



Sahyog Multibase Limited

28th Annual Report

2018-19

CORPORATE INFORMATION

KEY MANAGERIAL PERSONNEL Mr. Vishesh Gupta, Managing Director Ms. Himanshi Negi, Company Secretary Mr. Shrawan Kumar Prasad, CFO	REGISTERED OFFICE House No.9, Road No. 13, East Punjabi Bagh, New Delhi-110026 Email: sahyogcreditslimited@yahoo.in Website: www.sahyogmultibaselimited.com
NON-EXECUTIVE DIRECTOR Mr. Naresh Kumar Singhal Mr. Vimal Kumar	INTERNAL AUDITORS G.S. Goel & Co. New Delhi-110007
NON-EXECUTIVE & INDEPENDENT DIRECTORS Mr. Ghanshyam Prasad Gupta Mrs. Meetu Aggarwal (Women Director) Mr. Braj Kishore Prasad Mr. Bijender Singh Phogat	STATUTORY AUDITORS M/s Goyal Nagpal & Co. 20A, Street No. 6 Dheeraj Vihar, Karala, New Delhi-110085
SECRETARIAL AUDITOR MSTR & Associate 105 & 302, C-24, Pragati Market, Ashok Vihar, Phase II, Delhi	REGISTRAR & SHARE TRANSFER AGENT Skyline Financial Services Private Limited D-153A, 1st Floor Okhla Industrial Area, Phase-I, New Delhi-110020
BANKERS Oriental Bank of Commerce DBS Bank Ltd	

BOARD COMMITTEES & ITS COMPOSITION

Audit Committee

Mr. Ghanshyam Prashad Gupta, Chairman, Independent & Non-Executive Director
Ms. Meetu Aggarwal Member, Independent & Non-Executive Director
Mr. Naresh Kumar Singhal Member, Non-Executive Director

Nomination and Remuneration Committee

Mr. Ghanshyam Prashad Gupta, Chairman, Independent & Non-Executive Director
Ms. Meetu Aggarwal, Member, Independent & Non-Executive Director
Mr. Naresh Kumar Singhal, Member, Non-Executive Director

Stakeholders' Relationship Committee

Mr. Naresh Kumar Singhal, Chairman, Non-Executive Director
Ms. Meetu Aggarwal, Member, Independent & Non-Executive Director
Mr. Ghanshyam Prashad Gupta, Member, Independent & Non-Executive Director

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NOTICE

Notice is hereby given that the **28th ANNUAL GENERAL MEETING ('AGM')** of the Shareholders of Sahyog Multibase Limited (CIN L74110DL1992PLC116773) will be held on **Saturday, 28th September, 2019** at 5/2, Agarwal Bhawan, Jaidev Park, East Punjabi Bagh, New Delhi-10026 at 11.00 a.m. to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2019 including the audited Balance Sheet as at 31st March, 2019, the Statement of Profit and Loss with Cash Flow Statement for the year ended on that date and the reports of the Board of Directors ('the Board') and Auditors' thereon.
2. To declare final dividend on Equity Shares @ 1% i.e. Rs. 0.1/- (Ten Paise) per share for the Financial Year ended 31st March, 2019.
3. To appoint a Director in place of Mr. Naresh Kumar Singhal, Director, who retires by rotation and being eligible, offers himself for reappointment.
4. To appoint Statutory Auditors in place of retiring Auditors of the Company and to fix their remuneration.

To consider and, if thought fit, to pass following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of the Companies Act, 2013 and rules made thereunder, including any statutory modification or amendment thereto or re-enactment thereof for the time being in force, M/s. Samarath M Surana & Co., Chartered Accountants (Registration No. 010295N) be and is hereby appointed as the Auditors of the Company in place of retiring Auditors M/s. Goyal Nagpal & Co., Chartered Accountants for a term of five years i.e. to hold office from conclusion of this Annual General Meeting till conclusion of 33rd Annual General Meeting of the Company at such remuneration and other terms and conditions as may be determined by the Board of Directors."

SPECIAL BUSINESS

5. **To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:-**

"RESOLVED THAT pursuant to the provisions of Section 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014 and in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Braj Kishore Prasad (DIN 01603310), who was appointed by the Board of Directors as an additional Director of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation and to hold office for Five consecutive years with effect from 16th August, 2019, subject to fulfilment of criteria of Independence at all times and such terms and conditions including remuneration by way of sitting fee as applicable to Independent Directors of the Company.

RESOLVED FURTHER THAT the Board of Directors shall be authorised to do all such acts, deeds and things as may be necessary to give effect to above resolution.”

6. To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:-

“RESOLVED THAT pursuant to the provisions of Section 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014 and in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Bijender Singh Phogat (DIN 08533202), who was appointed by the Board of Directors as an additional Director of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation and to hold office for Five consecutive years with effect from 16th August, 2019, subject to fulfilment of criteria of Independence at all times and such terms and conditions including remuneration by way of sitting fee as applicable to Independent Directors of the Company.

RESOLVED FURTHER THAT the Board of Directors shall be authorised to do all such acts, deeds and things as may be necessary to give effect to above resolution.”

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

“RESOLVED THAT pursuant to the provisions of Section 149, 152 and all other applicable provisions of the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014, Mr. Vimal Kumar, (DIN: 01260082) who was appointed by the Board of Directors as an additional Director of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as a Non-Executive Director of the Company, liable to retire by rotation at such terms and conditions including remuneration by way of sitting fee as applicable to Non-Executive Directors of the Company.

RESOLVED FURTHER THAT the Board of Directors shall be authorised to do all such acts, deeds and things as may be necessary to give effect to above resolution.”

8. Approval of Inter Corporate Loan

To consider and if thought fit, to pass the following resolution as a Special Resolution:-

“RESOLVED THAT pursuant to the provisions of Section 186 of the Companies Act, 2013, read with The Companies (Meetings of Board and its Powers) Rules, 2014 as amended from time to time and other applicable provisions (including any amendment thereto or re-enactment thereof for the time being in force), the approval of the members of the Company be and is hereby accorded to the Board to extend corporate loan, including any sum of money already lent in form of loan or otherwise to **M/s Best Agrochem Private Limited** from time to time, in one or more tranches, at market prevailing interest rate and on such other terms and conditions as the Board of Directors may deem fit and proper subject to an amount not exceeding Rs. 30 Crores at any point of time.”

9. Approval for amendment in Object Clause of the Memorandum of Association

To consider and if thought fit, to pass the following resolution as a Special Resolution:-

“RESOLVED THAT pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) read with applicable Rules framed thereunder including any statutory modification(s) or reenactment(s) thereof for the time being in force, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any amendment, modification or variation thereof or any other applicable law(s), regulation(s), guideline(s), and subject to the approvals, consents, sanctions and permissions of the Central Government / Stock Exchange(s)/ appropriate regulatory and statutory authorities, consent be and is hereby accorded to amend Clause III (the Object Clause) of the Memorandum of Association of the Company in the following manner:

- a) The existing sub-clauses (3), (4), (5) and (6) of Clause III (A) be deleted.

RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby authorized to file the necessary documents/form(s) with the Registrar of Companies or such other Statutory Bodies as may be deemed necessary, desirable, proper or expedient for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto.”

10. Change of name of the Company

To consider and if thought fit, to pass the following resolution as a Special Resolution:-

“RESOLVED THAT pursuant to the provisions of Section 4, 13, 14, 15 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) read with applicable Rules framed thereunder including any statutory modification(s) or reenactment(s) thereof for the time being in force, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any amendment, modification or variation thereof or any other applicable law(s), regulation(s), guideline(s), and subject to the approvals, consents, sanctions and permissions of the Central Government / Stock Exchange(s)/ appropriate regulatory and statutory authorities, consent be and is hereby accorded to change the name of the Company from Sahyog Multibase Limited to Best Agro Limited or such other name as may be approved by the Registrar of the Companies, Central Registration Centre (CRC).

RESOLVED FURTHER THAT new name of the Company shall substitute the existing name, wherever it appears in the Memorandum and Articles of Association of the Company.

RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby authorized to file the necessary documents/form(s) with the Registrar of Companies or such other Statutory Bodies as may be deemed necessary, desirable, proper or expedient for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto.”

11. Approval of remuneration of Mr. Vishesh Gupta (DIN: 00255689).

To consider and if thought fit, to pass the following resolution as a Special Resolution:-

“RESOLVED THAT pursuant to the provisions of Section 197 and other applicable provisions of the Companies Act, 2013 read with rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time in force) the approval of Members be and

is hereby accorded to waive the recovery of Rs. 1,55,143/- (Rupees One Lakh Fifty Five Thousand One Hundred and Forty Three Only) paid to Mr. Vishesh Gupta (DIN:00255689), Managing Director of the Company in excess of his remuneration approved by the shareholders at the 26th Annual General Meeting of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 197, 198 read with Schedule V and other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company approval of Members be and is hereby accorded to increase remuneration of Mr. Vishesh Gupta (DIN:00255689), Managing Director and such other terms and conditions as applicable to employees of the Company. to an annual remuneration not exceeding Rs. 800,000 per annum for his remaining term as Managing Director of the Company **RESOLVED FURTHER THAT** the Board of Directors shall be authorized to do all such acts, deeds and things as may be necessary to give effect to above resolution.”

12. Payment of Remuneration to Non-Executive Directors

To consider and if thought fit, to pass, the following resolution as a Special Resolution:-

“**RESOLVED THAT** pursuant to the provisions of Section 197, 198 and other applicable provisions of the Companies Act, 2013 read with rules made thereunder (including any statutory modifications or re-enactment thereof for the time being in force) and in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the approval of Members be and is hereby accorded for payment of remuneration to Non-Executive Directors of the Company by way of monthly payments or otherwise an amount exceeding the limit of 1% of the net profits of the Company for any financial year calculated under Section 198 of the Companies Act, 2013 provided that remuneration paid to any Non-Executive Director during a financial year shall not exceed Rs. 6,00,000/- and be subject to approval of the Board of Directors.

RESOLVED FURTHER THAT the Board of Directors shall be authorized to do all such acts, deeds and things as may be necessary to give effect to above resolution.”

**By order of the Board
For Sahyog Multibase Limited**

SD/-

**Place: New Delhi
Date: 31.08.2019**

**(Vishesh Gupta)
Managing Director
DIN: 00255689**

**F-14/9, MODEL TOWN, PART-I,
NEW DELHI-110009**

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY AND SUCH PROXY NEED NOT TO BE A MEMBER OF THE COMPANY. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT MORE THAN 10 PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS.

In case a proxy is proposed to be appointed by a member holding more than 10 percent of the total share capital of the company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder. The instrument appointing the proxy, in order

to be effective, must be deposited at the Company's registered office, duly completed and signed, not less than forty-eight hours before the commencement of the AGM. Proxies submitted on behalf of Companies, body corporate, societies, etc., must be supported by appropriate resolutions/authority, as applicable.

2. Corporate Members intending to send their authorized representatives to attend the AGM are requested to send a certified copy of the Board Resolution to the Company, authorizing them to attend and vote on their behalf at the AGM.
3. Members attending the meeting are requested to bring with them the attendance slip attached to the Annual Report duly filled in and to sign and handover the same at the entrance of the hall.
4. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility to members to cast their vote by electronic means i.e. from a location other than AGM venue (remote e-voting). Instructions and other information relating to e-voting are given in this Notice. The facility for voting through ballot papers ('Ballots') shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper. User IDs and password for e-voting are made available to respective members through attendance slip.
5. The Company has appointed **M/s MSTR & Associates, Company Secretaries**, Delhi as Scrutinizer to scrutinize the remote e-voting process and voting through Ballots at the Annual General Meeting in a fair and transparent manner and they have communicated their consent to act as scrutinizer.
6. In terms of Section 152 of the Companies Act, 2013, Mr. Naresh Kumar Singhal, Director retires by rotation at this Meeting and being eligible, he has offered himself for re-appointment. The Board of Directors of the Company recommend his re-appointment.
7. A Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at this Meeting is annexed hereto.
8. The Register of Members and Share Transfer Books shall remain closed from **22nd September, 2019 to 28th September, 2019** (Both days inclusive) for the Annual General Meeting of the Company and dividend declaration.
9. Members of the Company holding shares as on the cut-off date **21st September, 2019** will be eligible to receive the notice of 28th Annual General Meeting of the Company.
10. The copies of relevant documents can be inspected at the Registered Office of the Company on any working day during office hours.
11. The dividend on Equity Shares, if declared, at the 28th Annual General Meeting, will be credited/paid between **29th September, 2019 to 28th October, 2019** to those members whose names appear on the Company's Register of Members on 21st September, 2019; in respect of the shares held in dematerialized form, the dividend will be paid to members whose names are furnished by National Securities Depository Limited and Central Depository Services (India) Limited as beneficial owners as on that date.
12. Members also note that Notice of the Annual General Meeting 2018-19 shall be available on the Company's website www.sahyogmultibaselimited.com.

13. Members holding shares in physical form are requested to intimate immediately to the Registrar & Share Transfer Agent of the Company, M/s. Skyline Financial Services Pvt. Ltd., D-153A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi-110020, quoting the Registered Folio Number: (a) details of their Bank Account/change in Bank Account, if any, to enable the Company to print these details on the Dividend Warrants; and (b) change in their address, if any, with the Pin Code Number.

Members holding shares in electronic form shall address communication to their respective Depository Participants only.

14. Please send your unpaid dividend warrants/instruments for revalidation/reissue, if already not encashed. The dividend remaining unclaimed for seven years is required to be transferred to the "Investor Education and Protection fund" established by the Central Government and you shall not be able to claim any unpaid dividend from the said fund or from the Company thereafter.
15. M/s. Skyline Financial Services Pvt. Ltd., having registered and corporate office at D-153A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi-110020, is the Registrar and Share Transfer Agent of the Company for physical shares as well as depository interface with NSDL and CDSL.
16. You may now avail the facility of nomination by nominating, in the prescribed form, a person to whom your shares in the Company shall vest in the event of death. Interested members may right to the company/registrar & share Transfer Agent for the prescribed form. Members holding shares in the dematerialized form may contact their Depository Participant for recording the nomination in respect of their shares.
17. The Company's e-mail id sahyogcreditslimited@yahoo.in to enable investors to register their complaints/queries, if any.
18. Members who are holding shares in more than one folio are requested to write to the Company to enable the Company to consolidate their holdings in one folio.
19. Members are requested to promptly notify to the Company any change in their addresses.
20. Information and other instructions relating to e-voting are as under:
 - A. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the 28th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
 - B. The voting period commences on **Tuesday, 24th September, 2019 (09.00 a.m.) and ends on Friday, 27th September, 2019 (05.00 p.m.)**. During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 21st September, 2019, may cast their vote electronically. The E-voting module shall be disabled by NSDL for voting after 27th September, 2019 (05.00 p.m.). Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

- C. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through polling paper.
- D. Members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting and that the members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
- E. The process and manner for remote e-voting are as under:

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2: Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 are given below:

1. Visit the e-Voting website of NSDL <https://www.evoting.nsdl.com/>.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'
 - i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - ii. If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 are given below:

1. After successful login at Step 1, you will be able to see the Home page of e-voting. Click on e-voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" for "**Sahyog Multibase Limited**"
4. Now you are ready for e-voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (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. with attested specimen signature of the duly authorized signatory(ies) who are authorized to

- vote, to the Scrutinizer by e-mail to akpoplico@gmail.com with a copy marked to evoting@nsdl.co.in.
2. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of **21st September, 2019**.
 3. Any person, who acquires shares of the Company and becomes member of the Company after dispatch of the notice and is holding shares as on the cut-off date i.e. **21st September, 2019**, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or viren@skylinerta.com or sahyogcreditslimited@yahoo.in.
 4. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password](#)” or “[Physical User Reset Password](#)” option available on www.evoting.nsdl.com to reset the password.
 5. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in.
 6. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, within 48 hours of the conclusion of the AGM, a consolidated scrutinizer’s report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
 7. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company at www.vikasecotech.com and on the website of NSDL 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 Exchanges.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 5

On the recommendation of Nomination & Remuneration Committee, in terms of Section 161 of the Companies Act, 2013 the Board of Directors at their meeting held on 16th August, 2019 appointed Mr. Braj Kishore Prasad as Additional Director of the Company effective from even date. Mr. Braj Kishore Prasad shall vacate office at the commencement of this Meeting. The Board of Directors thence recommend regularisation and appointment of Mr. Braj Kishore Prasad as an Independent Director of the Company for a term of five years effective from 16th August, 2019. Brief profile and other details of Mr. Braj Kishore Prasad is provided as part of this notice as **Annexure A**.

Mr. Braj Kishore Prasad has given his consent and has confirmed his non-disqualification for appointment as Director of the Company. He has also confirmed that he meets criteria of Independence as laid down under extant provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Board conforms to the veracity of his independence. Considering the educational background and experience of Mr. Braj Kishore Prasad, the Board is of the opinion that his appointment as an Independent Director shall be beneficial to the Company.

A notice under Section 160 has also been received by a member of the Company proposing candidature of Mr. Braj Kishore Prasad as Director of the Company. Board recommends subject Ordinary Resolution for your approval.

None of the Directors or Key Managerial Personnel or their relative(s) is/are in any way concerned or interested, in this resolution.

ITEM NO. 6

On the recommendation of Nomination & Remuneration Committee, in terms of Section 161 of the Companies Act, 2013 the Board of Directors at their meeting held on 16th August, 2019 appointed Mr. Bijender Singh Phogat as Additional Director of the Company effective from even date. Mr. Bijender Singh Phogat shall vacate office at the commencement of this Meeting.

The Board of Directors accordingly recommends regularisation and appointment of Mr. Braj Kishore Prasad as an Independent Director of the Company for a term of five years effective from 16th August, 2019. Brief profile and other details of Mr. Bijender Singh Phogat is provided as part of this notice as **Annexure A**.

Mr. Bijender Singh Phogat has given his consent and has confirmed his non-disqualification for appointment as Director of the Company. He has also confirmed that he meets criteria of Independence as laid down under extant provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Board conforms to the veracity of his independence. Considering the educational background and experience of Mr. Bijender Singh Phogat, the Board is of the opinion that his appointment as an Independent Director shall be beneficial to the Company.

A notice under Section 160 has also been received by a member of the Company proposing candidature of Mr. Bijender Singh Phogat as Director of the Company. Board recommends subject Ordinary Resolution for your approval.

None of the Directors or Key Managerial Personnel or their relative(s) is/are in any way concerned or interested, in this resolution.

ITEM NO. 7

On the recommendation of Nomination & Remuneration Committee, in terms of Section 161 of the Companies Act, 2013 the Board of Directors at their meeting held on 16th August, 2019 appointed Mr. Vimal Kumar as Additional Director of the Company effective from even date.

The Board of Directors recommends regularisation and appointment of Mr. Vimal Kumar as a Non-Executive Director of the Company liable to retire by rotation. Brief profile and other details of Mr. Vimal Kumar is provided as part of this notice as **Annexure A**.

Mr. Vimal Kumar has given his consent and has confirmed his non-disqualification for appointment as Director of the Company. Considering the Industry experience of Mr. Vimal Kumar, the Board is of the opinion that his appointment as a Director shall be beneficial to the Company.

None of the Directors or Key Managerial Personnel or their relative(s) is/are in any way concerned or interested, in this resolution.

ITEM NO. 8

In order to make optimum use of funds available with the Company and also to achieve long term strategic and business objectives, the Board of Directors of the Company proposes to extend corporate loan, including any sum of money already lent in form of loan or otherwise, to M/s. Best Agrochem Private Limited from time to time, in one or more tranches, at market prevailing interest rate and such other terms and conditions as may be mutually agreed for an amount not exceeding Rs. 30 Crores at any point of time.

Pursuant to the provisions of Section 186 of the Companies Act, 2013 and rules made there under, the Company needs to obtain prior approval of shareholders / members by way of special resolution passed at the General Meeting in case the amount of investment, loan, guarantee or security proposed to be made is more than the higher of sixty percent of the paid

up share capital, free reserves and securities premium account or one hundred percent of free reserves and securities premium account. While there exists a general approval in this regard, the matter is being placed for your approval providing transaction specific details and seeking your approval.

The Board recommends your approval by way of Special Resolution.

None of the Directors, Key Managerial Personnel of the Company or their relatives or any of other officials of the Company as contemplated in the provisions of Section 102 of the Companies Act, 2013 is, in any way, financially or otherwise, concerned or interested in the resolution.

ITEM NO. 9

The Board of Directors of the Company in its meeting held on 31st August, 2019 decided to amend the Object Clause of the Memorandum of Association of the Company by deleting certain specified objects which do not relate to the activities currently undertaken by the Company in its ordinary course of business. The Directors believe that as part of the corporate rebranding, it shall be befitting whereby the objects of the Company as stated in the constitution of the Company are maintained in a crisper manner reflecting the truer activities being carried out on a daily basis. Thus, making it more identifiable with the stakeholders.

The proposed amendment of the Objects Clause will not affect any of the rights of the Company or of the shareholders/stakeholders of the Company.

As per the provisions of Sections 13 of the Companies Act, 2014, approval of the shareholders is required to be accorded for the amendment of the Objects Clause of the Company & consequent alteration in the Memorandum of Association by way of passing of a Special Resolution.

Hence, the resolution is put up for shareholders' approval. None of the directors, Key Managerial Personnel and their relatives is concerned or interested in the passing of the aforesaid resolution, except to the extent of their shareholding, if any.

ITEM NO. 10

The Board of Directors of the Company in its meeting held on 16th August, 2019 decided to change the name of the Company from "Sahyog Multibase Limited" to "Best Agro Limited" or such other name as may be approved by the Registrar of the Companies, Central Registration Centre (CRC). The Directors believe that the change in the name of the Company which is being undertaken as part of the corporate rebranding would make the name of the Company simpler and represent the main object of the Company in a more appropriate manner thus making it more identifiable with the stakeholders.

The proposed change of name will not affect any of the rights of the Company or of the shareholders/stakeholders of the Company. All existing share certificates bearing the current name of the Company will, after the change of name, continue to be valid for all purposes.

As per the provisions of Sections 13 of the Companies Act, 2014, approval of the shareholders is required to be accorded for changing the name of the Company & consequent alteration in the Memorandum of Association and Articles of Association by way of passing of a Special Resolution.

Hence, the resolution is put up for shareholders' approval. None of the directors, Key Managerial Personnel and their relatives is concerned or interested in the passing of the aforesaid resolution, except to the extent of their shareholding, if any.

ITEM NO. 11

The remuneration of Mr. Vishesh Gupta was approved at the 26th Annual General Meeting held in year 2017 at Rs. 30,000/- per month. In view of Mr. Gupta's enhanced role and responsibilities as Managing Director of the Company it was necessary to increase his remuneration. A nominal increase was made to his remuneration as part of Company HR policy

which aggregated to Rs. 155,143 and the said amount was paid to him as part of remuneration over and above Rs. 30,000/- per month approved by the members. Accordingly, Members approval is being sought for waiver of recovery of Rs. 155,143/- paid to Mr. Gupta over and above remuneration approved by the Members.

Also since the managerial position being held by Mr. Gupta is a crucial position, and in view of his increased responsibilities and accountability both in terms of Company operations and his fiduciary capacity, Members approval is also being sought to increase his remuneration from existing Rs. 3,60,000/- per annum to an amount not exceeding Rs. 8,00,000/- per annum, inclusive of all allowances or perquisites (if any), for his remaining term as Managing Director of the Company.

The Nomination and Remuneration Committee has recommended and Board of Directors has approved, subject to members' approval, waiver of recovery of excess amount paid to Mr. Gupta and increase in his remuneration.

The Information as required under Section II of Part II of Schedule V of the Companies Act, 2013 is as under:

1. General Information

Nature of Industry	Trading			
Date or expected date of commencement of commercial Production	Not Applicable (The Company is an existing company)			
In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable (The Company is an existing company)			
Financial Performance	Particulars	18-19	17-18	16-17
	Total Revenue (in Lacs)	13175.99	13351.35	9938.66
	PAT	9.66	21.09	(13.55)
Foreign investments or Collaborators, if any	Not Applicable			

2. INFORMATION ABOUT THE MANAGING DIRECTOR

Mr. Vishesh Gupta, aged around 33 years, at an early age, he induced himself into business tactics and worked as trainee with many reputed organizations. By education he is Graduate. He has vast experience of business of trading of various polymer and petro chemical products. He is instrumental to the day to day working, investments and other material decisions of the Company.

He was being paid Rs. 3,60,000/- per annum as remuneration in terms of approval of Members obtained at the 26th Annual General Meeting held in year 2017.

3. REMUNERATION PROPOSED

The remuneration proposed for Mr. Vishesh Gupta is not exceeding Rs. 800,000/- per annum inclusive of all allowances and perquisites

The remuneration payable to the Managing Director has been benchmarked with the remuneration being drawn by similar positions in industry and has been considered by the Nomination and Remuneration Committee of the Company as appropriate or rather on lower side as compared to industry.

The Managing Director have no pecuniary relationship directly or indirectly with the Company except to the extent of his remuneration and shareholdings in the Company

4. OTHER INFORMATION

- a. **Reasons of loss or inadequate profits:** The performance of the Company in the three financial years has been impacted due to slowdown in global and Indian economies. The situation has aggravated further due to short-term downtrend in industry.
- b. **Steps taken or proposed to be taken for improvement:** The Company remains committed to generating superior returns for its stakeholders. The Company would continue to drive growth through asset light business models and release cash by exiting capital intensive business models and expects to receive better returns in future.
- c. **Expected increase in productivity and profits in measurable terms:** Mr. Vishesh Gupta has vast experience in office administration and company management presently your company does not have a whole time managerial personnel on its Board, the overall efficiency of the organization and the board as a whole is expected to increase manifold.

The Board recommends your approval by way of Special Resolution.

None of the Directors, Key Managerial Personnel of the Company or their relatives except Mr. Vishesh Gupta, is in any way, concerned or interested, financially or otherwise, in the said Special Resolutions.

ITEM NO. 12

The Directors collectively referred as Board of Directors are the brain or supervising force for any Organization, who not only provide direction but also work toward achievement of goals of the Company. Thus it is imperative that along with Executive Directors Non-Executive Directors are also adequately paid.

Any payment of remuneration to Non-Executive Directors in terms of Companies Act, 2013 requires shareholders' approval whereas payment of remuneration to Non-Executive Directors in excess of limit of 1% of net profits of the Company calculated in terms of Section 198 of the Companies Act, 2013 requires approval of Members by way of Special Resolution.

Accordingly, approval of members is being sought for payment of remuneration to Non-Executive Directors of the Company not exceeding Rs. 6,00,000/- per annum per Director subject to approval of the Board of Directors. The Nomination and Remuneration Committee has recommended and the Board has approved, subject to members' approval, the above remuneration to Non-Executive Directors of the Company. Your Board recommends your approval by way of Special Resolution.

Except Non-Executive Directors of the Company, none of the other Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the said Special Resolution.

**FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
For Sahyog Multibase Limited**

SD/-

**Place: New Delhi
Date: 31.08.2019**

**(Vishesh Gupta)
Managing Director
DIN: 00255689
F-14/9, MODEL TOWN,
PART-I, NEW DELHI-
110009**

Annexure A

Information of Directors seeking appointment/re-appointment under Item No. 3, 4 & 5 of the Notice convening Annual General Meeting of the Company in terms of Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Secretarial Standard on General Meetings.

Name of Director	Mr. Braj Kishore Prasad	Mr. Bijender Singh Phogat	Mr. Vimal Kumar
Age	64 years	66 years	41 years
Qualifications	Master's degree in Botany and also Master's degree in Administrative Science and Development Problems from University degree in Administrative Science and Development Problems from University of York, UK.	Graduate and Post-Graduate from CCSHAU, Hisar and Doctorate from IARI, Pusa, New Delhi.	Graduate
Date of Appointment	16 th August, 2019	16 th August, 2019	16 th August, 2019
Expertise	Research	Research	Business Management
Year of Experience	38 Years	36 years	16 Years
Brief Profile	<p>Mr. B. K. Prasad is a retired IAS officer (1983 batch of TN cadre). He holds Masters degree in Botany and also Masters degree in Administrative Science and Development Problems from University of York, UK.</p> <p>He worked as Additional Secretary (Foreigners & Disaster Management) in the Ministry of Home Affairs, Govt. of India from June 2014 to July 2016 and later on as Member Secretary</p>	<p>Dr. B. S. Phogat did his graduation, post-graduation from CCSHAU, Hisar and Doctorate from IARI, Pusa, New Delhi. He started his career as Scientist in CCSHAU during 1982. Later on he joined Government of India, Ministry of Agriculture, Dte of PPQ&S, through UPSC.</p> <p>He had about nine years of experience of research in field crops. He also has worked as scientific officer and expert for evaluation of data for registration of pesticides, over all techno-legal</p>	<p>Mr. Vimal Kumar is a young and dynamic individual having excelled in the field of overseas Strategy and Management.</p> <p>A graduate by qualifications, he hails from Delhi and has vast experience in global agrochemical market including various areas of operations viz. domestic and international market planning and implementation, manufacturing, rural marketing & management.</p>

	in National Commission for Denotified, Nomadic Tribes & Semi-Nomadic Tribes till January 2018.	responsibility as APPA. He superannuated in January, 2018 from the post of Plant Protection Adviser to Government of India. He has vast experience of over 36 years in field of Research, Techno-legal (IA 1968) and Administration.	
Inter-se Relation	None	None	None
Directorships	None	None	<ol style="list-style-type: none"> 1. Best Agrochem Private Limited 2. Best Chemicals Private Limited 3. Pavas Chemicals Private Limited 4. Best Crop Science LLP-designated partner
Committee Membership(s) & Chairmanship(s)	None	None	None
Shareholding in the Company	None	None	<ol style="list-style-type: none"> 1. Best Agrochem Private Limited { 445000 shares (7.76%)} 2. Best Chemicals Private Limited {5000 shares (50%)} 3. Pavas Chemicals Private Limited {30100 shares (37.47%)} 4. Best Crop Science LLP- Designated Partner (88%) 5. Coolife Restaurants Private Limited {3000 shares (30%)}
Remuneration	As applicable to Non-Executive Directors of the Company and comprises payment of Sittings fees for attending the meetings of Board of Directors and its committees and remuneration not exceeding Rs. 6,00,000/- per annum as approved by Board from time to time.		

BOARD'S REPORT

The Members,

Your Directors have pleasure in presenting 28th (Twenty Eighth) Annual Report of your Company together with the Audited Financial Statements for the year ended 31st March, 2019.

1. FINANCIAL HIGHLIGHTS

The Financial Statements for the financial year ended 31st March, 2019, forming part of this Annual Report, have been prepared in accordance with the Indian Accounting Standards (Ind AS) as notified by the Ministry of Corporate Affairs.

The Company's financial performance, for the year ended 31st March, 2019 and the corresponding Figures for the last year are summarized below:-

(Amount in Lacs)

Particulars	(Standalone)	
	2018-19	2017-18
Revenue from operations	12776.64	12918.46
Other Income	399.35	432.87
Total Income	13175.99	13351.34
Gross Expenditure	13012.06	13214.63
Less Interest	139.25	94.03
Profit before Depreciation	24.67	42.68
Less Depreciation	4.11	14.97
Profit after depreciation and Interest/Net Profit Before Tax	20.56	27.71
Less Exceptional items	-	-
Profit before extraordinary items and tax	20.56	27.71
Less Current Tax	9.87	9.00
Less Previous year adjustment of Income Tax	-	-
Less Deferred Tax	1.03	(2.38)
Net Profit after Tax	9.66	21.09
Other Comprehensive income for the year, net of tax	(63.57)	234.21
Total Comprehensive income/(loss) for the year	(53.91)	255.30
Earnings per Share (Basic)	0.12	0.26
Earnings per Share (Diluted)	0.12	0.26

2. SHARE CAPITAL

During the year under review, the Authorized Share Capital of your Company is Rs. 8,70,00,000/- (Eight Crore Seventy Lakhs) divided into 87,00,000 (Eighty Seven Lakh) Equity Shares of Rs. 10/- each. The Issued, Subscribed and Paid up Capital is Rs. 7,97,60,720/- (Seven Crore Ninety Seven Lakhs Sixty Thousand Seven Hundred Twenty) i.e. 79,76,072 (Seventy Nine Lakhs Seventy Six Thousand Seventy Two Only) Equity Shares of Rs.10/- each.

3. RESERVES AND SURPLUS

Reserves and Surplus of the Company stands at Rs. 42.69 Crores as against Reserve and Surplus of Rs. 43.26 Crores in the previous financial year 2017-18 respectively. The retained earnings are created from the profit/loss of the company, as adjusted for distribution to owners, transfers to other reserves, etc.

Your Company is financially strong and self reliant in terms of its funds generation, debt servicing and has been able to generate sufficient profits for dividend payouts. A constant rise in turnover and profits of the Company is apparent and your directors are expecting better results both in terms of operations of the Company and its financial position.

4. STATE OF AFFAIRS OF THE COMPANY

The Company has been expanding its operations both in terms of product base and customer base. We have been trying to capture new markets for our products. The operations of the Company are growing steadily and constant rise in performance of the Company is evident from its promising financial prospects. The Company has been able to enhance its size and achieve consolidation with recent mergers.

As a move forward and with the help of information technology, your Company is planning to explore new products in market. Further options for consolidation and achieving business synergy are in line.

5. DIVIDEND

Your directors are pleased to recommend a dividend @ 1% i.e. Rs. 0.10 (Ten Paise) per share on 79,76,072 (Seventy Nine Lakhs and Seventy Six Thousand and Seventy Two) Equity Shares for the current financial year. The dividend if approved and declared in the Annual General meeting would result in a payout of Rs. 7,97,607/- (Rupees Seven Lakhs Ninety Seven Thousand Six Hundred Seven) and Dividend Distribution Tax of Rs. 1,62,373/- aggregating to a total outflow of Rs. 9,59,980/-.

The dividend would be payable to all Shareholders whose names appear in the Register of Members as on the Book Closure Date. The Register of Members and Share Transfer books shall remain closed from.

6. DIVIDEND DISTRIBUTION POLICY

In terms of Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations') the Board

of Directors of the Company ('the Board') formulated and adopted the Dividend Distribution Policy ('the Policy'). The Policy is also available on our website www.sahyogmultibaselimited.com

7. CHANGE IN THE NATURE OF BUSINESS, IF ANY

There was no change in the nature of business of the Company during the financial year ended March 31, 2019.

8. YOUR DIRECTORS AND KEY MANAGERIAL PERSONNEL

During the year, Mr. Chandan Kumar, appointed as Chief Financial Officer of your Company was also designated as Wholetime Director (Finance) w.e.f 11th June, 2018 but due to some preoccupation Mr. Chandan Kumar resigned from the Company as Wholetime Director (Finance) & Chief Financial Officer w.e.f 7th September, 2018

Ms. Neha Garg, Company Secretary & Compliance Officer of your Company resigned from her position on 31st August, 2018. The Board hereby places its appreciation for their association with the Company.

Ms. Himanshi Negi has been appointed as Company Secretary & Compliance Officer of your Company with effect from 13th March, 2019 and Mr. Shrawan Kumar Prasad has been appointed as Chief Financial Officer with effect from 19th April, 2019.

However after the end of period under review, Mr. Braj Kishore Prasad and Mr. Bijender Singh Phogat has been appointed as Independent Directors w.e.f. 16th August, 2019. And Mr. Vimal Kumar has been appointed as Non-Executive Director w.e.f. 16th August.

9. INDEPENDENT DIRECTORS.

The Independent Directors have confirmed that they meet the criteria of Independence as stipulated under Section 149(6) of the Companies Act, 2013 read with the Regulation 16 (1) (c) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and they are not aware of any circumstances or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge thier duties with an objective independent judgment and without any external influence as an Independent Director of the Company.

The Board conforms to the declaration of the Independent Directors and there being no doubts as to veracity of the same, places the same on record.

There has been no change in the office of Independent Directors during the year under review.

However after the end of period under review Mr. Braj Kishore Prasad and Mr. Bijender Singh Phogat has been appointed as Independent Directors w.e.f. 16th August, 2019 and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation and to hold office for Five consecutive years with effect from 16th August, 2019

10. BOARD, BOARD MEETINGS AND ITS COMMITTEES

Your Board presently comprises of four Directors which includes Managing Director, one non-executive Director and two Independent Directors including one women Director. Your Board has an optimum combination of executive, non-executive and Independent Directors.

During the financial year under review, 10 (Ten) Board Meetings were held on **2nd April, 2018, 9th May, 2018, 30th May, 2018, 11th June, 2018, 10th August, 2018, 10th October, 2018, 14th November, 2018, 5th January, 2019, 11th February, 2019 and 13th March, 2019**, respectively.

Date	Board Strength	No. of Directors Present
02.04.2018	4	3
09.05.2018	4	3
30.05.2018	4	4
11.06.2018	5	3
10.08.2018	5	5
10.10.2018	4	3
14.11.2018	4	3
05.01.2019	4	4
11.02.2019	4	3
13.03.2019	4	3

Board Committees

Following Committees have been constituted by the Board for smooth functioning of the Company.

a. Audit Committee

During the Financial Year under review, 4 (Four) Audit Committee Meetings were held. The Details of the Meetings are as below:

Date	Board Strength	No. of Directors Present
30.05.2018	3	3
10.08.2018	3	2
14.11.2018	3	2
11.02.2019	3	2

During the year, there have been no instances where any of the recommendations of the Audit Committee were not accepted by Your Board.

b. Nomination and Remuneration Committee

During the Financial Year under review, 3 (Three) Nomination and Remuneration Committee Meetings were held. The Details of the Meetings are as below:

Date	Board Strength	No. of Directors Present
02.04.2018	3	3
11.06.2018	3	2
13.03.2019	3	2

The remuneration policy as recommended by the Committee and approved by the Board is available at the website of the Company on www.sahyogmultibaselimited.com.

11. DIRECTORS' RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134(3)(c) of the Companies Act, 2013 your Directors confirm

1. That in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
2. the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;
3. the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4. the directors had prepared the annual accounts on a going concern basis; and
5. the directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
6. The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

12. FORMAL ANNUAL EVALUATION

In line with the statutory requirements enshrined under the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board carried out a performance evaluation of itself, its Committees, the Chairman and each of the other Directors. As in previous year, this was carried out on the basis of framework approved by the Nomination and Remuneration Committee. The Committee had unanimously consented for an 'in-house' review built on suggestive parameters. Based on the suggestive parameters approved by the Nomination and Remuneration Committee, the following evaluations were carried out:

- Review of performance of the non-independent Directors and Board as a whole by Independent Directors.
- Review of the performance of the Chairperson by the Independent Directors.
- Review of Board as a whole by all the Members of the Board.
- Review of all Board Committees by all the Members of the Board.
- Review of Individual Directors by rest of the Board Members except the Director being evaluated.

13. ANNUAL RETURN

The Annual Return pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and Administration) Rules, 2014 of your Company for the financial year under review is available at website of your Company www.sahyogmultibaselimited.com.

14. AUDIT AND AUDITORS

1. Statutory Auditors

M/s. Samarath M Surana & Co., Chartered Accountants (Registration No. 010295N) has been appointed as the Auditors of the Company in place of retiring Auditors M/s. Goyal Nagpal & Co., Chartered Accountants for a term of five years i.e. to hold office from conclusion of this Annual General Meeting till conclusion of 33rd Annual General Meeting of the Company at such remuneration and other terms and conditions as may be determined by the Board of Directors.

M/s Samarath M Surana, Chartered Accountants have conveyed their consent to act as Auditors of the Company and have also confirmed that they meet the criteria for the said appointment.

There are no qualifications, reservations, or adverse remarks in the Report issued by M/s Goyal Nagpal & Co., Statutory Auditors, for the year under review. Remarks made in the Report are self-explanatory and do not call for any further comments from your Directors.

2. Secretarial Auditors

M/s. MSTR & Associates, Company Secretaries were appointed as the Secretarial Auditors of your Company to carry out the Secretarial Audit for the financial year under review. The Secretarial Audit Report issued by the Secretarial Auditors in Form No. MR-3 is annexed with this Report and marked as “**Annexure A**”. There are no qualifications, reservations or adverse remarks in the Secretarial Audit Report requiring any comments from your Directors.

3. Cost Auditor

There is no Cost Auditor in your Company.

15. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The details of loans, guarantees and investments under Section 186 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 are provided in the notes to Financial Statements.

16. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES.

All Related party transactions are entered on an arm's length basis and are in compliance with the applicable provisions of the Companies Act, 2013 and the Listing Regulations. There are no materially significant related party transactions made by the Company with Promoters, Directors or Key Managerial Personnel etc. which may have potential conflict with the interest of the Company at large.

The particulars of every contract and arrangement entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto are disclosed in Form No. AOC-2 in “**Annexure - B**” and form part of this Report.

17. POLICIES ADOPTED BY COMPANY

The policies of the company are placed on the website of the company at: <http://www.sahyogmultibaselimited.com> in investors sublink.

18. DISCLOSURES

(I) DEPOSITS

The Company has neither accepted any deposits during the year nor has any outstanding deposits from any of earlier years for repayment.

(II) CORPORATE SOCIAL RESPONSIBILITY (CSR)

Requirements of forming Corporate Social Responsibility Committee and spending are not applicable on your Company. Hence Annual Reporting on CSR is also not applicable to your Company.

(III) ADEQUACY OF INTERNAL FINANCIAL CONTROLS

The Audit Committee and Board periodically reviews adequacy of Company's checks and controls for risk management. The Board has developed a Risk Management Policy which identifies elements of business risks and constantly works towards curbing the same. Adequacy of internal financial controls with reference to the Financial Statements is also assessed and reviewed periodically. Your Board is of the view that the existing internal control framework is adequate and commensurate to the size and nature of the business of the Company.

In addition, testing of adequacy of internal controls was also carried out independently by the Statutory Auditors of the Company.

19. MERGER/AMALGAMATION

1. The merger between Athena Multitrade Private Limited and your Company was concluded vide order dated 13.04.2018 of Principle Bench, National Company Law Tribunal, New Delhi effective from 17.04.2018. Appointed date of merger being 1st April, 2016, the financials statement for the year 2017-18 were accordingly prepared after considering effect of said merger.

Further, there is an allotment of 5217688 equity shares pursuant to the above Scheme of Merger of Sahyog Multibase Limited with Athena Multitrade Private Limited.

2. The Board at its meeting held on October 10, 2018 has approved a Scheme of Amalgamation of your Company being the Transferee with M/s. Best Agrochem Private Limited (Transferor). An application for said amalgamation shall be moved before the Principle Bench, National Company Law Tribunal, New Delhi. The amalgamation is being proposed with a view of Consolidation of business, enhancement of Competitive strengths and overall operational synergy.

Except, as disclosed elsewhere in the Report, there have been no material changes and commitments, which can affect the financial position of the Company between the end of the Financial Year and the date of this Report.

20. STATEMENT CONCERNING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY OF THE COMPANY

The Company does not have any Risk Management Policy as the elements of risk threatening the Company's existence are very minimal.

21. EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS AND THE PRACTICING COMPANY SECRETARY IN THEIR REPORTS

There were no qualifications, reservations or adverse remarks made by the Auditors and the practicing company secretary in their report.

22. DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SUB-SECTION (12) OF SECTION 143 OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT

No fraud reported by auditor under sub section (12) of Sec 143 in the course of performance of his duties as an auditor.

23. EXTRACT OF ANNUAL RETURN

Extract of Annual Return has been placed on the website of the company at www.sahyogmultibaselimited.com

24. SECRETARIAL STANDARDS

The Company has adopted Secretarial Standards issued by the Institute of Company Secretaries of India.

25. DISCLOSURES UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

No complaint on sexual harassment was received by the Internal Committee of Company during the financial year under review.

26. VIGIL MECHANISM

The Company has established a vigil mechanism and overseas it through the Audit Committee to resolve the genuine concerns expressed by the employees and other directors. The Company has also provided adequate safeguards against victimization of employees and directors who express their concerns. The Company has also provided direct access to the Chairman of the Audit Committee on reporting issues concerning the interests of co-employees and the Company. The copy of Company's vigil mechanism is available at the website of the Company www.sahyogmultibaselimited.com.

27. TRANSFER TO INVESTOR EDUCATION AND PROTECTION FUND

During the year under review, the Company has not transferred any amount in investor Education and Protection Fund.

28. LISTING OF SECURITIES

The Equity Shares of your Company are listed and traded at Bombay Stock Exchange. The Annual Listing Fee including applicable tax for the financial year 2019-20 has been paid to the Exchange.

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

The information pertaining to conservation of energy, technology absorption, foreign exchange earnings and outgo as required under Section 134(3) (m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is furnished in “**Annexure – C**” and forms part of this Report.

30. ACKNOWLEDGEMENTS

The Board places on record its appreciation for the continued co-operation and support extended to the Company by customers, vendors, regulators, banks, financial institutions, rating agencies, stock exchanges and depositories, auditors, legal advisors, consultants, business associates and all the employees with whose help, cooperation and hard work the Company is able to achieve the results. The Board deeply acknowledges the trust and confidence placed by the consumers of the Company and all its shareholders.

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS

SD/-

SD/-

**Date: 31.08.2019
Place: New Delhi**

**(Vishesh Gupta)
Managing Director
DIN: 00255689**

**(Naresh Kumar Singhal)
Director
DIN: 02987526**

Form No. MR-3
Secretarial Audit Report
For the Financial year ended 2018-19

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

To,
The Members,
SAHYOG MULTIBASE LIMITED,
House No. 9, Road No.-13 East Punjabi Bagh New Delhi East Delhi DL 110026 IN

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

Based on our verification of the **SAHYOG MULTIBASE LIMITED** books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on **31st March, 2019** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by **SAHYOG MULTIBASE LIMITED** for the financial year ended on **31st March, 2019** 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 extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial borrowings
(No Fresh FDI, ODI and ECB was taken by the Company during the Audit Period);
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading)
 - (c) Regulations, 2015;

(d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

(e) The Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015;

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India as amended time to time.
- (ii) The Listing Agreements entered into by the Company with Stock Exchanges and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

We further report that

- 1) Pursuant to Section 203 of the Companies Act, 2013, the Company has duly appointed a Company Secretary in whole time employment; However, Ms. Neha Garg resigned from the post of Company Secretary and Compliance officer w.e.f. 31.08.2018 and in her place Ms. Himanshi Negi has been appointed as Company Secretary & Compliance Officer w.e.f. 13.03.2019. Further, Mr. Chandan Kumar was appointed as Chief Financial Officer of the Company w.e.f. 02.04.2018 and he was also appointed as Director and thereafter resigned on 07.09.2018.**
- 2) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- 3) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- 4) Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

We further report that during the audit period, there were no instances of:

- (i) Public/Right/Preferential issue of shares / debentures/sweat Equity, etc. (During the year under review, there is an allotment of 5217688 equity shares pursuant to Scheme of Arrangement in the Company)**
- (ii) Redemption / buy-back of securities
- (iii) Major decisions taken by the members in pursuance to section 180 of the Companies Act, 2013

(iv) Merger / amalgamation / reconstruction, etc. **(This is to be noted that during the year under review, Scheme of Amalgamation of Athena Multitrade Private Limited (Transferor Company) and Sahyog Multibase Limited (Transferee Company), has been approved by Hon'ble National Company Law Tribunal, Principle Bench New Delhi vide its order dated April 13, 2018.)**

(v) Foreign technical collaborations.

Further, the Company has duly filed applicable forms and returns with the Registrar of Companies, Delhi & Haryana / Ministry of Corporate Affairs within the prescribed time or with additional fee in cases of delayed filings. Few forms / returns which were due for filing during the financial year 2018-19 are yet to be filed by the Company, the management has assured compliance with the same.

During the year under review, the Board of Directors of the Company has decided to consolidate businesses of Best Agrochem Private Limited with the Company through the process of amalgamation. First motion petition for approval of Scheme of arrangement between the Company and Best Agrochem Private Limited has already been moved before the Hon'ble National Company Law Tribunal, Principal Bench, New Delhi.

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

**For MSTR & Associates
Companies Secretaries**

**Sd/-
Teena Rani
Partner
M. No. 40050
COP No. 21768**

**Place: New Delhi
Date: 06.08.2019**

“Annexure 1”

**To,
The Members,
SAHYOG MULTIBASE LIMITED,
House No. 9, Road No.-13 East Punjabi Bagh New Delhi East Delhi DL 110026 IN**

Sub: Secretarial Audit for the Financial Year ended March 31, 2019 of even date is to be read with this letter

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

**For MSTR & Associates
Companies Secretaries**

**Teena Rani
Partner
M. No. 40050
COP No. 21768**

**Place: New Delhi
Date: 06.08.2019**

Annexure-B

Form No. AOC-2 (Pursuant of clause (h) of sub-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 transaction under third proviso is given below:

1. Details of contracts or arrangements or transactions not at Arm's length basis: None, during the reporting period, all transactions were at Arm's Length basis.

SNo.	Particulars	Details
1	Name(s) of the related party and nature of relationship	Not Applicable
2	Nature of contracts/ arrangements/ transactions	Not Applicable
3	Duration of the contracts / arrangements/transactions	Not Applicable
4	Salient terms of the contracts or arrangements or transactions including the value, if any	Not Applicable
5	Justification for entering into such contracts or arrangements or transactions'	Not Applicable
6	Date(s) of approval by the Board, if any:	Not Applicable
7	Amount paid as advances, if any:	Not Applicable
8	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	Not Applicable

2. Details of contracts or arrangements at Arm's Length basis.

Sr. no.	Particulars	Details	Details	Details
1	Name(s) of the related party and nature of relationship	-	-	-
2	Nature of contracts/ arrangements/ transactions	-	-	-
3	Duration of the contracts / arrangements/transactions	-	-	-
4	Salient terms of the contracts or arrangements or transactions including the value, if any	-	-	-
5	Date(s) of approval by the Board, if any:	-	-	-
6	Amount paid as advances, if any:	-	-	-

*Details of related party transactions are forming part of notes to financial statements, refer note no. 31.

Annexure C-

Information as per Section 134 (3) (m) of Companies Act, 2013 read with Companies (Accounts) Rules, 2014 and forming part of the Board's Report for the year ended 31st March, 2019:

A. CONSERVATION OF ENERGY

- I. The steps taken or impact on conservation of energy : **NIL**
- II. The steps taken by the Company for utilizing alternate sources of energy : **NIL**
- III. The capital investment on energy conservation equipment's : **NIL**

B. TECHNOLOGY ABSORPTION

- I. Efforts made in technology absorption& Benefits derived: NIL
- II. Benefits derived like product improvement, cost reduction, product development or import substitution: NIL
- III. In case of Imported Technology (imported during last 3 years reckoned from beginning of the financial year): NIL
- IV. The expenditure incurred on Research and Development: NIL

C. FOREIGN EXCHANGE EARNINGS AND OUTGO

The details of foreign exchange earnings and outgo are forming part of notes to financial statements, refer note no. 31.



INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF SAHYOG MULTIBASE LIMITED

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of Sahyog Multibase Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2019, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2019, the profit and total comprehensive Income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone 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.

1. During the year company has been submitted an application before BSE for No Objection for consolidation of the business with M/s Best Agrochem Private Limited w.e.f. 01st April, 2018. The Company has received approval from BSE. Company has also provided Inter corporate Deposits to the Transferee Company subject to scheme of merger in NCLT.
2. The Company Tavares Tradelink Pvt. Ltd. ceased to be subsidiary on 30.06.2018 and currently management does not have any representation on the board of directors and governing body. Hence not classified as an Associate for the purpose of Ind AS 28.



3. The company is holding more than 20% of M/s Value Industries Asia Pte Ltd in Singapore company but as per management company does not have power to participate in the decision making process of the foreign entity and hence not classified as an associate for the purpose of Ind AS 28.
4. The company has applied share application money amounting to Rs 7,15,82,060/- as on 31/03/2019 to M/s Fortune JC Industries PTE Ltd in Singapore. The Equity shares has not been allotted to company till reporting date. Management is expected to recover the share application money within the financial year 2019-20.

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexure to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the standalone 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 standalone 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 Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone 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 responsible for overseeing the Company's financial reporting process.



Auditor's Responsibilities for the Audit of the Standalone Financial Statements

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

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

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

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



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

Report on Other Legal and Regulatory Requirements

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

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
- d) In our opinion, the aforesaid standalone financial statements comply with the IndAS 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, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 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 A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act. However there has been an excess payment of remuneration of Rs. 1,20,000/- to Mr. Vishesh Gupta waiver of the same and revision of his remuneration has already been approved by the Board and is being taken for shareholders' approval at the ensuing Annual General Meeting.

- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company is subject to legal proceedings and claims, which have arisen in the ordinary course of business. The Management does not reasonably expect that these legal actions, when ultimately concluded and determined, will have a material and adverse effect on the Company's results of operations or financial condition.



- ii. There are no material foreseeable losses on long term contracts including derivative contracts therefore, no such provision is required to be made.
 - iii. There have been no requirements of transferring amounts to the Investor Education and Protection Fund of India by the Company.
2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For GOYAL NAGPAL & CO.
Chartered Accountants
(ERN.018289C)



CA Virender Nagpal
Partner

(Membership No.416004)

Place: New Delhi
Dated: May30, 2019

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Sahyog Multibase 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 **SAHYOG MULTIBASE LIMITED** ("the Company") as of March 31, 2019 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting



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

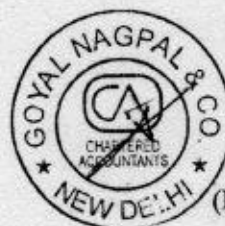
Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

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

For **GOYAL NAGPAL & CO.**
Chartered Accountants
(FRN 018289C)



Virender
CA Virender Nagpal
Partner

(Membership No.416004)

Place: New Delhi
Dated: May30, 2019

ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT

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

- i. 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 which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
 - (c) According to the information and explanations given to us, the records examined by us and based on the examination of the unregistered sale deed and other documents provided to us, we report that title deeds comprising all the freehold immovable properties of land and building are held in the name of the Company.
- ii. In respect of the Company's Inventories:
 - (a) The management of the Company has conducted the physical verification of inventory at reasonable intervals during the year.
 - (b) The procedure of physical verification of inventory followed by the management is reasonable and adequate in relation to the size of the Company and nature of its business.
 - (c) The Company has maintained proper records of inventory and no material discrepancies were noticed on physical verification.
- iii. The Company has not granted any loans to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act').
- iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act subject to Point No. 1 reported in Key Audit matters.
- v. The Company has not accepted deposits during the year and does not have any unclaimed deposits as at March 31, 2019 and therefore, the provisions of the clause 3 (v) of the Order are not applicable to the Company.
- vi. The maintenance of cost records has not been specified by the Central Government under section 148(1) of the Companies Act, 2013 for the business activities carried out by the Company. Thus reporting under clause 3(vi) of the order is not applicable to the Company.



- vii. According to the information and explanations given to us, in respect of statutory dues:
- According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company is not regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess, GST and other material statutory dues with the appropriate authorities.
 - According to the records of the company, the dues outstanding of employees' state insurance, income-tax, sales-tax, duty of custom, duty of excise, goods and service tax, cess and other statutory dues ,on account of any dispute are as follows

S. No.	Period of Demand	Amount Involved	Particulars of demand	Appeal pending before
1	A.Y. 2012-13	Rs.14,90,130/-	Income Tax Appeal.	CIT (A) Kolkatta
2	A.Y. 2018-19	Rs. 20,00,000/-	Custom Department	Customs (Appeal), New Delhi

- viii. In our opinion and according to the information and the explanations given to us the company has not defaulted in repayment of loans or borrowing to a financial institution, bank, Government or dues to debenture holders.
- ix. The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause 3 (ix) of the Order is not applicable to the Company.
- x. 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.
- xi. 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 approval mandated by the provisions of section 197 read with Schedule V to the Act. However there has been an excess payment of remuneration of Rs. 1,20,000/- to Mr. Vishesh Gupta waiver of the same and revision of his remuneration has already been approved by the Board and is being taken for shareholders' approval at the ensuing Annual General Meeting.
- xii. The Company is not a Nidhi Company and hence reporting under clause 3 (xii) of the Order is not applicable to the Company.
- xiii. In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- xiv. During the year, the Company has not made any preferential allotment or private placement



of shares or fully or partly paid convertible debentures and hence reporting under clause 3 (xiv) of the Order is not applicable to the Company.

- xv. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected to its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- xvi. The Company is not required to be registered under section 45-1A of the Reserve Bank of India Act, 1934.

For **GOYAL NAGPAL & CO.**
Chartered Accountants
(F.R.N.018289C)



Virender
CA Virender Nagpal
Partner
(Membership No.416004)

Place: New Delhi
Dated: May30, 2019

SAHYOG MULTIBASE LIMITED
(Formerly Known as Sahyog Credits Limited)
CIN NO.: L74110DL1992PLC116773
Balance Sheet as at March 31, 2019

(Amount in Rs.)

Particulars	Notes	As at March 31, 2019	As at March 31, 2018
I. ASSETS			
1 Non - Current Assets			
a) Property, Plant and Equipment	3(a)	1,897,951	2,308,486
b) Other Intangible assets	3(b)	3,892	3,892
c) Financial assets			
(i) Investments	4	35,476,374	34,201,914
(ii) Loans and Advances	5	123,918,898	-
d) Non Current Tax Asset (Net)	10	3,746,826	2,675,026
e) Other Non Current Assets	6	40,737,943	-
Total Non-Current Assets		205,781,884	39,189,318
2 Current Assets			
a) Inventories	7	90,569,250	106,645,384
b) Financial Assets			
(i) Trade receivables	8	739,585,862	302,694,577
(ii) Cash and cash equivalents	9(a)	7,096,214	1,800,647
(iii) Bank Balances other than (ii) above	9(b)	5,629,710	1,243,446
(iv) Loans and Advances	5	255,355,579	79,214,653
c) Other Current Assets	6	133,932,364	213,294,491
		1,232,168,979	704,893,198
d) Assets held for sale	4	71,582,060	71,582,060
Total Current Assets		1,303,751,039	776,475,258
Total Assets		1,509,532,923	815,664,576
II. EQUITY AND LIABILITIES			
1 Equity			
a) Equity Share Capital	11	79,760,715	79,760,715
b) Other Equity	12	426,998,975	432,655,321
Total Equity		506,759,690	512,416,036
2 Liabilities			
Non - Current Liabilities			
a) Financial Liabilities			
(i) Borrowings	13	15,767,727	83,311,364
Total Non-Current Liabilities		15,767,727	83,311,364
3 Current Liabilities			
a) Financial Liabilities			
(i) Borrowings	13	298,696	137,617
(ii) Trade payables	15		
Due to Micro and Small enterprises			
Due to Others		861,521,040	182,783,340
(iii) Others	14	557,937	32,336,899
b) Other current liabilities	16	122,851,832	1,998,319
c) Income tax liabilities (Net)	17	1,776,001	2,676,001
Total Current Liabilities		987,005,506	219,937,176
Total Equity and Liabilities		1,509,532,923	815,664,576

The accompanying notes 1 to 40 form an integral part of the standalone financial statements.

As per our report of even date

For Goyal Nagpal & Co.

Chartered Accountants

Firm Regd. No. 018289C

Virender

CA Virender Nagpal

Partner

Membership No. 416004

Place: New Delhi

Dated: 30/03/2019



Ghanshyam Prasad Gupta

Director

(DIN: 00287019)

Himanshi Negi

Himanshi Negi

(Company Secretary)

For and on behalf of the Board of

Sahyog Multibase Limited

Vishesh Gupta

Director

(DIN: 00255689)

Shrawan Kumar Prasad

Shrawan Kumar Prasad

(Chief Financial Officer)

SAHYOG MULTIBASE LIMITED
(Formerly Known as Sahyog Credits Limited)
CIN NO.: L74110DL1992PLC116773

Statement of profit and loss for the year ended March 31, 2019

(Amount in Rs.)

Particulars	Notes	March 31, 2019	March 31, 2018
I Revenue from operations	18	1,277,664,076	1,291,846,839
II Other income	19	39,935,313	43,287,959
III Total revenue (I + II)		1,317,599,389	1,335,134,798
IV Expenses:			
Purchases of Stock in trade	20	1,275,619,857	1,333,020,932
Change in inventories	21	16,076,134	(27,402,274)
Employees benefit expenses	22	4,274,580	5,816,590
Finance costs	23	14,157,728	9,659,857
Depreciation and amortisation expenses	24	410,535	1,497,843
Other expenses	25	5,003,773	9,770,345
Total expenses (IV)		1,315,542,606	1,332,363,293
V Profit before Tax (III - IV)		2,056,783	2,771,505
VI Tax expense:			
Current tax	26	987,409	900,000
Deferred Tax Liability / (Asset)	10	103,374	(238,052)
Total tax expense		1,090,783	661,948
VII Profit for the year (V - VI)		966,000	2,109,557
VIII Other comprehensive Income (OCI)			
(i) Remeasurement gain (loss) on Financial Instruments		(7,533,170)	33,894,955
(ii) Tax relating to items that will not be reclassified to profit or loss		1,175,175	(10,473,541)
IX Other comprehensive Income for the year, net of tax		(6,357,995)	23,421,414
X Total comprehensive Income for the year		(5,391,996)	25,530,971
XI Earnings per share (of Rs. 10 each):			
Basic	27	0.12	0.26
Diluted	27	0.12	0.26

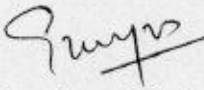
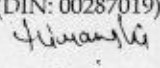
The accompanying notes 1 to 40 form an integral part of the standalone financial statements.

As per our report of even date
For Goyal Nagpal & Co.
Chartered Accountants
Firm Regn. No.018289C


CA Virender Nagpal
Partner
Membership No. 416004
Place: New Delhi
Dated: 30/05/2019



For and on behalf of the Board of
Sahyog Multibase Limited


Ghanshyam Prasad Gupta
Director
(DIN: 00287019)

Himanshi Negi
(Company Secretary)


Vishesh Gupta
Director
(DIN: 00255689)

Shrawan Kumar Prasad
(Chief Financial Officer)

SAHYOG MULTIBASE LIMITED
(Formerly Known as Sahyog Credits Limited)
CIN NO.: L74110DL1992PLC116773

Statement of Cash Flow for the year ended March 31, 2019

		(Amounts in Rupees)
Particulars	March 31, 2019	March 31, 2018
Cash flows from operating activities		
Total Profit before Tax for the year	2,056,783	2,771,505
Adjustments for		
Depreciation and amortization	410,535	1,497,843
Interest income	(9,839,607)	(1,250,810)
Dividend Income	(1,160)	(67,662)
Finance Costs	14,157,728	9,659,857
Profit on sale of Fixed Assets	-	(208,508)
Profit on sale of Investments	(19,562,759)	(18,248,076)
Operating profit before working capital changes	(12,778,480)	(5,845,851)
Movements in working capital:		
Inventories	16,076,134	(27,402,274)
Trade receivables	(436,891,285)	(105,827,527)
Other Financial and Non financial Assets	(304,446,088)	(51,041,663)
Other current and Non Current Assets	38,624,184	(3,174,828)
Financial borrowings	161,079	137,617
Trade payables	678,732,700	(8,120,757)
Other financial liabilities	(31,778,962)	(1,243,446)
Other current liabilities	120,853,513	(149,710,949)
Cash generated from/ (used in) operations	68,552,794	(352,229,678)
Income taxes (paid)/ Refund (net)	1,191,783	147,433
NET CASH GENERATED BY OPERATING ACTIVITIES	67,361,011	(352,082,245)
Cash flows from investing activities		
Proceeds from sale of Fixed Assets	-	832,688
Proceeds from sale of Investments	74,560,145	246,568,064
Purchase of Fixed Assets	-	(2,027,558)
Purchase of Investments	(63,805,016)	-
Dividend Income	1,160	67,662
Interest income	9,839,607	1,250,810
NET CASH USED IN INVESTING ACTIVITIES	20,595,896	246,691,666
Cash flows from financing activities		
Repayment of Long Term Borrowings	(67,543,637)	83,311,364
Remeasurement gain (loss) on Financial Instruments	-	33,894,955
Issue of share capital	-	(2,343,383)
Finance cost	(14,157,728)	(9,659,857)
Dividend paid (including Dividend distribution tax)	(959,977)	(361,620)
NET CASH USED IN FINANCING ACTIVITIES	(82,661,342)	104,841,459
Net decrease in cash and cash equivalents	5,295,566	(549,120)
Cash and cash equivalents at the beginning of the year (refer note 9)	1,800,647	2,349,767
Cash and cash equivalents at the end of the year (refer note 9)	7,096,213	1,800,647


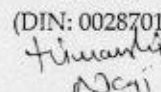
The accompanying notes 1 to 40 form an integral part of the standalone financial statements.


As per our report of even date
For Goyal Nagpal & Co.
Chartered Accountants
Firm Regn. No.018289C

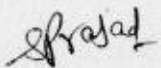

CA Virender Nagpal
Partner
Membership No. 416004
Place: New Delhi
Dated: 30/05/2019



For and on behalf of the Board of
Sahyog Multibase Limited


Ghanshyam Prasad Gupta
Director
(DIN: 00287019)

Himanshi Negi
(Company Secretary)


Vishesh Gupta


Shrawan Kumar Prasad
(Chief Financial Officer)

Statement of changes in equity for the year ended March 31, 2019

A. Equity share capital

Equity shares of Rs. 10 each issued, subscribed and fully paid up

As at March 31, 2018	79,760,715
Changes in equity share capital	-
As at March 31, 2019	79,760,715

B. Other equity

Particulars	Reserves and surplus			Total other equity
	Capital Reserve	Security Premium	Retained earnings	
Balance as at April 1, 2017	333,671,306	102,823,125	(29,008,461)	407,485,970
Profit for the year	-	-	2,109,557	2,109,557
Other comprehensive income, net of income tax	-	-	23,421,414	23,421,414
Provision for Proposed Dividend	-	-	(306,000)	(306,000)
Current year transfer	-	-	(55,620)	(55,620)
Balance as at March 31, 2018	333,671,306	102,823,125	(3,839,110)	432,655,321
Profit for the year	-	-	966,000	966,000
Other comprehensive income, net of income tax	-	-	(6,357,995)	(6,357,995)
Dividend paid during the year	-	-	(797,604)	(797,604)
Dividend Distribution Tax on Dividend Payable	-	-	(162,373)	(162,373)
Excess Provision made of Previous year Income Tax	-	-	695,626	695,626
Balance as at March 31, 2019	333,671,306	102,823,125	(9,495,456)	426,998,975

The accompanying notes 1 to 40 form an integral part of the standalone financial statements.

As per our report of even date

For Goyal Nagpal & Co.

Chartered Accountants

Firm Regn. No.018289C

Virender
CA Virender Nagpal

Partner

Membership No. 416004



Place: New Delhi

Dated: 30/05/2019

For and on behalf of the Board of Sahyog Multibase Limited

Ghanshyam
Ghanshyam Prasad Gupta
Director

(DIN: 00287019)

Himanshi
Himanshi Negi

(Company Secretary)

Vishesh
Vishesh Gupta
Director

(DIN: 00255689)

Shrawan
Shrawan Kumar Prasad
(Chief Financial Officer)

SAHYOG MULTIBASE LIMITED

CIN NO.: L74110DL1992PLC116773

Notes to the financial statements for the year ended March 31, 2019

Note 3(a) - Property Plant and Equipment

(Amount in Rs.)

Particulars	Free hold Building	Furniture, Fitting and equipment	Plant and Machinery	Computers	Motor Vehicles	Total
Year ended 31st March 2018						
Gross carrying amount						
Opening gross carrying amount	-	12,350	1,009,403	107,700	4,864,247	5,993,700
Additions	850,000	-	-	-	1,177,558	2,027,558
Assets classified as held for sale	-	-	-	-	-	-
Disposals	-	-	-	-	(3,814,364)	(3,814,364)
Closing gross carrying amount	850,000	12,350	1,009,403	107,700	2,227,441	4,206,894
Accumulated depreciation and Impairment						
Opening accumulated depreciation	-	8,061	-	96,064	3,486,625	3,590,750
Depreciation charge during the year	-	1,110	58,644	7,349	609,117	676,220
Impairment loss	-	-	821,623	-	-	821,623
Disposals	-	-	-	-	(3,398,694)	(3,398,694)
Profit on disposal of assets	-	-	-	-	208,509	208,509
Closing accumulated depreciation and Impairment	-	9,171	880,267	103,413	905,557	1,898,408
Net Carrying amount 31.03.2018	850,000	3,179	129,136	4,287	1,321,884	2,308,486
Year ended 31st March 2019						
Gross carrying amount						
Opening gross carrying amount	850,000	12,350	187,780	107,700	2,227,441	4,206,894
Additions	-	-	-	-	-	-
Assets classified as held for sale	-	-	-	-	-	-
Disposals	-	-	-	-	-	-
Closing gross carrying amount	850,000	12,350	187,780	107,700	2,227,441	4,206,894
Accumulated depreciation and Impairment						
Opening accumulated depreciation	-	9,171	58,644	103,413	905,557	1,898,408
Depreciation charge during the year	41,395	823	23,374	2,708	342,236	410,535
Closing accumulated depreciation and Impairment	41,395	9,994	82,018	106,121	1,247,793	2,308,943
Net Carrying amount 31.03.2019	808,605	2,356	105,762	1,579	979,648	1,897,951



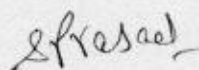
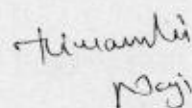
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Jyoti Nagi

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S. Patel

Note 3(b) - Other Intangible Assets

Particulars	(Amount in Rs.)	
	Computer Software	Total
Year ended 31st March 2018		
Gross carrying amount		
Opening gross carrying amount	18,000	18,000
Additions	-	-
Disposals	-	-
Closing gross carrying amount	18,000	18,000
Accumulated amortization and Impairment		
Opening accumulated depreciation	14,108	14,108
amortization charge during the year	-	-
Closing accumulated amortization and Impairment	14,108	14,108
Net Carrying amount 31.03.2018	3,892	3,892
Year ended 31st March 2019		
Gross carrying amount		
Opening gross carrying amount	18,000	18,000
Additions	-	-
Closing gross carrying amount	18,000	18,000
Accumulated amortization and Impairment		
Opening accumulated amortization	14,108	14,108
amortization charge during the year	-	-
Closing accumulated amortization and Impairment	14,108	14,108
Net Carrying amount 31.03.2019	3,892	3,892


Notes to the financial statements for the year ended March 31, 2019

Note 4. Financial assets - Investments	Number of shares					in Rupees	
	Nominal Value per unit	As at 31-Mar-2019	As at 31-Mar-2018	As at 31-Mar-2019	As at 31-Mar-2018	As at 31-Mar-2019	As at 31-Mar-2018
Quoted Investments (Fully Paid)							
Rushil Decor Ltd.	10	2,320	2,320	1,082,767	1,833,218		
Vikas Ecotech Limited	1	922,992	4,996	10,522,109	146,633		
Total aggregate quoted investments [A]				11,604,876	1,979,850		
Unquoted Investments (at amortised cost)							
Bhurji Super Tek Industries Limited	10	128,205	128,205	9,999,990	9,999,990		
Tavares Tradelinks Private Limited	10	9,239	214,184	300,184	6,701,000		
Pride Buildtech Private Limited	10	-	7,715	-	1,928,750		
Vikas Multicorp Limited	1	38,321,019	40,418,280	556,404	577,404		
Value Industries Asia Pte Ltd.		270,000	270,000	13,014,920	13,014,920		
Total aggregate unquoted investments [B]				23,871,498	32,222,064		
Assets Held for Sales (at amortised cost)*							
Fortune J C Industries Pte Ltd. - Share Application Money				71,582,060	71,582,060		
Total aggregate other investments [C]				71,582,060	71,582,060		
Total Non-current Investments [A+B+C]				107,058,434	105,783,974		
Investment Carried at Cost				23,871,498	32,222,064		
Investment Carried at Fair Value through Comprehensive Income				11,604,876	1,979,850		

* In the Financial year 2017-18 Company had applied application money to M/s Fortune J C Industries Pte Ltd Singapore based Company but same has not been allotted and application money will be realised again.



Dr. J. K. Singh
Dr. J. K. Singh
Dr. J. K. Singh

SAHYOG MULTIBASE LIMITED

CIN NO.: L74110DL1992PLC116773

Notes to the financial statements for the year ended March 31, 2019

(All amounts in Rs. unless otherwise stated)

Note 5 - Loans and Advances

Particulars	March 31, 2019		March 31, 2018	
	Non Current	Current	Non Current	Current
Unsecured (Considered Goods)				
Inter Corporate Deposits*	123,918,898	244,097,288	-	5,631,023
Others	-	11,258,291	-	73,583,530
Total Financial assets	123,918,898	255,355,579	-	79,214,553

*Inter Corporate Deposits includes Rs. 17,69,95,000/- given to M/s Best Agrochem Private Limited which as per resolution dated 10th October, 2018 filed with Stock Exchanges for the consolidation of the business of the said company

Note 6 - Other Current and Non Current Assets

(Unsecured, considered goods unless otherwise stated)

Particulars	March 31, 2019		March 31, 2018	
	Non Current	Current	Non Current	Current
Balance with Government Authorities	1,046,312	7,909,919		11,417,330
Advances to suppliers	14,291,631	125,982,445	-	176,381,082
Advance for Property	23,900,000	-	-	23,900,000
Loan to Employees	1,500,000	40,000	-	1,500,000
Prepaid Expenses	-	-	-	96,079
Total other current and Non Current assets	40,737,943	133,932,364	-	213,294,491

Note 7- Inventories

(at the lower of cost or net realisable value)

Particulars	As at March 31, 2019	As at March 31, 2018
Stock of Traded goods	90,569,250	106,645,384
Total inventories	90,569,250	106,645,384



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SAHYOG MULTIBASE LIMITED

CIN NO.: L74110DL1992PLC116773

Notes to the financial statements for the year ended March 31, 2019
(All amounts in Rs, unless otherwise stated)

Note 8 - Trade receivables

Particulars	March 31, 2019		March 31, 2018	
	Non Current	Current	Non Current	Current
Considered Good Trade Receivables	-	739,585,862	-	302,694,577
Total trade receivables	-	739,585,862	-	302,694,577

(i) Refer note 32 for disclosures related to credit risk and related disclosures.

Note 9 - Cash and Bank Balances

Particulars	March 31, 2019		March 31, 2018	
	Non Current	Current	Non Current	Current
(a) <u>Cash and cash equivalents</u>				
(1) Cash on hand	-	222,929	-	724,398
(2) Balances with banks In current accounts	-	6,873,285	-	1,076,249
Total (a)	-	7,096,214	-	1,800,647
(b) Bank Balances other than Cash and cash equivalents (at amortised cost)				
(1) Deposits with Original maturity of not less than three months but not more than twelve months	-	5,629,710	-	1,243,446
Total (b)		5,629,710		1,243,446
Total cash and bank balances (a+b)	-	12,725,924	-	3,044,093



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Note 10. Deferred Tax Assets / Liability

Nature - Asset/Liability	Balance Sheet 31-Mar-19	Balance Sheet 31-Mar-18
Deferred tax asset arising on account of : Property, plant and equipment, investment property and other intangible	405,710	509,084
Fair valuation of financial instruments through FVTOCI	3,341,116	2,165,942
Total	3,746,826	2,675,026

R. Gupta *Sanjay* *Sharma*



Changes in deferred tax Assets (net)

Particulars	01-Apr-17	Recognised in other comprehensive income	Recognised in Consolidated Statement of Profit and Loss	31-Mar-18	Recognised in other comprehensive income	Recognised in Consolidated Statement of Profit and Loss	31-Mar-19
Assets							
Property, plant and equipment, investment property and other intangible assets - depreciation and amortisation	271,052		238,052	509,084		(103,374)	405,710
Fair valuation of financial instruments through FVTOCI	12,639,483	(10,473,541)		2,165,942	1,175,175		3,341,117
Sub-Total	12,910,535	(10,473,541)	238,052	2,675,026	1,175,175	(103,374)	3,746,827
Total	12,910,535			2,675,026			

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SAHYOG MULTIBASE LIMITED
CIN NO.: L74110DL1992PLC116773

Notes to the financial statements for the year ended March 31, 2019
(All amounts in Rs, unless otherwise stated)

Note 11 - Share capital

Particulars	March 31, 2019		March 31, 2018	
	Number of shares	Amount	Number of shares	Amount
Authorised Equity shares of Rs10/- each	8,700,000	87,000,000	8,700,000	87,000,000
Issued, subscribed and paid up Equity shares of Rs 10/- each fully paid up	8,700,000	87,000,000	8,700,000	87,000,000
Share issued Pursuant to amalgamation pending for allotment	7,976,072	79,760,715	3,060,000	30,600,000
	-	-	4,916,072	49,160,715
Total share capital	7,976,072	79,760,715	7,976,072	79,760,715

(a) Movements in equity share capital

Particulars	Number of shares	Amount
As at March 31, 2018	7,976,072	79,760,715
Changes during the year	-	-
As at March 31, 2019	7,976,072	79,760,715

Terms and rights attached to equity shares

The Company has only one class of equity shares with a par value of Rs. 10/- per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees.

In the event of liquidation of the Company, the holders of equity shares are entitled to receive the remaining assets of the Company, after meeting all liabilities and distribution of all preferential amounts, in proportion to their shareholding.

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

Particulars	March 31, 2019		March 31, 2018	
	No. of shares held	% of holding	No. of shares held	% of holding
Equity shares with voting rights	1,625,000	20.37%	1,625,000	20.37%
Tusha Garg	968,750	12.15%	968,750	12.15%
Madan Lal Kashmirilal Agarwal	-	-	895,125	11.22%
Vikas Garg	-	-	-	-



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SAHYOG MULTIBASE LIMITED

CIN NO.: L74110DL1992PLC116773

Notes to the financial statements for the year ended March 31, 2019

(All amounts in Rs, unless otherwise stated)

Note 12 - Other equity

Particulars	March 31, 2019	March 31, 2018
(i) Capital Reserve	333,671,306	333,671,306
(ii) Security Premium	102,823,125	102,823,125
(iii) Retained Earnings	(26,558,875)	(27,260,524)
(iv) Other Comprehensive Income	17,063,418	23,421,414
Total other equity	426,998,975	432,655,321

(i) Capital reserves

Particulars	March 31, 2019	March 31, 2018
Opening balance	333,671,306	333,671,306
Movement during the year	-	-
Closing balance	333,671,306	333,671,306

* Capital reserve represents the difference between value of the net assets transferred to the Company in the course of business combinations and the consideration paid for such combinations

(ii) Security Premium

Particulars	March 31, 2019	March 31, 2018
Opening balance	102,823,125	102,823,125
Premium on issue of Shares	-	-
Closing balance	102,823,125	102,823,125

* Securities premium reserve is used to record the premium on issue of shares. The reserve will be utilised in accordance with provisions of the Act.

(iii) Retained earnings

Particulars	March 31, 2019	March 31, 2018
Opening balance	(27,260,524)	(29,008,461)
Net profit for the year	966,000	2,109,557
Excess Provision made of Previous year Income Tax	695,626	-
Dividend paid during the year	(797,604)	(306,000)
Dividend Distribution Tax paid	(162,373)	(55,620)
*Closing balance	(26,558,875)	(27,260,524)

* Retained earnings are created from the profit / loss of the Company, as adjusted for distributions to owners, transfers to other reserves, etc.

(iv) Other Comprehensive Income

Particulars	March 31, 2019	March 31, 2018
Opening balance	23,421,414	28,264,993
Add: Net fair value on investment in equity instruments through OCI (net of tax)	(6,357,995)	(4,843,579)
Closing balance	17,063,418	23,421,414

This represents the cumulative gains and losses arising on the revaluation of equity instruments measured at fair value through other comprehensive income that have been recognized in other comprehensive income, net of amounts reclassified to profit or loss when such assets are disposed off and impairment losses on such instruments



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Note 13 - Financial liabilities - Borrowings

Particulars	March 31, 2019		March 31, 2018	
	Non Current	Current	Non Current	Current
Secured				
From Non Banking Financial Institutions				
Tata Motor Finance Limited*	268,412	298,696	704,705	137,617
Unsecured				
From Related Parties	-	-	14,263,846	-
From Others	15,499,315	-	68,342,813	-
	15,767,727	298,696	83,311,364	137,617

* Secured loan hypothecation against cars from Tata Motor Finance Limited. The loan is repayable in 36 equal monthly installment of Rs. 13,934/- each. The Period of Maturity from the balance sheet date is 22 month.

Note 14 - Other financial liabilities

Particulars	March 31, 2019		March 31, 2018	
	Non Current	Current	Non Current	Current
Unpaid Dividend	-	557,937	-	417,950
Book Overdraft with Union Bank of India*	-	-	-	31,918,949
Total other financial liabilities	-	557,937	-	32,336,899

*Cheque lussed but not presented till reporting period

Note 15 - Trade payables

Particulars	March 31, 2019		March 31, 2018	
	Non Current	Current	Non Current	Current
At amortised cost				
Due to Micro and Small enterprises*	-	-	-	-
Due to Others	-	861,521,040	-	182,788,340
Total trade payables	-	861,521,040	-	182,788,340

* Based on the information available with the Company, there are no dues outstanding in respect of Micro, Small & Medium Enterprises at the balance sheet date. The above disclosure has been determined to the extent such parties have been identified on the basis of information available with the company. This has been relied upon by the auditors.

Note 16 - Other Current Liabilities

Particulars	March 31, 2019		March 31, 2018	
	Non Current	Current	Non Current	Current
Advance from Customers	-	117,937,196.00	-	-
Statutory dues payable	-	1,503,195.00	-	707,636
Expenses payable	-	3,411,441.03	-	1,290,683
Total other liabilities	-	122,851,832	-	1,998,319



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SAHYOG MULTIBASE LIMITED

CIN NO.: L74110DL1992PLC116773

Notes to the financial statements for the year ended March 31, 2019

(All amounts in Rs, unless otherwise stated)

Note 17 - Current Tax Liabilities (Net)

Particulars	March 31, 2019		March 31, 2018	
	Non Current	Current	Non Current	Current
(a) Income Tax Liabilities				
Provision for income tax for current year	-	-	-	900,000
Provision for income tax for previous years	-	1,776,001	-	1,776,001
Total	-	1,776,001	-	2,676,001



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SAHYOG MULTIBASE LIMITED
CIN NO.: L74110DL1992PLC116773

Notes to the financial statements for the year ended March 31, 2019
(All amounts in Rs, unless otherwise stated)

Note 18 - Revenue from operations

Particulars	March 31, 2019	March 31, 2018
Sale of products	1,275,185,007	1,291,846,839
Operating Income	2,479,069	-
Total revenue from operations	1,277,664,076	1,291,846,839

Note 19 - Other income

Particulars	March 31, 2019	March 31, 2018
(a) Interest income		
- Other Financial Assets carried at amortised cost	9,839,607	1,250,810
(b) Commission Income	-	145,294
(c) Dividend Income	1,160	67,662
(d) Foreign Exchange Fluctuation	10,531,787	5,855,877
(e) Duty Drawback Received	-	17,511,732
(f) Profit on sale of Fixed Assets	-	208,508
(g) Profit on sale of Investments	19,562,759	18,248,076
Total other income	39,935,313	43,287,959



SAHYOG MULTIBASE LIMITED

CIN NO.: L74110DL1992PLC116773

Notes to the financial statements for the year ended March 31, 2019

(All amounts in Rs, unless otherwise stated)

Note 20 - Purchase of Stock in Trade

Particulars	March 31, 2019	March 31, 2018
Purchases during the year	1,273,274,541	1,289,160,230
Operating Expenses	2,345,316	43,860,702
Total purchases made during the year	1,275,619,857	1,333,020,932

Note 21 - Change in inventories

Particulars	March 31, 2019	March 31, 2018
Opening Stock of Finished Goods	106,645,384	79,243,110
Less: Closing stock of Finished Goods *	90,569,250	106,645,384
Net Change in inventories	16,076,134	(27,402,274)

Note 22 - Employees benefit expenses

Particulars	March 31, 2019	March 31, 2018
Salary and wages	4,173,781	5,773,751
Staff Welfare expenses	100,799	42,839
Total Employees benefit expense	4,274,580	5,816,590

Note 23 - Finance costs

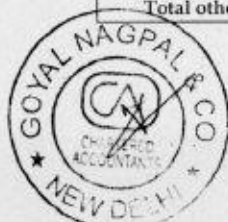
Particulars	March 31, 2019	March 31, 2018
Interest expense	13,925,706	9,401,587
Bank Charges	232,022	258,270
Total finance costs	14,157,728	9,659,857

Note 24 - Depreciation and amortisation expense

Particulars	March 31, 2019	March 31, 2018
Depreciation expense		
- On property, plant and equipment(refer note 3(a))	410,535	1,497,843
Total depreciation and amortisation expense	410,535	1,497,843

Note 25 - Other expenses

Particulars	March 31, 2019	March 31, 2018
Interest on Statutory Dues payment	191,040	170,569
Listing/Merger Fees	317,005	200,000
Advertisement	120,420	415,310
Insurance	22,476	28,162
Fees & Filings Expenses	1,163,507	-
Legal and professional	497,046	705,880
Payment to Auditor		
- Audit fee	450,000	325,000
- Others	65,300	61,175
Rent Expense	276,515	1,237,000
Donation (Contribution to Political Party)	-	5,000,000
Expenses relating to previous years	49,791	60,500
Other Indirect Expenses	1,850,673	1,566,749
Total other expenses	5,003,773	9,770,345



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Notes to the financial statements for the year ended March 31, 2019
(All amounts in Rs, unless otherwise stated)

Note 26 - Tax expense

Particulars	March 31, 2019	March 31, 2018
Current Tax In respect of current year	987,409	900,000
Total income tax expense recognised in profit & loss	987,409	900,000

Note 27 - Earnings per share

Particulars	March 31, 2019	March 31, 2018
Profit for the year attributable to owners of the Company [A]	966,000	2,109,557
Weighted average number of equity shares for the purposes of basic EPS/diluted EPS [B]	7,976,072	7,976,072
Basic earning per share (face value of Rs. 10 per share) [A/B]	0.12	0.26
Diluted earning per share (face value of Rs. 10 per share) [A/B]	0.12	0.26

Note 28- Payment to Auditors

Particulars	March 31, 2019	March 31, 2018
Statutory audit	325,000	225,000
Tax Audit	125,000	100,000
others	65,300	61,175
Total	515,300	386,175

Note 29 - Contingent Liabilities and Commitments

	March 31, 2019	March 31, 2018
Bank Guarantee against export obligation ICD Tughlakabad*	1,201,000	1,201,000
Bank Guarantee for exports obligations Nhava Sheva	4,250,000	-
Income Tax**	1,490,130	1,490,130
Total Contingent Liability	2,691,130	2,691,130

* The above Bank guarantee amounting to Rs. 12,01,000/- is given by pledging Bank Fixed Deposits for provisional towards redemption fine/penalty amounting to Rs. 20,00,000/-.

** Income tax dispute pending at CIT (A) (Kolkata)

Note 30 - Information on Segment Reporting pursuant to Ind AS 108

The Company is primarily engaged in the business of "Trading" which constitutes a single reporting segment and the Executive Management Committee does not monitor the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the financial statements therefore no additional disclosure are required under Ind AS 108- "Segment Reporting"



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Note 31 - Related party transactions

(A) List of key management personnel

Mr. Vishesh Gupta, Director
Mr. Naresh Kumar Singhal
Ms. Himanshu Negi Company Secretary (Appointed on 13.03.2019)
Ms. Neha Garg Company Secretary (Resigned on 31.08.2018)
Mr. Chandan Kumar, Chief Financial Officer (CFO) (Resigned on 07.09.2018)

(B) List of Directors

Mr. Ghanshyam Prashad Gupta
Mr. Naresh Kumar Singhal
Mrs. Meetu Aggarwal
Mr. Vishesh Gupta

(D) Entities in which a Director or his/her relative is a member or Director

M/s Stepping Stone Construction Private Limited (Naresh Kumar Singhal is Common Director)
M/s Jha Gunjan & Associates (Proprietor of the firm is relative of KMP)
M/s Value Industries Asia Pte Ltd (Foreign Company)*
M/s Tavares Tradelink Private Limited**

* The Company is holding more than 20% of M/s Value Industries Asia Pte Ltd (201713309W) but Company does not exercise significant influence on the foreign entity and hence not classified as an Associate for the purpose of Ind AS 28.

** The Company Tavares Tradelink Pvt. Ltd. was ceased to be subsidiary on 30.06.2018 but Company doesnot exercise significant influence on the indian entity from 01st April, 2018 and hence not classified as an Associate for the purpose of Ind AS 28.

(E) Terms & conditions:

The outstanding balances at the year-end are unsecured and interest free. The Company has not recorded any impairment of receivables relating to amounts owned by related parties for the year ended 31 March 2018 and 31 March 2019.

(F) The amount of transactions/ balances disclosed above are without giving effect to the Ind AS adjustments on account of fair valuation / amortisation.



Himanshu
Negi

G Prasad

(G) Transactions with Related Party

Related Party	Outstanding as on 31.03.2019 (Rs.)	Payable / Receivable	Outstanding as on 31.03.2018 (Rs.)	Payable / Receivable	Nature of transaction	As on 31.03.2019	As on 31.03.2018
						Value of transaction (Rs.)	Value of transaction (Rs.)
Naresh Kumar Singhal	33,000.00	Payable	31,692	Payable	Director Remuneration	397,263	590,129.00
Vishesh Gupta	40,000	Payable	38,401	Payable	Director Remuneration	489,599	468,807
Deepak Barsal	-	Payable	-	payable	Director Remuneration	-	120,000
Chandan Kumar	-	Payable	45,330	payable	Salary Expenses	359,715	600,000
Umesh Gulhar	-	payable	240,000	payable	Director Remuneration	-	240,000
Neha Garg	-	payable	31,213	payable	Salary Expenses	171,509	396,000
Steeping Stone Construction Private Limited	-	payable	14,263,846	Payable	Loan Taken Loan Repaid Interest Exp	- 14,025,000 168,421	19,925,000 5,300,000 238,846
Value Industries Asia Pte Ltd (Foreign Company)	98,026,606	Receivable	108,359,823	Receivable	Sales Investment	- -	117,162,205 12,980,000
Tavares Tradelink Private Limited(Formally Known as Mahak Vyapaar Private Limited)	16,685,351	Advances Receivable	40,577,991	Advances Receivable	Purchase Sales Share Purchase of Vikas Multicorp Limited	94,316,050 - -	19,131,231 14,927,326 577,404
Jha Gunjan & Associates	-		-	payable	Professional Fee Reimbursement Exp	- 533,900	7,100 246,613

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SAHYOG MULTIBASE LIMITED

CIN NO.: L74110DL1992PLC116773

Notes to the financial statements for the year ended March 31, 2019

(All amounts in Rs, unless otherwise stated)

Note 32 - Details of hedged and unhedged exposure in foreign currency denominated monetary items

A. Exposure in foreign currency - hedged

NIL

B. Exposure in foreign currency - unhedged

Outstanding overseas exposure not being hedged against adverse currency fluctuation:

Particulars	Period	Foreign currency (In USD)	Local currency (In Rs.)
Export receivables	31 March 2019	2,038,302	141,539,677
	31 March 2018	2,294,388	149,295,813
Overseas creditors	31 March 2019	767,313	53,282,237
	31 March 2018	767,297	49,928,047
Advances to suppliers	31 March 2019	877,110	60,906,506
	31 March 2018	854,129	55,578,181
Overseas Investments	31 March 2019	187,427	13,014,920
	31 March 2018	200,014	13,014,920
Overseas Assets held for sales	31 March 2019	1,030,848	71,582,060
	31 March 2018	1,100,078	71,582,060

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SAHYOG MULTIBASE LIMITED

CIN NO.: L74110DL1992PLC116773

Notes to the financial statements for the year ended March 31, 2019

(All amounts in Rs, unless otherwise stated)

Note 33 Disclosure pursuant to Ind AS 1/ Ind AS 8 are given Below

Particulars	As at 31st March 2018 (Published)	As at 31st March 2018 (Reclassified)	Nature
ASSETS			
Financial Assets- Loans and Advances Current	361,747,821	78,790,900	Reclassification Items
Financial Assets- Loans and Advances Current		423,753	Prior Period Interest Income
Financial Assets- Cash and Cash equivalents- Current	3,044,093	1,800,647	Reclassification Items
Financial Assets- Bank Balances other than cash and cash equivalents -Current	-	1,243,446	Reclassification Items
Other Current Assets	-	211,375,131	Reclassification Items
		1,919,630	Prior Period Duty Draw Back
Assets held for sale	-	71,582,060	Reclassification Items
EQUITY AND LIABILITIES			
Other Equity		2,343,383	Prior Period Income Items
Financial Liabilities- Loans and Advances Current	33,627,582	32,336,899	Reclassification Items
Other Current Liabilities	707,636	1,998,319	Reclassification Items

Particulars	As at 31st March 2018 (Published)	As at 31st March 2018 (Reclassified)	Nature
INCOME			
Other Income	40,926,882	40,909,188	Reclassification Items
Other Income	-	2,343,383	Prior Period Income Items
EXPENSES			
Cost of Material Consumed	1,289,160,230	1,333,020,932	Reclassification Items
Other Expenses	53,613,353	9,770,345	Reclassification Items

The above reclassification in the previous year's published numbers have been made for better presentation in the financial statement and the confirm to the current year classification/ disclosure. This one includes prior period items amounting to Rs. 23,43,383/- which does have impact increases in profit on the profit and loss and also also change in the basic and diluted earning per share of previous year.

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SAHYOG MULTIBASE LIMITED
CIN NO.: L74110DL1992PLC116773

Notes to the financial statements for the year ended March 31, 2019

(All amounts in Rs, unless otherwise stated)

Note 34 - Capital management

For the purpose of capital management, capital includes total equity of the Company. The primary objective of the capital management is to maximize shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, interest bearing loans and borrowings, trade and other payables, less cash and cash equivalents, excluding discontinued operations, if any.

Particulars	March 31, 2019	March 31, 2018
Current and non-current Borrowings (note 13)	16,066,423	83,448,981
Trade payables (note 15)	-	-
Other current financial liabilities (note 14)	557,937	32,336,899
Other current liabilities (note 16)	122,851,832	1,998,319
Total debt	139,476,192	117,784,199
Less: Cash and cash equivalent (note 9)	7,096,214	1,800,647
Net debt (A)	146,572,405	119,584,846
Total equity (note 11 & note 12)	506,759,690	512,416,036
Total equity and net debt (B)	653,332,095	632,000,882
Gearing ratio (A/B)	22.43%	18.92%

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements.


Further, no changes were made in the objectives, policies or process for managing capital during the years ended March 31, 2019 and March 31, 2018.

The Company is not subject to any externally imposed capital requirements.

[Signatures]

Himanshi Negi

Prasad



Note 35 - Financial risk management

The Company's financial liabilities generally comprises of interest bearing borrowing, trade payables and other payables represented by advances received from dealers and other employee benefits. The main purpose of these financial liabilities is to raise finances for the company. The financial assets held by the company consist of trade receivables, balance with banks, investments and plan assets.

The company is mainly exposed to credit risk, liquidity risk and market risk. The board of directors reviews and agrees policies for managing each of these risks which are summarized below:

(i) Credit Risk

Credit risk arises from the possibility that counter party may not be able to settle their obligations as agreed. To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of account receivables. Individual risk limits are also set accordingly

(ii) Liquidity risk

The Company uses liquidity forecast tools to manage its liquidity. The Company is able to substantially fund its working capital from cash and cash equivalents, cash credit facilities and cash flow that is generated from operation. The Company believes that the working capital is sufficient to meet its current requirements.

Maturities analysis of financial liabilities:

Particulars	on demand	< 1 year	1-5 years	Total	Carrying amount
As at 31 March 2019					
Current borrowings	298,696	-	-	298,696	298,696
Trade payables	-	-	-	-	-
Other current financial liabilities	557,937	-	-	557,937	557,937
Non-current borrowings	-	-	15,767,727	15,767,727	15,767,727
	856,633	-	15,767,727	16,624,360	16,624,360
As at 31 March 2018					
Current borrowings	137,617	-	-	137,617	137,617
Trade payables	182,788,340	-	-	182,788,340	182,788,340
Other current financial liabilities	33,627,582	-	-	33,627,582	33,627,582
Non-current borrowings	-	-	83,311,364	83,311,364	83,311,364
	216,553,539	-	83,311,364	299,864,903	299,864,903

(iii) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise two types of risk: currency rate risk and interest rate risk.

(a) Interest rate risk:

The company's interest rate risk arises due to restricted deposit with bank. The exposure to interest risk in relation to restricted deposits is between 6% to 9%. Restriction on such deposits is realized on the expiry of terms of respective arrangements.

(b) Foreign currency risk:

Foreign Currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in exchange rates of any currency. The Company's exposure to the risks of changes in foreign exchange rates relates primarily to the Company's investments in foreign companies.

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SAHYOG MULTIBASE LIMITED

CIN NO.: L74110DL1992PLC116773

Notes to the financial statements for the year ended March 31, 2019
(All amounts in Rs, unless otherwise stated)**Note 36 Fair Value Hierarchy**

The table shown below analyses financial instruments carried at fair value. The different levels have been defined below:-

Level 1: Quoted Prices (unadjusted) in active markets for identical assets or liabilities

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e. Derived from prices)

Level 3: Inputs for the asset or liability that are not based on observable market data (unobservable inputs)

a) Financial assets and liabilities measured at fair value through OCI at 31 March 2019

	Level 1	Level 2	Level 3
Financial Assets			
Investment in quoted equity instruments	11,604,876	-	-
Investment in unquoted equity instruments	-	-	-
Financial Liabilities			
Financial Guarantee Contracts	-	-	-
Derivatives not designated as hedges	-	-	-

Financial assets and liabilities measured at fair value through (OCI) at 31 March 2018

	Level 1	Level 2	Level 3
Financial Assets			
Investment in quoted equity instruments	1,979,850	-	-
Investment in unquoted equity instruments	-	-	-
Financial Liabilities			
Financial Guarantee Contracts	-	-	-
Derivatives not designated as hedges	-	-	-

Description of significant unobservable input to valuation:Valuation technique
DCF MethodSignificant unobservable techniques
Interest saved approach**b) Financial instruments at amortized cost**

The carrying amount of financial assets and financial liabilities measured at amortised cost in the financial statements are a reasonable approximation of their fair values since the Company does not anticipate that the carrying amounts would be significantly different from the value that would eventually be received or settled.

c) During the year there has been no transfer from one level to another

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SAHYOG MULTIBASE LIMITED

CIN NO.: L74110DL1992PLC116773

Notes to the financial statements for the year ended March 31, 2019

(All amounts in Rs, unless otherwise stated)

Note 37- Fair value measurements

Financial instruments by category

Particulars	March 31, 2019		March 31, 2018	
	FVTOCI	Amortised cost	FVTOCI	Amortised cost
Financial assets				
Non Current Investments	11,604,876	23,871,498	1,979,850	32,222,064
Trade receivables	-	739,585,862	-	302,694,577
Cash and bank balances	-	12,725,924	-	3,044,093
Other Non- current loans & advances	-	123,918,898	-	-
Other current loans & advances	-	255,355,579	-	79,214,653
Total financial assets	11,604,876	1,155,457,760	1,979,850	417,175,387
Financial liabilities				
Borrowings	-	16,066,423	-	83,448,981
Trade payables	-	-	-	-
Other payables	-	557,937	-	32,336,899
Total financial liabilities	-	16,624,360	-	115,785,880

The management assessed that cash and cash equivalents, other bank balance, loans, trade payables and other financial instruments approximate their carrying amounts largely due to the short term maturities of these instruments.

Note 38 - Recent Accounting pronouncements

The Ministry of Corporate Affairs (MCA) vide notification dated 30 March 2019 has issued the Companies (Indian Accounting Standards) Amendment Rules, 2019 and has amended Ind AS 116 Lease classification of a lease contract in which acquiree is the lessor as either an operating lease or a finance lease in accordance with Ind AS 116 requires an entity to provide disclosures in the financial statement, Ind AS 19 which requires the entities to determine current service cost using actuarial assumptions and net interest using discount rate determined at the start of the annual reporting period, Ind AS 109 Financial Instruments in respect of prepayment features with negative compensation, which amends the existing requirements in Ind AS-109 regarding termination rights in order to allow measurement at amortized cost even in the case of negative compensation payment and Ind AS 23 Borrowing costs clarifies that if any specific borrowings remain outstanding after the related assets is ready for its intended use or sale, that borrowing becomes part of the fund that an entity borrows generally when calculating the capitalization rate on general borrowings. On initial application of the amendment, entities are not required to provide comparative information for preceding periods. These amendments are effective for annual periods beginning on or after 1 April 2019. Application of this amendments will not have any recognition and measurement impact. However, it will require additional disclosure in the financial statements.

Note 39 - In the opinion of the Board of Directors, current assets have a value on realization in the ordinary course of business at least equal to the amount at which they are stated in the balance sheet and provisions for all known / expected liabilities have been made.

Note 40 - Approval of standalone financial statements

The standalone financial statements were approved for issue by the Board of Directors of the Company on 30 May 2019 subject to approval of shareholders.

As per our report of even date

For Virender Nagpal & Co.

Chartered Accountants

Firm Regn. No.018289C

For and on behalf of the Board of
Sahyog Multibase Limited

CA Virender Nagpal

Partner

Membership No. 416004

Place: New Delhi

Dated: 30/05/2019



Ghanshyam Prasad Gupta

Director

(DIN: 00287019)

Himanshi Negi

(Company Secretary)

Vishesh Gupta

Director

(DIN: 00255689)

Shrawan Kumar Prasad
(Chief Financial Officer)

Notes to the Financial Statements

For the Year Ended March 31, 2019

1. COMPANY INFORMATION

Sahyog Multibase Limited ('the company') is a domestic public limited with registered office situated at House No. 9, Road No.13, East Punjabi Bagh, New Delhi-110026. The company is engaged in trading activities of PVC granules, Resins and other miscellaneous products. The company caters primarily to domestic market. Board of the Company has considered and in principle approved the consolidation of businesses of Best Agrochem Private Limited ('BAPL') with the Company as per resolution dated 10th October, 2018.

2.)2.1 Significant Accounting Policies

2.1.1 Basis for Preparation of accounts

For all periods up to and including the year ended 31 march 2019, the company prepared its financial statements in accordance with Indian accounting standards as defined in Rule 2(1)(a) of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter, prescribed under section 133 of the companies Act 2013 (Ind AS)

2.1.2 Use of Estimates

IND AS enjoins management to make estimates and assumptions related to financial statements that affect reported amount of assets, liabilities, revenue, expenses and contingent liabilities pertaining to the year. Actual result may differ from such estimates. Any revision in accounting estimates is recognized prospectively in the period of change and material revision, including its impact on financial statements, is reported in the notes to accounts in the year of incorporation of revision

2.1.3 Basis of measurement

The Financial statements are prepared on Historical Cost basis except financial assets and liabilities that are measured at fair value (Refer accounting policy regarding Financial Instruments). The accounting policies not specifically referred to otherwise, are consistent and in consonance with generally accepted accounting principles. All income and expenditure and being accounted for on accrual basis.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.



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Fair value is the price that would be received to sell assets or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

2.1.4 Functional and Presentation currency

These financial statements are presented in Indian Rupees (INR), which is the Company's functional currency.

2.1.5 Significant accounting judgements, estimates and assumptions

The preparation of the Company's financial statement requires management to make judgements, estimates and assumptions that affect the reported amount of revenues, expenses, assets and liabilities and the related disclosure and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

2.2 Revenue Recognition

- Revenue is recognised to the extent that it is probable that the economic benefits with flow to the company and the revenue can be reliably measured, regardless of when the payment is being made. Amount of sales are net of goods and services tax, sale return, trade allowance and discounts.

Effective 01 April, 2018, the company adopted Ind AS 115 "Revenue from Contracts with customers" using the modified retrospective method. Under the modified retrospective method, an entity applies Ind AS 115 only for contracts that are not completed before 31 March 2018.

To determine whether to recognize revenue, the company follows a 5 step process:

1. Identifying the contract with a customer
2. Identifying the performance obligations
3. Determining the transaction price
4. Allocating the transaction price to the performance obligation
5. Recognising revenue when as performance obligations are satisfied

Revenue is recognised either at a point in time or over time, when (or as) the company satisfied performance obligations by transferring the promised goods or services to its customers

- Interest Income from a financial asset is recognized when it is probable that the economic benefits will flow to the company and amount of income can be measured reliably. Interest is accrued on time proportion basis, by reference to the principle outstanding at the effective interest rate.
- Income from Dividend on Investments is accrued in the year in which it is declared, whereby the company's right to receive it established.

Other incomes have been recognized on accrual basis in financial statements when no significant uncertainty exists on their receipts.



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2.3 Property, Plants and Equipments

These tangible assets are held for use in production, supply of goods or services or for administrative purposes. These are recognized and carried under cost model i.e. cost less accumulated depreciation and impairment loss, if any which is akin to recognition criteria under erstwhile GAAP.

- Cost includes freight, duties, taxes and other expenses directly incidental to acquisition, bringing the asset to the location and installation including site restoration up to the time when the asset is ready for intended use. Such Costs also include Borrowing Cost if the recognition criteria are met.
- Depreciation has been provided on Written Downvalue method in terms of expected life span of assets as referred to in Schedule II of the Companies Act, 2013. In the following category of property plant and equipment, the depreciation has been provided on the technical evaluation of the useful life which is different from the one specified in Schedule II to the Companies Act, 2013.
 - Buildings - 3 to 60 years
 - Plant and Machinery - 3 to 15 years
 - Furniture and Fixtures - 5 to 10 years
 - Office Equipment - 5 to 10 years
 - Vehicles - 5 to 8 yearsThe residual value and useful life is reviewed annually and any deviation is accounted for as a change in estimate.
- During sales of fixed assets any profit earned / loss sustained towards excess / shortfall of sale value vis-a-vis carrying cost of assets is accounted for in statement of profit & loss.

2.4 Intangible Assets

Intangible assets are recognized only when the further economic benefits arising out of the assets flow to the enterprise and are amortized over their useful life ranging from 3 to 5 years. Intangible asset acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Internally generated intangible assets, excluding capitalized development cost, are not capitalized and are charged to statement of profit and loss for the year during which such expenditure is incurred.

2.5 Assets held for sale

The Group classifies assets as held for sale if their carrying amounts will be recovered principally through a sale rather than through continuing use of the assets and actions required to complete such sale indicate that it is unlikely that significant changes to the plan to sell will be made or that the decision to sell will be withdrawn. Also, such assets are classified as held for sale, if the Management expects to complete the sale within one year from the date of classification.

Assets classified as held for sale are measured at the lower of their carrying amount and the fair value less cost to sell.



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2.6 Lease

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

Lease is classified as finance lease whenever the terms of the lease transfer substantially all the risk and rewards of ownership to the lessee. All other lease classified as operating leases.

2.7 Financial Instruments

I. Financial Assets

Initial Recognition and Measurement

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Financial assets are classified, at initial recognition, as financial assets measured at fair value or as financial assets measured at amortized cost

Subsequent Measurement

For purpose of subsequent measurement financial assets are classified in two broad categories:-

- Financial Assets at fair value
- Financial assets at amortized cost

Where assets are measured at fair value, gains and losses are either recognized entirely in the statement of profit and loss, or recognized in other comprehensive income.

All equity investments in scope of Ind-AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company decides to classify the same either as at FVTOCI or FVTPL.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

Investment in associates, joint venture and subsidiaries

The company has accounted for its investment in subsidiaries, associates and joint venture at cost.

Impairment of financial assets

The company assesses impairment based on expected credit losses (ECL) model at an amount equal to:-

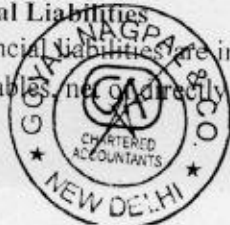
- 12 months expected credit losses, or
- Lifetime expected credit losses

Depending upon whether there has been a significant increase in credit risk since initial recognition.

However, for trade receivables, the company does not track the changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. Companies policy may differ in each case of trade receivables.

II. Financial Liabilities

All financial liabilities are initially recognized at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.



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Financial liabilities are classified as measured at amortized cost or fair value through profit and loss (FVTPL). A financial liability is classified as FVTPL if it is classified as held for trading. Financial Liabilities at FVTPL are measured at fair value and net gain or losses, including any interest expense, are recognised in statement of profit and loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in statement of profit and Loss

2.8 Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability , or
- In absence of a principal market , in most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the company.

The fair value of an asset or a liability is measured using the assumption that market participants would use when pricing the assets or liability, assuming that market participants act in their best economic interest fair value measurement of a non- financial asset takes in to account a market participant's ability to generate economic benefits by using the assets in its highest and in its best use or by selling it to another market participant that would use the asset in its highest and best use.

The company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

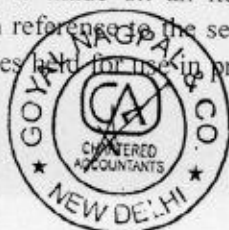
- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

2.9 Cash and Cash Equivalents

Cash and cash equivalents in the balance sheet comprise cash at bank and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

2.10 Inventories

Inventories are valued at the lower of cost (including prime cost, non-refundable taxes and duties and other overheads incurred in bringing the inventories to their present location and condition) and estimated net realisable value, after providing for obsolescence, where appropriate. The comparison of cost and net realisable value is made on an item-by-item basis. The net realisable value of materials in process is determined with reference to the selling prices of related finished goods. Raw materials, packing materials and other supplies held for use in production of inventories are not written down below cost except in cases



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Himanshu Nigri

S. Prasad

where material prices have declined, and it is estimated that the cost of the finished products will exceed their net realisable value.

The basis of determination of cost remains as follows:

- a) Raw materials, packing materials are valued at cost includes purchase price, inward freight and other incidental expenses net of refundable duties, levies and taxes, where applicable.
- b) Finished goods are valued at lower of net realisable value and cost (including prime cost and other overheads incurred in bringing the inventories to their present location and condition.

2.11 Provisions, Contingent Liability and Events After The Reporting Period

a) Provision

- A provision is recognised when an enterprise has a present obligation (legal or constructive) as a result of past event; it is probable that an out flow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to a provision is presented in the statement of profit or loss.
 - If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the tax specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a financial cost.
- A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. The company does not recognize a contingent liability but disclose its existence in the financial statements as per Note No. 29

2.12 Borrowing Cost

Borrowing cost that are directly attributable to the acquisition, construction, or production of a qualifying asset are capitalized as a part of the cost of such asset till such time the asset is ready for its intended use or sale. Borrowing cost consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing costs also includes exchange differences to the extent regarded as an adjustment to the borrowing costs. A qualifying asset is an asset that necessarily requires a substantial period of time to get ready for its intended use or sale. All other borrowing cost are recognized as expense in the period in which they are incurred.

2.13 Foreign Currency Translation

The company's financial statements are presented in INR, which is also the company's functional currency.

- Transactions in foreign currencies are recognized at rate of overseas currency ruling on the date of transactions. Gain / Loss arising on account of rise or fall in overseas currencies vis-à-vis functional currency between the date of transaction and that of payment is charged to Statement of Profit & Loss.
- Monetary Assets in foreign currencies are translated into functional currency at the exchange rate ruling at the Reporting Date and the resultant gain or loss, is accounted for in the Statement of Profit & Loss.



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- Non-Monetary items which are carried at historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction

2.14 Employee Benefits

i.) Short-term employee benefit

All employee benefits falling due wholly within twelve months of rendering the services are classified as short-term employee benefits, which include benefits like salaries, wages, short-term compensated absences and performance incentives and are recognised as expenses in the period in which the employee renders the related service

ii.) Post-employment benefits

Company has not accounted any Post-Employment benefits and has not made any provision for post-employment benefits.

2.15 Operating Segments

The Chief Operational Decision Maker monitors the operating results of its business segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit and loss and is measured consistently with profit and loss in the financial statements

The Operating segments have been identified on the basis of the nature of products/services.

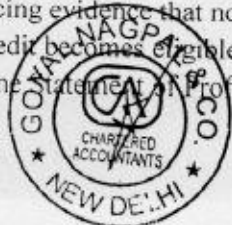
- Segment revenue includes sales and other income directly identifiable with the segment including intersegment revenue.
- Expenses that are directly identifiable with the segments are considered for determining the segment results. Expenses which relate to the Group as a whole and not allocable to segments are included under unallocable expenditure.
- Income which relates to the Group as a whole and not allocable to segments is included in unallocable income.
- Segment result includes margins on inter-segment and sales which are reduced in arriving at the profit before tax of the Group
- Segment assets and liabilities include those directly identifiable with the respective segments. Unallocable assets and liabilities represent the assets and liabilities that relate to the Group as a whole and not allocable to any segment.

2.16 Taxations

Tax expense recognized in Standalone Statement of Profit and Loss comprises the sum of deferred tax and current tax except the ones recognized in other comprehensive income or directly in equity.

Current tax is determined as the tax payable in respect of taxable income for the year and is computed in accordance with relevant tax regulations. Current income tax relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income or in equity).

Minimum Alternate Tax ('MAT') credit entitlement is recognized as an asset only when and to the extent there is convincing evidence that normal income tax will be paid during the specified period. In the year in which MAT credit becomes eligible to be recognized as an asset, the said asset is created by way of a credit to the Standalone Statement of Profit and Loss and shown as MAT credit entitlement. This is reviewed at



each balance sheet date and the carrying amount of MAT credit entitlement is written down to the extent it is not reasonably certain that normal income tax will be paid during the specified period.

Deferred tax is recognized on temporary differences between the carrying amount of assets and liabilities in the financial statement and the corresponding tax bases used in computation of taxable profit under Income Tax Act, 1961.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Deferred tax relating to items recognized outside Standalone Statement of Profit and Loss is recognized outside Standalone Statement of Profit and Loss (either in other comprehensive income or in equity).

2.17 Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

The weighted average number of equity shares outstanding during the period and for all the periods presented in adjusted for events, such as bonus shares, other than the conversion of potential equity shares outstanding, without a corresponding change in resources.

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SAHYOG MULTIBASE LIMITED

(CIN: L74110DL1992PLC116773)

Registered Office: House No. 9, Road No.-13 East Punjabi Bagh, New Delhi-110026

Ph No.: 011-40109341, e-mail id: sahyogcreditslimited@yahoo.in

ATTENDANCE SLIP
(To be presented at the entrance)

28th ANNUAL GENERAL MEETING ON SATURDAY, 28th SEPTEMBER 2019 AT 11.00 A.M. AT 5/2, AGARWAL BHAWAN, JAIDEV PARK, EAST PUNJABI BAGH, NEW DELHI-110026.

Name of Shareholder/Proxy Holder.....

DP ID No.....

Client ID No.....

Shareholder's Folio No.

No. of Shares held.....

I certify that I am a member / proxy / authorized representative for the member of the Company.

I hereby record my presence at the 28th ANNUAL GENERAL MEETING ON SATURDAY, 28th SEPTEMBER 2019 AT 11.00 A.M. AT 5/2, AGARWAL BHAWAN, JAIDEV PARK, EAST PUNJABI BAGH, NEW DELHI-110026.

.....
Member's/Proxy Signature

NOTES:-

1. Only shareholder/Proxy holder can attend the meeting

SAHYOG MULTIBASE LIMITED

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PROXY FORM

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

Name of the member(s):	_____
Registered Address:	_____
E-mail ID:	_____
Folio/ DP ID - Client ID No.:	_____

I/We being the member(s) of _____ shares of Sahyog Multibase Limited hereby appoint:

- (1) Name: _____
Address: _____
E-mail ID: _____

Signature: _____, or failing him;
- (2) Name: _____
Address: _____

E-mail ID: _____
Signature: _____, or failing him;
- (3) Name: _____
Address: _____
E-mail ID: _____

Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 28th Annual General Meeting of the Company, to be held on 28th September 2019 at 11:00 a.m. at 5/2, Agarwal Bhawan, Jaidev Park, East Punjabi Bagh, New Delhi-110026 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution	Optional*	
Ordinary Business:		For	Against
1.	Adoption of Audited Financial Statements for the year ended March 31, 2019.		
2.	Declare Final Dividend @1% i.e. Rs. 0.1/- (Ten Paisa) per share.		
3.	Re-appointment of Mr. Naresh Kumar Singhal as a Director, who retires by rotation.		
Special Business:			
4.	Appointment M/s. Samarath M Surana & Co., Chartered Accountants (Registration No. 010295N) as Statutory Auditors of the Company.		
5.	Appointment of Mr. Braj Kishore Prasad (DIN 01603310) as an Independent Director		
6.	Appointment of Mr. Mr. Bijender Singh Phogat (DIN 08533202) as an Independent Director		

7.	Appointment of Mr. Vimal Kumar, (DIN: 01260082)) as a Non-Executive Director		
8.	Approval of Inter Corporate Loan		
9.	Approval for amendment in Object Clause of the Memorandum of Association		
10.	Change of name of the Company		
11.	Approval of remuneration of Mr. Vishesh Gupta (DIN: 00255689)		
12.	Payment of Remuneration to Non-Executive Directors		

Note: Notwithstanding the above, the Proxies can vote on such other items which may be tabled at the meeting by the members present.

Signed this _____ day of _____ 2019

Signature of shareholder _____ Revenue Stamp

Signature of Proxy holder _____

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Note:

- This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**
- A Proxy need not be a member of the Company.**
- A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
- For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the 28th Annual General Meeting.
- *5. It is optional to put an 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
- Please complete all details including details of member(s) in above box before submission.

MAP OF EGM VENUE

