



**REF: DSML/2019-20/NSE/42**  
**18.08.2020**

To,

Department of Corporate Services,  
Listing & Compliance,  
National Stock Exchange of India Limited  
Exchange Plaza, 5th Floor,  
Plot no. C/1, G Block  
Bandra - Kurla Complex, Bandra (E)  
Mumbai- 400 051

**Ref: - Scrip Code/ Symbol: - DSML**

**Sub: Annual Report 2019-2020 under Regulation 34 of the of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.**

Dear Sir/Madam,

In compliance with Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Notice of the 12th AGM of the Company and the Annual Report for the FY 2019-20.

Kindly take the same on record and acknowledge the receipt of the same.

Thanks & Regards,

Yours Faithfully,

**For Debock Sales & Marketing Limited**

  
**Bharat Singh Charan**  
**Company Secretary & Compliance Officer**  
**M.NO: 45044**



**ANNUAL REPORT FOR THE FINANCIAL YEAR 2019-20**

**OF**

**DEBOCK SALES AND MARKETING LIMITED**

**(CIN: L52190RJ2008PLC027160)**



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The Ministry of Corporate Affairs has taken a “**Green Initiative in the Corporate Governance**“ by allowing paperless compliances by the companies and has issued circulars stating that service of notice/ documents including Annual Reports can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail address, in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to get their e-mail address registered with Link Cameo Corporate Service Limited, RTA of the Company.

**CHAIRMAN MESSAGE**

My Dear Fellow Members,

It gives me immense pleasure to communicate with you the 12<sup>th</sup> Annual Report of the Company.

In the Financial year 2019-2020 your company completed its 12 successful years, and this success would not have been possible without the unstinted support and cooperation of all stakeholders and our satisfied customers.

The aim is to recognize our accomplishments during the Financial Year 2019-20 and to share with you our outlook and plans for the future. I am gratified with the continued growth of market share in the arena of “Agricultural Equipments” and “Hospitality Services” and “FMCG Products”. I am more excited about the pace and scale of execution that our Company is undertaking to fulfil our unwavering aim of creating long term shareholder value.

The end of this year was marked by the enormously challenging COVID-19 pandemic, which has fundamentally altered the world and continues to do so. It is difficult to over-state our gratitude for workers and many staff members of the Company. Amidst lockdowns, we are moving resolutely to urgently address these challenges. We are confident that the progress we made during FY 2019-20 put us on the right path to improve the execution of our strategy and drive sustainable profitable growth over the long term.

India is deemed to be the hub of the Agriculture, Tourism and Consumer Products because of its low costs and availability of high-skilled labour. Slow and plagued transportation was a major reason for inappropriate distribution of agricultural products as well as their cost. Amid COVID-19 tourism sector is one of the most negatively affected sector and continued to be the same till lockdown continues. The FMCG sector survived due to its quality of essentiality.

We remained robust and resilient in an ever-changing and challenging business environment, and stayed focused on our legacy of contributing to the growth of the country by delivering value to our shareholders. DEBOCK, the business recorded its decent performance during the year with slight decrease in revenue, however registered profit as against loss during preceding financial year. Product quality and innovation continue to be a key differentiator. Excellence comes from our superlative quality in all products. Our excellence also comes from stringent quality control processes and manufacturing and operations, which have enabled us to set new standards for quality.

I feel pleasure to share an update of your Company's performance for 2019-20, a year of decent achievements wherein we continued to demonstrate our proficiency and determination in achieving operational excellence and financial soundness. This performance was possible due to effective cost management of business, better price realization and aggressive marketing.

The performance of the company in FY 2019-2020 turned positive in terms of profit. The Company registered profit this year due to lower purchase of stock and lesser finance expemses as compared to loss in previous year:

- Our total revenue for the year 2019-20 is Rs. 1866.77/- Lacs as compared to the previous year 2018-19 of Rs. 2020.11/- Lacs .
- Our Profit after tax for the year 2019-20 is Rs. 86.57/- Lacs as compared to the previous year 2018-19 loss of Rs. 45.02/- Lacs

I strongly feel that focus will lead to depth, and depth will lead to excellence. I continue to act as the Chairman of the Board, mentoring and advising the Board for your Company's strategy and future road map, ensuring highest levels of corporate governance at all times.

The business environment around us continues to remain challenging and competitive, and is likely to remain the same. With our diversified product line, passionate employees and your undying support, I am confident that we will continue to deliver growth that is consistent, competitive, profitable and responsible. I would like to thank all our

## Annual Report 2019-20



stakeholders, for accompanying us on the exciting journey ahead. We will continuously seek and strive to do good, act better, and do what is best for us and society at large.

Before I conclude, I am thankful to all our Stakeholders, our Bankers, our Investors, our vendors and most importantly our customers for their trust and faith and looking forward to your continued support and best wishes.

Thank you,

Sd/-

**MukeshManveer Singh**

**Chairman & Managing Director**

**FINANCIAL HIGHLIGHTS**

Particulars	2014-15	2015-16	2016-17	2017-18	2018-19	2019-20
<b>Revenue</b>	4,05,32,851	10,16,93,767	16,07,06,563.10	17,58,82,657.86	20,41,68,498	18,70,10,859
<b>EBIDTA</b>	33,27,860	86,54,069	7,484,794.50	1,72,06,341.24	1,89,59,128	1,66,22,913
<b>Reserve/ Surplus</b>	4,85,377	11,58,233	63,00,135.34	12,55,51,856.75	14,32,50,553	15,19,07,560

**CORPORATE INFORMATION**

**BOARD OF DIRECTORS**

1. **Mr. Mukesh Manveer Singh**  
Chairman and Managing Director
2. **Mr. Arvind Rao**  
Non-Executive Independent Director
3. **Mr. Kailash Brahmabhatt**  
Non-Executive Independent Director

**OTHER KEY MANAGERIAL PERSONNEL:**

1. **Ms. Vadana Patidar**  
Chief Executive Officer
2. **Ms. Nishu Goyal**  
Chief Financial Officer
3. **Mr. Bharat Singh Charan**  
Company Secretary cum Compliance Officer

**STATUTORY AUDITORS**

M/s Mittal & Associates,  
Chartered Accountants (Firm Registration No. 106456W)

**SECRETARIAL AUDITORS**

Ayush Khandelwal & Associates  
Company Secretaries, Jaipur

**REGISTRAR AND TRANSFER AGENT**

**Cameo Corporate Services Limited**  
Subramanian Building No. 1, Club House Road, Chennai – 600 002  
Tel: +91 - 44 - 2846 0390, +91 - 44 - 2846 1989  
Email: [cameo@cameoindia.com](mailto:cameo@cameoindia.com)

**BANKERS**

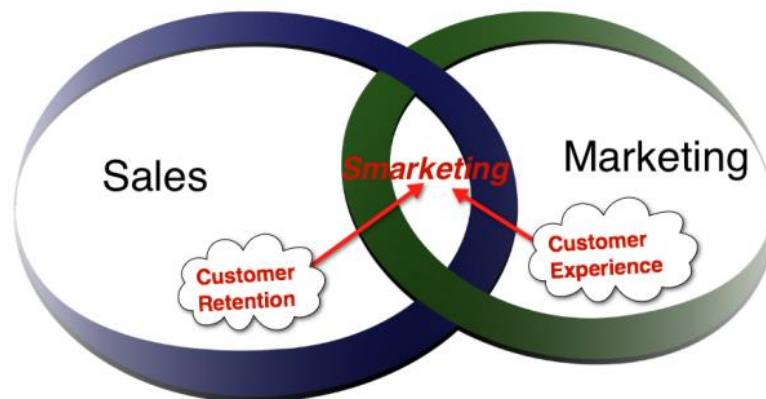
Yes Bank Limited  
Equitas Small Finance Bank  
Central Bank of India  
United Bank of India

**REGISTERED OFFICE**

51, Lohiya Colony, 200ft Bye Pass, Vaishali Nagar Jaipur 302021  
**CIN:** L52190RJ2008PLC027160; **E-mail:** info@debockgroup.com; **Website:** www.debockgroup.com

**OUR PRODUCTS AND PORTFOLIO****Hotel Debock Inn**

Hotel Debock Inn, Deoli ,Tonk delivers exceptional service, artful decor and an array of luxury amenities with unparalleled environment responsibility. With a refreshing mix of Indian heritage and high-tech hospitality, Hotel Debock Inn, Deoli is a leading environmentally sensitive business hotel in Tonk, Rajasthan. Hotel Debock Inn gives all gives services like 24-hour concierge & front desk, Wake-up calls, Taxi Arrangement, Dr. On Call ,24hr room service, Green and open surroundings, Rich design, Spotless and very much kept up rooms and hygienic food available in hotel. The offices are cutting edge and tuned in to the times, the climate is casual and the staff very friendly and soft spoken nature with every client.

**Sales and Marketing**

Debock Sales and Marketing Limited is one of the fastest growing Rajasthan based Sales and Marketing Company, is an outcome of the professional entrepreneurship of its highly experienced and competent management team. Their focus and passion is to establish a high quality, customer centric and Service Driven Sales and Marketing company catering and valuing the smallest needs of people of India. The association of the company with the finest pedigree investors reflects company's sustainable growth and synergies. At their best, both sales and marketing are opportunities for the creation of mutual benefit.

What you at last need from a purchaser is not a deal, but rather a relationship amongst purchaser and seller. Connections should be based on trust, keeping in mind the universe of offers absolutely considers the likelihood of persuading a purchaser to purchase something they know they needn't bother with, this requires incredible expertise and results in an awry transaction—one that is to the essential formal of one and only gathering. Marketing is a widely used term to describe the communication between a company and the consumer audience that aims to



increase the value of the company or its merchandise or, at its simplest, raises the profile of the company and its products in the public mind. The purpose of marketing is to induce behavioural change in the receptive audience.

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**Agriculture Products**

Farming is a boundless industry covering diverse parts of agricultural procedures/methods, agro nourishment generation, and agricultural assets, hardware, manures, gear, and so forth. There are number of dependable Horticulture Products Makers in the business sector. According to your particular necessities and requests, you can pick the sellers. In India, Agribusiness industry tremendously adds to the economy. The agricultural practice is exceedingly reverential to advancement of subsistence cultivating techniques and also sufficient usage. In your everyday life, you devour and utilize "N" number of agricultural products.



**Our Plant**

**NOTICE**

To The Members of the Company,

**Notice** is hereby given that the 12<sup>th</sup> Annual General Meeting (AGM) of the members of Debock Sales and Marketing Limited will be held on Friday 11th September, 2020 at 3.00 PM through video conference (vc)/ other audio visual means(OAVM) to transact the following business:

**ORDINARY BUSINESS:**

1. To consider and adopt the financial statements of the Company for the financial year ended 31<sup>st</sup> March, 2020 together with Reports of the Directors and Auditors thereon;
2. To appoint a Director in place of Mr. Mukesh Manveer Singh (DIN: 01765408) who retires by rotation and being eligible, offers himself for re-appointment.

**SPECIAL BUSINESSES :**

3. **To appoint Ms. Sanjeeda Dagar (DIN: 08730035) as an Independent Woman Director**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Ms. Sanjeeda Dagar (DIN: 08730035), nominated by Board of Directors of the Company to be appointed as Director of the Company and who qualifies for being appointed as an Independent Director and registered with IICA repository, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of 5 (five) consecutive years, that is, up to September 11<sup>th</sup>, 2025.”

**“RESOLVED FURTHER THAT** to give effect to this resolution the Board of Directors be and are hereby authorized to do all the acts, deeds, matters and things as they may in their absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and to sign and execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient.”

4. **To increase the Authorised Share Capital of the Company and amend the Capital clause in the Memorandum of Association**

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

**“RESOLVED THAT** pursuant to Section 61 read with Section 64 and other applicable provisions of the Companies Act, 2013 and rules made there under (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the consent of the members of the company be and is hereby accorded to increase the Authorized Share Capital of the Company from existing Rs. 8,50,00,000/- (Rupees Eight Crore Fifty Lakh Only) divided into 85,00,000 (Eighty Five Lakh) equity shares of Rs.10 each to Rs.20,00,00,000/- (Rupees Twenty Crores only) divided into 2,00,00,000 (Two Crores) equity shares of Rs.10 each by creation of new 1,15,00,000 equity shares of Rs.10/- each ranking paripassu with the existing Equity shares of company.”

**“RESOLVED THAT** pursuant to Section 13, 61 and 64 and other applicable provisions of the Companies Act, 2013 and rules made there under (including any statutory modification(s) or re-enactment(s) thereof, for the

time being in force), the consent of the members of the company be and is hereby accorded to substitute the existing clause V of Memorandum of Association of the Company with the following Clause:

V. "The Authorized Capital of the Company is Rs. 20,00,00,000/- (Rupees Twenty Crore only) divided into 2,00,00,000 (Two Crore) Equity Shares of Rs.10 each."

**"RESOLVED FURTHER THAT** to give effect to this resolution the Board of Directors be and are hereby authorized to do all the acts, deeds, matters and things as they may in their absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and to sign and execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient."

**5. To consider and accept loans as per Section 62(3) of Companies Act, 2013.**

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

**"RESOLVED THAT** pursuant to Section 62(3) and other applicable provisions, if any, of the Companies Act, 2013 and Rules made there under, and applicable provisions, if any, of the Companies Act, 1956, and in accordance with the Memorandum of Association and Articles of Association of the Company and applicable regulations and subject to all such approval(s), consent(s), permission(s), sanction(s), if any, of appropriate statutory, governmental and other authorities and departments in this regard and subject to such condition(s) and modification(s) as may be prescribed or imposed, while granting such approval(s), consent(s), permission(s) or sanction(s), the consent of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter called the "Board", which term shall be deemed to include any committee(s) constituted/to be constituted by the Board to exercise its powers including powers conferred by this resolution, to the extent permitted by law), to borrow such sums as Loan or Borrowing or Financial Assistance or any other term as may be specified not aggregating not more than Rs. 14,00,00,000 (Rupees Fourteen Crores only), on the terms and conditions contained in the financing documents, such terms and conditions to provide, inter alia, to convert the whole or part of the loans of the Company (whether disbursed on or prior to or after the date of this resolution and whether then due or payable or not), (as already stipulated or as may be specified by the Financial Institutions/Banks/Lender under the financing documents executed or to be executed in respect of the financial assistances which have already been availed or which may be availed) by the Company under the lending arrangements (existing and future arrangements) with various Banks/ Financial Institutions/Others (hereinafter collectively referred to as the "Lenders"), at the option of the Lenders, the loans or any other financial assistance categorized as loans (hereinafter referred to as the "Financial Assistances"), in Foreign Currency or Indian Rupees, which are to be availed from the Lenders, consistent with the existing borrowing powers of the Company under Section 180(1)(c) of the Companies Act, 2013, each such Financial Assistances being separate and distinct from the other, into fully paid up equity shares of the Company on such terms and conditions as may be stipulated in the financing documents and subject to applicable law and in the manner specified in a notice in writing to be given by the Lenders (or their agents or trustees) to the Company (hereinafter referred to as the "Notice of Conversion") and in accordance with the following conditions:

- (i) the conversion right reserved as aforesaid may be exercised by the Lenders on one or more occasions during the currency of the Financial Assistances;
- (ii) on receipt of the Notice of Conversion, the Company shall, subject to the provisions of the financing documents, allot and issue the requisite number of fully paid-up equity shares to the Lenders or any other person identified by the Lenders as from the date of conversion and the Lenders may accept the same in satisfaction of the part of the loans so converted;
- (iii) the part of the loan so converted shall cease to carry interest as from the date of conversion and the loan shall stand correspondingly reduced. Upon such conversion, the repayment installments of the loan payable after the date of conversion as per the financing documents shall stand reduced proportionately by the amounts of the loan so converted. The equity shares so allotted and issued to the Lenders or such other person identified by the Lenders shall carry, from the date of conversion, the right to receive

proportionately the dividends and other distributions declared or to be declared in respect of the equity capital of the Company. Save as aforesaid, the said shares shall rank pari passu with the existing equity shares of the Company in all respects.

- (iv) In the event that the Lenders exercise the conversion right as aforesaid, the Company shall at its cost get the equity shares, issued to the Lenders or such other person identified by the Lenders as a result of the conversion, listed with such stock exchanges as may be prescribed by the Lenders or such other person identified by the Lenders and for the said purpose the Company shall take all such steps as may be necessary to the satisfaction of the Lenders or such other person identified by the Lenders, to ensure that the equity shares are listed as required by the Lenders or such other person identified by the Lenders.
- (v) The loans shall be converted into equity shares at a price to be determined in accordance with the applicable Securities and Exchange Board of India Regulations at the time of such conversion.

**“RESOLVED FURTHER THAT** the Board be and is hereby authorized to finalise the terms and conditions for raising the Financial Assistances, from time to time, with an option to convert the Financial Assistances into equity shares of the Company anytime during the currency of the Financial Assistances, on the terms specified in the financing documents, including upon happening of an event of default by the Company in terms of the loan arrangements.”

**“RESOLVED FURTHER THAT** on receipt of the Notice of Conversion, the Board be and is hereby authorized to do all such acts, deeds and things as may be necessary and shall allot and issue requisite number of fully paid-up equity shares in the Company to such Lenders.”

**“RESOLVED FURTHER THAT** the Board be and is hereby authorized to issue, offer and allot from time to time to the Lenders such number of equity shares for conversion of the outstanding portion of the loans as may be desired by the Lenders.”

**“RESOLVED FURTHER THAT** the Board be and is hereby authorized to accept such modifications and to accept such terms and conditions as may be imposed or required by the Lenders arising from or incidental to the aforesaid terms providing for such option and to do all such acts and things as may be necessary to give effect to this resolution.”

**“RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board, be and is hereby authorised to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable as may be required to create, offer, issue and allot the aforesaid shares, to dematerialize the shares of the Company and to resolve and settle any question, difficulty or doubt that may arise in this regard and to do all such other acts, deeds, matters and things in connection or incidental thereto as the Board in its absolute discretion may deem fit, without being required to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

**“RESOLVED FURTHER THAT** the Board be and is hereby also authorized to delegate all or any of the powers herein conferred by this resolution on it, to any committee of Directors or any person or persons, as it may in its absolute discretion deem fit in order to give effect to this resolution.”

**By order of the board  
For Debock Sales and Marketing Limited**

Place: Jaipur  
Date: 14.08.2020

Sd/-  
MukeshManveer Singh  
Chairman & Managing Director  
DIN: 01765408

**NOTES:**

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, with respect to the Special Businesses asset out in Item No. 3-5 are annexed hereto and pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulation”). Additional Information, pursuant to Para1.2.5 of SS-2 (“Secretarial Standard on General Meetings”) and Regulation 36(3) of the SEBI(Listing Obligations and Disclosure Requirements)Regulations, 2015 in respect of re-appointment of Mr. Mukesh Manveer Singh (DIN: 01765408) as Director, who retires by rotation in the 12<sup>th</sup> Annual General Meeting are made part of their respective explanatory statements.
2. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed, the government of India, Ministry of Corporate Affairs allowed conducting Annual General Meeting through video conferencing (VC) or other audio visual means (OAVM) and dispensed personal presence of the members at the meeting. Accordingly, the Ministry of Corporate Affairs issued Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020, prescribing the procedures and manner of conducting the Annual General Meeting through VC/OAVM. In terms of the said Circulars, the 12<sup>th</sup> Annual General Meeting (AGM) of the members be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the AGM through VC/OAVM. The detailed procedure for participating in the meeting through VC/ OAVM is annexed herewith and available at the Company’s Website [www.debockgroup.com](http://www.debockgroup.com). The deemed venue for the AGM shall be the Registered Office of the Company.
3. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
4. The Shareholders can join the AGM in the VC/ OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned herein below in the Notice.
5. The notice of Annual General Meeting will be sent to the members, whose names appear in the register of members / depositories as at closing hours of business, on August 07, 2020.
6. The attendance of the Shareholders attending the AGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
7. The Securities and Exchange Board of India (SEBI) vide its Circular No. CIR/MRD/DP/10/2013 dated March 21, 2013 has mandated all Companies to use approved electronic mode of payment for making cash payments such as dividend to the Members (where core banking details are available) or to print the bank account details of the Members (as per the Company’s records) on the physical payment instruments (in case where the core banking details are not available or electronic payment instructions have failed or rejected by the Bank).
8. Hence, the Members are requested to furnish/update their bank account name & branch, bank account number and account type along with other core banking details such as MICR (Magnetic Ink Character Recognition), IFSC (Indian Financial System Code) etc. at the earliest with:
  - i. The respective Depository Participants (DP) (in case of the shares held in Electronic Mode) or;
  - ii. The Registrar & Share Transfer Agent of the Company (R&T Agent) (in case of the shares held in Physical form).
9. Members holding shares in Demat mode may kindly note that any request for change of address or change of E-mail ID or change in bank particulars/mandates or registration of nomination are to be instructed to their Depository Participant only, as the Company or its Registrar & Share Transfer Agent cannot act on any such request received directly from the Members holding shares in Demat mode. However, Members holding shares



in physical mode are requested to notify the Registrar & Share Transfer Agent of the Company of any change in their address and e-mail id as soon as possible.

10. Members can raise questions during the meeting or in advance at [cs@debockgroup.com](mailto:cs@debockgroup.com). The members are requested to write to the Company on or before 5<sup>th</sup> September, 2020, through Email on [cs@debockgroup.com](mailto:cs@debockgroup.com). However, it is requested to raise the queries precisely and in short at the time of meeting to enable to answer the same.
11. Corporate members are requested to send at [cameo@cameoindia.com](mailto:cameo@cameoindia.com) in before e-voting/attending annual general meeting, a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the Annual General Meeting, pursuant to Sec 113 of the Companies Act, 2013.
12. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
13. Note for Institutional Shareholders:
  - Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)
  - After receiving the login details they have to create a compliance user using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
  - The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
14. Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
15. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of the Special Business to be transacted at the Annual General Meeting is annexed hereto.
16. The profile of the Directors seeking appointment/reappointment, as required in terms of applicable Regulations of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 entered with the Stock Exchange is annexed hereto and forms part of this Notice.
17. In view of the outbreak of the COVID-19 pandemic, resultant difficulties involved in dispatching of physical copies of the Annual Report and in line with the said Circulars issued by the MCA and said SEBI Circular, the Annual Report including Notice of the 12<sup>th</sup> AGM of the Company inter alia indicating the process and manner of e-voting is being sent only by Email, to all the Shareholders whose Email IDs are registered with the Company/ Depository Participant(s) for communication purposes to the Shareholders and to all other persons so entitled. Members (Physical/ Demat) who have not registered their email addresses with the company can get the same registered with the company by requesting in member updation form by sending an email to [cameo@cameoindia.com](mailto:cameo@cameoindia.com) and [cs@debockgroup.com](mailto:cs@debockgroup.com) Please submit duly filled and signed member updation form to the above mentioned email. Upon verification of the Form the email will be registered with the Company. Further, in terms of the applicable provisions of the Act, SEBI Listing Regulations read with the said Circulars

issued by MCA and said SEBI Circular, the Annual Report including Notice of the 12<sup>th</sup> AGM of the Company will also be available on the website of the Company at [www.debockgroup.com](http://www.debockgroup.com). The same can also be accessed from the websites of the Stock Exchange i.e. National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com) and on the website of CDSL i.e. [www.evotingindia.com](http://www.evotingindia.com).

18. In terms of the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 (as amended from time to time) and Regulation 44 of the SEBI Listing Regulations and the said Circulars, the Company is pleased to provide the facility of “e-voting” to its Shareholders, to enable them to cast their votes on the resolutions proposed to be passed at the AGM, by electronic means. The instructions for e-voting are given herein below. The Company has engaged the services of Central Depository Services (India) Limited (“CDSL”), who will provide the e-voting facility of casting votes to a Shareholder using remote e-voting system (e-voting from a place other than venue of the AGM) (“remote e-voting”) as well as e-voting during the proceeding of the AGM (“e-voting at the AGM”).
19. The Register of Members and Share Transfer Books of the Company will remain closed from 5<sup>th</sup> September, 2020 to 11<sup>th</sup> September, 2020, both days inclusive.
20. In accordance with Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, the Company has fixed 04<sup>th</sup> September 2020, as the “cut-off date” to determine the eligibility to vote by remote e-voting or e-voting at the AGM. 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, i.e. 4<sup>th</sup> September 2020, shall be entitled to avail the facility of remote e-voting or e-voting at the AGM. The Members desiring to vote through remote e-voting are requested to refer to the detailed procedure given at Serial notes. Members whose email ids are not registered with the depositories for procuring user id and password and registration of email-ids for e-voting for the resolutions are requested to refer the instructions provided.
21. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFS Code, etc., to their DPs in case the shares are held by them in electronic form and to Cameo in case the shares are held by them in physical form.
22. Members may avail the facility of nomination by nominating a person to whom their shares in the Company shall vest in the event of their death. The prescribed form can be obtained from the Company’s Registrar & Share Transfer Agent.
23. Members who hold shares in physical form in multiple folios in identical names or joint names in the same order of names are requested to send the share certificates to the Company’s Registrar & Share Transfer Agent for consolidation into single folio.
24. Since, the securities of the Company are traded compulsorily in dematerialized form as per SEBI mandate, Members holding shares in physical form are requested to get their shares dematerialized at the earliest.
25. The Shareholders, seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before 8<sup>th</sup> September, 2020 through Email on [cs@debockgroup.com](mailto:cs@debockgroup.com). The same will be replied by/ on behalf of the Company suitably.
26. Investors who became members of the Company subsequent to the dispatch of the Notice / Email and holds the shares as on the cut-off date i.e. 7<sup>th</sup> August, 2020 are requested to send the duly signed written / email communication to the Company at [cs@debockgroup.com](mailto:cs@debockgroup.com) and to the RTA at [cameo@cameoindia.com](mailto:cameo@cameoindia.com) by mentioning their Folio No. / DP ID and Client ID to obtain the Login-ID and Password for e-voting.

27. Those Shareholders, who will be present at the AGM through VC/ OAVM facility and who would not have cast their vote by remote e-voting prior to the AGM and are otherwise not barred from doing so, shall be eligible to vote through e-voting system at the AGM.
28. The Company has appointed CS Ayush Khandelwal, Membership No. A41316 & Certificate of Practice No. 19171, Company Secretaries in practice, as the Scrutinizer to scrutinize the remote e-voting and the e-voting at the AGM in a fair and transparent manner.
29. Institutional Members / Bodies Corporate (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote through e-mail at [cs@debockgroup.com](mailto:cs@debockgroup.com) with a copy mark to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
30. Members holding shares in physical form are requested to notify immediately any change in their address/mandate/bank details to the Company or to the office of the Registrar & Share Transfer Agent, M/s Cameo Corporate Service Limited, quoting their folio number. The Members updation form forms a part of the Annual Report and is available on the website of the Company.
31. The Register of Directors' and Key Managerial Personnel and their shareholding maintained of the Companies Act, under Section 189 of the Companies Act, 2013 and all other documents referred to in the notice will be available for inspection in electronic mode. Members can inspect the same by sending an email to [cs@debockgroup.com](mailto:cs@debockgroup.com).
32. Members who are present in meeting through video conferencing facility and have not casted their vote on resolutions through remote e- voting, shall be allowed to vote through e-voting system during the meeting
33. The Notice of the AGM shall be placed on the website of the Company till the date of AGM. The Results declared, along with the Scrutinizer's Report shall be placed on the Company's website [www.debockgroup.com](http://www.debockgroup.com) immediately after the declaration of result by the Chairman or a person authorized by him in writing. The Results shall also be immediately forwarded to the Stock Exchange(s) where the shares of the Company are listed. Further, the results shall be displayed on the Notice Board of the Company at its Registered Office as well as Head Office.
34. Pursuant to Section 108 of Companies Act, 2013 read with rules made there under and Regulation 44 of the SEBI (LODR) Regulations, 2015, the Company is providing evoting facility to its Members to exercise their votes electronically on the item of business given in the Notice through the electronic voting service facility provided by CDSL.
35. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.

**THE INSTRUCTIONS FOR SHAREHOLDERS VOTING ELECTRONICALLY ARE AS UNDER:**

- i. The voting period begins on 8<sup>th</sup> September, 2020, at 09.00 A.M. and ends on 10<sup>th</sup> September 2020 at 5.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 31<sup>st</sup> August, 2020 may cast their vote electronically and that a person who is not a member as on the cut-off date should treat this notice for information purposes only. The e-voting module shall be disabled by CDSL for voting thereafter. Those Members, who will be present in the AGM through VC / OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.
- ii. The Company has appointed CS Ayush Khandelwal, Membership No. A41316 & Certificate of Practice No. 19171, Company Secretaries in practice, as the Scrutinizer to scrutinize the remote e-voting and the e-voting at the AGM in a fair and transparent manner.



- iii. The Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC / OAVM but shall not be entitled to cast their vote again.
- iv. The details of the process and manner for remote e-voting are explained herein below:
- v. The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- vi. Click on “Shareholders” module.
- vii. Now Enter your User ID:
  - i. For CDSL: 16 digits beneficiary ID;
  - ii. For NSDL: 8 Character DP ID followed by 8 Digits Client ID;3
  - iii. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- viii. Next enter the Image Verification as displayed and Click on Login.
- ix. If you are holding shares in Demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- x. If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and 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) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	<p>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.</p> <p>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 as mentioned in instruction (iv)</p>

- xi. After entering these details appropriately, click on “SUBMIT” tab.
- xii. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in Demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the Demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- xiii. For Members holding shares in physical form, the details can be used only for evoting on the resolutions contained in this Notice.
- xiv. Click on the EVSN for Debock Sales and Marketing Limited.
- xv. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xvi. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details
- xvii. 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.
- xviii. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

- xix. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- xx. 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.
- xxi. Shareholders can also cast their vote using CDSL’s mobile app “m-Voting” available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- xxii. Any person, who acquires shares of the Company and become Member of the Company after dispatch of the Notice and holding shares as on the cut-off date may follow the same instructions as mentioned above for remote e-Voting or sending a request at [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com);
- xxiii. Note for Non Individual Shareholders and Custodians:
- Non Individual Shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)
  - After receiving the login details they have to create a compliance user using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
  - The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- xxiv. 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](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call 1800225533 or to the Company at [cs@debockgroup.com](mailto:cs@debockgroup.com).

**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC / OAVM ARE AS UNDER:**

1. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
2. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
3. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their requesting advance atleast 3 (three) days prior to meeting mentioning their name, demat account number/ folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 3 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E -VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:**

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

**By order of the board  
For Debock Sales and Marketing Limited**

Place: Jaipur  
Date: 14.08.2020

Sd/-  
**Mukesh Manveer Singh**  
**Chairman & Managing Director**  
**DIN:01765408**

### **EXPLANATORY STATEMENT**

**(Pursuant to Section 102 of the Companies Act, 2013)**

#### **ITEM 03**

#### **TO APPOINT MS. SANJEEDA DAGAR (DIN: 08730035) AS AN INDEPENDENT WOMAN DIRECTOR**

In accordance with the provisions of Section 149 read with Schedule IV to the Act, appointment of an Independent Director requires approval of members. Based on the recommendation of the Human Resources, Nomination and Remuneration Committee, the Board of Directors has proposed that Ms. Sanjeeda Dagar (DIN: 08730035), be appointed as an Independent Director on the Board of the Company.

The appointment of Ms. Sanjeeda Dagar (DIN: 08730035), shall be effective upon approval by the members in the Meeting.

Ms. Sanjeeda Dagar (DIN: 08730035) is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. The Company has received a declaration from Ms. Sanjeeda Dagar that he meets the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

In the opinion of the Board, Ms. Sanjeeda Dagar fulfils the conditions for his appointment as an Independent Director as specified in the Act and the Listing Regulations. Ms. Sanjeeda Dagar is independent of the management and possesses appropriate skills, experience and knowledge. Details of Ms. Sanjeeda Dagar are provided in the "Annexure" to the Notice pursuant to the provisions of (i) the Listing Regulations and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

Copy of draft letter of appointment of Ms. Sanjeeda Dagar setting out the terms and conditions of appointment is available for inspection by the members at the registered office of the Company.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the Notice. This statement may also be regarded as an appropriate disclosure under the Listing Regulations. The Board commends the Ordinary Resolution set out at Item No. 3 of the Notice for approval by the members.

**ITEM NO. 4****TO INCREASE IN THE AUTHORIZED SHARE CAPITAL AND CONSEQUENTLY TO ALTER THE MEMORANDUM OF ASSOCIATION OF THE COMPANY.**

With a view considering the necessity of new long term capital for funding the business operations of the Company, it is proposed to increase the existing Authorised Share Capital of the Company from Rs. 8,50,00,000 to Rs. 20,00,00,000. Pursuant to Sections 61 of the Companies act, 2013, the consent of the shareholders of the company is required to the proposed increase in the authorised share capital.

Accordingly, the Board of Directors of the Company vide its resolution passed at the meeting held on August 14, 2020, has proposed to increase the authorised share capital of the Company and seeks the approval of the members for the same. In order to reflect the increase Authorised Share Capital of Company and to confirm the requirements of the Companies Act, 2013, Clause V of the Memorandum of Association of the Company must be amended.:

V. "The Authorised Share Capital of the Company is Rs. 20,00,00,000/- (Rupees Twenty Crore Only) divided into 2,00,00,000 (Two Crore) Equity Shares of Rs. 10/- (Rupees Ten only) each."

As per section 13 of Companies Act, 2013, the alteration of the memorandum of association of the Company requires the approval of shareholders and accordingly the Board of Directors recommend the Resolution set out in the Notice for the approval of the Members.

None of the Directors of the Company are in any way, concerned or interested in the resolution, except to the extent of their shareholding in the Company, if any.

**ITEM NO. 5****TO CONSIDER AND ACCEPT LOANS AS PER SECTION 62(3) OF COMPANIES ACT, 2013.**

The company is in need of Financial Assistance for funding its Working capital requirements, the company has been approaching various parties for unsecured loans, where company has exhausted all the possible secured lending options. In line with the regulatory changes in the recent past in the Companies Act, 1956 and in line with various directives issued by authorities, from time to time, the Company has been advised to pass a Special Resolution under Section 62(3) of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 and Rules made there-under to enable the Company to enter into an agreement and to borrow Loan or avail Financial Assistance which shall be convertible into equity shares subject to approval of shareholders aggregating not more than Rs. 14,00,00,000 (Rupees Fourteen Crores only) from various parties. Below is the table illustrating proposal received to the company for disbursement of unsecured loan with an option to convert it into equity at a later stage.

<b>Name of Parties</b>	<b>Amount (Rs. in lacs)</b>
Mukesh Manveer Singh	Upto 350
Sunil Kalot	Upto 150
Ashokkumar Mahavar	Upto 150
IT Indiabull Private Limited	Upto 250
9 Horse Industries Private Limited	Upto 250

Anadi Enterprises Private Limited	Upto 250
Total	Upto 1,400

and to convert the loans or any other financial assistance categorized as loans (hereinafter referred to as the “Financial Assistances”), in foreign currency or Indian Rupee, to be availed from the Lenders(Bank/Financial Institutions/Others), at their option, into equity shares of the Company upon such terms and conditions as may be deemed appropriate by the Board and at a price to be determined in accordance with the applicable Securities and Exchange Board of India Regulations (SEBI Regulations) at the time of such conversion.

Accordingly, the Board recommends the resolution as set out in Item No. 5, to enable the Lenders, in terms of the lending arrangements, entered/to be entered, and as may be specified by the Financial Institutions/Banks/Others under the financing documents to be executed in respect of the Financial Assistances to be availed, at their option, to convert the whole or part of their respective outstanding Financial Assistances into equity shares of the Company, upon such terms and conditions as may be deemed appropriate by the Board and at a price to be determined in accordance with the applicable SEBI Regulations at the time of such conversion.

Since decisions for raising the Financial Assistances or agreeing to terms and conditions for raising the Financial Assistances (including option to convert loan into equity) are required to be taken on quick basis, especially keeping in view the interest of the Company, it may not be feasible for the Company to seek shareholders consent each and every time, in view of the timings and the expenses involved, hence this resolution is put to approval of members.

Pursuant to provisions of Section 62(3) of the Companies Act, 2013, this resolution requires approval of the members by way of passing of a Special Resolution. Hence, the Board recommends the said enabling resolution for the approval of the members.

None of the Directors and Key Managerial Personnel of the Company and their relatives are interested/concerned in this resolution, except to their respective shareholdings in the Company, if any.

**By order of the board  
For Debock Sales and Marketing Limited**

Place: Jaipur  
Date: 14.08.2020

Sd/-  
**Mukesh Manveer Singh**  
**Chairman & Managing Director**  
**DIN: 01765408**

## Annexure

Statement provided pursuant to the provisions of Regulation 36 of SEBI (LODR) Regulations, 2015 read with Secretarial Standard 2 on General Meetings issued by the Institute of Company Secretaries of India:

S.No	Name	Mr. Mukesh Manveer Singh	Ms. Sanjeeda Dagar
1.	Date of Birth	30/06/1977	07/11/1993
2.	Date of Appointment	02/03/2009	NA
3.	Qualifications	He has completed his senior secondary from Rajasthan Board.	She has completed her senior secondary from Rajasthan Board
4.	Expertise in specific functional Area	He has an experience of around 18 years in Construction and Real Estate Development, manufacturing agriculture equipment, Hospitality Services & Sale of ACE Tractors. He is the guiding force behind all corporate decisions and is responsible for the entire business operations	She has experience in the Hospitality and FMCG sector.  She is also involved in various cultural activities including but not limited to social services, Corporate Events and marketing.
5.	Terms and Conditions of appointment / re-appointment	As per the resolution passed by the members at the Extra Ordinary General Meeting held on 25 <sup>th</sup> May, 2017, Mr. Mukesh Manveer Singh was appointed as a Managing Director, liable to retire by rotation	As per the resolution at Item No.3 of the Notice convening the 12 <sup>th</sup> Annual General Meeting read with explanatory statement thereto
6.	Remuneration last drawn	Rs.240,000/-	NIL
7.	Directorship held in other public companies (Excluding foreign companies and Section 8 Companies)	Nil	Nil
8.	Memberships/Chairmans hips of Committees of other Public Companies (Includes only Audit Committee and Stakeholder's Relationship Committee)	Nil	Nil
9.	Number of shares held in the company	4807624 (as on 31st March, 2020)	Nil
10.	Relationship between Directors inter-se	Nil	Nil

## DIRECTOR'S REPORT

To,  
The Member,  
Debock Sales and Marketing Limited,

Your Directors have pleasure in presenting the Twelfth Annual Report of the Company on the business and operations of the Company together with the Audited financial accounts for the financial year ended on 31<sup>st</sup> March, 2020.

### 1) Financial Performance & Highlights

(Rs. In lakhs)

Particulars	March 31, 2020	March 31, 2019
Revenue From Operations (Gross)	18,66,77,100	20,20,11,479
Less: Excise Duty	0	0
Revenue from operations (Net)	18,66,77,100	20,41,68,498
Other Income	3,33,759	21,57,019
<b>Total Revenue</b>	<b>18,70,10,859</b>	<b>20,41,68,498</b>
Profit before Depreciation, Interest and Tax Expenses	1,66,22,913	1,89,59,128
Less: Finance Cost	91,89,921	1,19,81,041
<b>Profit before Depreciation and Tax Expenses</b>	<b>74,32,992</b>	<b>69,78,087</b>
Less: Depreciation	44,38,109	41,41,537
<b>Net Profit before Tax</b>	<b>29,94,883</b>	<b>28,36,549</b>
Less: Current Tax	7,78,670	7,37,503
Less: Deferred Tax	(64,40,794)	66,00,351
<b>Net Profit after Tax</b>	<b>86,57,007</b>	<b>45,01,304</b>

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### 2) Brief description of the Company's working during the year/State of Company's affair (objects, performance)

The Company continued its Hotel Segment, Sales and Marketing Business. During the year under review, the Company registered revenue of Rs 1866.77 lacs as against revenue of Rs 2020.11 lacs during preceding financial year. The Net Profit of the Company for the year ended 31<sup>st</sup> March, 2020 stood at Rs.86.57 Lacs.

Revenue from operations decreased by 7.62% on y-o-y basis in FY 2019-20 as compared to FY 2018-19. Our margins and performance were remarkable due to increase in prices of final products of the Company. The Company recorded a Net Profit of Rs. 86.57 in FY 2019-20 on y-o-y basis as compared to loss of Rs. 45.02 Lacs in FY 2018-19, despite a relatively sluggish industry growth, primarily on account of improved cost efficiencies. Earnings per Share (EPS) stood at Rs. 1.05 for FY 2019-20.

### 3) Covid-19

the Company is taking various measures to ensure the safety and wellbeing of all employees and is ensuring compliance with the directives issued by the Central Government, State Governments and local administration in this regard. In this evolving crisis, when no one is able to say for sure when it will be contained and what its long-term impact could be, the stress will be placed equally on every one. The accelerated spread of this pandemic has brought the economy to a standstill, which has necessarily affected all the classes and nature of businesses. The company has faced a slowdown in terms of its operations and the financial viability is also undermined. The company expects to gradually increase the level of operations in the coming months.



Due to the recent relaxations provided by the government, the Company is expecting that its operations including manufacturing would be run in an efficient and more streamlined manner to consolidate and mitigate the impact of slowdown of operation witnessed due to Covid-19.

**4) State of Company's Affairs and Future Outlook**

Your Directors are optimistic about company's business and hopeful of better performance with increased revenue in the coming year. There was no change in the nature of business of Company.

**5) Dividend:**

During the period under review, the Board of Directors have not recommended any dividend and proposes to put the reserves for enhancing business.

**6) Listing Information**

The Equity Shares in the Company are continued to be listed with NSE EMERGE Platform and in dematerialized form through depositories in order to eliminate all risks associated with physical shares and for ease of portfolio management. The Listing Fee is yet to be paid to the Stock Exchanges for the year 2020-21. The ISIN No. of the Company is INE411Y01011.

**7) Change In Nature Of Business**

There is no change in the nature of the business of the Company. Due to Pandemic Covid-19, the Office and factory was shut down from March 22, 2020 to May 25, 2020. Else, the company had been working efficiently during the year. In spite of this Global crisis the Board of Directors are pleased to report a good performance of the Company in terms of both financial and operational performance

**8) Transfer of Unclaimed Dividend to Investor Education and Protection Fund**

Since there was no unpaid/unclaimed Dividend declared and paid last year, the provisions of Section 125 of the Companies Act, 2013 do not apply.

**9) Transfer to Reserves & Surplus**

During the period under review, your directors have not transferred any amount to general reserves.

**10) Credit Rating**

The company has not obtained any rating from any Credit Rating Agency during the year.

**11) Share Capital & Unclaimed Shares :**

During the period under review, the Authorised share capital of the Company was Rs. 8.5 Crores. The updated Paid up Share Capital of the Company as on signing of this report is Rs. 8.22 crores.

- **Issue of equity shares with differential rights**

Your Company has not issued equity shares with differential rights for the financial year 2019-20 as provided in rule 4(4) of Companies (Share Capital and Debentures) Rules, 2014.



- **Issue of sweat equity shares**

Your Company has not issued sweat equity shares for the financial year 2019-20 as provided in rule 8 (13) of Companies (Share Capital and Debentures) Rules, 2014.

- **Issue of employee stock**

Your Company has not issued employee stock option for the financial year 2019-20 as provided in rule 12 (9) of Companies (Share Capital and Debentures) Rules, 2014.

- **Provision of money by company for purchase of its own shares by employees or by Trustees for the benefit of employees: N.A.**

The Company has no other type of securities except equity shares forming part of paid up capital.

## 12) **Depository Participant**

Your Company's equity shares are available for dematerialization through National Securities Depository Limited and Central Depository Services India Limited.

## 13) **Director's & Key Managerial Personnel**

In accordance with the provisions of section 149, 152 & Article 105 to 110 of Article of Association of the Company and other applicable provisions of the Companies Act, 2013, one third of the of Directors who are liable to retire by rotation, shall retire every year and, if eligible, offer themselves for re-appointment at every AGM.

Consequently Mr. Mukesh Manveer Singh, Director of the Company is liable to retire by rotation in the forthcoming Annual General Meeting and being eligible, offers himself for reappointment. The Board recommends their reappointment for the consideration of Members of the Company at the ensuing Annual General Meeting.

The details of Directors being recommended for reappointment as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are contained in the accompanying Notice convening the ensuing Annual General Meeting of the Company. Appropriate Resolution(s) seeking your approval to the appointment/ re-appointment of Directors are also included in the Notice.

During the year under review, there is change in the Board of Directors & KMP of the Company, details of which are as follows:

### **Directors:**

- Mr. Harshad Kumar Jashwantlal Patel resigned as Independent Director on 13<sup>th</sup> August, 2019
- Ms. Jyoti Choudhary resigned as Independent Woman Director on 25<sup>th</sup> February, 2020.

### **KMP:**

The following were the Key Managerial Personnel of the Company for the Financial Year 2019-20:

S. No.	Name of Person	Designation
1.	Mr .MukeshManveer Singh	Chairman & Managing Director
2	Mrs. NishuGoyal	Chief Financial Officer

3	Mr. Bharat Singh Charan	Company Secretary & Compliance Officer
4.	Ms. Vandana Patidar*	Chief Executive Officer w.e.f. 15 <sup>th</sup> March, 2019

Ms. Vandana Patidar\* was appointed as Additional Director by Board on 30<sup>th</sup> May, 2019 to hold office upto 11<sup>th</sup> Annual General Meeting. Later, she was not regularized as Director, however she remained as CEO of the Company.

#### 14) COMPOSITION OF BOARD AND STATUTORY COMMITTEES FORMED THEREOF

##### Board of Directors

During the period under review, the Board of the Company comprises of Three Directors out of which one is Managing Director, rest two Directors were Non-Executive Independent Directors. During the financial year 2019-20, there were Four (4) meetings of the board held, the details of the number of Meetings of the Board held on 30.05.2019; 04.09.2019; 14.11.2019 and 25.02.2020. The maximum gap between any two board meetings is not more than 120 days.

Name	Attendance at Meetings			Number of other Directorship & Committee Membership / Chairmanship**		
	No. of Board Meetings		Last AGM	Other Directorship*	Committee Membership	Committee Chairmanship
	Meetings held during Tenure	Meetings Attended				
<b>Promoters</b>						
Mukesh Manveer Singh	4	4	Yes	4	2	0
<b>Non Promoter</b>						
Vandana Patidar	1	1	Yes	0	0	0
<b>Independent Directors</b>						
Kailash Brahmabhatt	4	4	Yes	0	3	1
Arvind Rao	4	4	Yes	0	3	2
Jyoti Choudhary	3	3	Yes	2	1	0

\*Directorships and Committee member/Chairmanship in other companies mentioned above excludes directorships in private limited companies, unlimited companies, foreign companies and companies incorporated under section 8 of the Companies Act, 2013.

\*\*While calculating the number of Membership / Chairmanship in Committees of other companies, Membership / Chairmanship of only Audit Committee and Stakeholders Relationship Committee have been considered pursuant to Regulation 18 and Regulation 20 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. None of the Director is a member in more than ten committees and act as a Chairman in more than five committees across all companies in which he is a Director.

##### Audit Committee:

During the financial year 2019-20, four (4) meetings of the Audit Committee were held on 30.05.2019; 04.09.2019; 14.11.2019 and 25.02.2020. The details of the composition of the committee and attendance at its meeting are set out in the following table:

Sr. No.	Name of the Director	Status	Meetings held	Meetings attended
1.	Mr. Kailash Brahmabhatt	Chairman	4	4
2.	Mr. Arvind Rao	Member	4	4
3.	Mr. Mukesh Manveer Singh	Member	3	3
4	Mr. Harshadkumar Jashwantlal Patel*	Ex-Chairman	1	1

\*Mr. Harshad kumar Jashwantlal Patel resigned on 13<sup>th</sup> August, 2019. Thereafter, the Committee was reconstituted and Mr. Kailash Brahmabhatt, Independent Director was appointed as Chairman of the Committee and Mr. Mukesh Manveer Singh was introduced as new member of the Committee.

#### Role of the committee:

The role of the Committee, inter-alia, includes oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible; recommendation for appointment, remuneration and terms of appointment of auditors of the company; approval of payment to statutory auditors for any other services rendered by the statutory auditors; reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval; reviewing, with the management, the quarterly/Half yearly financial statements before submission to the board for approval; 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; reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process; approval or any subsequent modification of transactions of the company with related parties; scrutiny of inter-corporate loans and investments; valuation of undertakings or assets of the Company, wherever it is necessary; reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems and risk management systems; reviewing the findings of any internal investigations by the internal auditors into 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; discussion with internal auditors of any significant findings and follow up there on; 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; to review the functioning of the Whistle Blower mechanism; approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate; Carrying out any other function as is mentioned in the terms of reference of the audit committee.

#### Recommendations by the Audit Committee which were not accepted by the board along with Reasons

All the recommendations made by the Audit Committee are accepted and implemented by the Board of Directors.

#### Nomination and Remuneration Committee:

During the financial year 2019-20, three (3) meetings of the Nomination and Remuneration Committee held 30.05.2019; 13.08.2019 and 25.02.2020. The details of the composition of the committee and attendance at its meeting are set out in the following table:

Sr. No.	Name of the Director	Status	Meetings held	Meetings attended
1.	Mr. Arvind Rao	Chairman	3	3
2.	Mr. Harshadkumar Jashwantlal Patel*	Member	1	1

3.	Mr. Kailash Brahmabhatt	Member	3	3
4.	Ms. Jyoti Choudhary	Member	2	2

\*Mr. Harshad kumar Jashwantlal Patel resigned on 13<sup>th</sup> August, 2019. Thereafter, the Committee was reconstituted and Ms. Jyoti Choudhary, Independent Director was appointed as member of the Committee and later after her resignation from the Board, the Committee was reconstituted with remaining two members.

#### **Date of Meeting of Stakeholders Relationship Committee:-**

During the financial year 2019-20, 1(One) Stakeholders Relationship Committee was held on 04.09.2019. The details of the composition of the committee and attendance at its meeting are set out in the following table:

Sr. No.	Name of the Director	Status	Meetings held	Meetings attended
1.	Mr. Arvind Rao	Chairman	1	1
2.	Mr. Kailash Brahmabhatt	Member	1	1
3.	Mr. Mukesh Manveer Singh	Member	1	1
4.	Mr. Harshadkumar Jashwantlal Patel*	Ex-Member	0	0

\*Mr. Harshad kumar Jashwantlal Patel resigned on 13<sup>th</sup> August, 2019. Thereafter, the Committee was reconstituted and Mr. Mukesh Manveer Singh was introduced as new member of the Committee.

#### **Role of the committee**

The terms of reference of the Committee includes considering and resolving the grievances of security holders of the Company including Allotment and listing of our shares in future; Redressing of shareholders and investor complaints such as non-receipt of declared dividend, annual report, transfer of Equity Shares and issue of duplicate/split/consolidated share certificates; Monitoring transfers, transmissions, dematerialization, re-materialization, splitting and consolidation of Equity Shares and other securities issued by our Company, including review of cases for refusal of transfer/ transmission of shares and debentures; Reference to statutory and regulatory authorities regarding investor grievances; To otherwise ensure proper and timely attendance and redressal of investor queries and grievances; And to do all such acts, things or deeds as may be necessary or incidental to the exercise of the above powers the Board may decide from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable.

### **15) Code of Conduct**

Your Company has laid down a Code of Conduct for all the Board Members and Senior Management Personnel of the Company. All Directors and Senior Management Personnel of the Company have affirmed compliance with the Company's Code of Conduct for the financial year ended March 31, 2020 in accordance with Regulation 17(5) of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Code aims at ensuring consistent standards of conduct and ethical business practices across the Company. The Company has posted the Code of Conduct for Directors and Senior Management on the company's website [www.debockgroup.com](http://www.debockgroup.com) under Investors link.

**16) Code Of Conduct For Prohibition Of Insider trading**

Based on the requirements under SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time, the code of conduct for prevention of insider trading and the code for corporate disclosures ("Code"), as approved by the Board from time to time, are in force at the Company. The objective of this Code is to protect the interest of shareholders at large, to prevent misuse of any price sensitive information and to prevent any insider trading activity by dealing in shares of the Company by its Directors, designated employees and other employees. The Company also adopts the concept of Trading Window Closure, to prevent its Directors, Officers, designated employees and other employees from trading in the shares of the company at the time when there is unpublished price sensitive information. The Policy is available on the website of the Company [www.debockgroup.com](http://www.debockgroup.com) under the Investors link.

**17) Annual Evaluation Of Board, Committees And Individual Directors**

Pursuant to the provisions of the Companies Act, 2013 and Regulation 17(10) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 the Board carried out annual evaluation of its own performance, performance of its Committees and evaluation of individual director including independent directors. The independent directors carried out an annual performance of non-independent directors, the Board as a whole and chairman of the Company. Nomination and Remuneration Committee of the Board of directors evaluated the performance of every director.

The performance is evaluated on the basis of number of Board and Committee meetings attended by individual directors, participation of director in the affairs of the company, duties performed by each director, targets achieved by the company during the year. The Board found the evaluation satisfactory and no observations were raised during the said evaluation in current year as well as in previous year.

**18) Retire By Rotation**

In pursuant to Section 152(6) of the Companies Act 2013, Mr. Mukesh Manveer Singh is liable to retire by rotation at the ensuing Annual General Meeting.

**19) Disclosures By Directors**

The Board of Directors have submitted notice of interest in Form MBP 1 under Section 184(1) as well as intimation by directors in Form DIR 8 under Section 164(2) and declarations as to compliance with the Code of Conduct of the Company.

**20) Declaration by an Independent Director(s) and re- appointment, if any**

The Company has received necessary declaration from each independent director under Section 149(7) of the Companies Act, 2013, confirming that he meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013. The Independent Directors are yet to register themselves with IICA, MCA.

**21) Finance & Accounts**

Your Company prepares its Financial Statements in accordance with the Accounting Standards prescribed under section 133 of the Companies Act, 2013 read with the relevant rules issued there under and other accounting principles generally accepted in India. The estimates and judgments relating to the Financial Statements are made on a prudent basis, so as to reflect in a true and fair manner. The form and substance of transactions reasonably present the Company's state of affairs, profits and cash flows for the year ended March 31, 2020. Bank, Cash and cash equivalents as at March 31, 2020 was Rs. 39.58 Lakhs. The Company continues to focus on judicious management of its working capital, Receivables, inventories and other working capital parameters were kept under strict check through continuous monitoring. IND AS is not applicable to the Company because Companies

listed on SME exchanges are not required complying with IND AS. The estimates and judgments relating to the Financial Statements are made on a prudent basis, so as to reflect in a true and fair manner, the form and substance of transactions and reasonably present the Company's state of affairs, profits and cash flows for the year ended March 31, 2020. The Company has neither revised the financial statements nor the report of Board of Directors.

**11. Subsidiary Companies/Joint Venture/ Associates Company**

The Company does not have any Subsidiary/Joint Venture/Associates Company as on 31.03.2020.

**12. Consolidated Financial Statements :-**

The Company has no Subsidiary, Associate or Joint Venture and therefore question of Consolidated Financial Statements do not arise.

**13. Management Discussion & Analysis Report**

The Management Discussion and Analysis forms part of this Annual Report for the year ended 31<sup>st</sup> March, 2020 as Annexure-A.

**14. Corporate Governance**

Corporate Governance at Debock Sales and Marketing Limited is evolved by not only ensuring compliance with regulatory requirements but also by being responsive and responsible to the needs of stakeholders with rewarding environment. Your Company believes that best Corporate Governance practices are critical to enhance and retain investor trust.

We, at Debock Sales and Marketing Limited, believe that good and effective Corporate Governance is critical to achieve corporate vision and mission of the organization; it is more of an organizational culture than a mere adherence to rules and regulations. Law alone cannot bring changes and transformation, and voluntary compliance both in form and in substance plays an important role in developing good Corporate Governance.

As our company is listed on SME Emerge Platform of National Stock exchange Limited (NSE), by virtue of Regulation 15 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 the compliance with the corporate Governance provisions as specified in regulation 17 to 27 and Clause (b) to (i) of sub regulation (2) of Regulation 46 and Para C, D and E of schedule V are not applicable to the company. Hence, Corporate Governance Report does not form a part of this Board Report, though we are committed for the best corporate governance practices.

**15. Auditors:-****a) Statutory Auditors:-**

M/s Mittal & Associates, Chartered Accountants (Firm Registration No. 106456W) were appointed by the shareholders at the Eleventh Annual General Meeting held on 30th September, 2019, for five financial years to hold office till the conclusion of the 16<sup>th</sup> Annual general Meeting of the company.

Hence, the term of the said Statutory Auditors shall expire at the 16th Annual General Meeting of the company to be held in the year 2024 as per the provisions of Section 139 of the Companies Act, 2013.

The auditors have confirmed their eligibility under Section 141 of the Companies Act, 2013 and the Rules framed there under. As required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Auditors have also confirmed that they hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India.

**Independent Auditor's Report:-** There were certain observations and remarks raised by the Auditors of the Company in CARO Report. Apart from that, the Independent auditor's report is self-explanatory and therefore, needs no comments.

**b) Cost Auditors:-**

The Central Government has not prescribed maintenance of cost record for the business activity in which the Company is engaged; therefore the provisions of Section 148 of the Companies Act, 2013 and the Companies (Cost Records and Audit) Amendment Rules, 2014 are not applicable to the Company.

**c) Secretarial Audit:-**

In terms of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, the has appointed, M/s. Ayush Khandelwal & Associates, Practicing Company Secretaries, Jaipur (Membership no. 41316) & (CP No 19171) as a Secretarial Auditors of the Company. There are certain observations and remarks made by Secretarial Auditors of the Company by the Secretarial Auditor in the Secretarial Audit Report. The report of the Secretarial Auditors is enclosed as **Annexure B** to this report.

**16. Vigil Mechanism / Whistle Blower Policy**

As per the provisions of Companies Act, 2013, every Listed Company shall establish a vigil mechanism (similar to Whistle Blower mechanism). In pursuance of the provisions of section 177(9) & (10) of the Companies Act, 2013, a vigil mechanism/ whistle blower policy for directors and employees to report genuine concerns has been established and approved by Board. This policy would help to create an environment wherein individuals feel free and secure to raise an alarm, whenever any fraudulent activity takes place or is likely to take place. It will also ensure that complainant(s) are protected from retribution, whether within or outside the organization.

**17. Risk Management**

In today's economic environment, Risk Management is a very important part of business. The main aim of risk management is to identify, monitor and take precautionary measures in respect of the events that may pose risks for the business. The risk management framework is reviewed periodically by the Board and the Audit Committee. Pursuant to section 134 (3) (n) of the Companies Act, 2013 & Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, Business Risk Evaluation and Management is an on-going process within the Organization. Pursuant to Section 134(3)(n) of the Companies Act, 2013, the Board has framed a Risk Management Policy for the Company. The Company has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified by the business and functions are systematically addressed through mitigating actions on a continuing basis. At present the company has not identified any element of risk which may threaten the business (or) existence of the company.. Your Company has identified the following risks:

**(A) Commodity Price Risk**

Risk of price fluctuation on basic raw materials as well as finished goods used in the process of manufacturing. Your Company commands excellent business relationship with both suppliers and buyers. In case of major fluctuation either upwards or downwards, the matter will be mutually discussed and compensated both ways. Also by focusing on new value added products helps in lowering the impact of price fluctuation in finished goods.



**(B) Interest Rate Risk**

Any increase in interest rate can affect the finance cost. Your Company's dependency on interest bearing debt is reasonably low therefore risk on account of any unforeseen hike in interest rate is very nominal.

**(C) Human Resource Risk**

Your Company's ability to deliver value is dependent on its ability to attract, retain and nurture talent. Attrition and non availability of the required talent resource can affect the overall performance of the Company. By continuously benchmarking of the best HR practices across the industry and carrying out necessary improvements to attract and retain the best talent. By putting in place production incentives on time bound basis and evaluating the performance at each stage of work. Also recruitment is across almost all states of India which helps to mitigate this risk and we do not anticipate any major issue for the coming years.

**(D) Competition Risk**

The increase in competition can create pressure on margins, market share etc. However, by continuous efforts to enhance the brand image of the Company by focusing on, quality, cost, timely delivery, best customer service and by introducing new product range commensurate with demands, your Company plans to mitigate the risks so involved.

**(E) Compliance Risk**

Any default can attract penal provisions. Your Company regularly monitors and reviews the changes in regulatory framework through various legal compliance management tools to avoid any such compliance related risk.

**(F) Industrial Safety, Employee Health and Safety Risk**

The Electrical industry is labour intensive and is exposed to accidents, health and injury risk due to machinery breakdown, etc. By development and implementation of critical safety standards across the various departments of the factory, establishing training need identification at each level of employee.

**18. Material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report**

While the past performance and current impacts of Covid-19 are material elements to be shared with the investors, it is company's business prospects as seen by the management that matters the most. Following are the changes undergone by the company during the year till date due to this pandemic situation-

**1. Impact of COVID-19 on Operations of Business:**

Due to the impact of COVID19 and in accordance with various initiatives and directions of both Central and State(s) Government from time to time including Janta Curfew and subsequent nationwide lock down, the operations of the Company were suspended at its office/showroom/manufacturing unit from March 22, 2020, which has negative impacted its operations of the Company during last week of March, April and May 2020.



## 2. Material Impact of COVID-19 on Capital and Financial Position

As on date the company has adequate capital. As regards financial resources, the financial aid announced by government for MSME, if received would definitely help us to survive in near future. This will affect the profitability for the year 2020-21 which will be at lower level because of reduction in sales due to the impact of COVID-19 lockdown and rescission in the market. None of our Assets got impaired due to COVID -19 effects till date. The Company has a sound internal financial reporting and control mechanism and wherever applicable additional controls are being added to address the current situation.

### 19. Details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future

There are no significant and material order passed by the Regulators/ court that would impact the going concern status of the company and its future operations.

### 20. Deposits

Your Company has not accepted any deposits within the meaning of Section 73 to 76 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

### 21. Information Pursuant to Rule -5 of the Companies ( Appointment and Remuneration ) of Managerial Person, Rule 2014 of the Companies Act, 2013 :-

None of the Employee is in receipt of remuneration in excess of limits prescribed under Rule 5(2) of Companies ( Appointment & Remuneration of Managerial Personnel) Rules, 2014, i.e The Company has not employed any employee for any post that has paid remuneration in excess of Rs.1,02,00,000/- per annum or in excess of Rs.8,50,000/-per month.

### 22. Mandatory Update of Pan and Bank Details against your Share Holding:-

Pursuant to SEBI circular SEBI/HO/MIRSD/DOP1/ CIR/P/2018/73 dated 20<sup>th</sup> April, 2018, shareholders whose ledger folios do not have/have incomplete details with respect to PAN and Bank Account particulars are mandatorily required to furnish these details to the Issuer Company/RTA for registration in the folio. As per the records of the Company, few Shareholders' folio needs to be updated with the PAN / Complete Bank Account details so that the investments held by them are in compliance with the aforementioned circular.

Such Shareholders are hence requested to submit the following documents within 21 days of receipt of this communication:

- Enclosed Form duly filled in and signed by all the shareholders.
- Self-Attested Copy of Pan Card of all the shareholders,
- Cancelled Cheque Leaf with Name (if name is not printed on cheque - self-attested copy of first page of pass book) of all the shareholders and
- Address Proof (self-attested copy of Aadhaar-Card of all the shareholders)

### 23. Particulars of Loans, Guarantees or Investments

Details of Loan, Guarantees and investments covered under the provisions of section 186 of the Companies Act, 2013 are given in the notes to Financial Statements.

### 24. Particulars of Contracts or Arrangements with Related Parties

All transactions entered with the Related Parties during the financial year were in the ordinary course of business and on Arm's Length Basis and do not attract the provisions of section 188 of the Companies Act,

2013 and rules made there under. Disclosure in form AOC- 2 in terms of section 134 of the Companies Act, 2013 and its rules in the **Annexure-C** to the directors report.

Related party transactions have been disclosed under significant accounting policies and notes forming part of the financial statements in accordance with “Accounting Standard 18”. None of the transactions with related parties were in conflict with the interest of the Company. All the transactions are in the normal course of business and have no potential conflict with the interest of the Company at large and are carried out on an arm’s length basis or fair value.

## **25. Environment and Safety**

Your Company is driven by principles of sustainability incorporating environment, employees and society aspects in all our activities. We are focused on employee well-being, developing safe and efficient products, minimizing environmental impact of our operations and products and minimizing the impact of our operations on society. Your Company is conscious of the importance of environmentally clean and safe operations and ensure of all concerned, compliances, environmental regulations and preservation of natural resources. Debock Sales & Marketing Limited recognizes quality and productivity as a pre-requisite for its operations and has implemented **ISO 9001:2000**. Continuous efforts to preserve the environment are pursued.

Employees’ well-being and safety is of paramount importance to us. Creating a safe and healthy work environment is the most material issue in our operations. The focus is to continuously improve our health and safety performance. Our operations are comparatively safe and do not use significant amount of hazardous materials. All our employees are provided with relevant personal protective equipment according to the nature of work handled. They are also imparted relevant training on safety and handling of hazardous materials.

## **26. Corporate Social Responsibility Initiatives**

As per provisions of Section 135 of the Company Act 2013, and rules made there under, the CSR is not applicable on your company for the Financial Year 2019-20.

## **27. Directors Responsibility Statement**

To the best of knowledge and belief and according to the information and to the information and explanation obtained by them, your directors make the following statement in terms of section 134(3) (c)

- a) In the preparation of Annual Accounts of the Company, the applicable Accounting Standards have been followed along with proper explanation relating to material departures from the same, if there any.
- b) The Directors have selected such Accounting Policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true & fair view of the state of affairs of the Company at the end of the financial year ended March 31, 2020 and of the Profit of the Company for the year ended on that date.
- c) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularity.
- d) The Directors have prepared the Annual Accounts of the Company on a going concern basis.
- e) The Directors have laid down internal financial control to be followed by the company and such internal financial control are adequate and were operating effectively; and
- f) The Directors have devised proper system to ensure compliance with the provision of all applicable law and that such system operating effectively.

## **28. Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo**

As per section 134(3) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014, the information on conservation of energy, technology absorption and foreign exchange earnings and outgo is annexed in **Annexure-D** an integral part of this report.

**29. Internal Control Systems and Their Adequacy**

The Company has adequate internal control system, commensurate with the size of its operations. Adequate records and documents are maintained as required by laws. The Audit Committee reviews adequacy and effectiveness of the Company's internal control environment and monitors the implementation of audit recommendations. The Audit Committee gives valuable suggestions from time to time for improvement of the company's business processes, systems and internal controls. All efforts are being made to make the internal control systems more effective.

**30. Nomination And Remuneration Policy of Directors, Key Managerial Personnel and Other Employees**

In adherence of section 178(1) of the Companies Act, 2013, the Board of Directors of the have approved a policy on directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters provided u/s 178(3), based on the recommendations of the Nomination and Remuneration Committee. The broad parameters covered under the Policy are – Objective, Role of Committee, Appointment and removal of directors/KMP/ Senior Management, Terms & tenure, Evaluation, Policy For Remuneration To Directors/ KMP/ Senior Management Personnel etc.

The Company's Policy relating to appointment of Directors, payment of Managerial remuneration, Directors' qualifications, positive attributes, independence of Directors and other related matters as provided under Section 178(3) of the Companies Act, 2013 is furnished in **Annexure-F** and forms part of this Report.

**31. Human Resource Management, Health and Safety**

At Debock sales and Marketing Limited (DSML), we consider our employees as the most valuable resource and ensure strategic alignment of Human Resource practices to business priorities and objectives. Our constant endeavour is to invest in people and people processes to improve human capital for the organization and service delivery to our customers. Attracting, developing and retaining the right talent will continue to be a key strategic imperative and the organization continues its undivided attention towards that. We would like to take this opportunity to express appreciation for the hard work and commitment of the employees of the Company and look forward to their continued contribution.

DSML strives to provide a conducive and competitive work environment to help the employees excel and create new benchmarks of productivity, efficiency and customer delight. At DSML, the Human Resource agenda continues to remain focused on reinforcing the key thrust areas i.e. being the employer of choice, building an inclusive culture and a strong talent pipeline and building capabilities in the organization. To maintain its competitive edge in a highly dynamic industry, we recognize the importance of having a work force which is consumer-focused, performance-driven and future-capable. In keeping with this, a number of policies and initiatives have been drawn up like regular employee engagement surveys, focusing on objective performance management system with key result areas and performance indicators. These initiatives ensure a healthy balance between business needs and individual aspirations.

At DSML, we ensure that there is full adherence to the code of ethics and fair business practices. DSML provide equal opportunity in all aspects of employment, including recruitment, training, work conditions, career progression, etc. that reconfirms our commitment that equal employment opportunity is a component of our growth and competitiveness. Further, DSML is committed to maintaining a workplace where each employee's privacy and personal dignity is respected and protected from offensive or threatening behaviour including violence. The Company believes in empowering its employees through greater knowledge, team spirit and developing greater sense of responsibility.

The company has a policy on prohibition, prevention and Redressal of Sexual Harassment of women at workplace and matters connected there with or incidental there to covering all the aspects as contained

under “The Sexual Harassment of women at workplace (Prohibition, Prevention and Redressal) Act, 2013”. During the year, no complaint was lodged.

**32. Particulars of Employees**

**Ratio of remuneration of each director to the median remuneration of the employees of the company for the financial year: -**

The information required pursuant to Section 197 read with Rule 5 (1) (i) of The Companies (Appointment and Remuneration) Rules, 2014 in respect of ratio of remuneration of each director to the median remuneration of the employees of the Company for the Financial Year, (in Annexure G).

**33. Annual Return**

As required under Section 134(3)(a) of the Act, the Annual Return is put up on the Company’s website and can be accessed at <http://debockgroup.com/Investors>.

**34. Extract Of Annual Report**

As required pursuant to section 92(3) of the Companies Act, 2013 read with Rule 12(1) of the Companies (Management and Administration) Rules, 2014, (as amended) is furnished in the Form MGT 9.

The Extract of Annual Return is attached herewith as **Annexure-H** and is displayed on the website of the Company [www.debockgroup.com](http://www.debockgroup.com).

**35. Dematerialisation of Shares**

As now, your Company is listed from 5<sup>th</sup> June, 2018, the shares of your Company are being traded in electronic form and the Company has established connectivity with both the depositories i.e. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). In view of the numerous advantages offered by the Depository system, Members are requested to avail the facility of dematerialization of shares with either of the Depositories as aforesaid. As on today, 100% of the share capital stands dematerialized.

**36. Internal Financial Control**

According to Section 134(5) (e) of the Companies Act, 2013, the term financial control (IFC) means the policies and procedures adopted by the Company for ensuring the orderly and efficient conduct of business, including adherence to the company’s policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records and timely preparation of reliable financial information.

To further strengthen the internal control process, the company has developed the very comprehensive compliance management tool to drill down the responsibility of the compliance from top management to executive.

**37. Cautionary Statement**

Statements in this report, describing the Company’s objectives, expectations and/or anticipations may be forward looking within the meaning of applicable Securities Law and Other laws & regulations. Actual results may differ materially from those stated in the statement. Important factors that could influence the Company’s operations include global and domestic supply and demand conditions affecting selling prices of finished goods, availability of inputs and their prices, changes in the Government policies, regulations, tax laws, economic developments within the country and outside and other factors such as litigation and industrial relations. The Company assumes no responsibility in respect of the forward-looking statements, which may undergo changes in future on the basis of subsequent developments, information or events.

**38. Acknowledgement**

The Directors of your Company acknowledge a deep sense of gratitude for the continued support extended by Investors, Customers, Business Associates, Bankers and Vendors. Yours Directors place on record their appreciation for the significant contribution made by the employees at all levels through their hard work and dedication. The Directors also thanks the various Government and Regulatory Authorities and last but not the least the Shareholders for their patronage, support and faith in the company. The Board looks forward to their continued support in the years to come.

**By the order of the Board  
For Debock Sales & Marketing Limited  
(Formerly known as Debock Sales & Marketing Pvt Ltd.)**

**Sd/-  
MukeshManveer Singh  
DIN: 01765408  
Chairman & Managing Director**

**Place: Jaipur  
Dated:14.08.2020**

**ANNEXURE “A” TO THE DIRECTOR’S REPORT****MANAGEMENT DISCUSSION AND ANALYSIS REPORT****BUSINESS OVERVIEW**

Incorporated in 2008, Our Company Debock Sales and Marketing Limited is Company engaged in the business of manufacturing of agricultural equipment. We are manufacturer and suppliers of range of agricultural equipment mainly Tractor Trolley, Agricultural Thresher, Mould Board Ploughs, Mounted Disc Ploughs, Tillers, Tanker, Combine Machine, Seed Drill Machine, Mounted Disc Harrows, Tractor Cultivators, Chaff Cutters etc. Our Company is also engaged in the hospitality services. Keeping in consideration the future concept of tourism in Rajasthan particularly in Deoli district area where there is no better option of hotels are available Company decided to commence its business in hospitality services by opening a class hotel (Hotel Debock Inn) in July 2015 at Deoli in Tonk District on NH -12 in July 2015. In this regard the Company entered into a MOU with Rajasthan Government. Our manufacturing facilities are located at Panwad Mod, NH-12, Gopipura Post, Deoli, Tonk Rajasthan and are well equipped with required facilities to facilitate smooth manufacturing process. We endeavor to maintain safety in our premises by adhering to key safety norms. Our manufacturing process is completely integrated from procurement of raw materials and final testing for direct use of our customers. Our Promoter, Mukesh Manveer Singh has around 18 Years of experience respectively in the Business of Real Estate Development, Hotels, Townships, manufacturing of Agriculture equipment and C & Fagent of ACE Brand Tractors for Rajasthan.

The single largest contributing Sector to the Indian Economy is the Agriculture. It alone accounts for up to 16% of the Indian GDP. GST was supposed to have more of a greater indirect impact on the Agriculture Sector. GST was supposed to bring about a paradigm shift in the transportation industry. Slow and plagued transportation was a major reason for inappropriate distribution of agricultural products as well as their cost. GST was touted to create a unified and first of its kind National Market for the agricultural products. The impact of GST on agricultural sector is foreseen to be positive. GST is essential to improve the transparency, reliability, timeline of supply chain mechanism.

Under the Goods and Service Tax, the hospitality sector stands to reap the benefits of standardized and uniform tax rates, and easy and better utilization of input tax credit. The Indian hospitality and tourism industry, which was pegged at US\$ 136.2 billion at the end of 2016, is one of the sectors which will see major changes post-July. The Tourism and Hospitality industry in India is expected to grow to US\$ 280.5 billion by 2026, and the initial hiccups after GST implementation are highly unlikely to impede this growth.

India is a hub of FMCG brands. There are huge national and multinational brands catering their products to millions of people and generating immense capital. These are the multimillion names that can be altering the retail industry with their innovative marketing strategies.

**Our Strengths:**

- Strong Presence in Jaipur.
- Well-known Brand Image and reputation.
- Focus on Quality Products.
- Well qualified and Experienced Management team.
- Cordial relationship between management and labour.

**Factors affecting our results of operations:**

Our Company’s future results of operations could be affected potentially by the following factors:

- Company’s ability to successfully implement our growth strategy;
- Changes in technology;
- Political Stability of the Country;
- Investment Flow in the country from the other countries;
- Competition from other players;

- Changes in law and laws and regulations;
- General economic and business condition;
- Operational guidance and support.

**Opportunities**

We believe there is significant demand of agricultural equipment mainly Tractor Trolley, Agricultural Thresher, Mould Board Ploughs, Mounted Disc Ploughs, Tillers, Tanker, Combine Machine, Seed Drill Machine, Mounted Disc Harrows, Tractor Cultivators, Chaff Cutters in this category across the country. There is a strong upturn in the hospitality sector as well.

**Threats & Challenges**

Unfavorable changes in government policies and the regulatory environment can adversely impact the performance of the sector. Retrospective policy changes and regulatory bottlenecks may impact profitability and affect the attractiveness of the sector and companies operating within the sector.

**Internal Financial Control Systems and Their Adequacy**

The Companies Act, 2013 re-emphasizes the need for an effective Internal Financial Control system in the Company. The system should be designed and operated effectively. Rule 8(5)(viii) of Companies (Accounts) Rules, 2014 requires the information regarding adequacy of Internal Financial Controls with reference to the financial statements to be disclosed in the Board's report.

The Company's internal control system is commensurate with the nature, size and complexities of operations. Adequate records and documents are maintained as required by laws. The company has established well defined policies and processes across the organization covering the major activities. The Company's audit Committee reviewed the internal control system on an ongoing basis keeping in mind the growth prospects and ever evolving business environment. Audit committee reviews proper implementation of corrective measures. All efforts are being made to make the internal control systems more effective.

To ensure effective Internal Financial Controls the Company has laid down the following measures:

- All legal and statutory compliances are ensured on a monthly basis. Non-compliance, if any, is seriously taken by the management and corrective actions are taken immediately. Any amendment is regularly updated by internal as well as external agencies in the system.
- Approval of all transactions is ensured through a pre-approved Delegation of Authority Schedule which is reviewed periodically by the management.
- The Company follows a robust internal audit process. Transaction audits are conducted regularly to ensure accuracy of financial reporting, safeguard and protection of all the assets. Fixed Asset verification of assets is done on an annual basis.

**Discussions on Financial Performance Vis-À-Vis Operational Performance**

Financial performance of the Company has been good and your company is doing well on fulfilling its objectives of growth, profitability and maximization of shareholders wealth. Revenue from operations decreased by 7.62% on y-o-y basis in FY 2019-20 as compared to FY 2018-19. Our margins and performance were remarkable due to increase in prices of final products of the Company. The Company recorded a Net Profit of Rs. 86.57 in FY 2019-20 on y-o-y basis as compared to loss of Rs. 45.02 Lacs in FY 2018-19, despite a relatively sluggish industry growth, primarily on account of improved cost efficiencies. Earnings per Share (EPS) stood at Rs. 1.05 for FY 2019-20.



**Risks and Concerns**

Every business has both Risk and Return and they are inseparable. As a responsible management, the Company's principal endeavor is to maximize returns. The Company continues to take all steps necessary to minimize its expenses through detailed studies and interaction with experts. Our senior management identifies and monitors the risk on regular basis and evolves process and system to control and minimize it. With regular check and evaluation business risk can be forecasted to the maximum extent and thus corrective measures can be taken in time.

**Human Resources**

Management is doing successfully in building experienced team and nurturing them to be leaders. The main motive of the company is trust, integrity, teamwork, innovation, performance and partnership. Various Departments are headed by Professional Qualified Personal, helping our business to remain competitive, achieve greater success and newer milestone.

**Cautionary Statement**

The report may contain certain statements that the Company believes are, or may be considered to be “forward looking statements” that describe our objectives, plans or goals. All these forward looking statements are subject to certain risks and uncertainties, including but limited to, Government action, economic development, risks inherent in the Company’s growth strategy and other factors that could cause the actual results to differ materially from those contemplated by the relevant forward looking statements.

**By the order of the Board  
For Debock Sales & Marketing Limited**

**Sd/-**  
MukeshManveer Singh  
DIN: 01765408  
Chairman & Managing Director

**Place: Jaipur  
Dated: 14.08.2020**



**ANNEXURE “B” TO THE DIRECTOR’S REPORT**

**SECRETARIAL AUDIT REPORT**

**For the Financial Year ended 31<sup>st</sup> March, 2020**

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

To,  
The Members,  
**DEBOCK SALES AND MARKETING LIMITED**  
**CIN: L52190RJ2008PLC027160**  
51, Lohiya Colony, 200ft Bye Pass Vaishali Nagar Jaipur RJ 302021

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **DEBOCK SALES AND MARKETING LIMITED (CIN: L52190RJ2008PLC027160)** (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 my opinion thereon.

**We hereby report that:**

- a) Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- b) 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.
- c) We have not verified the correctness and appropriateness of the financial statements of the Company.
- d) Wherever required, we have obtained the management representation about the compliances of laws, rules and regulations and happening of events etc.
- e) The compliance of the provisions of the corporate and other applicable laws, rules, regulations and standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.
- f) The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Based on our verification of the Company’s books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2020 (“Audit Period”) complied with the various 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 March 31, 2020 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the Rules made there under;
- ii. The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the Rules made 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') to the extent applicable to the Company :-
  - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
  - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
  - d) 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;
  - e) SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015;
  - f) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and **(Not applicable to the Company during the Audit period);**
  - g) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not applicable to the Company during the Audit period);**
  - h) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guideline, 1999 and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulation, 2014 notified on 28th October 2014; **(Not applicable to the Company during the Audit period);**
  - i) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulation, 2008; **(Not applicable to the Company during the Audit period);**

We have also examined compliance with the applicable clauses of the Secretarial Standards on Meetings of the Board of Directors and on General Meetings issued by the Institute of Company Secretaries of India.

Based on our above mentioned examination and verification of records and information and explanations provided to us by the Management, Officers, Employees and staff of the Company, we report that during the Audit Period, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines and Standards, etc. to the extent applicable, as mentioned above, subject to following observations and remarks:

1. It was noticed that the Company is yet to take registration and comply with following:
  - Employees Provident Fund and Miscellaneous Provision Act 1952;
  - Employees State Insurance Act, 1948,
  - Gratuity Act 1972
2. From April 1, 2019, SEBI requires all listed companies to maintain a non-tamperable 'Structured Digital Database' to keep track of all unpublished price sensitive information (UPSI) and the trading activities of Designated Persons (DPs), who become aware of the UPSI under Regulation 3(5) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the company has not maintain any such digital database during the year and thus not complied with the above regulation.
3. During the year, there was no Internal Auditor under section 138 of the Companies Act, 2013;
4. The Company is yet to report the cessation of Ms. Vandana Patidar as Additional Director who was not regularised in last AGM held on 30<sup>th</sup> September, 2019;
5. The Company has not complied with the provisions of Sections 185 and 186 of the Act in respect of grant of loans, making investments and providing guarantees and securities, as applicable;
6. There are instances of delay filing(s) with Registrar of Companies and the Company has given late intimation(s) to the Stock Exchange pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015.

#### We further report that:

- the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The Independent Directors are yet to register themselves with Independent Director's Databank maintained by Indian Institute of Corporate Affairs. The changes in the composition of the Board of Directors that took place during the period under review were

carried out in compliance with the provisions of the Act. Post resignation of Ms. Jyoti Choudhary, there was no Independent Woman Director on the closure of Financial Year, however as on the date of signing of this report, the Board has proposed appointment of Ms. Sanjeeda Dagar as new Woman Director subject to approval of Shareholders in ensuing Annual General Meeting;

- Adequate notices (Physical) were 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 for meaningful participation at the meeting.
- All decision of Board and Committees thereof were carried out with requisite majority.
- There were no dissenting views of the Members and hence all decisions were duly approved.

**We further report that** based on review of compliance mechanism established by the Company and on the basis of the Compliance Certificate(s) issued by the Managing Director and taken on record by the Board of Directors at their meeting(s), we are of the opinion there are adequate systems and processes in place in the Company which is commensurate with its size and operations, to monitor and ensure compliance with applicable laws, rules, regulations and guidelines;

**We further report that** during the Audit Period there were no following specific events/actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

**For Ayush Khandelwal & Associates**

**Company Secretaries**

FRN: S2017RJ527800

SD/-

**Ayush Khandelwal**

**Proprietor**

CP No. 19171

UDIN: A041316B000579370

Place: Jaipur

Date: 14-08-2020

## ANNEXURE “C” TO THE DIRECTOR’S REPORT

**FORM NO. AOC.2**

(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.

SL. No.	Particulars	Details
1.	Name (s) of the related party & nature of relationship	NIL
2.	Nature of contracts/arrangements/transaction	
3.	Duration of the contracts/arrangements/transaction	
4.	Salient terms of the contracts or arrangements or transaction including the value, if any	
5.	Justification for entering into such contracts or arrangements or transactions	
6.	Date of approval by the Board	
7.	Amount paid as advances, if any	
8.	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	

2. Details of contracts or arrangements or transactions at Arm’s length basis.

Particulars		
1.	Name (s) of the related party & nature of relationship	Eagle Sales
2.	Nature of contracts/arrangements/transaction	Sale of Goods
3.	Duration of the contracts/arrangements/transaction	Continuing
4.	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs. 84,37,650
5.	Date of approval by the Board	30.05.2019

**By the order of the Board**  
**For Debock Sales & Marketing Limited**  
**(Formerly known as Debock Sales & Marketing Pvt Ltd.)**

Sd/-  
**Mukesh Manveer Singh**  
**DIN: 01765408**  
**Chairman & Managing Director**

**Place: Jaipur**  
**Date: 14-08-2020**

## ANNEXURE “D” TO THE DIRECTORS’ REPORT

### Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo.

The information under section 134(3) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 for the year ended March 31, 2020 is given below and forms part of the Director’s Report.

#### (A) Conservation of Energy

- a) Company ensures that the manufacturing operations are conducted in the manner whereby optimum utilisation and maximum possible savings of energy is achieved.
- b) No specific investment has been made in reduction in energy consumption.
- c) As the impact of measures taken for conservation and optimum utilisation of energy are not quantitative, its impact on cost cannot be stated accurately.
- d) Since the Company does not fall under the list of industries, which should furnish this information in Form A annexed to the Companies (Disclosure of particular in report of Board of Director) Rules, 1988, So we are not required to furnish such information.

#### (B) Technology Absorption

Efforts in brief, made towards Technology absorption, towards Technology absorption, The Company continues to perform Product Development activities to improve quality of products and to reduce production cost to serve its customer better.

Benefits derived as a result of the above efforts:

Improvement in overall productivity, quality of the products and reduced process scrap and cost.

In case of imported technology (imported during the last 3 years reckoned from the beginning of the financial year), following information may be furnished:

- (i) Technology Imported -No technology has been imported by the Company.
- (ii) Year of Import- N. A.
- (iii) Has technology been fully absorbed -N. A.
- (iv) If not fully absorbed, areas where this has not taken place, reasons therefore and future plans of action: N.A.
- (v) The expenditure incurred on Research and Development
- (vi) Company has not incurred any expenditure on Research and Development

#### (C) Foreign Exchange Earnings and Outgo

- a) Activities relating to exports, initiatives taken to increase exports, development of new export markets for products and services and export plans: NIL.

The details of earnings in foreign currency and outgo of foreign currency are as under:

		Year Ended 31.03.2020	Year Ended 31.03.2019
(A)	Foreign Currency used for:		
1.	Raw Materials	NA	NA
2.	Capital Goods	NA	NA
3.	Expenditure in Foreign Currency	NA	NA

## Annual Report 2019-20



(B)	<i>Earnings in Foreign Currency</i>	NA	NA

**By the order of the Board  
For Debock Sales & Marketing Limited  
(Formerly known as Debock Sales & Marketing Pvt Ltd.)**

Sd/-  
**MukeshManveerSingh**  
**DIN: 01765408**  
**Chairman & Managing Director**  
**Place: Jaipur**  
**Date: 14-08-2020**

## ANNEXURE “E” TO THE DIRECTORS’ REPORT

### NOMINATION AND REMUNERATION POLICY

**Preamble:**

This Nomination and Remuneration Policy is being formulated in compliance with Section 178 of the Companies Act, 2013 (“the Act”) read along with rules there under as amended from time to time.

**Applicability:**

This Nomination and Remuneration Policy (the “Policy”) applies to the Board of Directors (the “Board”), Key Managerial Personnel (the “KMP”) and the Senior Management Personnel of Debock sales & Marketing Limited (the “Company”).

**Definitions:**

“Remuneration” means any money or its equivalent given or passed to any person for services rendered by him and includes perquisites as defined under the Income-tax Act, 1961;

“Key Managerial Personnel” means:

1. Chief Executive Officer or Managing Director or Manager
2. Company Secretary;
2. Whole-time Director;
3. Chief Financial Officer;
4. Such other officer, not more than one level below the directors who is in whole time employment , designated as key managerial personnel by the Board; and
5. Such other officer as may be prescribed.

“Senior Managerial Personnel” mean the personnel of the company who are members of its core management team excluding Board of Directors. Normally, this would comprise all members of management, of rank equivalent to General Manager and above, including all functional heads.

**Objective:**

The objective of the policy is to ensure that:-

1. The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
2. Relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and

Remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

**Role of the Committee:**

Nomination and Remuneration Committee being constituted in compliance of Section 178 of the Companies Act, 2013 (“the Act”) read along with rules there under as amended from time to time will be working as under:

The role of the NRC will be the following:-

1. To formulate criteria for determining qualifications, positive attributes and independence of a Director.
2. To formulate criteria for evaluation of Independent Directors, Board and its Committees.
3. To identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down in this policy.
4. To carry out evaluation of Director’s performance.
5. To recommend to the Board the appointment and removal of Directors and Senior Management.
6. To recommend to the Board policy relating to remuneration for Directors, Key Managerial Personnel and Senior Management.



7. To devise a policy on Board diversity, composition, size.
8. To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable.
9. To perform such other functions as may be necessary or appropriate for the performance of its duties.

**Appointment And Removal Of Director, Key Managerial Personnel And Senior Management:**

1. The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend his / her appointment, as per Company's Policy.
2. A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has authority to decide whether qualification, expertise and experience possessed by a person are sufficient / satisfactory for the position.
3. The Company shall not appoint or continue the employment of any person as Whole-time Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution.
4. The Company shall not appoint or continue the employment of any person as whole-time Director who is an undercharged insolvent or has at any time been adjudged as an insolvent

**Term / Tenure:**

**a) Managing Director/Whole-time Director:**

The Company shall appoint or re-appoint any person as its Executive Chairman, Managing Director or Executive Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

**b) Independent Director:**

Company shall have at least 50% of the total number of directors as independent directors and all independent directors shall meet the criteria as laid as laid down in Section 149(6) of the Act.

An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of an ordinary resolution by the Company and disclosure of such appointment in the Board's report.

No Independent Director shall hold office for more than two consecutive terms of upto maximum of 5 years each, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director.

Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.

At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director Serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed company or such other number as may be prescribed under the Act.

**Evaluation:**

The Committee shall carry out evaluation of performance of Director, KMP and Senior Management Personnel

**Removal:**

The Committee may recommend with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the Companies Act, 2013, rules and regulations and the policy of the Company.

**Retirement:**

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

**Policy for Remuneration To Directors/ KMP/ Senior Management Personnel:**

**1) Remuneration to Managing Director / Whole-time Directors:**

- a) Remuneration/ Commission etc. to be paid to Managing Director / Whole-time Directors, etc. shall be governed as per provisions of the Companies Act, 2013, Schedule V of the Act and rules made there under or any other enactment for the time being in force and the approvals obtained from the Members of the Company.
- b) The Nomination and Remuneration Committee shall make such recommendations to the Board of Directors, as it may consider appropriate with regard to remuneration to Managing Director / Whole-time Directors to attract, retain and motivate them.
- c) Company may make a balance in remuneration by fix and variable reflecting short term and long term performance and working of the company.

**2) Remuneration to Non-Executive / Independent Directors:**

- a) The Non-Executive / Independent Directors may receive sitting fees and such other remuneration as permissible under the provisions of Companies Act, 2013 read with rules there under and provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The amount of sitting fees shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors and members from time to time.
- b) All the remuneration of the Non-Executive / Independent Directors (excluding remuneration for attending meetings as prescribed under Section 197 (5) of the Companies Act, 2013) shall be subject to ceiling/ limits as provided under Companies Act, 2013 and rules made there under or any other enactment for the time being in force. The amount of such remuneration shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors or shareholders, as the case may be.
- c) An Independent Director shall not be eligible to get Stock Options and also shall not be eligible to participate in any share based payment schemes of the Company.
- d) Any remuneration paid to Non-Executive / Independent Directors for services rendered which are of professional in nature shall not be considered as part of the remuneration for the purposes of clause (b) above if the following conditions are satisfied:
  - i) The Services are rendered by such Director in his capacity as the professional; and
  - ii) In the opinion of the Committee, the director possesses the requisite qualification for the practice of that profession.

**3) Remuneration to Key Managerial Personnel and Senior Management:**

- a) The remuneration to Key Managerial Personnel and Senior Management shall consist of fixed pay and incentive pay reflecting their short term and long term performance and working, in compliance with the provisions of the Companies Act, 2013 and in accordance with the Company's Policy.
- b) The Compensation Committee of the Company, constituted for the purpose of administering the Employee Stock Option/ Purchase Schemes, shall determine the stock options and other share based payments to be made to Key Managerial Personnel and Senior Management.
- c) The Fixed pay shall include monthly remuneration, employer's contribution to Provident Fund, contribution to pension fund, pension schemes, etc. as decided from time to time.
- d) The Incentive pay shall be decided based on the balance between performance of the Company and performance of the Key Managerial Personnel and Senior Management, to be decided annually or at such intervals as may be considered appropriate.

**Loan to KMP, Senior Management and Other Employees of the Company: (Except Director Which is Governed by Section 185 of The Companies Act, 2013)**

- 1) Company may consider the loan applications received from KMP, Senior Management and other employees of the company.
- 2) The loan may be granted/ sanctioned for purchase of vehicle, medical treatment of self and family dependent or to meet other personal expenditure.
- 3) The loan may be given at a concessional rate of interest or interest free at the sole discretion of the board/company.
- 4) The amount of loan, repayment period, and mode of repayment, amount of instalment, extension and other relevant terms & conditions may be decided by board/company as they/it deem fit or suitable from time to time.
- 5) The company may take suitable steps to secure the loan given by availing collateral security, deposit of title deed/papers of the vehicle/property concerned or by taking post dated cheque or any other way.

**Implementation:**

- 1) The Committee may recommend to the board or board may issue guidelines, procedures, formats, reporting mechanism and manuals in supplement and for better implementation of this policy as considered appropriate.
  - 2) The Committee may Delegate any of its powers to one or more of its members or directors of the company.
- The NRC may recommend changes, if any or the Board may itself amend the policy from time to time in accordance with Act, Rules, and Provisions in force.

**For Debock Sales & Marketing Limited**  
**(Formerly known as Debock Sales & Marketing Pvt Ltd.)**

Sd/-

**MukeshManveerSingh**

**DIN: 01765408**

**Chairman & Managing Director**

**Place: Jaipur**

**Date: 14-08-2020**

**ANNEXURE "F" TO THE DIRECTOR'S REPORT**

**Statement of Disclosure of Remuneration under Section 197(12) of the Companies Act, 2013 Read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014**

1. The Ratio of the Remuneration of each director to the median remuneration of the employees of the company for the Financial Year.

Sr. No.	Name of the Director / KMP	Designation	Ratio of the Remuneration of each director to the median remuneration of the employees	% increase in remuneration during FY 2019-20
1.	Mr. Mukesh Manveer Singh	Chairman and Managing Director	1.63	2.40
2.	Ms. Nishu Goyal	CFO	1.80	2.94
3.	Mr. Bharat Singh	CS	1.80	2.87
4.	Ms. Vandana Patidar	CEO	NA	1.80

2. The percentage increase in the median remuneration of the employees in the financial year:

Permanent employees on the rolls of the Company as on 31 <sup>st</sup> March, 2020 (not including 3 directors)	17
The median remuneration of employees of the Company during the Financial year	Rs. 9550/-
% increase in the median remuneration of employees in the Financial Year	NA

3. 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- 10%

4. Name of the employee who

- if employed throughout the financial year, was in receipt of remuneration for that year which, in the aggregate, was not less than one crore and two lakh rupees- **NA**
- if employed for a part of the financial year, was in receipt of remuneration for any part of that year, at a rate which, in the aggregate, was not less than eight lakh and fifty thousand rupees per month-**NA**
- If employed throughout the financial year or part thereof, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the managing director or whole- time director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the company-**NA**

5. It is hereby affirmed that the remuneration paid is as per the remuneration policy of the Company.

**By the order of the Board**  
**For Debock Sales & Marketing Limited**  
**(Formerly known as Debock Sales & Marketing Pvt Ltd.)**

**Sd/-**

MukeshManveer Singh  
DIN: 01765408  
Chairman & Managing Director

**Place: Jaipur**  
**Dated: 14-08-2020**

**ANNEXURE "G" TO THE DIRECTOR'S REPORT****Form No. MGT-9****EXTRACT OF ANNUAL RETURN****As on the Financial Year ended on 31st March, 2020****[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]**

<b>I</b>	<b>REGISTRATION &amp; OTHER DETAILS:</b>	
i	CIN	L52190RJ2008PLC027160
ii	Registration Date	11/08/2008
iii	Name of the Company	Debock Sales & Marketing Limited
iv	Category/Sub-category of the Company	Public Company/ Limited By Shares Indian Non-Government Company
v	Address of the Registered office & contact details	51, Lohiya Colony, 200ft Bye Pass Vaishali Nagar, Jaipur 302021 Email id: <a href="mailto:cs@debockgroup.com">cs@debockgroup.com</a>
vi	Whether listed company	YES
vii	Name, Address & contact details of the Registrar & Transfer Agent, if any.	M/s Cameo Corporate Services Limited, Subramanian Building No. 1, Club House Road, Chennai – 600 002 Website: <a href="http://www.cameoindia.com">www.cameoindia.com</a> +91 - 44 - 2846 0390, +91 - 44 - 2846 1989

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 hereunder:			
S. No.	Name & Description of main Products/Services	NIC Code of the Product /service	% to total turnover of the company
1	Agriculture Equipment	Division-28	98.65%
2.	Hotel Income and others	Division-56	1.35%

<b>III</b>	<b>PARTICULARS OF HOLDING , SUBSIDIARY &amp; ASSOCIATE COMPANIES</b>				
<b>Sl No</b>	<b>Name &amp; Address of the Company</b>	<b>CIN/GLN</b>	<b>Holding/ Subsidiary/ Associate</b>	<b>% Of Shares Held</b>	<b>Applicable Section</b>
1	NA	NA	NA	NA	NA







(h)	Non Resident Indians (Repat)	0	0	0	0	0	0	0	0	0
(i)	Clearing Member	0	0	0	0	0	0	0	0	0
(j)	Bodies Corporate	1162397	0	1162397	14.14	946063	0	946063	11.51	2.63
(i)	HUF	222000	0	222000	2.7	198000	0	198000	2.41	(0.29)
	<b>Sub Total (B)(3)</b>					946063	0	946063	11.51	0
	<b>Total Public Shareholding(B)=(B)(1)+(B)(2)+(B)(3)</b>	0	0	0	0	0	0	0	0	0
	<b>Total (A)+(B)</b>	2894576	0	2894576	35.21	2894576	0	2894576	35.21	
(C)	<b>Non Promoter - Non Public</b>									
[1]	Custodian/DR Holder	0	0	0	0	0	0	0	0	0
[2]	Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)	0	0	0	0	0	0	0	0	0
	<b>Total Non Promoter - Non Public ©</b>	0	0	0	0	0	0	0	0	0
	<b>Total (A)+(B)+(C)</b>	8220000	0	8220000	100	8220000	0	8220000	100	0

<b>(ii) Shareholding of Promoters</b>								
S. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			
		NO.OF SHARES HELD	% of total Shares of the company	%of Shares Pledged /encumbered to total shares	NO.OF SHARES HELD	% of total Shares of the company	%of Shares Pledged/ encumbered to total shares	% change in shareholding during the year
1	Mukesh Manveer Singh	4807624	58.49	-	4807624	58.49	0	0
2	Ashok Kumar Nanak chand Mahawar	3225	0.04	-	3225	0.04	0	0
3	Abhishek Sharma	3225	0.04	-	3225	0.04	0	0
4	Priyanka Sharma	3225	0.04	-	3225	0.04	0	0
5	Sunil Kalot	488025	5.94	-	488025	5.94	0	0
6	Amit Agarwal	20000	0.24	-	20000	0.24	0	0
7	Raju Ajmera	100	0.00	-	100	0.00	0	0

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

S. No.	Name & Type of Transaction	Shareholding at the beginning of the year		Cumulative Shareholding at the end of the year	
		No. of Shares Held	% of Total Shares Of The Company*	No of Shares Held	% of Total Shares of The Company*
1	Mukesh Manveer Singh	4807624	58.49	4807624	58.49
2	Ashok Kumar Nanak chand Mahawar	3225	0.04	3225	0.04
3	Abhishek Sharma	3225	0.04	3225	0.04
4	Priyanka Sharma	3225	0.04	3225	0.04
5	Sunil Kalot	488025	5.94	488025	5.94
6	Amit Agarwal	20000	0.24	20000	0.24
7	Raju Ajmera	100	0.00	100	0.00

**(iv) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECORS, PROMOTERS & HOLDERS OF GDRS & ADRS)**

	Name & Type of Transaction	Shareholding at the beginning of the year		Cumulative Shareholding at the end of the year	
		NO.OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY	NO OF SHARES HELD	% OF TOTAL SHARES OF THE COMPANY
1	IT INDIABULL PRIVATE LIMITED	664063	8.07	358063	4.35
2	CHETANBHAI MAHENDRABHAI DANTANI	0	0.00	216000	2.63
3	CHOICE EQUITY BROKING PRIVATE LIMITED	334	0.00	186000	2.26
4	ZUBER TRADING	120000	1.46	114000	1.39
5	AMRIT CHOUDHURY	108000	1.32	108000	1.32
6	GUINNESS SECURITIES LIMITED	108000	1.32	108000	1.32
7	KRITIKA	60000	0.73	60000	0.73
8	PUKHRAJ SIRAHMAL LODHA (HUF) .	54000	0.66	54000	0.66
9	GOENKA BUSINESS AND FINANCE LIMITED	0	0.00	48000	0.59
10	JIBHAIBHAI KESHAVLAL PATEL	48000	0.59	48000	0.59

Note: 1. Paid up Share Capital of the Company (Face Value Rs. 10.00) at the end of the year is Shares.

2. The details of holding have been clubbed based on PAN.

3. % of total Shares of the Company are based on the paid up Capital of the Company at the end of the Year.

4. All the shares of the company are held in dematerialized form, and are widely traded on daily basis. Therefore, the date-wise increase/decrease in shareholding is not indicated .

**(v) SHAREHOLDING OF DIRECTORS & KMP**

	Shareholding at the end of the year		Reason	Cumulative Shareholding during the year	
	No. of shares	% of total shares of the company		No of shares	% of total shares of the company
For Each of the Directors & KMP					
<b>Mukesh Manveer Singh (Chairman &amp; Managing Director)</b>					
At the beginning of the year	4807624	58.48		4807624	58.48
Date wise increase/decrease in Promoters	0	0.00	NIL	0.00	0.00

Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)					
<b>AT THE END OF THE YEAR</b>	4807624	58.48		4807624	58.48
<b>Harshad Kumar Jashwant Lal Patel (Independent Non-Executive Director)</b>	<u>NONE</u>				
At the beginning of the year					
Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)					
At the end of the year					
<b>Kailash Brahmabhatt (Independent Non-Executive Director)</b>					
At the beginning of the year					
Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)					
At the end of the year					
<b>Arvind Rao (Independent Non-Executive Director)</b>					
At the beginning of the year					
Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)					
At the end of the year					
<b>Mrs. Nishu Goyal` (CFO)</b>					
At the beginning of the year					
Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)					
At the end of the year					
<b>Ms. Vandana Patidar (CEO)</b>					
At the beginning of the year					
Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)					
At the end of the year					
<b>Mr. Bharat Singh Charan (CS)</b>					
At the beginning of the year					
Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)					
At the end of the year					

V. INDEBTEDNESS				
			Amount In Rupee	
Indebtedness of the Company including interest outstanding/accrued but not due for payment				
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtness at the beginning of the financial year				
i) Principal Amount	40720564	1881928	-	42602492
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	40720564	1881928	-	42602492
<b>Change in Indebtedness during the financial year</b>				
Additions	-	-	-	-
Reduction	(176159)	-	-	(176159)
<b>Net Change</b>	(176159)	-	-	(176159)
Indebtedness at the end of the financial year				
i) Principal Amount	40544405	1881928		42426333
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	40544405	1881928		42426333

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL			
(A) Remuneration to Managing Director, Whole time director and/or Manager:			
Sl.No	Particulars of Remuneration	Name of the MD/WTM/Manager	Amount In Rupee
		Mukesh Manveer Singh	Total Amount
1	<b>Gross salary</b>		
	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.		
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	-	-
	(c ) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	Nil	Nil
2	Stock option	Nil	Nil
3	Sweat Equity	Nil	Nil
4	Commission	Nil	Nil
	as % of profit	Nil	Nil
	others (specify)	Nil	Nil
5	Others, please specify	Nil	Nil
	<b>Total (A)</b>		
	<b>Ceiling as per the Act</b>	Remuneration paid to directors is as per ceiling limit of the	

(B)	Remuneration to other directors:						
S.No	Particulars of Remuneration	Name of the Directors					Total Amount
1	Independent Directors	Harshadkumar Jashwantlal Patel	Kailash Brahmabhatt	Arvind Rao			
	(a) Fee for attending board committee meetings	NONE					
	(b) Commission						
	(c ) Others, please specify						
	Total (1)						
2	Other Non Executive Directors						
	(a) Fee for attending board committee meetings						
	(b) Commission						
	(c ) 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						
Sl. No.	Particulars of Remuneration	Key Managerial Personnel					
1	Gross Salary	Managing Director	Company Secretary	CEO	CFO	Total	
		Mr. Mukesh Manveer Singh	Mr. Bharat Singh	Ms. Vandana Patidar	Mrs. Nishu Goyal		
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	240000	287000	180000	294000		
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961						
	(c ) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	NA		NA	NA	NA	
2	Stock Option	NA		NA	NA	NA	
3	Sweat Equity	NA		NA	NA	NA	
4	Commission	NA		NA	NA	NA	
	as % of profit	NA		NA	NA	NA	
	others, specify	NA		NA	NA	NA	
5	Others, please specify	NA		NA	NA	NA	
	Total	240000	287000	180000	294000		

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**VII. PENALTIES/PUNISHMENT/COMPPOUNDING OF OFFENCES**

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment/Compounding fees imposed	Authority (RD/NCLT/Court)	Appeal made if any (give details)
<b>A. COMPANY</b>	<b><u>NONE</u></b>				
Penalty					
Punishment					
Compounding					
<b>B. DIRECTORS</b>					
Penalty					
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty					
Punishment					
Compounding					

## INDEPENDENT AUDITORS' REPORT

To

The Members of Debock Sales & Marketing Limited

### Report on the audit of the financial statements

#### Opinion

We have audited the accompanying financial statements of Debock Sales & Marketing Limited ("the Company"), which comprise the balance sheet as at March 31, 2020, and the Statement of Profit and Loss and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

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

#### Basis for opinion

We conducted our audit in accordance with the standards on auditing specified under section 143 (10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the code of ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the code of ethics.

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

#### Key audit matters:

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No.	Key Audit Matter
1	<p><b>Revenue Recognition</b> (refer Note. 1 related to Revenue)</p> <p>We focused on this area as a key audit matter due to the risk of incorrect timing of revenue recognition and estimation related to recording the discount and rebates. According to the financial statement' accounting principles revenue is recognized at a point in time when the control of the goods is transferred to the customer</p>



	<p>according to delivery terms. Due to variation of contractual sales terms and practices across the market and the pressure, the management may feel to achieve performance targets, there is a risk of material error.</p> <p><b>Auditor's Response</b></p> <p>To address this risk of material misstatement relating to revenue recognition, our audit procedures included:</p> <ul style="list-style-type: none"> <li>- Assessing the compliance of company's revenue recognition policies with applicable accounting standards, including those related to discounts and rebates.</li> <li>- Assessing the revenue recognition processes on showroom and online sales.</li> <li>- Assessing the adequacy of relevant disclosures.</li> </ul>
2	<p><b>Inventory valuation</b> (refer Note. 1 related to inventories)</p> <p>Inventory were considered as a Key audit matter due to the size of the balance and because inventory valuation involves management judgement. According to company's accounting policies inventories are measured at the lower of cost or net realizable value.</p> <p><b>Auditor's Response</b></p> <p>To address the risk for material error on inventories, our audit procedures included amongst other:</p> <ul style="list-style-type: none"> <li>- Assessing the compliance of company's accounting policies over inventory with applicable accounting standards.</li> <li>- Assessing the Inventory valuation processes on showroom.</li> <li>- Assessing the analyses and assessment made by management with respect to slow moving stock.</li> </ul>

### Information other than the financial statements and auditors' report thereon

The Company's board of directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, Business Responsibility Report but does not include the financial statements and our auditor's report thereon.

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

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

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

### Management's responsibility for the financial statements

The Company's board of directors are responsible for the matters stated in section 134 (5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in

accordance with the accounting principles generally accepted in India, including the accounting standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

### **Auditor's responsibilities for the audit of the financial statements**

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

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

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

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### **Report on other legal and regulatory requirements**

As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure "A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- (c) The balance sheet, the statement of profit and loss, and the cash flow statement dealt with by this report are in agreement with the books of account;
- (d) In our opinion, the aforesaid financial statements comply with the accounting standards specified under section 133 of the Act, read with rule 7 of the **Companies (Accounts) Rules, 2014**;
- (e) On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the board of directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164 (2) of the Act;
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting;
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us;

- a. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note \_\_\_\_ to the financial statements;
- b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
- c. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company

For **Mittal & Associates**  
Chartered Accountants  
Firm Registration No. **106456W**

**Hemant R Bohra**  
Partner  
Membership No.: **165667**  
UDIN: **20165667AAAADB9781**

Place: Mumbai  
Date: July 31, 2020

### Annexure “A” to the Independent Auditor’s Report\*

(Referred to in paragraph 1 under ‘Report on other legal and regulatory requirements’ section of our report to the members of Debock Sales & Marketing Limited of even date)

1.	In respect of the Company’s fixed assets:
(a)	The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
(b)	The Company has a program of verification to cover all the items of fixed assets in a phased manner over a period of three years, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. However, no physical verification has been carried on by the management during the year due to Lockdown imposed in the Country due COVID-19. Accordingly, we were unable to comment on whether any material discrepancies were noticed on such verification and whether they are properly dealt with in the financial statements.
(c)	The conveyance and registered deeds were not made available to us for verification and therefore we are unable to comment on the same.
2.	No physical verification of inventories has been carried on by the management during the year due to Lockdown imposed in the Country due COVID-19. Accordingly, we were unable to comment on whether any material discrepancies were noticed on such verification and whether they are properly dealt with in the financial statements. physical verification has been carried on by the management during the year due to Lockdown imposed in the Country due COVID-19. Accordingly, we were unable to comment on whether any material discrepancies were noticed on such verification and whether they are properly dealt with in the financial statements.
3.	According to information and explanation given to us, the company has not granted any loan, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register required under section 189 of the Companies Act, 2013. Accordingly, paragraph 3 (iii) of the order is not applicable.
4.	In our opinion and according to information and explanation given to us, the company has not complied with the provision of section 185 and 186 of the Companies Act, 2013 in respect of grant of loans, making investments and providing guarantees and securities, as applicable.
5.	In our opinion and according to the information and explanations given to us, the company has not accepted any deposits and does not have any unclaimed deposits as at March 31, 2020, accordingly paragraph 3 (v) of the order is not applicable.
6.	The Central Government of India has not prescribed the maintenance of cost records under sub-section (1) of section 148 of the Act for any of the activities of the company and accordingly paragraph 3 (vi) of the order is not applicable.
7.	In respect of statutory dues:

	(a)	According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales- tax, goods and service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues have been not regularly deposited during the year by the company with the appropriate authorities.				
		According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, sales- tax, service tax, goods and service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues were in arrears as at March 31, 2020 for a period of more than six months from the date they became payable				
	(b)	According to the information and explanations given to us and the records of the company examined by us, there are no dues of income-tax, sales- tax, service tax, goods and service tax, duty of customs, duty of excise and value added tax which have not been deposited on account of any dispute except the following:				
		<b>Statute</b>	<b>Nature of dues</b>	<b>Amount (Rs.in lakhs)</b>	<b>Period to which the amount relates</b>	<b>Forum where the dispute is pending</b>
		Income Tax Act, 1961	Income Tax	229.66	A.Y. 2015-16	Assessing Officer
		Income Tax Act, 1961	Income Tax	26.02	A.Y. 2017-18	Assessing Officer
8	According to the information and explanation given to us and records examined by us, the Company has defaulted in repayment of dues to banks financial institutions and government as detailed in Appendix – I to this report. The Company does not have any dues to debenture holders during the year.					
9.	The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) and has not taken any term loans during the year. Accordingly, paragraph 3 (ix) of the order is not applicable.					
10.	To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company by its officers or employees has been noticed or reported during the year.					
11.	In our opinion and according to the information and explanations given to us, the Company has paid / provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.					
12.	The Company is not a Nidhi Company and accordingly, paragraph 3 (xii) of the order is not applicable to the Company.					

13.	According to the information and explanations given to us and based on our examination of the records of the company, transactions with the related parties are not in compliance with section 177 and 188 of the Act. Where applicable, the details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
14	According to the information and explanations given to us and based on our examination of the records of the company, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, paragraph 3(xiv) of the order is not applicable.
15	According to the information and explanations given to us and based on our examination of the records of the company, the company has not entered into non-cash transactions with directors or persons connected with them. Accordingly, paragraph 3(xv) of the order is not applicable.
16	According to the information and explanations given to us and based on our examination of the records of the company, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

For **Mittal & Associates**  
Chartered Accountants  
Firm Registration No. **106456W**

**Hemant R Bohra**  
Partner  
Membership No.: **165667**  
UDIN: **20165667AAAADB9781**

Place: Mumbai  
Date: July 31, 2020

### Appendix – I

#### Details of default in payment of dues to banks, financial institutions and government

Name of the bank/ Financial Institution	Nature of default	Amount of default (Rs. In Lakhs)	Period of default	Present status
United Bank of India (Term Loan and Cash Credit Facility)	Principal	559.88	More than 24 months	Non- performing Asset



HDFC Bank	Principal & Interest	3.72	More than 24 months	Non-performing Asset
IDFC First Bank	Principal & Interest	21.21	36 Months	Non-performing Asset
HDB Financial Services Limited	Principal	60.24	19 Months	Non-performing Asset
Hinduja Leyland Finance Limited	Principal	123.53	More than 24 months	Non-performing Asset
<b>Total</b>		<b>768.58</b>		

## **Annexure “B” to the Independent Auditor’s Report**

(Referred to in paragraph 2 (f) under ‘Report on other legal and regulatory requirements’ section of our report to the Members of Debock Sales & Marketing Limited of even date)

### **Report on the internal financial controls over financial reporting under clause (i) of sub – section 3 of section 143 of the Companies Act, 2013 (“the Act”)**

We have audited the internal financial controls over financial reporting of Debock Sales & Marketing Limited (“the Company”) as at March 31, 2020, in conjunction with our audit of the financial statements of the Company for the year ended on that date.

#### **Management’s responsibility for internal financial controls**

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

#### **Auditors’ responsibility**

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

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

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

#### **Meaning of internal financial controls over financial reporting**

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of

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

### **Limitations of internal financial controls over financial reporting**

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

### **Opinion**

In our opinion and according to the information and explanations given to us, the Company has, in all material respects, an adequate internal financial control system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **Mittal & Associates**  
Chartered Accountants  
Firm Registration No. **106456W**

**Hemant R Bohra**  
Partner  
Membership No.: **165667**  
UDIN: **20165667AAAADB9781**

Place: Mumbai  
Date: July 31, 2020

**Debock Sales and Marketing Limited**  
**51, lohiya colony, 200ft bye pass vaishali nagar, Jaipur (Raj)-302021, India**  
**Balance Sheet as at 31/03/2020**

	Particulars	Note No.	As at 31 March, 2020	As at 31 March, 2019
			Rs.	Rs.
<b>A</b>	<b>EQUITY AND LIABILITIES</b>			
<b>1</b>	<b>Shareholders' funds</b>			
	(a) Share capital	2	8,22,00,000	8,22,00,000
	(b) Reserves and surplus	3	15,19,07,560	14,32,50,553
			<b>23,41,07,560</b>	<b>22,54,50,553</b>
<b>2</b>	<b>Share application money pending allotment</b>			-
<b>3</b>	<b>Non-current liabilities</b>			
	(a) Long-term borrowings	4	4,24,26,333	4,26,02,492
	(b) Deferred tax liabilities (Net)	5	8,36,335	72,77,129
			<b>4,32,62,668</b>	<b>4,98,79,621</b>
<b>4</b>	<b>Current liabilities</b>			
	(a) Short-term borrowings	6	8,27,44,726	7,94,06,915
	(b) Trade payables	7	26,87,17,511	10,11,22,729
	(c) Other current liabilities	8	1,79,79,157	64,60,306
	(d) Short-term provisions	9	47,65,262	43,78,204
			<b>37,42,06,655</b>	<b>19,13,68,154</b>
	<b>TOTAL</b>		<b>65,15,76,884</b>	<b>46,66,98,328</b>
<b>B</b>	<b>ASSETS</b>			
<b>1</b>	<b>Non-current assets</b>			
	(a) Fixed assets			
	(i) Tangible assets	10	7,13,64,939	7,59,74,073
	(ii) Intangible assets		20,000	20,000
	(iii) Capital WiP		2,52,94,793	2,52,94,793
	(b) Investments	11	3,75,40,000	3,75,20,000
	(c) Long-term loans and advances	12	1,62,26,133	17,86,531
			<b>15,04,45,864</b>	<b>14,05,95,397</b>
<b>2</b>	<b>Current assets</b>			
	(a) Current investments		-	-
	(b) Inventories	13	8,27,91,820	8,13,65,535
	(c) Trade receivables	14	41,19,81,237	23,93,23,087
	(d) Cash and cash equivalents	15	39,57,963	15,16,409
	(e) Short-term loans and advances	16	24,00,000	38,97,900
	(f) Other current assets		-	-
			<b>50,11,31,019</b>	<b>32,61,02,931</b>
	<b>TOTAL</b>		<b>65,15,76,884</b>	<b>46,66,98,328</b>
<b>Significant Accounting Policies</b>			1	
<b>Notes forming part of this Balance Sheet</b>			1 to 25	
For and on behalf of the Board of Directors				
As per our report of even date				
<b>For Mittal &amp; Associates</b>				
<b>Chartered Accountants</b>				
FRN:- 106456W				
Sd/-		Sd/-		
<b>Mukesh Manveer Singh</b>		<b>Vandana Patidar</b>		
Managing Director		Chief Executive Officer		
DIN: 01765408		DIN: 07883524		
Sd/-		Sd/-		
<b>Hemant R Bohra</b>		<b>Nishu Goyal</b>		
Partner		Chief Financial Officer		
M. No.: 165667		ACS: 45044		
Place : Jaipur				
Date : 14/08/2020				

<b>Debock Sales and Marketing Limited</b> 51, lohiya colony, 200ft bye pass vaishali nagar, Jaipur (Raj)-302021, India <b>Statement of Profit and Loss for the year ended 31st March, 2020</b>				
	Particulars	Note No.	For the year ended 31 March, 2020 Rs.	For the year ended 31 March, 2019 Rs.
1	Revenue from operations (gross)	17	18,66,77,100	20,20,11,479
	Other Income	18	3,33,759	21,57,019
	<b>Total Revenue</b>		<b>18,70,10,859</b>	<b>20,41,68,498</b>
2	<b>Expenses</b>			
	(a) Cost of materials consumed		-	-
	(b) Purchases of stock-in-trade	19	16,37,34,211	18,08,58,408
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	20	(14,26,285)	(67,35,584)
	(d) Employee benefits expense	21	40,90,390	49,45,229
	(f) Finance Expenses	22	91,89,921	1,19,81,041
	(e) Depreciation & Amortization Expenses	10	44,38,109	41,41,537
	(e) Other expenses	23	39,89,630	61,41,317
	<b>Total expenses</b>		<b>18,40,15,976</b>	<b>20,13,31,948</b>
3	<b>Profit / (Loss) before exceptional item and tax (1-2)</b>		<b>29,94,883</b>	<b>28,36,550</b>
4	Exceptional items		-	-
5	<b>Profit / (Loss) before extraordinarily items and tax (7 ± 8)</b>		29,94,883	28,36,550
4	Extraordinary Item		-	-
5	<b>Profit &amp; Loss before tax (9+10)</b>		<b>29,94,883</b>	<b>28,36,550</b>
6	<b>Tax expense:</b>			
	(a) Current tax expense for current year		(7,78,670)	(7,37,503)
	(b) Deferred tax Liabilities/Assets		64,40,794	(66,00,351)
			<b>56,62,124</b>	<b>(73,37,854)</b>
7	<b>Profit / (Loss) for the year (13 ± 14)</b>		<b>86,57,007</b>	<b>(45,01,304)</b>
8	<b>Earnings per share (of Rs. 10/- each):</b>			
	(a) Basic		1.05	(0.55)
	(b) Diluted		1.05	(0.55)
<b>Significant Accounting Policies</b> <b>Notes forming part of this Balance Sheet</b> <div style="text-align: center;"> <b>1</b>  <b>1 to 25</b> </div> <div style="text-align: center;"> <b>For and on behalf of the Board of Directors</b> </div> <div style="display: flex; justify-content: space-between;"> <div>                     As per our report of even date  <b>For Mittal &amp; Associates</b>  <b>Charter</b>  <b>FRN:- 106456W</b> </div> <div> <b>Sd/-</b>  <b>Mukesh Manveer Singh</b>                      Managing Director                      DIN: 01765408                 </div> <div> <b>Sd/-</b>  <b>Vandana Patidar</b>                      Chief Executive Officer                 </div> </div> <div style="display: flex; justify-content: space-between; margin-top: 20px;"> <div> <b>Sd/-</b>  <b>Hemant R Bohra</b>                      Partner  <b>M.No.- 165667</b>                      Place: Mumbai                      Date: 14/08/2020                 </div> <div> <b>Sd/-</b>  <b>Bharat Singh Charan</b>                      Company Secretary  <b>ACS:45044</b> </div> <div> <b>Sd/-</b>  <b>Nishu Goyal</b>                      Chief Financial Officer                 </div> </div>				

<b>Debock Sales and Marketing Limited</b> 51, lohiya colony, 200ft bye pass vaishali nagar, Jaipur (Raj)-302021, India <b>Cash Flow statement for the year ended 31 March 2020</b>		
Particulars	For the Year ended March 31, 2020	For the Year ended March 31, 2019
<b>Cash Flow From Operating Activities:</b>		
Net Profit before tax as per Profit And Loss A/c	29,94,883	28,36,550
<b>Adjustments for:</b>		
Depreciation & Amortisation Expense	44,38,109	41,41,537
Finance Cost	91,89,921	1,19,81,041
Preliminary exp.	-	-
<b>Operating Profit Before Working Capital Changes</b>	<b>1,66,22,913</b>	<b>1,89,59,128</b>
Adjusted for (Increase)/ Decrease in:		
Inventories	(14,26,285)	(67,35,584)
Trade receivables	(17,26,58,150)	(3,77,88,667)
Loans And Advances	(1,29,41,702)	16,62,188
Other current assets	-	64,178
Short-Term Borrowings	33,37,811	61,68,691
Trade Payables	16,75,94,782	36,26,810
Other Current Liabilities	1,15,18,852	69,41,732
Short-Term Provisions	3,87,058	10,14,937
<b>Cash Generated From Operations</b>	<b>(41,87,635)</b>	<b>(2,50,45,715)</b>
<b>Appropriation of Profit</b>		
Net Income Tax paid	(7,78,670)	(7,37,503)
<b>Net Cash Flow from/(used in) Operating Activities: (A)</b>	<b>1,16,56,609</b>	<b>(68,24,090)</b>
<b>Cash Flow From Investing Activities:</b>		
Net (Purchases)/Sales of Fixed Assets (including capital work in progress)	1,71,025	(54,36,349)
Net (Increase)/Decrease in Investment	(20,000)	-
<b>Net Cash Flow from/(used in) Investing Activities: (B)</b>	<b>1,51,025</b>	<b>(54,36,349)</b>
<b>Cash Flow from Financing Activities:</b>		
Proceeds From issue of Share Capital	-	4,44,00,000
Net Increase/(Decrease) in Long Term Borrowings	(1,76,159)	(2,22,85,688)
Net Increase/(Decrease) in Other Long Term Liabilities	-	-
Finance Cost	(91,89,921)	(1,19,81,041)
<b>Net Cash Flow from/(used in) Financing Activities (C)</b>	<b>(93,66,080)</b>	<b>1,01,33,271</b>
Net Increase/(Decrease) in Cash & Cash Equivalents (A+B+C)	24,41,554	(21,27,168)
Cash & Cash Equivalents As At Beginning of the Year	15,16,409	36,43,578
<b>Cash &amp; Cash Equivalents As At End of the Year</b>	<b>39,57,963</b>	<b>15,16,409</b>
Significant Accounting Policies Notes forming part of this Balance Sheet		
1 to 25		
<b>For and on behalf of the Board of Directors</b>  As per our report of even date <b>For Mittal &amp; Associates</b> <b>Chartered Accountants</b> <b>FRN:- 106456W</b>  <b>Sd/-</b> <b>Hemant R Bohra</b> Partner <b>M.No.- 165667</b> Place: Mumbai Date: 14/08/2020		
<b>Sd/-</b> <b>Mukesh Manveer Singh</b> Managing Director <b>DIN: 01765408</b>		
<b>Sd/-</b> <b>Vandana Patidar</b> Chief Executive Officer		
<b>Sd/-</b> <b>Bharat Singh Charan</b> Company Secretary <b>ACS:45044</b>		
<b>Sd/-</b> <b>Nishu Goyal</b> Chief Financial Officer		

## Notes forming part of the financial statements

## Note 2 Share capital

Particulars	As at March, 31			
	2020		2019	
	Number of shares	Rs.	Number of shares	Rs.
<b>Authorised</b>				
Equity shares of Rs. 10/- each with voting rights	82,20,000	8,22,00,000	82,20,000	8,22,00,000
	82,20,000	8,22,00,000	82,20,000	8,22,00,000
<b>Issued, subscribed and paid up capital</b>				
Equity shares of Rs. 10/- each with voting rights	82,20,000	8,22,00,000	82,20,000	8,22,00,000
<b>Total</b>	<b>82,20,000</b>	<b>8,22,00,000</b>	<b>82,20,000</b>	<b>8,22,00,000</b>

## a) Details of reconciliation of the number of shares outstanding:

Particulars	Opening Balance	Issue During the year	Bonus issued during the year	Closing Balance
Equity shares with voting rights				
<b>Year ended 31 March, 2020</b>				
- Number of shares	82,20,000	-	-	82,20,000
- Amount (Rs.)	8,22,00,000	-	-	8,22,00,000
<b>Year ended 31 March, 2019</b>				
- Number of shares	60,00,000	22,20,000		82,20,000
- Amount (Rs.)	6,00,00,000	2,22,00,000		8,22,00,000

## b) Details of shares held by each shareholder holding more than 5% shares:

Name of Stakeholders	As at March, 31 2020		As at March, 31 2019	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Mukesh Kumar Mahawar	48,07,624.00	58.49%	50,58,761.00	61.54%
IT Indiabull Private Limited				
Sunil Kalot	4,88,025.00	5.94%	6,09,505.00	7.41%
<b>Total</b>	<b>52,95,649.00</b>	<b>64.42%</b>	<b>56,68,266.00</b>	<b>68.96%</b>

## c) Terms / rights attached to equity shares:

The Company has only one class of equity shares having a par value of Rs. 10/- each. Each holder of equity shares is entitled to one

In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive remaining assets of the

## Debock Sales and Marketing Limited

Notes forming part of the financial statements

## Note 3 Reserves and surplus

Particulars		As at 31 March, 2020	As at 31 March, 2019
		Rs.	Rs.
<b>(a) Securities premium account</b>			
Opening balance		13,20,67,300	10,98,67,300
Add : Premium on shares issued during the year		-	2,22,00,000
Less : Utilised during the year		-	-
Closing balance		<b>13,20,67,300</b>	<b>13,20,67,300</b>
<b>(b) Profit &amp; Loss a/c</b>			
Opening balance		1,11,83,253	1,56,84,557
Add: Profit / (Loss) for the year		86,57,007	-45,01,304
Closing balance		<b>1,98,40,260</b>	<b>1,11,83,253</b>
<b>Total</b>		<b>15,19,07,560</b>	<b>14,32,50,553</b>
<b>Note 4 Long-term borrowings</b>			
Particulars		As at 31 March, 2020	As at 31 March, 2019
		Rs.	Rs.
<b>Secured Loan</b>			
<b>Term loans</b>			
From Banks (Refer note 4.1 below)		2,21,67,468	2,23,43,627
From Others		1,83,76,937	1,83,76,937
<b>Unsecured Loan</b>			
Term Loan from Bank (Refer note 4.1 below)		18,81,928	18,81,928
<b>Grand Total</b>		<b>4,24,26,333</b>	<b>4,26,02,492</b>

(i) Details of terms of repayment for the other long-term borrowings and security provided in respect of the secured other long-term borrowings:

**4.1 Term Loan from banks****A Security**

## (i) United Bank of India - TL-1

Exclusive charge by way of Hypothecation of Plant & Machinery to be purchased and Equitable Mortgage of factory land and building situated at Khasra No 534/211, Village Gopipura (NH-12), Post Panwad, Tehsil Deoli, District Tonk admeasuring 2000 sq mts

Additional Security: Exclusive charge by way of Equitable Mortgage of the 1. commercial land and building situated at Debock House, Ward No.17, Near Petrol Pump, Tehsil Deoli dist Tonk admeasuring 740 sq ft (land area, constructed basement, first, second and third floor 2. residential land & building situate at flat no S1, Sun View Residency, Plot no. 3/410, Chitrakoot Yajana, Sector-3, near vaishali nagar, Jaipur, ad-measuring 808.66 sq ft in the name of Urmila Sharma and 3. Residential Property situated at Plot 1-A, Near H.P. Petrol Pump, ward no. 16, Tehsil -Deoli, District Tonk (Raj) admeasuring 800 Sqmt



## Debock Sales and Marketing Limited

## Notes forming part of the financial statements

- (ii) United Bank of India - TL-2 Mortgage Term Loan  
Exclusive charge by way of Equitable Mortgage of the Commercial land and building situated at Ward No.17, Near Petrol Pump, Tehsil Deoli dist Tonk (Raj) admeasuring 2160 Sq Ft
- (iii) United Bank of India - TL-3  
Other than above security the Exclusive Equitable Mortgage charge on the proposed new building and shed for which term loan is given

All the above loan from United Bank of India are obtained by Personal Guarantee of Mr. Mukesh Kumar Mahawar (Director), Mrs. Priyanka Sharma (Erstwhile Director), Ashok Kumar Mahawar (Director) and Mrs. Urmila Sharma (Property Owner)

- (iv) HDFC Bank Ltd (Vehicle Loan)  
Exclusive charge by way of Commercial Vehicle purchased through this loan i.e. Forklift
- (v) Axis Bank Ltd (Vehicle Loan)  
Exclusive charge by way of Commercial Vehicle purchased through this loan i.e. Bolero
- (vi) IDFC First Bank Ltd (Erst. Capital First Ltd)  
Unsecured Business Loan guaranted by all the Directors

## B Details of Terms of Repayment

Bank Name	Sanction Amount	Interest Rate	No. of residual / total Installments	Term	First / Residual Installment date
United Bank of India TL-1	62.55 Lakhs	Base rate + 3.25%	53	Monthly	April -2017
United Bank of India TL-2 Mortgage Term Loan	42.85 Lakhs	Base rate + 1.85%	48	Monthly	April -2017
United Bank of India TL-3	115 Lakhs	MCLR-Y+3.30%	84	Monthly	May-2017
HDFC Bank Vehicle Loan	6 Lakhs	Approx 11.50%	41	Monthly	January-2016
Axis Bank - Vehicle Loan	5 Lakhs	10.75%	60	Monthly	February-2015
IDFC First Bank Ltd (Erst. Capital First Ltd) - Unsecured Loan	25 Lakhs	21%	18	Monthly	November-2016

## 4.2 Term Loan from Others

## A Security

- (i) HDB Financial Services Limited (Loan against Property)  
Loan against property - Exclusive charge by way of Hypothecation of Unit no. GC, FC, FD, SC and SD Plot no 51, Lohiya Colony, Beed Khatipura, Jaipur Rajasthan
- (ii) Hinduja Leyland Finance Limited (Loan against Property)  
Exclusive charge by way of hypothecation of following properties:  
a. Flat no D-401/D-402, D-Block, 4th Floor, Balaji Majestic Heights, Plot no. S-25, Central Spine Mahal Road, Jagatpura, Jaipur - 302033, Rajasthan  
b. Flat no C-502, C-Block, 5th Floor, Balaji Majestic Heights, Plot no. S-25, Central Spine Mahal Road, Jagatpura, Jaipur - 302033, Rajasthan  
c. Flat no D-702/D-704, D-Block, 7th Floor, Balaji Majestic Heights, Plot no. S-25, Central Spine Mahal Road, Jagatpura, Jaipur - 302033, Rajasthan  
d. Flat no A-801, A-Block, 8th Floor, Balaji Majestic Heights, Plot no. S-25, Central Spine Mahal Road, Jagatpura, Jaipur - 302033, Rajasthan

## B Details of Terms of Repayment

NBFC Name	Sanction Amount	Interest Rate	No. of residual / total Installments	Term	First / Residual Installment date
HDB Financial Services Limited	81.98 Lakhs	12.20%	85	Monthly	April -2016
Hinduja Leyland Finance Limited	152 Lakhs	13.50%	120	Monthly	January-2016

## Debock Sales and Marketing Limited

## Notes forming part of the financial statements

## 4.3 The Company has defaulted in repayment of loans and interest in respect of the following:

All the borrowings from banks and financial institutions have been classified by the lenders as non-performing assets from June 2018 and hence classified as defaults further the interest portion has been included as per Repayment schedule which can be vary at the time of Settlement or Payment

Particulars	As at 31.02.2020		As at 31.02.2019	
	Period of default	Rs.	Period of default	Rs.
<b>Term Loan from Bank:</b>				
1. United Bank of India - I	More than 24 Months	59,71,669	More than 12 months	59,71,669
2. United Bank of India - II	More than 24 Months	41,16,630	More than 12 months	41,16,630
3. United Bank of India - III	More than 24 Months	1,17,43,193	More than 12 months	1,17,43,193
4. HDFC Bank Vehicle Loan:				
Principal and Interest*	31 Months	3,71,849	19 Months	3,71,849
5. IDFC First Bank				
Principal and Interest*	36 Months	21,20,469	24 Months	21,20,469
<b>Term Loan from Others:</b>				
1. HDB Financial Services Limited				
Principal	19 Months	60,23,857	19 Months	60,23,857
2. Hinduja Leyland Finance Limited				
Principal	More than 24 Months	1,23,53,080	More than 12 Months	1,23,53,080

## Note 5 Deferred Tax Liabilities

Particulars		As at 31 March, 2020	As at 31 March, 2019
		Rs.	Rs.
<b>Timing Difference on account of Depreciation</b>			
WDV as per Companies Act, 2013		4,70,25,272	7,13,64,939
WDV as per Income Tax Act, 1961		4,38,08,598	4,79,85,115
Difference		<b>32,16,674</b>	<b>2,33,79,824</b>
Deferred Tax Charged to P&L		-52,42,419	66,00,351
<b>Grand Total</b>		<b>8,36,335</b>	<b>60,78,754</b>

**Note 6 Short-term borrowings**

Particulars		As at 31 March, 2020	As at 31 March, 2019
		Rs.	Rs.
<b><u>Loan repayable on demand</u></b>			
From Bank (Secured)		3,41,56,346	3,44,93,746
<b><u>Loans &amp; Advances from Related Parties</u></b>			
Unsecured		4,85,88,380	4,49,13,169
<b>Total</b>		<b>8,27,44,726</b>	<b>7,94,06,915</b>

(i) Details of terms of repayment and security provided in respect of the above borrowings:

**A Security & Interest**

United Bank of India Cash Credit

Facility

The working capital facility are secured by first pari passu charge by way of hypothecation over all Inventories (Stock in trade, work-in-process, finished goods, consumables and packing materials), receivables and entire current assets of the Company both present and future and second pari passu charge (Charge created/to be created) over the Fixed Asset of the Company as per Sanction Letter of the Bank, The Cash credit facility repayable on demand.

The Cash Credit facility carries interest @ MCLR-Y + 3.30% i.e 12.10% with yearly reset

The Company has defaulted in repayment of loans and interest in respect of the following:

All the borrowings from banks and financial institutions have been classified by the lenders as non-performing assets from June 2018 and hence classified as defaults further the interest portion has not been included due to non-receipt of latest statement.

Particulars	As at 31.02.2020		As at 31.02.2019	
	Period of default	Rs.	Period of default	Rs.
<b>Loans repayable on demand from banks</b>				
Principal+Interest	12 Months	3,41,56,346	12 Months	3,44,93,746

**Note 7 Trade payables**

Particulars		As at 31 March, 2020	As at 31 March, 2019
		Rs.	Rs.
<b>Trade payables:</b>			
Total outstanding dues of micro and small enterprises:		-	-
Total outstanding dues of Creditors other than micro and small enterprises:		26,87,17,511	10,11,22,729
<b>Total</b>		<b>26,87,17,511</b>	<b>10,11,22,729</b>

**Note 8 Other current liabilities**

Particulars		As at 31 March, 2020	As at 31 March, 2019
		Rs.	Rs.
Creditor For Expense*		1,70,88,273	69,43,733
Statutory Payable		-	-4,83,427
Advance from Customers		8,90,884	-
<b>Total</b>		<b>1,79,79,157</b>	<b>64,60,306</b>

\* It includes provision for Interest payable on all the Term Loan from banks and NBFC's @ 12%. Since all the loans were classified as Non-performing Asset by the Banks and NBFC's the Interest was not charged by them and hence it has been provided as per the Management Estimations.

**Note 9 Short-term provisions**

Particulars		As at 31 March, 2020	As at 31 March, 2019
		Rs.	Rs.
Provision - Others:			
Provision for tax (Net of advance Tax)		47,65,262	39,86,592
Provision for Expenses		-	3,91,612
<b>Total</b>		<b>47,65,262</b>	<b>43,78,204</b>

**Note 11 Non-current Investments**

Particulars		As at 31 March, 2020	As at 31 March, 2019
		Rs.	Rs.
<b>Other Investments</b>			
Investment Property		3,75,00,000	3,75,00,000
Investment in NSC		40,000	20,000
<b>Total</b>		<b>3,75,40,000</b>	<b>3,75,20,000</b>

## Note-10 Details Of Fixed Assets

Amount in Rs.

Particulars	Gross Block				Accumulated Depreciation/ Amortisation				Net Block	
	Balance as at 1st April 2019	Additions during the year	Deletion during the year	Balance as at 31st March 2020	Balance as at 1st April 2019	Provided during the year	Deletion / adjustments during the year	Balance as at 31st March 2020	Balance as at 31st March 2020	Balance as at 31st March 2019
<b>Tangible assets</b>										
Land	2,50,57,590	-	-	2,50,57,590	-	-	-	-	2,50,57,590	2,50,57,590
Building	3,29,85,959	-	-	3,29,85,959	39,13,911	14,53,602	-	53,67,513	2,76,18,445	2,90,72,047
Plant and Machinery	1,67,71,859	-	-	1,67,71,859	44,17,571	15,17,595	-	59,35,166	1,08,36,693	1,23,54,288
Office Equipment	50,34,530	-	-	50,34,530	28,41,839	4,13,305	-	32,55,144	17,79,386	21,92,691
Furniture and Fixtures	15,32,423	25,000	-	15,57,423	5,34,430	1,02,299	-	6,36,729	9,20,694	9,97,993
Computer	4,95,101	1,20,000	-	6,15,101	3,88,262	68,051	-	4,56,313	1,58,787	1,06,838
Motor Vehicle	95,59,293	-	7,21,719	88,37,574	33,66,668	8,83,256	4,05,693	38,44,231	49,93,343	61,92,625
<b>Total</b>	<b>9,14,36,754</b>	<b>1,45,000</b>	<b>7,21,719</b>	<b>9,08,60,035</b>	<b>1,54,62,681</b>	<b>44,38,108</b>	<b>4,05,693</b>	<b>1,94,95,097</b>	<b>7,13,64,939</b>	<b>7,59,74,073</b>
<b>Intangible assets</b>										
Trade Mark	20,000	-	-	20,000	-	-	-	-	20,000	20,000
<b>Capital WIP</b>										
Building	2,52,94,793	-	-	2,52,94,793	-	-	-	-	2,52,94,793	2,52,94,793
<b>Grand Total</b>	<b>11,67,51,547</b>	<b>1,45,000</b>	<b>7,21,719</b>	<b>11,61,74,828</b>	<b>1,54,62,681</b>	<b>44,38,108</b>	<b>4,05,693</b>	<b>1,94,95,097</b>	<b>9,66,79,731</b>	<b>10,12,88,866</b>
<b>P.Y.</b>	<b>9,94,46,482</b>			<b>11,67,51,547</b>		<b>26,99,246</b>		<b>1,54,62,681</b>	<b>10,12,88,866</b>	

**Debock Sales and Marketing Limited**  
**Notes forming part of the financial statements**

**Note 12 Long term Loans & Advances**

Particulars	As at 31 March, 2020	As at 31 March, 2019
	Rs.	Rs.
(a) Security deposits Unsecured, considered good	17,86,531	17,86,531
(b) Advance to Suppliers Unsecured, considered good	1,44,39,602	-
<b>Total</b>	<b>1,62,26,133</b>	<b>17,86,531</b>

**Note 13 Inventories**

Particulars	As at 31 March, 2020	As at 31 March, 2019
	Rs.	Rs.
Stock in Trade	8,27,91,820	8,13,65,537
<b>Total</b>	<b>8,27,91,820</b>	<b>8,13,65,537</b>

## Notes forming part of the financial statements

## Note 14 Trade receivables

Particulars	As at 31 March, 2020	As at 31 March, 2019
	Rs.	Rs.
<b>Trade receivables outstanding for a period exceeding six months from the date they were due for payment</b>		
Secured, considered good	-	-
Unsecured, considered good	34,42,63,437	16,10,70,337
Doubtful		
	<b>34,42,63,437</b>	<b>16,10,70,337</b>
Less: Provision for doubtful trade receivables		-
	<b>34,42,63,437</b>	<b>16,10,70,337</b>
<b>Trade receivables outstanding for a period less than six months from the date they were due for payment</b>		
Secured, considered good	-	-
Unsecured, considered good	6,77,17,800	7,82,52,750
Doubtful		
	<b>6,77,17,800</b>	<b>7,82,52,750</b>
Less: Provision for doubtful trade receivables	-	-
	<b>6,77,17,800</b>	<b>7,82,52,750</b>
<b>Total</b>	<b>41,19,81,237</b>	<b>23,93,23,087</b>

## Note 15 Cash and cash equivalents

Particulars	As at 31 March, 2020	As at 31 March, 2019
	Rs.	Rs.
(a) Cash on hand	39,09,411	12,77,049
(b) Balances with banks		
(i) In current accounts	48,552	2,39,360
<b>Total</b>	<b>39,57,963</b>	<b>15,16,409</b>

## Note 16 Short-term loans and advances

Particulars	As at 31 March, 2020	As at 31 March, 2019
	Rs.	Rs.
<b>Loans and advances</b>		
Unsecured, considered good	17,91,115	38,97,900
Balance with Government Authorities	6,08,885	
<b>Total</b>	<b>24,00,000</b>	<b>38,97,900</b>

## Notes forming part of the financial statements

## Note 17 Revenue from operations

	Particulars	For the year ended 31 March, 2020	For the year ended 31 March, 2019
		Rs.	Rs.
	<b><u>Sale of products</u></b>		
	Sales Exempt	18,41,74,900	20,14,08,900
	Sales of Hotel Room	1,79,998	4,28,733
	Sale of Health Products	6,76,415	-
	Sale of Organic Garments	7,14,275	-
	Sales of Food @ 5.50%	-	1,73,846
	Sale of Jewellery	7,75,127	-
	Sale of Sanatery Napkins	1,56,385	-
	<b>Total</b>	<b>18,66,77,100</b>	<b>20,20,11,479</b>

## Note 18 Other income

	Particulars	For the year ended 31 March, 2020	For the year ended 31 March, 2019
		Rs.	Rs.
	Rent Income	-	3,36,600
	Income From Bar Deol	2,92,384	11,82,727
	Misclaneous	41,375	1,822
	Excess payment Refund from Bank	-	6,35,870
	<b>Total</b>	<b>3,33,759</b>	<b>21,57,019</b>



**Debock Sales and Marketing Limited**  
**Notes forming part of the financial statements**

**Note 19 Purchase**

Particulars	For the year ended 31 March, 2020	For the year ended 31 March, 2019
	Rs.	Rs.
Purchase (Hotel)	-	3,55,908.00
Purchases (Exempted) A/c	16,18,68,887	18,05,02,500
Purchases (Health Products)	5,72,021	-
Purchases (Jewellery)	7,42,431	-
Purchases (Organic Garments)	5,50,872	-
<b>Total</b>	<b>16,37,34,211</b>	<b>18,08,58,408</b>

**Note 20 Changes in inventories of finished goods, work-in-progress and stock-in-trade**

Particulars	For the year ended 31 March, 2020	For the year ended 31 March, 2019
	Rs	Rs
<b><u>Inventories at the end of the year:</u></b>		
Stock-in-trade	8,27,91,820	8,13,65,535
	8,27,91,820	8,13,65,535
<b><u>Inventories at the beginning of the year:</u></b>		
Stock-in-trade	8,13,65,535	7,46,29,951
	-	
	8,13,65,535	7,46,29,951
<b>Net (increase) / decrease</b>	<b>(14,26,285)</b>	<b>(67,35,584)</b>

## Debock Sales and Marketing Limited

## Notes forming part of the financial statements

## Note 21 Employee benefits expense

Particulars	For the year ended 31 March, 2020	For the year ended 31 March, 2019
	Rs.	Rs.
<b>Salaries and wages</b>		
Salaries	28,90,390	38,30,873
Director Remuneration	12,00,000	10,80,000
	<b>40,90,390</b>	<b>49,10,873</b>
<b>Staff welfare expenses</b>		
Staff Welfare Expenses (Head Office)	-	34,356.00
	-	<b>34,356</b>
<b>Total</b>	<b>40,90,390</b>	<b>49,45,229</b>

## Note 22 Finance costs

Particulars	For the year ended 31 March, 2020	For the year ended 31 March, 2019
	Rs.	Rs.
<b>Interest expense on:</b>		
Interest on Loan	91,89,921	1,19,81,041
<b>Total</b>	<b>91,89,921</b>	<b>1,19,81,041</b>

## Note 23 Other expenses

Particulars	For the year ended 31 March, 2020	For the year ended 31 March, 2019
	Rs.	Rs.
Advertisement Exp	-	2,36,983
Audit Fees	2,00,000	1,03,250
Bank Charges	15,428	-
Diesel In Generator (Hotel)	-	47,389
Donation	-	51,051
Electricity And Water Exp	3,50,677	4,45,162
Entertainment And Hospitality Exp	1,82,300	1,14,936
Freight Exp (Factory)	-	26,610
Freight Exp Hotel	8,470	51,746
Fuel Exp	1,580	38,584
General Hotel Expenses	5,10,141	2,05,731
Handling Charges Tour And Travelling	-	6,726
Interest On Tds	-	6,000
Ipo Expenses	-	17,48,145
Late Fees On Gst Return	-	11,950
Legal & Professional Expenses	6,74,398	70,900
Loading / Unloading Exp Factory	-	6,179
Books & Periodicals	8,218	9,240
Other Expenses	-	11,99,144
Printing And Stationary	71,038	1,33,192
Repair And Maintenance	3,86,207	8,92,318
Roc/Mca Expenses	51,500	26,200
Sponsorship Expenses	6,53,996	-
Staff Welfare	22,838	-
Telephone/ Mobile/ Internet Exp. (Marriage Garden)	52,771	1,31,667
Trade Mark Expenses	10,000	-
Travelling And Tour Expenses	7,63,068	5,35,714
Website Expenses	27,000	42,500
<b>Total</b>	<b>39,89,630</b>	<b>61,41,317</b>

**Debock Sales and Marketing Limited**

Notes forming part of the financial statements

**Note-24****Related Party Disclosure**

As per AS 18, the disclosures of transactions with the related parties are given below:-

**a) Entites in where control/significant influence by Director ,KMPs and their relative and with whom transaction has taken place**

Eagle Sales

**b) Key managerial personnel**

Mukesh Manveer Singh - Chairman &amp; Managing Director

**c) Relatives of Key managerial personnel**

Priyanka Sharma

**d) Non Executive Directors**

Harshadkumar Jashwantlal Patel

Arvind Rao

Kailash Brahmabhatt

Jyoti Choudhary

<b>e) Transactions with related parties during the year</b>	<b>For the year ended March 31, 2020</b>
<b>i) Directors remuneration</b> Key managerial personnel and Relatives	12,00,000
<b>ii) Loans and advances Received</b> <i>by Director and their relative</i>	32,50,000
<b>iii) Sale Transaction</b> Eagle Sales	84,37,650
<b>f) Related party balances</b>	<b>As at March 31, 2020</b>
<b>i) Trade/Expenses/Loan payables</b> Eagle Sales Key Managerial Personnel	3,01,34,304 2,30,22,551

**Note - 25 Contingent Liability**

<b>S. No.</b>	<b>Liability</b>	<b>As at 31st March,2020</b>	<b>As at 31st March,2019</b>
1	Income tax Liability A.Y. (2015-16)	2,29,66,290	2,29,66,290
2	Income tax Liability A.Y. (2017-18)	26,01,550	26,01,550
<b>Total</b>		<b>2,55,67,840</b>	<b>2,55,67,840</b>