's process ensures complete anonymity and confidentiality of information. The below table provides details of complaints received/disposed during the financial year 2020-21:

No. of Complaints Filed	No. of Complaints Disposed off	No. of Complaints Pending
NIL		

XIII. DISCLOSURE REGARDING SHARES IN SUSPENSE ACCOUNT

- (a) Aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year: NIL
- (b) Number of shareholders who approached issuer for transfer of shares from suspense account during the year: NIL
- (c) Number of shareholders to whom shares were transferred from suspense account during the year: NIL
- (d) Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year: NIL
- (e) That the voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares: NIL

XIV. RISK MANAGEMENT

As per Regulation 21 of SEBI Regulations, 2015, the Company is not required to constitute Risk Management Committee.

XV. INDEPENDENT DIRECTORS

The Board of the Company has been duly constituted with an optimum combination of Executive Directors, Non-Executive and Independent Directors. All the members are financially literate and possess sound knowledge of accounts, audit, finance, law, etc.

Presently, the Board of the Company comprises of following 2 Independent Directors:

- i) Anand Prakash
- ii) Bhupender Singh

Meeting of Independent Directors

As required by the Code of Independent Directors under the Companies Act, 2013 and the Listing Regulations, a meeting of the Independent Directors of the Company was convened during the year to oversee and review the performance of Non-Independent Directors and of the Board as a whole.

XVI. MANAGEMENT DISCUSSION AND ANALYSIS

A separate chapter on Management Discussion and Analysis is given in this Annual Report.

XVII. CEO/CFO CERTIFICATION

The Chief Financial Officer of the Company has furnished a certificate relating to financial statements and internal control systems as per the format prescribed under Regulation 17(8) of the SEBI (LODR) Regulations, 2015 and the Board took the same on record.

XVIII. COMPLIANCE CERTIFICATION

Compliance Certificate for Corporate Governance obtained from Practicing Company Secretaries is annexed herewith.

XIX. CODE OF CONDUCTS

Details of various policies and codes required to be framed under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015 are given under the head "Investors" on the website of the company i.e. www.vinayakvanijya.com

XX. Market price data- high, low during each month of the financial year 2020-21:

The shares of the Company are not being traded currently. Therefore, market price data is not available for the financial year under review.

XXI. DISTRIBUTION OF SHAREHOLDING AS ON MARCH 31, 2021:

Shareholding of Nominal value of Rs. 10/-	No. of Shareholders	% of Shareholders	No. of Shares held	% of Share holders
1-5000	508	94.60	50000	5.02
5001-10000	0	0	0	0
10001-20000	0	0	0	0
20001-30000	2	0.37	4700	0.47
30001-40000	0	0	0	0
40001-50000	2	0.37	9200	0.92
50001-100000	13	2.42	116500	11.70
And Above	12	2.24	815600	81.89
Total	537	100	996000	100

Categories of Equity Shareholders as on March 31, 2021

	Category	No. of Shares	% of Holding
1.	Promoters Holding		
	i. Promoters		
	Indian Promoters	547400	54.96%
	Foreign Promoters	0	0
	ii. Persons acting in concert	0	0
	Sub Total	547400	54.96%
2.	Non Promoters Holding		
	i. Institutional Investor	0	0
	ii. Mutual Fund and UTI	0	0
	iii. Banks, Financial Institutions, Insurance Companies(Central/ State Govt. Institutions/ Non Govt. Institutions)	0	0
	iv. FII's	0	0
	Sub Total	0	0
3.	Others		
	i. Corporate Bodies		
	ii. Indian Public	448600	45.04%
	iii. NRI's/OCB's	0	0
	iv. Any Other (HUF/Firm/Foreign Companies) Clearing Member	0	0
	Sub Total	448600	45.04%
	Grand Total	996000	100%

XXII. DEMATERIALIZATION OF SHARES AND LIQUIDITY

The shares of the Company are in the compulsory dematerialized segment and are available for trading with both the depositories i.e. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

The Share Capital Audit Report regarding reconciliation of the total issued, listed and capital held by depositories in a dematerialized form with respect to the Equity Share Capital of the Company was obtained from the Practicing Company Secretary for each quarter during the year and submitted to the Stock Exchanges within the stipulated time.

Number of shares held in dematerialized and physical mode as on **31st March 2021**.

Particulars	Total Shares	% to Equity
Shares in dematerialized form with NSDL	-	-
Shares in dematerialized form with CDSL	120300	12.08%
Physical	875700	87.92%
Total	996000	100%

ISIN of the Company : INE132V01019

The names and addresses of the depositories are as under:

- 1. National Securities Depository Limited**
Trade World, A-Wing, 4th & 5th Floors,
Kamala Mills Compound,
SenapatiBapatMarg,
Lower Parel, Mumbai - 400 013
- 2. Central Depository Services (India) Limited**
Marathon Futurex, A-Wing, 25th floor,
NM Joshi Marg, Lower Parel, Mumbai 400013

XXV. Company Details:

Registered Office : Flat No.28, Stilt Floor, Devika Tower 6, Nehru Place, New Delhi-110019

Plant Location : Same as Above

Address for communication : Same as Above

The phone numbers and e-mail addresses for communication are given below:

Particulars	Telephone Number	Fax No.
Registered Office: Flat No.28, Stilt Floor, Devika Tower 6, Nehru Place, New Delhi-110019	011-43675500	-

As per Circular of the Securities & Exchange Board of India dated 22.01.2007, exclusive e-mail address for redressal of Investor Complaints is vvaniya1985@gmail.com

**On behalf of Board of Directors
For Vinayak Vanijya Limited**

**Ankit Aggarwal
Whole-Time Director
DIN: 00385982**

**Date: 02.09.2021
Place: New Delhi**

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

We submit herewith the “Management Discussion and Analysis Report” on the business of the Company as applicable to the extent relevant.

THE COVID-19 PANDEMIC AND LOCKDOWN

We are amidst unprecedented times. The COVID-19 pandemic has spread across the world — leading to well above 17.14 crores confirmed infections, over 3,576,887 deaths, enormous human suffering and a full stop on virtually all commercial and economic activities. Even India, apparently relatively fortunate up to now, has had 28,306,883 confirmed cases and 335,114 deaths as per COVID-19 Situation Report–120 of World Health Organisation (WHO) dated 1 June 2021. With lockdowns spreading across countries accounting for over 50% of the world's gross domestic product (GDP), COVID-19 has caused disruptions on an unimaginable scale. Nobody really knows how long the pandemic will last and what will be its final toll on lives and livelihood. With the impact of this pandemic still to play out, the scenario of eerily empty high streets, shut factories and stores, and literally millions being rendered unemployed together point to a single outcome — extreme stress for the global economy of the kind not seen since the Great Depression.

In response, Governments across the world have unleashed massive fiscal measures to protect economic activity and dramatically strengthen health services and testing. Central banks, too, have initiated multiple monetary and regulatory measures.

India, too, has initiated relief measures. The Government of India announced a slew of wide-ranging reforms across varied sectors amidst a comprehensive package aggregating Rs. 20 lakh crore — or approximately 10% of nominal GDP — which covered among others (i) direct cash transfers and food security for vulnerable sections of society, (ii) collateral free loans and concessional credit to farmers and street vendors, (iii) enhancement of systemic liquidity by the Reserve Bank of India (RBI), (iv) special liquidity and partial credit guarantee scheme to provide liquidity to NBFCs, HFCs, MFIs and mutual funds, (v) 100% credit guarantee scheme for aggregate Rs. 3 lakh crore of emergency credit lines by banks and NBFCs to their MSME borrowers and (vi) subordinated debt and equity support to MSMEs. The Government has also initiated compliance relief measures across various regulatory requirements. The RBI has also initiated several measures like reduction in policy rates, monetary transmission, credit flows to the economy and providing relief on debt servicing.

INDUSTRY STRUCTURE AND DEVELOPMENT

India, too, has initiated relief measures. The Government of India announced a slew of wide-ranging reforms across varied sectors amidst a comprehensive package aggregating Rs. 20 lakh crore — or approximately 10% of nominal GDP — which covered among others (i) direct cash transfers and food security for vulnerable sections of society, (ii) collateral free loans and concessional credit to farmers and street vendors, (iii) enhancement of systemic liquidity by the Reserve Bank of India (RBI), (iv) special liquidity and partial credit guarantee scheme to provide liquidity to NBFCs, HFCs, MFIs and mutual funds, (v) 100% credit guarantee scheme for aggregate Rs. 3 lakh crore of emergency credit lines by banks and NBFCs to their MSME borrowers and (vi) subordinated debt and equity support to MSMEs. The Government has also initiated compliance relief measures across various regulatory requirements. The RBI has also initiated several measures like reduction in policy rates, monetary transmission, credit flows to the economy and providing relief on debt servicing.

GDP growth for FY2020 was 4.2% — worst in the last 11 years.

Industry Overview

Non-banking financial companies (NBFCs) form an integral part of the Indian financial system. They play an important role in nation building and financial inclusion by complementing the banking sector in reaching out credit to the unbanked segments of society, especially to the micro, small and medium enterprises (MSMEs), which form the cradle of entrepreneurship and innovation. NBFCs' ground-level understanding of their customers' profile and their credit needs give them an edge, as does their ability to innovate and customize products as per their clients' needs. This makes them the perfect conduit for delivering credit to the unbanked and SMEs. However, NBFCs operate under certain regulatory constraints, which put them at a disadvantage position vis-à-vis banks. While there has been a regulatory convergence between banks and NBFCs on the asset side, on the liability side,

NBFCs still do not enjoy a level playing field. This needs to be addressed to help NBFCs realize their full potential and thereby perform their duties with greater efficiency.

The NBFC sector continued to grow its share in the financial services industry. Credit growth of scheduled commercial banks (SCBs) continued to moderate throughout FY2020. On 31 March 2019, growth in advances of SCBs was 13.2%. By 30 September 2019, this had reduced to 8.7% and on 27 March 2020, it was further down to 6.1%. SCBs also continued to face asset quality challenges in FY2020. Data published by the RBI in its *Financial Stability Report* dated 27 December 2019 show that NBFCs have outperformed SCBs on asset quality.

To strengthen the asset-liability profile of the sector, RBI introduced a liquidity coverage ratio (LCR) requirement for all NBFCs with AUM of ₹ 5,000 crore and above. The LCR regulation mandates NBFCs to maintain a minimum level of high-quality liquid assets to cover expected net cash outflows in a stressed scenario. The regulation also stipulates that NBFCs should attain LCR of 100% in a phased manner over a period of four years starting December 2020. It is a welcome regulatory change and will significantly strengthen ALM profile of the NBFC sector. The RBI's moratorium measures for customers are likely to put additional stress on many NBFCs. There is an asymmetry. On one hand, NBFCs have to offer such moratoriums to their customers; while on the other, their market borrowings must be repaid on due dates.

OPPORTUNITIES, CHALLENGES AND OUTLOOK

Opportunities

NBFCs have served the unbanked customers by pioneering into retail asset-backed lending, lending against securities and microfinance. Following variables in the external environment may be seen as opportunities for the Company:

- The Government of India announced a slew of wide-ranging reforms across varied sectors amidst a comprehensive package aggregating Rs. 20 lakh crore — or approximately 10% of nominal (vi) subordinated debt and equity support to MSMEs.
- NBFCs aspire to emerge as a one-stop shop for all financial services.
- The sector has witnessed moderate consolidation activities in recent years, a trend expected to continue in the near future.
- New banking license-related guidelines issued by RBI place NBFCs ahead in competition for licenses owing largely to their rural network.
- New RBI guidelines on NBFCs with regard to capital requirements, provisioning norms & enhanced disclosure requirements are expected to benefit the sector in the long run.

Challenges

Competitive rivalry between big players is intense in the industry

- Global recession due to COVID-19 pandemic.
- Working Capital and Liquidity Stress in the market.
- Low demand in the market.
- Financial services companies often compete on the basis of offering lower financing rates, higher deposit rates and investment services;
- Stringent regulatory norms prevent new entrants;
- Customers prefer to invest their money with a reputed financial services company offering a wide range of services;
- Medium bargaining power of customers. Although customers do not have much bargaining power, they can easily switch to another company based on the terms and quality of services provided.

Outlook

Although slowdown in all business sector including NBFC and trade tensions between the US and China were among the many factors that softened the economic outlook for 2019, the year did begin on a firm footing. The projected global economic growth, albeit downgraded, was 2.9%. Despite the economic and financial headwinds, growth in developing Asia was projected to remain a robust 5.5% during 2019 (Asian Development Outlook, Update, September 2019). However, in 2019-20, the Indian economy grew by 4.2% against 6.1% expansion in 2018-19. Due to the COVID-19 pandemic, the International Monetary Fund has projected a sharp contraction of the global economy to a status much worse than what resulted from the 2008-09 financial crisis.

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

The financial statements have been prepared in accordance with the requirements of the Companies Act, 2013 and applicable accounting standards issued by the Institute of Chartered Accountants of India. The details of the financial performance of the Company are appearing in the Balance Sheet, Profit & Loss Accounts and other financial statements forming part of this annual report.

INTERNAL CONTROL SYSTEM

Given the magnitude and nature of its business, the Company has maintained sound and commercial practice with an effective internal control system. The system ensures that all transactions are authorized, recorded and reported correctly to safeguard the assets of the Company and protect them from any loss due to unauthorized use or disposition. The adequate internal information system is in place to ensure proper information flow for the decision-making process. The Company also has well-established processes and clearly defined roles and responsibilities for people at various levels. The control mechanism also involves well documented policies, authorization guidelines commensurate with the level of responsibility and standard operating procedures specific to the respective businesses, adherence to which is strictly ensured. Internal audit is carried out frequently to create awareness and to take corrective actions on the respective units or areas, which need rectification. These reports are then reviewed by the “Management Team” and the “Audit Committee” for follow-up action.

HUMAN RESOURCE DEVELOPMENT

The Company regards its human resources as amongst its most valuable assets and proactively reviews policies and processes by creating a work environment that encourages initiative, provides challenges and opportunities and recognizes the performance and potential of its employees attracting and retaining the best manpower available by providing high degree of motivation.

Your Company believes in trust, transparency & teamwork to improve employees productivity at all levels.

CAUTIONARY STATEMENT

The management discussion and analysis report containing your Company's objectives, projections, estimates and expectation may constitute certain statements, which are forward looking within the meaning of applicable laws and regulations. The statements in this management discussion and analysis report could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operation include raw material availability and prices, cyclical demand and pricing in the Company's principal markets, changes in the governmental regulations, tax regimes, forex markets, economic developments within India and the countries with which the Company conducts business and other incidental factors.

**On behalf of Board of Directors
For Vinayak Vanijya Limited**

**Date: 02.09.2021
Place: New Delhi**

**Ankit Aggarwal
Whole-Time Director
DIN: 00385982**

COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE

*(In terms of Regulation 34(3) and Schedule V (E) of SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015)*

To,
The Members,
VINAYAK VANIJYA LIMITED

We have examined the report of Corporate Governance presented by the Board of Directors **VINAYAK VANIJYA LIMITED** for the year ended **31st March, 2021** as stipulated in Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Schedule V of the same.

The compliance of conditions of corporate governance is the responsibility of the management. Our examination was limited to the procedures and implementation thereof, adopted by the company for ensuring compliance of the conditions of the corporate governance. It is neither an audit nor an expression of opinion on the Financial Statements of the Company.

In our opinion and according to the information and explanation given to us, the Company has taken required steps to comply with the conditions of corporate governance, to the extent applicable and as stipulated in the aforesaid SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.

We state that no investor grievance is pending for the period exceeding one month against the Company as per records maintained by the Stakeholders' Relationship Committee together with the status of Investor Grievance as on SEBI SCORES Portal.

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

For Jain P & Associates
Company Secretaries

Preeti Mittal
Company Secretary
C. P. No.17079
M. No.: 41759
UDIN: A041759C000880080
Date: 02.09.2021
Place: Noida

CEO/CFO CERTIFICATION

I, **Krishna Kumar**, being **Chief Financial Officer**, of **Vinayak Vanijya Limited** do hereby confirm and certify that:

1. I have reviewed the financial statements and the cash flow statement for the financial year and that to the best of my knowledge and belief:
 - a. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - b. these statements together present a true and fair view of the listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. there are, to the best of my knowledge and belief, no transactions entered into by the listed entity during the year which are fraudulent, illegal or violate the listed entity's code of conduct.
3. I accept responsibility for establishing and maintaining internal control for financial reporting and have evaluated the effectiveness of internal control system of the listed entity pertaining to financial reporting and have disclosed to the auditor along with the audit committee, deficiencies in the design or operation of such internal control(s), if any, of which I am aware and the steps I have taken or proposed to take to rectify these deficiencies.
4. during the year under reference:
 - a. there were no significant changes in internal control system over financial reporting;
 - b. there were no significant changes in accounting policies and that the same have been disclosed in the notes to the financial statements; and
 - c. there were no instance(s) of significant fraud involved therein, if any, of which the management or an employee having a significant role in the listed entity's internal control system over financial reporting.

For Vinayak Vanijya Limited

Date: 02.09.2021
Place: Delhi

Krishna Kumar
Chief Financial Officer

DECLARATION FOR COMPLIANCE OF CODE OF CONDUCT

I, **Ankit Aggarwal**, being Whole Time Director of the Company do hereby declare that all the Directors and Senior Management Personnel have affirmed compliance with the code of the conduct of the company for the financial year ended on **March 31, 2021**.

On behalf of Board of Directors
For Vinayak Vanijya Limited

Date: 02.09.2021
Place: New Delhi

Ankit Aggarwal
Whole-Time Director
DIN: 00385982

INDEPENDENT AUDITORS' REPORT ON STATEMENT OF AUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED ON 31st MARCH, 2021

THE BOARD OF DIRECTORS OF
Vinayak Vanijya limited

Report on the audit of the Standalone Financial Results

Opinion

We have audited the accompanying statement of quarterly and year to date standalone financial results of Vinayak Vanijya limited (the Company) for the quarter ended March 31, 2021 and for the year ended March 31, 2021 ("Statement"), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (Regulation).

In our opinion and to the best of our information and according to the explanations given to us, the Statement:

- i. is presented in accordance with the requirements of the Listing Regulations in this regard;
and
- ii. gives a true and fair view in conformity with the applicable accounting standards and other accounting principles generally accepted in India, subject to the below mentioned points, of the net profit and other comprehensive income and other financial information of the Company for the quarter ended March 31, 2021 and for the year ended March 31, 2021.
 - a. *The Company has not provided the valuation report of the unquoted shares of investments as required by IND AS 109, hence we are in no position to comment on the correctness of the valuation of the said shares, as such the company is in violation of the IND — AS.*
 - b. *The NBFC license of the company dated 03.03.1998, stands cancelled vide order dated 14.09.2018, further the company has lost its appeal with the Appellate authority of the NBFC Registration vide order dated 04.06.2020. This will adversely affect the operations of the company.*
 - c. *The lockdown imposed in the country due to the covid pandemic has had some serious effect on the company, however, at this point we are in no position to ascertain the exact impact of the same on the company.*

Basis for Opinion

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

Management's Responsibilities for the Standalone-Financial Results

The Statement has been prepared on the basis of the standalone annual financial statements. The Board of Directors of the Company are responsible for the preparation and presentation of the Statement that gives a true and fair view of the net profit and other comprehensive income of the Company and other financial information in accordance with the applicable accounting standards prescribed under Section 133 of the Act read with relevant rules issued there under and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the 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 Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors is also responsible for overseeing the Company's financial reporting process. Auditor's Responsibilities for the Audit of the Standalone Financial Results

Our objectives are to obtain reasonable assurance about whether the Statement as a whole is 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 the Statement.

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 Statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements 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 the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' 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 results 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 Statement, including the disclosures, and whether the Statement represents the underlying transactions and events in a manner that achieves fair presentation.

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

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

Other Matter

The Note No.32 to the accompanying financial statements with regard to management's evaluation of uncertainty due to outbreak of COVID-19 and its impact on future operation of the Company. Our opinion is not modified

in respect of this matter and we concur with the view of the management on the impact of covid-19 on the company.

The Statement includes the results for the Quarter ended March 31, 2021 being the balancing figure between audited figures in respect of the full financial year ended March 31, 2021 and the published unaudited year-to-date figures up to the third quarter of the current financial year, which were subjected to a limited review by us, as required under the Listing Regulations.

Our report is not modified in respect of these matters.

**FOR SANJEEV BIMLA & ASSOCIATES
CHARTERED ACCOUNTANTS
(FRN NO 008840N)**

**PLACE: DELHI
DATE: 30.06.2021**

**(CA. ABHINAV GUPTA)
Partner
M.NO. 544394
UDIN : 21544394AAAABZ7155**

BALANCE SHEET AS AT 31st MARCH 2021

Particulars	Note No.	AS AT 31.03.2021		AS AT 31.03.2020	
		Rs.	P.	Rs.	P.
ASSETS					
Non-current assets					
(a) Property Plant & Equipment	8	49,897.27		61,921.00	
(b) Capital work-in-progress		-		-	
(c) Investment Property		-		-	
(d) Goodwill		-		-	
(e) Other Intangible assets		-		-	
(f) Intangible assets under development		-		-	
(g) Biological Assets Other Than Bearer Plants		-		-	
(h) Financial Assets:-		-		-	
(i) Investments	9	1,885,990.00		1,885,990.00	
(ii) Trade Receivables		-		-	
(iii) Loans & Advances	10	14,520,000.00		15,255,000.00	
(iv) Others		-		-	
(i) Deferred tax assets (Net)		764,614.82		793,235.35	
(j) Other non-current assets		-		-	
Current Assets					
(a) Inventories	11	177,938.00		177,938.00	
(b) Financial Assets:-		-		-	
(i) Investments		-		-	
(ii) Trade receivables	12	-		-	
(iii) Cash and cash equivalents	13	178,097.58		74,463.58	
(iv) Bank Balance Other than (iii) Above	13	43,624.24		248,280.40	
(v) Loans		-		-	
(vi) Others	14	4,113,825.00		3,794,552.00	
(c) Current Tax Assets		-		-	
(d) Other Current Assets		-		-	
TOTAL		21,733,986.91		22,291,380.33	
EQUITY AND LIABILITIES					
EQUITY					
(a) Equity Share Capital	3	20,330,534.91		21,288,403.33	
(b) Other Equity		-		-	
LIABILITIES		-		-	
Non-current Liabilities					
a) Financial Liabilities		-		-	
(i) Borrowings	4	1,184,000.00		260,000.00	
(ii) Trade Payables		-		-	
(iii) Other Financial Liabilities (Other than					

specified in item (b) to be specified)		-	-
(b) Provisions	5	-	-
(c) Deferred tax liabilities(Net)		-	-
(c) Other Long-term liabilities		-	-
		-	-
Current Liabilities		-	-
a) Financial Liabilities		-	-
(i) Borrowings		-	-
(ii) Trade Payables	6	119,953.00	336,487.00
(iii) Other Financial Liabilities (Other than specified in item (b) to be specified)		-	-
(b) Other current liabilities	7	99,499.00	406,490.00
(c) Provisions		-	-
(d) Current Tax Liabilities		-	-
TOTAL EQUITY AND LIABILITIES		21,733,986.91	22,291,380.33
The notes are an integral part of these financial statements.	1 & 2		

FOR AND ON BEHALF OF THE BOARD

ANAND PRAKASH
DIN NO 06918487
Director

Bhupender Singh
DIN NO 07533596
Director

KRISHNA KUMAR
CHIEF FINANCIAL OFFICER

This is the Balance Sheet referred to in our
report of even date
FOR SANJEEV BIMLA & ASSOCIATES
CHARTERED ACCOUNTANTS
Registration No. 008840N

(CA ABHINAV GUPTA)
PARTNER
M.No. 544394

Place :- DELHI
Date:- 30.06.2021

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDING 31st MARCH 2021

Particulaars	Note No.	Current Year		Previous Year	
		Rs.	P.	Rs.	P.
I. Revenue from operations(Gross)	15	1,363,003.00		1,410,890.00	
Less : Excise Duty			-		-
Revenue from operations(Net)		1,363,003.00		1,410,890.00	
II. Other income	16	433,600.00		212,730.00	
III. Total Revenue (I+II)		1,796,603.00		1,623,620.00	
IV. EXPENSES :					
Cost of Materials consumed			-		-
Purchases of stock-in-trade			-		-
Changes in inventories of finished goods work-in-progress and stock-in-trade	17		-		-
Employee Benefits Expenses	18	673,500.00		695,640.00	
Financial Expenses	19	17,197.00		14,406.00	
Depreciation and amortization	8	12,023.73		22,423.00	
Statutory Provision	5		-	(39,650.00)	
Other expenses	20	979,400.16		499,869.92	
Total Expenses	Total	1,682,120.89		1,192,688.92	
V. Profit before exceptional and extra-ordinary items and tax(III-IV)		114,482.11		430,931.08	
VI. Exceptional items			-		-
VII. Profit before extraordinary (V-VI)		114,482.11		430,931.08	
VIII. Extraordinary items (Profit on sale of investment)			-		-
IX. Profit before Tax (VII-VIII)		114,482.11		430,931.08	
X. Tax expense:					
(1) Current tax			-		-
(2) Deferred tax		28,620.53		107,732.77	
(3) Taxes relating to earlier years		1,043,730.00		10,000.00	
XI. Profit (Loss) for the period from continuing operations (IX-X-XIV)		(957,868.42)		313,198.31	
XII. Profit(Loss) from discontinued operations			-		-
XIII. Tax expense of discontinued operations			-		-
XIV. Profit(Loss)from discontinuing operationis(XII-XIII)			-		-
XV. Profit for the period(XI-XIV)		(957,868.42)		313,198.31	

XVI Other Comprehensive Income			
(A) (i) Items that will not be reclassified to profit or loss		-	-
(ii) Income tax relating to items that will not be reclassified to profit or loss		-	-
(B) (i) Items that will be classified to profit or loss		-	-
(ii) Income tax relating to items that will be reclassified to profit or loss		-	-
XVII Total Comprehensive Income for the period (XIII+XIV)			
(Comprising Profit (Loss) and Other Comprehensive Income for the Period)		-	-
XVIII Earnings per equity share (for continuing operation):			
(1) Basic		(0.96)	0.31
(2) Diluted		(0.96)	0.31
XIX Earnings per equity share (for discontinued operation):			
(1) Basic		-	-
(2) Diluted		-	-
XX Earnings per equity share (for discontinued & continuing operations)			
(1) Basic		(0.96)	0.31
(2) Diluted		(0.96)	0.31
The notes are an integral part of these financial statements.	1 & 2		

FOR AND ON BEHALF OF THE BOARD

ANAND PRAKASH
DIN NO 06918487
Director

Bhupender Singh
DIN NO 07533596
Director

KRISHNA KUMAR
CHIEF FINANCIAL OFFICER

This is the Balance Sheet referred to in our report of even date
FOR SANJEEV BIMLA & ASSOCIATES
CHARTERED ACCOUNTANTS
Registration No. 008840N

(CA ABHINAV GUPTA)
PARTNER
M.No. 544394

Place :- DELHI
Date:- 30.06.2021

Cash Flow Statement for the Year ended 31st March, 2021

Particulars	As at 31.03.2021	As at 31.03.2019
(A) Cash Flow From operating activities		
Net Profit Before Tax	430,931.08	114,482.11
Adjustment for :-		
a) Depreciation & Amortisation Exp.	22,423.00	12,023.73
b) Interest Cost	14,406.00	17,197.00
Operating Profit before working capital changes	467,760.08	143,702.84
<i>Adjustments for working capital changes :-</i>		
a) (Increase)/Decrease in Inventories	-	-
b) (Increase)/Decrease in Trade Receivables	-	-
c) (Increase)/Decrease in Short Term Loans & Advances	-	-
e) (Increase)/Decrease in Other Current Assets	(1,265,010.00)	(319,273.00)
f) Increase / (Decrease) in Long Term Provision	(39,650.00)	-
g) Increase/(Decrease) in Short Term Provision	-	-
h) Increase/(Decrease) in Trade Payables	336,487.00	(216,534.00)
i) Increase / (Decrease) in Other Current Liabilities	130,216.00	(306,991.00)
k) (Increase)/Decrease in Other long Term liabilities	-	-
k) (Increase)/Decrease in long Term Loans & Advances	-	-
l) (Increase)/Decrease in Other non Current Assets	-	-
Cash generated from operations	(370,196.92)	(699,095.16)
Income Tax Paid	(10,000.00)	(1,043,730.00)
Net Cash from operating activities	(380,196.92)	(1,742,825.16)
(B) Cash Flow From Investing Activities :-		
a) Investment in Equity Shares	-	-
b) Long term Loans & Advances given to related parties	605,000.00	735,000.00
c) Long term Loans & Advances repaid by other	-	-
d) Long term capital advances repaid	-	-
Net Cash from investing activities	605,000.00	735,000.00
(C.) Cash Flow from Financing Activities :-		
b) Long Term Borrowings (Net)	-	924,000.00
d) Interest Cost	(14,406.00)	(17,197.00)
Net Cash from financing activities	(14,406.00)	906,803.00
Net (Decrease)/Increase in cash & cash equivalents	210,397.08	(101,022.16)
Opening balance of cash & cash equivalents	112,346.90	322,743.97
Closing balance of cash & cash equivalents	322,743.98	221,721.81

Notes :-

- 1) The above Cash Flow Statement has been prepared under the "indirect method" as set out in AS - 3 issued by the ICAI.
- 2) Figures in Brackets indicate cash outflow
- 3) Previous Year figures have been regrouped/ rearranged wherever necessary

FOR AND ON BEHALF OF THE BOARD

ANAND PRAKASH
DIN NO 06918487
Director

Bhupender Singh
DIN NO 07533596
Director

KRISHNA KUMAR
CHIEF FINANCIAL OFFICER

This is the Balance Sheet referred to in our
report of even date
FOR SANJEEV BIMLA & ASSOCIATES
CHARTERED ACCOUNTANTS
Registration No. 008840N

(CA ABHINAV GUPTA)
PARTNER
M.No. 544394

Place :- DELHI
Date:- 30.06.2021

NOTES TO FINANCIAL STATEMENTS

1. GENERAL INFORMATION

M/s Vinayak Vanijya Limited company is a company engaged in the business of giving loans to others and earning interest from such assets

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A. Accounting Conventions:

The company's financial statements have been prepared in accordance with the historical cost convention on accrual basis of accounting as applicable to going concern in accordance with generally accepted accounting principle in India, mandatory accounting standards prescribed in the Section 133 of the Companies Act 2013 Read with Rule 7 of the Companies (Accounts) Rules 2014.

All assets and liabilities have been classified as current or non current as per company's normal operating cycle and other criteria set out in the Revised Schedule II of Companies Act, 2013. Based on the nature of business, the company has ascertained its operating cycle as 12 months for the purpose of current or non current classification of Assets and liabilities.

B. Revenue Recognition

- 1 Sales Revenue is recognized on dispatch of goods, net of freight, insurance, Excise, VAT and GST.
- 2 Interest income is recognised on time proportion basis.

C. Fixed Assets:

Fixed assets are stated at cost of acquisition and inclusive of inward freight, duties & taxes & incidental expenses related to acquisition net of capital subsidy relating to specific fixed assets.

Capital work in progress/Intangible assets under development includes cost of assets at site, advances made for acquisition of capital assets and pre operative expenditure pending allocation to fixed assets.

D. Inventory Valuation

Inventories are valued at cost or net realizable price whichever is lower except scrap at net realisable value. The cost formula used for valuation of inventories are:-

- 1 In respect of raw material and stores and spares have been valued at cost or market price which ever is lower on FIFO basis.
- 2 In respect of work in process is valued at cost of raw material plus conversion cost.
- 3 Finished goods are valued on retail sale price less GP% method or market price which ever is lower

E. Depreciation

Depreciation has been provided on provided on written down method at the rates specified in schedule II of The Companies Act, 2013. The fixed assets acquired prior to 1st April 2014 are depreciated over the revised remaining useful life of the assets based on the indicative useful life of the assets mandated by schedule II to the Companies Act, 2013.

F. Taxes on Income

Provision for Tax is made for both current and deferred taxes. Provisions for current income tax is made on the current tax rates based on assessable income. The Company provides for deferred tax based on the tax effect of timing differences resulting from the recognition of items in the financial statements and in estimating its current tax provision.

G. Employee Benefits

- i) Contribution to Provident Fund and other funds are made in accordance with the provisions of the Employees Provident Fund and Miscellaneous Provisions Act, 1952.

H. Excise Duty

Excise duty is not applicable on the company during year.

I. Foreign Currency Transaction

Transactions in Foreign Currency are recorded at the rate of exchange prevailing at the date of transactions. All current assets and liabilities are translated at the relevant rates of exchange prevailing at the year end. The translation/settlement differences are recognized in the profit & Loss Account.

J. Impairment of Assets

As at Balance Sheet date, an assessment is made whether any indication exists that an asset has been impaired. If any such indication exists, an impairment loss i.e. the amount by which the carrying amount of an asset exceed its recoverable amount is provided in the books of account.

K. Provisions, Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognised when there is a present obligation as a result so past event and it is probable that there will be outflow of resources. Contingent liability, which are considered significant and material by the company, are disclosed in the Notes to Accounts. Contingent Assets are neither recognised nor disclosed in financial statements.

L. Investments

- 1 Long term investments are considered "at Cost" on individual investment basis, unless there is a decline other than temporary in value thereof, in which case adequate provision is made against such diminution in the value of investments.
- 2 Current investments are valued at lower of cost or market value.

M. Borrowing Cost

Borrowing cost that are directly attributable to acquisition or construction of qualifying assets or treated as part of cost of capital assets. Other borrowing cost or treated as expenses for the period in which they are incurred.

N. Earning Per Share

Basic earning per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Earning considered in ascertaining the Company's earnings per share is the net profit for the period after deducting preferences dividends and any attributable tax thereto for the period.

O. Cash and Cash Equivalent

In the cash flow statement, cash and cash equivalent includes cash in hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three or less.

P. Lease

Lease under which the company assumes substantially all the risks and rewards of ownership are classified as finance lease. Such assets acquired are capitalized at fair value of the asset or present value of the minimum lease payments at the inception of the lease, which is lower. Lease payment

under operating leases are recognised as an expense on a straight line basis in the statement of profit and loss account over the lease term.

Q. Intangible Assets

Intangible assets are stated at acquisition cost, net accumulated amortization and accumulated impairment losses, if any. Intangible assets are amortized on a straight line basis over their estimated useful lives. A rebuttable presumption that the useful life of an intangible assets will not exceed ten years from the date when the asset is available for use is considered by the management. The amortization period and the amortization method are reviewed at least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortisation period is changed accordingly.

R. Use of Estimates

The preparation of financial statements requires the management to make estimates and assumptions that affect the reported balances of assets and liabilities and disclosures relating to the contingent liabilities as at the date of the financial statements and reported amounts of income and expenses during the year. Example of such estimates include provision for doubtful debts, employee benefits, provision for income tax, the useful lives of depreciable fixed assets and provision for impairment.

SHARE CAPITAL

NOTE 3

PARTICULARS			AS AT 31.03.2021 Rs. P.		AS AT 31.03.2020 Rs. P.	
(a)	AUTHORISED 1000000 (Previous Year 1000000) Equity Shares of Rs. 10/-each		10,000,000.00		10,000,000.00	
(b)	ISSUED, SUBSCRIBED & PAID UP 996000 (Previous Year 996000) Equity Shares of Rs.10/- each.(fully paid up) Less:- Shares Forefieted		9,960,000.00 -		9,960,000.00 -	
Total			9,960,000.00		9,960,000.00	
Particular			As on 31st March 2021		As on 31st March 2020	
			No. of Shares	Amounts Rs.	No.of Shares	Amounts Rs.
(c)	Opening Equity Shares		996000	9,960,000.00	996000	9,960,000.00
	Less:-Call in Arrears			-		-
	Less:-Share Forfeited		-	-	-	-
	Addition during the year.			-		-
	Closing Equity Shares		996000	9,960,000.00	996000	9,960,000.00
(d)	Shares held by holding and subsidiary of holding company.			-		-
(e)	Shareholders holding more than 5% of share capital.					
			As on 31st March 2021		As on 31st March 2020	
Name of Shareholder			No. of Shares held	% of Holding	No. of Shares held	% of Holding
i) Samita Gupta & Ankit Aggarwal			323200	32.45	323200	32.45
ii) Ankia Aggarwal.			204200	20.50	204200	20.50
iii) brisk Services Limited			55000	5.52	55000	5.52
(f)	Shares reserved for issue under options		-	-	-	-
(g)	Shares allotted as fully paid up by way of bonus shares		-	-	-	-
(h)	Shares allotted as fully paid up pursuant to contracts without payment being received in cash. (during 5 years immediately preceeding years)		-	-	-	-
(i)	Terms of securities convertible into equity shares		-	-	-	-
T O T A L			996000	9,960,000.00	996000	9,960,000.00

RESERVES & SURPLUS

PARTICULARS	AS AT 31.03.2021		AS AT 31.03.2020	
	Rs.	P.	Rs.	P.
(a) Capital Reserves				
Balance as at the beginning of the year	-		-	
Add: Addition During the year	-		-	
Less : Deduction during the year	-		-	
Balance as at the end of the year	-		-	
(b) Share Forfeiture account	-		-	
(c) Securities Premium Reserve	-		-	
(d) Debenture Redemption Reserve	-		-	
(e) Revaluation Reserve	-		-	
(f) Share Options Outstanding Account	-		-	
(g) Amalgamation Reserve	-		-	
(h) General Reserve	-		-	
(i) Surplus				
Balance as at the beginning of the year	11,328,403.33		11,015,205.02	
Add: Depreciation of Previous Year Written Back	-		-	
Add: Addition During the year	(957,868.42)		(313,198.31)	
Balance as at the end of the year	10,370,534.91		11,328,403.33	
T O T A L	10,370,534.91		11,328,403.33	
GRAND TOTAL	20,330,534.91		21,288,403.33	

LONG-TERM BORROWINGS

NOTE 4

PARTICULARS	AS AT 31.03.2021		AS AT 31.03.2020	
	Rs.	P.	Rs.	P.
(a) Bonds / Debentures (Secured/Unsecured)		-		-
(b) Term Loans				
From banks(Secured)				
From banks(Unsecured)				
From others (Secured/unsecured)				
(c) Deferred payment liabilities(Secured/Unsecured)				
(d) Deposits (Secured/Unsecured)				
(e) Loans and advances from related parties (Unsecured)				
i) From Directors				
ii) From Share holders				
iii) From Firms in which directors are interested	284,000.00		260,000.00	
(f) Long-term maturities of finance lease obligations (Secured/Unsecured)				
(g) Other loans and advances(Secured/Unsecured)	900,000.00			
T O T A L	1,184,000.00		260,000.00	

STATUTORY PROVISION**NOTE 5**

PARTICULARS	AS AT 31.03.2021 Rs. P.	AS AT 31.03.2020 Rs. P.
Op. Bal	-	39,650.00
Addition during the year	-	(39,650.00)
Total	-	-
TOTAL	-	-

TRADE PAYABLES**NOTE 6**

PARTICULARS	AS AT 31.03.2021 Rs. P.	AS AT 31.03.2020 Rs. P.
i) Acceptances	-	-
ii) Sundry Creditors	-	-
Total Outstanding to Small,Medium & Micro enterprises	-	-
Total Outstanding to other than Small,Medium & Micro enterprises	119,953.00	336,487.00
TOTAL	119,953.00	336,487.00

OTHER CURRENT LIABILITIES**NOTE 7**

PARTICULARS	AS AT 31.03.2021 Rs. P.	AS AT 31.03.2020 Rs. P.
(a) Current maturities of long-term debt		
(b) Current maturities of finance lease obligations		
(c) Interest accrued but not due on borrowings		
(d) Interest accrued and due on borrowings		
(e) Income received in advance		
(f) Unpaid Dividends		
(g) Refundable application money		
(h) Unpaid matured deposits and interest accrued thereon		
(i) Unpaid matured debentures and interest accrued thereon		
(j) Loans from Related Parties	-	-
(j) Other Payables		
i) Statutory Duties & Taxes	5,499.00	-
ii) Advance from Customer	-	-
iii) Audit Fees Payable	54,000.00	94,990.00
iv) Provision for Tax	-	-
v) Other Expenses Payable	40,000.00	311,500.00
TOTAL	99,499.00	406,490.00

NOTE 8
SCHEDULE OF PROPERTY PLANT & EQUIPMENT

PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	AS AT 01.04.2020 Rs.	ADDITIONS DURING THE YEAR Rs.	SALE/TRFD. DURING THE YEAR Rs.	BALANCE AS ON 31.03.2021 Rs.	AS AT 01.04.2020 Rs.	PROVIDED DURING THE YEAR Rs.	ADJ. DURING THE YEAR Rs.	BALANCE AS ON 31.03.2021 Rs.	AS AT 31.03.2021 Rs.	AS AT 31.03.2020 Rs.
(A) TANGIBLE ASSETS										
Furniture & Fixture	387,426.00			387,426.00	327,833.00	12,023.73		339,856.73	47,569.27	59,593.00
Generator	54,975.00			54,975.00	52,647.00	-		52,647.00	2,328.00	2,328.00
Total	442,401.00	-	-	442,401.00	380,480.00	12,023.73	-	392,503.73	49,897.27	61,921.00
Intangible										
Capital Work In Progress										
TOTAL	442,401.00	-	-	442,401.00	380,480.00	12,023.73	-	392,503.73	49,897.27	61,921.00
Previous Year	442,401.00	-	-	442,401.00	358,057.00	22,423.00	-	380,480.00	61,921.00	84,344.00

NOTE 9
DETAILS OF INVESTMENTS AS ON 31.3.2021

PARTICULARS	RELATIONSHIP	FACE VALUE QUANTITY	BALANCE as on 01/04/2020		PURCHASE during the year		SALE during the year		BALANCE as on 31/03/2021	
			AMOUNT	QUANTITY	AMOUNT	QUANTITY	AMOUNT	QUANTITY	AMOUNT	QUANTITY
Quoted/ Unquoted										
Shomit Finance Ltd.	Associate	10	100.00	6,000.00	-	-	-	-	100.00	6,000.00
Brisk Services Ltd.	Associate	10	114,700.00	318,326.00	-	-	-	-	114,700.00	318,326.00
Distinctive Properties & Leasing Ltd.	Associate	10	100.00	364.00	-	-	-	-	100.00	364.00
Pawansut Media Services Pvt. Ltd.	Associate	10	3,000.00	760,000.00	-	-	-	-	3,000.00	760,000.00
Om Jai Jagdish Infrastructure Pvt. Ltd.	Associate	10	2,530.00	801,300.00	-	-	-	-	2,530.00	801,300.00
Sub Total			120,430.00	1,885,990.00	-	-	-	-	120,430.00	1,885,990.00
Grand Total			120,430.00	1,885,990.00	-	-	-	-	120,430.00	1,885,990.00

LONG-TERM LOANS AND ADVANCES**NOTE 10**

PARTICULARS	AS AT 31.03.2021 Rs.	AS AT 31.03.2020 Rs.
(a) Capital Advances	-	-
(b) Security Deposits		
i) Secured,considered good		
ii) Unsecured,considered good	-	-
iii) Doubtful		
(c) Loan and advances to related parties	14,520,000.00	15,255,000.00
(d) Other Receivables,loans and advances(Specify nature)		
i)Secured,considered good	-	-
ii) Unsecured,considered good	-	-
iii) Doubtful		
Total	14,520,000.00	15,255,000.00

INVENTORIES**NOTE 11**

PARTICULARS	AS AT 31.03.2021 Rs.	AS AT 31.03.2020 Rs.
(a) STOCK & STORES		
(Taken as valued and certified by the Management)		
Raw Materials	-	-
Work In Process	-	-
Finished Goods	-	-
Consumable Stores & Spares	-	-
Share Stock - Valued at cost	177,938.00	177,938.00
TOTAL	177,938.00	177,938.00

Inventories are valued at cost or realizable value whichever is less .The cost formula used in respect of various type of inventories is as under:-

TRADE RECEIVABLES**NOTE 12**

PARTICULARS	AS AT 31.03.2021 Rs.	AS AT 31.03.2020 Rs.
Trade Reveivables		
i) Outstanding for a period exceding six months from the date they are due	-	-
ii) Other Debts		
a) Secured,consider good		
b) Unsecured,consider good	-	-
c) Doubtful		
Less : Provision for bad and doubtful Capital Advances		
TOTAL	-	-

CASH AND CASH EQUIVALENTS**NOTE 13**

PARTICULARS	AS AT 31.03.2021 Rs.	AS AT 31.03.2020 Rs.
(a) i) Balances with Scheduled Banks in C/A	43,624.25	248,280.41
(b) Cheques/ Drafts In Transit	-	-
(c) Cash in Hand & Imprest Balances	178,097.50	74,463.50
(d) FD's with Scheduled Banks	-	-
(e) Cheques issued but not presented	-	-
TOTAL	221,721.75	322,743.91

OTHER CURRENT ASSETS**NOTE 14**

PARTICULARS	AS AT 31.03.2021 Rs.	AS AT 31.03.2020 Rs.
Prepaid Taxes	243,314.00	141,088.00
Interest Receivable	3,870,511.00	2,609,734.00
Others	-	1,043,730.00
TOTAL	4,113,825.00	3,794,552.00

REVENUE FROM OPERATIONS**NOTE 15**

PARTICULARS	Current Year Rs.	Previous Year Rs.
Interest received	1,363,003.00	1,410,890.00
TOTAL	1,363,003.00	1,410,890.00

OTHER INCOME**NOTE 16**

PARTICULARS	Current Year Rs.	Previous Year Rs.
Interest received	-	6,110.00
Consultancy Services	150,000.00	206,620.00
Liabilites Written Back	283,600.00	-
TOTAL	433,600.00	212,730.00

CHANGE IN INVENTORIES**NOTE 17**

PARTICULARS	Current Year Rs.	Previous Year Rs.
(a) OPENING STOCK		
Stock In Trade	-	-
Work in progress	-	-
Finished Goods	177,938.00	177,938.00
Total (a)	177,938.00	177,938.00
(b) CLOSING STOCK		
Stock of stock in trade	-	-
Work in progress	-	-
Finished Goods	177,938.00	177,938.00
Total (b)	177,938.00	177,938.00
Total(a-b)	-	-

EMPLOYEE BENEFITS EXPENSE**NOTE 18**

PARTICULARS	Current Year Rs.	Previous Year Rs.
Bonus	-	-
Salaries	673,500.00	695,640.00
TOTAL	673,500.00	695,640.00

FINANCE COST**NOTE 19**

PARTICULARS	Current Year Rs.	Previous Year Rs.
Bank Charges	2.00	6.00
Interest on		
- Unsecured Loans	17,014.00	-
- Working Capital	-	-
- Late deposit of Tax	181.00	14,400.00
TOTAL	17,197.00	14,406.00

OTHER EXPENSES**NOTE 20**

PARTICULARS	Current Year Rs.	Previous Year Rs.
Administrative Expenses		
Advertisement Expenses	11,227.00	5,267.00
Audit Fees	59,000.00	47,495.00
Conveyance	9,200.00	19,700.00
Fee & Taxes	44,840.00	24,780.00
Filing Fee	1,250.00	4,850.00
Legal & Professional Charges	43,980.00	50,740.00
Office Expenses	10,870.00	9,760.00
Postage	3,350.00	1,200.00
Miscellaneous Expenses	2,610.00	220.00
Printing & Stationery	2,620.00	750.00
Demat and shares transfer expenses	3,023.16	1,821.92
Office repair & Maintenance	-	283,600.00
Software Expenses	6,730.00	5,000.00
Rent 36,000.00	36,000.00	-
Listing Fees	737,500.00	-
Telephone Expenses	7,200.00	8,686.00
Total	979,400.16	499,869.92
TOTAL	979,400.16	499,869.92

CONTINGENT LIABILITIES & COMMITMENTS**NOTE 21**

PARTICULARS	AS AT 31.03.2020		AS AT 31.03.2019	
	Rs.	P.	Rs.	P.
(i) Contingent Liabilities				
(a) Claims against the company not acknowledged as debts (TDS Demand)	15,112.00		12,912.00	
(b) Guarantees				
(c) Other money for which the company in contingently liable				
(ii) Commitments				
(a) Estimated amount of contracts remaining to be executed on capital account and not provided for		-		-
(b) uncalled liability on shares and other investment partly paid				
(c) Other Commitments				
TOTAL	15,112.00		12,912.00	

- 23 Contingent Liabilities Not provided For NIL
- 24 In the opinion of the Board of Directors, the current assets, loans and advances have a value on realisation in the ordinary course of business at least equal to the amount at which they are stated except as expressly stated otherwise.
- 25 Confirmation of balances, whether in debit or credit from parties are subject to confirmation as provided by board of directors. However no proof regarding the same has been obtained at the year end. Company does have a system of periodic balance confirmations from parties..
- 26 Deferred Tax Liability (net):

Particulars	Deferred Tax Asset (Liabilities) As at 01.04.2020 Rs.	Current Year Rs.	Deferred Tax Asset (Liabilities) As at 31.03.2021 Rs.
Deferred Tax Liability (net):			
For brought forward of losses	793235.35	-28620.53	764614.82
TOTAL	793235.35	-28620.53	764614.82

Pursuant to Accounting Standard (AS-22) accounting for Taxes on income. The impact of additional deferred tax liability of Rs.28620.53/- for the year ended 31.03.2021 has been debited to Profit & Loss A/c.

- 27 Earning Per Share- The numerators and denominators used to calculate Basic and Diluted Earning per Share.

PARTICULARS	AS AT 31.03.2021 (Rupees)	AS AT 31.03.2020 (Rupees)
1 Profit Attributable to the Equity Shareholders before extraordinary items (A)	(957,868.42)	313,198.31
2 Profit Attributable to the Equity Shareholders after extraordinary items (B)	(957,868.42)	313,198.31
3 Basic No. of Equity Shares outstanding during the year (C)	996,000.00	996,000.00
4 Weighted average no. of Equity Shares outstanding during the year (D)	996,000.00	996,000.00
5 Nominal Value of Share Rs.	10.00	10.00
6 Basic EPS before extraordinary items Rs. (A)/(C)	(0.96)	0.31
7 Diluted EPS before extraordinary items Rs. (A)/(D)	(0.96)	0.31
8 Basic EPS after extraordinary items Rs. (B)/(C)	(0.96)	0.31
9 Diluted EPS after extraordinary items Rs. (B)/(D)	(0.96)	0.31

- 28 Previous year figures have been regrouped/recasted wherever necessary to make them comparable.
- 29 Detail of transactions entered into with the related parties during the year as required by Accounting Standard (AS)-18 on "Related Party Disclosure" issued by the Institute of Chartered Accountants of India are as under:

A Transactions with the related parties

(In Rs.)

Name of Transactions during the year	Associate	Key Management Personnel	Relatives of Key Management Personnel
Remuneration	---	---	---
Rent Paid	---	36000	---
Purchase of goods (incl. Job charges)	---	---	---
Sale Of Investments	---	---	---

A. Key Management Personnel and relatives of Key Management Personnel:

1. Key Management Personnel:
 1. Sh. Ankit Aggarwal
 2. Sh. Krishna Kumar
 3. Ms. Akansha Tripathi
 4. Ms. Ayushi Agarwal
2. Relatives of Key Management :
Personnel

B. Associates:

1. Associates Concern :

Pragati Impex India Private Limited.
Shomit Finance Limited.
Devika Estate Management Pvt. Ltd.
Pawansut Media Services Pvt. Ltd.
Ankit Leasing and Finance Company Limited
Devika Promoters and Builders Private Limited
Devika universal lands Pvt. Ltd.
Brisk Services Limited
Surya Services Private Limited
Pragati Services Private Limited
Orator Marketing Pvt. Ltd.
Associate Leasing
Pragati Construction Co.
Distinctive Properties & Leasing Ltd.

30 Segment Reporting:

The company operates only in one business segment and hence no separate information for segment wise disclosure is required.

- 31 The Micro, Small and Medium Enterprises Development Act, 2006 has come into force with effect from October 2, 2006. As per the act, the company is required to identify the Micro and Small Vendors/Service providers and pay interest to them on overdue beyond the specified period irrespective of the terms agree upon. The company has not received any confirmations from its Vendors/Service Providers regarding their status of registration under the said Act, which has been relied upon by the auditors, hence prescribed disclosures under Section 22 of the said act has been provided.
- 32 The COVID -19 pandemic is rapidly spreading throughout the world. The operations of the Company were impacted, due to shutdown of all plants and offices following nationwide lockdown by the Government of India. The Company has resumed operations in a phased manner as per directives from the Government of India. The Company has evaluated impact of this pandemic on its business operations and financial position and based on its review of current indicators of future economic conditions, there is no significant impact on its financial results as at 31st March 2020. However, the impact assessment of COVID-19 is a continuing process given the uncertainties associated with its nature and duration and accordingly the impact may be different from that estimated as at the date of approval of these financial results. The Company will continue to monitor any material changes to future economic conditions.

PROXY FORM

Form No. MGT-11

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

CIN	L52110DL1985PLC020109
Name of the Company	VINAYAK VANIJYA LIMITED
Registered Office	Flat No.28,Stilt Floor, Devika Tower 6, Nehru Place, New Delhi – 110019
Name of the Member(s)	
Registered address	
E-mail I.d.	
Folio no./Client Id*	
DP ID	

I/We, being the member(s) of **VINAYAK VANIJYA LIMITED** holding _____ shares hereby appoint:

- 1 Name
 Address
 E-Mail I.D.
 Signature or failing him/her
- 2 Name
 Address
 E-Mail I.D.
 Signature or failing him/her
- 3 Name
 Address
 E-Mail I.D.
 Signature

as my/our proxy to attend and vote (on poll) for me/us and on my/our behalf at the **36th Annual General Meeting** of the company, to be held on **Thursday, 30th September, 2021 at 10:00 A.M.** at the Registered Office of the company at **Flat No.28,Stilt Floor, Devika Tower 6, Nehru Place, New Delhi – 110019** and at any adjournment thereof.

S. No.	Resolution	For	Against
	ORDINARY BUSINESS		
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2021 , the reports of the Board of Directors and Auditors' thereon.		
2.	Re-appointment of Director Mrs. Sunayana Puri (DIN: 05136792) as director retiring by rotation		
	SPECIAL BUSINESS		
3.	Re-Appointment of Mr. Ankit Aggarwal (DIN: 00385982) as the Wholetime Director		
4.	Re-Appointment of Mr. Anand Prakash (DIN: 06918487) as an Independent Director		

Signed this _____ day of _____ **2021.**

Affix
Revenue
Stamp of
Rs. 1/-

Signature of Shareholder

Signature of Proxy holder(s)

Notes:

- (1) This form, in order to be effective, should be duly stamped, completed, signed and deposited at the registered office of the Company, not less than 48 hours before the meeting.
- (2) For the resolutions, statement setting out material facts, notes and instructions please refer to the notice of Annual General Meeting.
- (3) Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
- (4) In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

Please complete all details including details of member(s) and proxy(ies) in the above box before submission.

Form No. MGT-12

[Pursuant to section 109(5) of the Companies Act, 2013 and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014]

BALLOT PAPER

36th Annual General Meeting of the company, to be held on **Thursday, 30th September, 2021 at 10:00 A.M.** at the Registered Office of the company at **Flat No.28, Stilt Floor, Devika Tower, 6, Nehru Place, New Delhi – 110019:-**

Name of First Named Shareholder(In Block Letters)

Postal Address

Folio No./DP ID & Client ID

No. of Shares held

Class of Shares

I hereby exercise my vote in respect of Ordinary/ Special Resolution enumerated below by recording my assent or dissent to the said resolution in the following manner:

S. No.	Brief of Resolutions	In favor of Resolutions	Against the Resolutions
	ORDINARY BUSINESS		
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2021 , the reports of the Board of Directors and Auditors' thereon.		
2.	Re-appointment of Director Mrs. Sunayana Puri (DIN: 05136792) as director retiring by rotation		
	SPECIAL BUSINESS		
3.	Re-Appointment of Mr. Ankit Aggarwal (DIN: 00385982) as the Wholetime Director		
4.	Re-Appointment of Mr. Anand Prakash (DIN: 06918487) as an Independent Director		

Date:

Place:

Signature of Shareholder

* Please tick in the appropriate column

ATTENDANCE SLIP**(To be handed over at the entrance of the meeting hall)****36th Annual General Meeting (AGM), on Thursday, 30th September, 2021 at 10:00 A.M.**

Name of the Member(In Block Letters)

Folio No./DP ID & Client ID

No. of Shares held

Name of Proxy(To be filled in, if the proxy attends instead of the member)

I, hereby certify that I am a registered shareholder/proxy for the registered Shareholder of the Company and hereby record my presence at the **36th Annual General Meeting** of the company, to be held on **Thursday, 30th September, 2021 at 10:00 A.M.** at the Registered Office of the company at **Flat No.28, Stilt Floor, Devika Tower 6, Nehru Place, New Delhi- 110019.**

Member's /Proxy's Signature*Note:*

- 1) *Members are requested to bring their copies of the Annual Report to the meeting, since further copies will not be distributed at the meeting venue.*

ROUTE MAP

