

AUGUST AGENTS LIMITED

BOARD'S REPORT

TO THE MEMBERS OF AUGUST AGENTS LIMITED

The Directors take pleasure in presenting the Annual Report together with the audited financial statements for the year ended on 31st March 2020.

1. FINANCIAL HIGHLIGHTS, RESULTS OF OPERATIONS AND THE STATE OF COMPANY'S AFFAIRS

	For the year ended on 31 st March 2020 (Rs.)	For the year ended on 31 st March 2019 (Rs.)
Revenue from Operations (Gross)	4,30,22,239	10,94,69,399
Total Revenue	4,30,22,239	10,94,69,399
Profit before Tax	4,22,47,520	10,85,37,181
Tax Expenses	66,00,000	1,41,38,860
Profit after tax for the year	3,56,47,520	9,43,98,321
Surplus as per last financial year	4,21,73,037	1,66,54,380
Profit available for appropriation	7,78,20,557	11,10,52,701
Appropriations:		
Reserve Fund (under RBI Act, 1934)	71,46,996	188,79,664
Transferred to General Reserve	2,50,00,000	5,00,00,000
Dividend Paid	3,05,00,400	--
Tax on Dividend Paid	62,70,882	--
Net Surplus	89,02,279	4,21,73,037

Income for the year was Rs.4.30 Crores as compared to Rs. 10.95 Crores in the previous year 2018-2019. Profit before tax for the year was Rs.4.22 Crores as compared to Rs. 10.85 Crores in the previous year 2018-2019. Profit after tax for the year was Rs.3.56 Crores as compared to Rs. 9.44 Crores in the previous year 2018-2019.

2. DIVIDEND & RESERVE

After considering the Company's profitability and overall financial performance, the Board of Directors of the Company is pleased to recommend a dividend of Rs.1.80 per equity share of Face Value Rs.10/- each i.e., 18% for the financial year ended on 31/03/2020 amounting to Rs.2.75 Crores. The Dividend, if approved by the members at the ensuing Annual General Meeting, shall be paid out of the Company's current year's profit in accordance with the provisions of the Companies Act, 2013. The Board proposes to transfer an amount of Rs.2.50 Crores to the General Reserves.

3. SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNALS

There are no significant and material orders passed by the regulators or courts or tribunals that would impact the going concern status of the Company or its future operations.

4. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION BETWEEN THE END OF THE FINANCIAL YEAR AND THE DATE OF THE REPORT

There have been no material changes and commitments affecting the financial position between the end of the financial year and the date of the report.

5. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

6. CORPORATE SOCIAL RESPONSIBILITY

In line with the provisions of the Companies Act, 2013 the Company has framed its Corporate Social Responsibility (CSR) policy for the development of programmes and projects for the benefit of weaker sections of the society and the same has been approved by the CSR Committee and the Board of Directors of the Company. Pursuant to requirements u/s. 135 and Rules made thereunder a report on CSR activities during the year in the prescribed format is annexed herewith as "Annexure A"

7. ECONOMIC SCENARIO, BUSINESS OUTLOOK, RISK MANAGEMENT AND ADEQUACY OF INTERNAL FINANCIAL CONTROLS

In view of the unprecedented COVID-19 pandemic and economic forecasts, the Management has assessed the recoverability of its assets including Investments. In such assessment, the Company has considered internal and external information upto the date of approval of the financial statements including economic forecasts. The Company has performed analysis on the assumptions used and based on current indicators of future economic conditions, the Company expects to recover the carrying amount of these assets. The impact of the global health pandemic may be different from that estimated as at the date of approval of the financial statements and the Company will continue to closely monitor any material changes to future economic conditions.

The Company has a robust Business Risk Management framework to identify, evaluate business risks and opportunities. This framework seeks to create transparency, minimise adverse impact on the business objectives and enhance the Company's competitive advantage. The Company has adequate Internal Financial Control (IFC) over financial reporting and the same is commensurate with its size and operations.

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8. DEPOSITS

Chapter V of the Companies Act, 2013 read with Companies (Acceptance of Deposit) Rules, 2014 is not applicable to the Company since the Company is a Non Deposit-taking Non-Banking Finance Company registered with Reserve Bank of India. However, the Company has not accepted any deposit from the public also.

9. DIRECTORS AND KEY MANAGERIAL PERSONNEL

The Board of Directors of the Company is properly constituted so as to comply with the stipulations under the Companies Act, 2013 and the rules made thereunder as well as the terms of the Memorandum and Articles of Association of the Company. In accordance of the Provision of Section 152 of the Companies Act, 2013 and the Company's Article of Association Shri K. Damani (DIN. - 00050123) shall retire by rotation at the ensuing Annual General Meeting and, being eligible, offers himself for re-election.

Shri R. P. Singh & Shri V. Sureka were appointed as Independent Directors of the Company and their term of five years is coming to end on 29/03/2020. Since there is no statutory requirement for appointment of Independent Directors, the Board in its meeting dated 03/02/2020 has decided to appoint Shri R. P. Singh (DIN. - 00240910) and Shri V. Sureka (DIN. - 02845176) as additional Director of the Company till the conclusion of ensuing Annual General Meeting.

Shri Satyendu Pattnaik was appointed as Company Secretary w.e.f. 30/09/2019.

9.1. MEETINGS

During the year under review 6 (Six) Board Meetings were convened and held. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013. The details of the meetings held are as under:

Board Meetings held during the Year

Dates on which the Board meetings were held	Total Strength of the Board	No. of Directors present
23/04/2019	5	5
19/07/2019	5	5
07/08/2019	5	5
30/09/2019	5	5
08/11/2019	5	5
03/02/2020	5	5

Attendance of Directors at Board Meetings and Annual General Meeting

Name of Directors	Attendance at the Board Meetings held on						Attendance at AGM held on 31 st May, 2019
	23/04/2019	19/07/2019	07/08/2019	30/09/2019	08/11/2019	03/02/2020	
Shri S. K. Daga	√	√	√	√	√	√	√
Shri K. Damani	√	√	√	√	√	√	√
Shri P. Tondon	√	√	√	√	√	√	√
Shri R. P. Singh	√	√	√	√	√	√	√
Shri V. Sureka	√	√	√	√	√	√	√

One meeting of CSR committee was held on 03/02/2020 and was attended by all the members.

10. DIRECTOR'S RESPONSIBILITY STATEMENT

To the best of their knowledge and belief and according to the information and explanation obtained by them, your Directors make the following statements in term of Section 134(3)(c) of the Companies Act, 2013:

- that in the preparation of the annual financial statements for the year ended March 31, 2020, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- that such accounting policies as mentioned in Note 2 of the Notes to the Financial Statements have been selected and applied consistently and judgement and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2020 and of the profit of the Company for the year ended on that date;
- that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- that the annual financial statements have been prepared on a going concern basis;
- that systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively

AUGUST AGENTS LIMITED

11. EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual return in Form MGT 9 is annexed herewith as "Annexure B".

12. RELATED PARTY TRANSACTIONS

Details of all the related party transactions that were entered into during the financial year are annexed herewith as "Annexure – C" in the prescribed format Form AOC-2 as per Section 134(3)(h) of the Companies Act, 2013 read with Rule 8(2) of The Companies (Accounts) Rules, 2014.

13. AUDITORS

13.1. Statutory Auditors

Messrs Vidyarthi & Sons, Chartered Accountants, Gwalior were appointed as Statutory Auditor of the Company to hold office till the conclusion of the Annual General Meeting to be held in the calendar year 2022 and their appointment is not required to be ratified each year at the Annual General Meeting of the Company.

13.2. Secretarial Auditors

The Board had appointed M/s. M. Rathi & Co., Company Secretaries to conduct Secretarial Audit of the Company for the Financial Year – 2019 – 2020. The Secretarial Audit Report for the financial year ended on 31.03.2020 is annexed herewith as "Annexure D". The report is self – explanatory and does not call for any comments.

13.3. Audit Report

The Auditors' report along with Notes on Accounts is self-explanatory and therefore, does not call for any further comment under section 134(3) of the Companies Act, 2013. None of the Auditors of the Company have reported any fraud as specified in Section 143(12) of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force)

14. ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

Provisions of Section 134(3)(m) of the Companies Act, 2013 in regard to conservation of energy, technology absorption and foreign exchange earnings and outgo are not applicable to your Company.

15. COST RECORDS

The provisions of Section 148 of the Companies Act, 2013 are not applicable to the Company.

16. PARTICULARS OF EMPLOYEES

Provisions of Section 197 of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are not applicable as no employee was in receipt of such remuneration as prescribed under the section.



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



No complaint relating to sexual harassment at work place has been received during the year.

18. ACKNOWLEDGEMENTS

The Directors place on record their sincere appreciation to all the stake holders and the employees of the Company for their unstinted commitment and continued contribution to the Company.

For & Behalf of the Board of Directors

KRISHNA DAMANI  K. DAMANI **Directors**
DAMANI  DIN. - 00050123

PRADIP TONDON  P. TONDON **Managing Director**
TONDON  DIN. - 02936222

Registered Office:
Birla Building
9/1, R. N. Mukherjee Road
Kolkata – 700 001.
Dated – the 26th day of May 2020

AUGUST AGENTS LIMITED

ANNEXURE 'A'

REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES / INITIATIVES

[Pursuant to Section 135 of the Act & Rules made thereunder]

1. A brief outline of the Company's CSR policy, including overview of the projects or programmes proposed to be undertaken and reference to the web-link to the CSR policy and projects or programmes:

In line with the provisions of the Companies Act, 2013, the Company has framed its CSR policy for the development of programmes and projects for the benefit of weaker sections of the Society and the same has been approved by the CSR Committee of the Board. The Company would work for the upliftment of the underprivileged at large. Greater emphasis is laid on the preventive health care, sanitation, education, water supply, agriculture, cattle care, environment protection, and enhancing the income of the rural people. We plan to undertake our CSR activities through some reputed Charitable Trusts and Societies.

2. The Composition of the CSR Committee.

Shri S. K. Daga	- Chairman & Director
Shri K. Damani	- Director
Shri P. Tondon	- Managing Director & CFO

3. Average net profit of the Company for last three financial years.

2016-17, 2017-18 and 2018-19 is : Rs.395.19 Lakhs

4. Prescribed CSR Expenditure at 2% : Rs.7.90 Lakhs

5. Details of CSR spent during the financial year:

(a) Total amount to be spent for the financial year 2019-20 : Rs.7.90 Lakhs

(b) Amount unspent, if any : Rs.7.90 Lakhs

(c) Manner in which the amount spent during the financial year 2019-2020 is detailed below:-

Sl. No.	CSR Project or activity identified	Sector in which the project is covered	Projects or programmes (1) Local area or other (2) Specify the State and district where project or programme was undertaken	Amount outlay (budget) project or program-wise	Amount spent on the projects or programs Subheads: (1) Direct expenditure on projects or programs (2) Overheads	Cumulative expenditure up to the reporting period	Amount spent: Direct or through implementing agency
1	2	3	4	5	6	7	8
1							
				NIL			

6. In case the Company has failed to spend the two per cent, of the average net profit of the last three financial years or any part thereof, the Company shall provide the reasons for not spending the amount in its Board report.

The three criteria for applicability of Section 135 of the Companies Act, 2013 were not applicable on the Company till the last financial year. The Company was not able to find suitable avenues to spend the amount of its CSR. The obligation for the year 2019-2020 will be spent along with the obligation for the year 2020 – 2021.

7. A responsibility statement by the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the Company.

The CSR Committee confirms that the implementation and monitoring of CSR Policy is in compliance with CSR objectives and policy of the Company.

Kolkata,
Dated, the 26th day of May, 2020

KRISHNA DAMANI	<small>Chartered Accountant Firm Registered with the Institute of Cost Accountants of India 100, Park Street, Kolkata - 700 016 Tel: 033-22234567 E: kdamani@krishnadamani.com</small>	PRADIP TONDON	<small>Chartered Accountant Firm Registered with the Institute of Cost Accountants of India 100, Park Street, Kolkata - 700 016 Tel: 033-22234567 E: ptondon@pradip-tondon.com</small>
K. Damani (Director)		P. Tondon (Managing Director)	

AUGUST AGENTS LIMITED

f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FII's	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1)									
(2) Non-Institutions									
a) Bodies Corp.									
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	-	-	-	-	-	-	-	-
ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-
Non Resident Indians	-	-	-	-	-	-	-	-	-
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	-	-	-	-	-	-	-	-	-
Trusts	-	-	-	-	-	-	-	-	-
Foreign Bodies - D R	-	-	-	-	-	-	-	-	-
Sub-total (B)(2)									
Total Public Shareholding B=(B)(1)+(B)(2)									
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	15250200	15250200	100	0	15250200	15250200	100	0	

B) Shareholding of Promoter:

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Vindhya Teelinks Limited	15249600	100	0	15249600	100	0	0
2	Vindhya Teelinks Limited & Sushil Kumar Daga	100	0	0	100	0	0	0
3	Vindhya Teelinks Limited & Krishna Damani	100	0	0	100	0	0	0
4	Vindhya Teelinks Limited & Pradip Tondon	100	0	0	100	0	0	0
5	Vindhya Teelinks Limited & Yashvant Singh Lodha	100	0	0	100	0	0	0
6	Vindhya Teelinks Limited & Vinod Kumar Sharma	100	0	0	100	0	0	0
7	Vindhya Teelinks Limited & Umesh Vanna	100	0	0	100	0	0	0

AUGUST AGENTS LIMITED

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

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	No Changes during the year			
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	No Changes during the year			
	At the end of the year	No Changes during the year			

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

NIL

E) Shareholding of Directors and Key Managerial Personnel:

None of the Directors and Key Managerial Personnel hold any beneficial interest in shares of the Company
--

F) Indebtedness – Indebtedness of the Company including interest outstanding/accrued but not due for payment:

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	0	0	0	0
Change in Indebtedness during the financial year				
* Addition				
* Reduction				
Net Change				
Indebtedness at the end of the financial year				
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	0	0	0	0

V. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

SN.	Particulars of Remuneration	Name of MD / WTD / Manager	Total Amount (Rs.)
		Shri P. Tondon	
1	Gross salary	60000	60000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961		
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961		
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961		
2	Stock Option		
3	Sweat Equity		
4	Commission - as % of profit - others, specify		
5	Others (Director's Sitting Fees)	12000	12000
	Total (A)	72000	72,000
	Ceiling as per the Act	The remuneration is well within the limits prescribed under the Companies Act, 2013	

AUGUST AGENTS LIMITED

B. Remuneration to other directors

S.No.	Particulars of Remuneration	Name of Directors				Total Amount (Rs.)
		S. K. Daga	K. Damani	R. P. Singh	V. Sureka	
1	Independent Directors					
	Fee for attending board committee meetings			12000	12000	24000
	Commission					
	Others, please specify					
	Total (1)			12000	12000	24000
2	Other Non-Executive Directors					
	Fee for attending board committee meetings	12000	12000			24000
	Commission					
	Others, please specify					
	Total (2)	12000	12000			24000
	Total (B)=(1+2)	12000	12000	12000	12000	48000
	Total Managerial Remuneration	12000	12000	12000	12000	48000
	Overall Ceiling as per the Act	The remuneration is well within the limits prescribed under the Companies Act, 2013				


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


SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary		S. Pattnaik		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961		15000		15000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961				
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961				
2	Stock Option				
3	Sweat Equity				
4	Commission				
	- as % of profit others, specify...				
5	Others, please specify				
	Total		15000		15000

VI. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES

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

For & Behalf of the Board of Directors

KRISHNA DAMANI  K. DAMANI Directors
DIN. - 00050123

PRADIP TONDON  P. TONDON Managing Director
DIN. - 02936222

Registered Office:
Birla Building
9/1, R. N. Mukherjee Road
Kolkata – 700 001.
Dated – the 26th day of May 2020

AUGUST AGENTS LIMITED

ANNEXURE – C

Form No. AOC-2



[Pursuant to Clause (h) of Sub-section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014]



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

1. Details of contracts or arrangements or transactions not at arm's length basis.
 - (a) Name(s) of related party and nature of relationship : PRADIP TONDON (Managing Director & CFO)
 - (b) Nature of contracts / arrangements/ transactions : Agreement to act as Managing Director
 - (c) Durations of the contracts/ arrangements/ transactions : 5 years w.e.f. April 7, 2015
 - (d) Salient terms of the contracts or arrangements or transactions including the value, if any : Rs.5000/- (Rupees Five thousand only) per month i.e. Rs.60000/- (Rupees Sixty thousand only) per annum.
 - (e) Justification for entering into such contracts or arrangements or transactions : Required under Section 203 of the Companies Act, 2013
 - (f) Date(s) of approval by the Board : 30th March 2015
 - (g) Amount paid as advances, if any : Nil
 - (h) Date on which the special resolution was passed in general meeting as required under first proviso to Section 188 : 31st July 2015

2. Details of material contracts or arrangement or transactions at arm's length basis
 - (a) Name(s) of related party and nature of relationship : N.A.
 - (b) Nature of contracts / arrangements/ transactions : N.A.
 - (c) Durations of the contracts/ arrangements/ transactions : N.A.
 - (d) Salient terms of the contracts or arrangements or transactions including the value, if any : N.A.
 - (e) Date(s) of approval by the Board : N.A.
 - (f) Amount paid as advances, if any : N.A.

For & Behalf of the Board of Directors

KRISHNA  K. DAMANI Directors
DAMANI  DIN. - 00050123

PRADIP  P. TONDON Managing
TONDON  DIN. - 02936222 Director

Registered Office:
Birla Building
9/1, R. N. Mukherjee Road
Kolkata – 700 001.
Dated – the 26th day of May 2020

FORM No MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2020
[Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018]

To,
August Agents Limited
9/1, R.N. Mukherjee Road
Kolkata- 700 001

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

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

I have examined the books, papers, minute books, forms and returns filed and other records maintained by M/s. August Agents Limited ("the company") for the financial year ended on 31st March, 2020 according to the provisions of:

1. The Companies Act, 2013 (the Act) and the rules made thereunder;
2. The Company being an unlisted Public Limited Company the following Acts were not applicable:
 - a) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder
 - b) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder
3. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') for the financial year ended on 31st March, 2020 were not applicable:
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - c) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009- ;



(2)

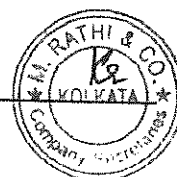
- e) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings.

4. The following law(s) was specifically applicable to the Company, for which I relied upon the representations made by the Company and its officers for systems and mechanism framed by the Company and the books, papers, minute books, forms and return of which were examined by me on test check basis for this report.
- RBI Act, 1934
 - Prevention of Money Laundering Act, 2002
 - Prevention of Money Laundering (Maintenance of Records) Rules, 2005
 - NBFC -Non-Systemically Important- Non Deposit taking- Company (Reserve Bank) Directions, 2016.
5. I have also examined compliance with the applicable clauses of Secretarial Standards issued by The Institute of Company Secretaries of India.
6. During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that

- i) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors. There were no changes in the composition of the Board of Directors during the period under review.
- ii) 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.
- iii) Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.
- iv) There are adequate systems and process in the company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.



(3)

I further report that since 24/03/2020 the Country was under complete lockdown till the end of the financial year. As the Company is a Non Banking Financial Company hence its operating activities were not affected. Though the management has assessed the recoverability of its assets including investments. Other than this there was no specific events/actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc., referred to above.

Place: Kolkata
Dated: 25th May, 2020

Signature: *Kumkum Rathi*
Name of the Company : M.RATHI & CO.
Secretary in practice: KUMKUM RATHI
FCS No : 6016; C.P. No. : 6209
Firm UIN: P2006WB006800
UDIN: F006016B000278904




'Annexure A'

To,
August Agents Limited
9/1, R.N. Mukherjee Road
Kolkata- 700 001

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

1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis of my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules, and regulations and happenings of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. In the process of forming an opinion on compliances and issuing the report, I have taken into consideration the compliance related action taken by the Company after 31st March, 2020 but before the issue of this report.
7. 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.

Place: Kolkata
Dated: 25th May, 2020

Signature: 
Name of the Company : M.RATHI & CO.
Secretary in practice: KUMKUM RATHI
FCS No : 6016; C.P.No. : 6209
Firm UIN: P2006WB006800
UDIN: F006016B000278904



VIDYARTHI & SONS

CHARTERED ACCOUNTANTS

MADHUVAN, 1ST FLOOR, L-3, GANDHI NAGAR, GWALIOR, 474002 (M. P.)

PHONES: (0751) 2420870, 2420056 FACSIMILE: (0751) 2425091

E-MAIL: amitvidyarthi@hotmail.com

INDEPENDENT AUDITOR'S REPORT

To the Members of August Agents Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of August Agents Limited ("the Company"), which comprise the Standalone Balance Sheet as at 31st March 2020, the Standalone Statement of Profit and Loss, Standalone Statement of Cash Flow for the year then ended, and notes to the standalone financial statements, including a summary of 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 accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2020, its profit and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those SAs 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 together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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

The Company's Management and Board of Directors are responsible for the preparation of the other information. The other information comprises the information included in Board's Report including Annexures to Board's Report, and Shareholders Information, but does not include the standalone financial statements and our auditor's report thereon. The Board's Report including Annexures to Board's Report is expected to be made available to us after the date of this auditor's report.

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 identified above when it becomes available 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.

Management's Responsibility for the Standalone Financial Statements

The Company's Management and Board of Directors are 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 and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards (AS) specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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 and board of directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the 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.

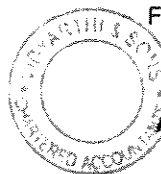
As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- 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.



- (c) The Balance Sheet, the Statement of Profit and Loss including the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
- (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Accounting Standards) Rules, 2015, as amended;
- (e) On the basis of the written representations received from the directors as on 31st March 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2020 from being appointed as a director in terms of Section 164 (2) of the Act;
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in Annexure B.
- (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 Director during the year is in accordance with the provisions of Section 197 of the Act.
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For Vidyarthi & Sons
Chartered Accountants
Firm Reg. No.000112C



Amit S. Vidyarthi

Amit S. Vidyarthi
Partner

Membership No.F-078296

UDIN: 20078296AAAAAS1114

Place: Gwalior

Date: 26th May 2020

ANNEXURE 'A' TO THE INDEPENDENT AUDITORS' REPORT

(Refer to in paragraph 1 under 'Report on other Legal and Regulatory Requirements' section of our report of even date)

Report on Companies (Auditor's Report) Order, 2016 ("the order") issued by the Central Government of India in terms of Section 143(11) /of the Companies Act, 2013("the Act") of AUGUST AGENTS LIMITED ("the Company")

- 1) The Company has no Fixed Assets. Accordingly, paragraph 3 (i) (a), 3 (i) (b) and 3 (i) (c) of the order are not applicable.
- 2) Since the Company does not have any Inventories, hence paragraph 3(ii) of the Order is not applicable to the company.
- 3) According to the information and explanation given to us and on the basis of our examination of the books of account, the company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Act. Accordingly, the provisions of the paragraph 3 (iii) (a), (b) and (c) of the order are not applicable to the company and hence not commented upon.
- 4) In our opinion and according to the information and explanation given to us, the company has complied with the provisions of Section 185 and 186 of the Act, with respect to loans given, investments made, guarantees and securities given.
- 5) The company has not accepted any deposits from the public covered under Section 73 to 76 of the Act.
- 6) As per information and explanation given by the management, maintenance of cost records as prescribed by the Central Government under sub-section (1) of Section 148 of the Act has not been applicable to the company. Hence paragraph 3(vi) of the Order is not applicable to the company.
- 7) a) According to the records of the company, undisputed statutory dues including Provident Fund, Employees' State Insurance , Income Tax, Sales Tax, Wealth Tax, Service Tax, Good and Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess any other statutory dues have generally been regularly deposited with the appropriate authorities.
b) According to the information and explanations given to us there were no outstanding statutory dues as on 31st March, 2020 for a period of more than six months from the date they became payable.
c) According to the information and explanations given to us, there are no amounts payable in respect of Income Tax, sales Tax, Wealth Tax, Service Tax, Goods and Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess which have not been deposited on account of any disputes.
- 8) According to information and explanation given to us the company has not taken loans or borrowings from financial institution, bank, government or dues to debenture holders, so the question for default in repayment does not arise.



- 9) According to the information and explanation given to us, the company has not raised any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year and hence paragraph 3(ix) of the Order is not applicable.
- 10) Based on the audit procedures performed and the information and explanations given to us, we report that no fraud on or by the company has been noticed or reported during the year, nor have we been informed of such case by the management.
- 11) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- 12) As the company is not a Nidhi Company hence reporting under paragraph 3(xii) of the Order with respect to Nidhi Rules, 2014 is not applicable to the company.
- 13) According to the information and explanations given to us and based on our examination of the records of the Company, all transactions with related parties are in compliance with Section 177 and 188 of the Act, wherever applicable and details of such transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- 14) According to the information and explanations given to us, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- 15) According to the information and explanations given to us the company has not entered into any non-cash transactions with the directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- 16) The company is registered under Section 45-IA of the Reserve Bank of India Act, 1934.

For Vidyarthi & Sons
Chartered Accountants
Firm Reg. No.000112C



Amit S. Vidyarthi

Amit S. Vidyarthi
Partner

Membership No.F-078296
UDIN: 20078296AAAAAS1114

Place: Gwalior
Date: 26th May 2020

'ANNEXURE – B' TO THE INDEPENDENT AUDITORS' REPORT

The Annexure referred to in paragraph 2(f) under the heading "Report on Other Legal and Regulatory Requirements" of our Independent Auditor's Report of even date, in respect to the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") of M/s AUGUST AGENTS LIMITED for the year ended 31st March, 2020, we report that:

We have audited the Internal Financial Controls over financial reporting of **AUGUST AGENTS LIMITED ("the Company")** as of 31 March 2020 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 Company's management and board of directors are 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 ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting 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 ICAI and Standards of Auditing prescribed under section 143(10) of the Act, 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 standalone financial statements, whether due to fraud or error.

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



Meaning of Internal Financial Controls over Financial Reporting

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

Inherent 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, 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 31st March 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Vidyarthi & Sons
Chartered Accountants
Firm Reg. No.000112C



Amit S. Vidyarthi
Amit S. Vidyarthi
Partner
Membership No.F-078296
UDIN: 20078296AAAAAS1114

Place: Gwalior
Date: 26th May 2020

AUGUST AGENTS LIMITED
CIN. - U51109WB1996PLC076597
BALANCE SHEET AS AT 31ST MARCH, 2020

PARTICULARS	Note No.	As at 31st March, 2020		As at 31st March, 2019	
		₹	₹	₹	₹
I. EQUITY AND LIABILITIES					
(1) Shareholders' Funds					
(a) Share Capital	2	152502000		152502000	
(b) Reserves & Surplus	3	<u>567202279</u>		<u>568326041</u>	
			719704279		720828041
(2) Current liabilities					
(a) Trade Payables	4	22661		21600	
(b) Short Term Provisions	5	643750		643750	
(c) Other Current Liabilities	5	<u>5600</u>		<u>-</u>	
			671411		665350
TOTAL			<u>720375690</u>		<u>721493391</u>
II. ASSETS					
(1) Non-Current Assets					
(a) Non-Current investments	6	453865126		457211084	
(b) Long Term Loans & Advances	7	<u>257500000</u>		<u>257500000</u>	
			711365126		714711084
(2) Current Assets					
(a) Cash and Bank Balances	8	5567380		6050509	
(b) Short Term Loans & Advances	9	3389267		677881	
(c) Other Current Assets	10	<u>53917</u>		<u>53917</u>	
			9010564		6782307
TOTAL			<u>720375690</u>		<u>721493391</u>

Significant Accounting Policies & Notes of Accounts

1-19

The accompanying Notes form an integral part of the Financial Statements

As per our Report annexed of date

For Vidyarthi & Sons

Chartered Accountants

Firm Registration No. 000112C

Amit S. Vidyarthi
Amit S. Vidyarthi

Partner

Membership No. 078296

UDIN. - 20078296AAAAAS1114

Gwalior

Dated: the 26th day of May, 2020

For & Behalf of the Board of Directors

KRISHNA
DAMANI

K. DAMANI
(DIN : 00050123)

Directors

PRADIP
TONDON

P. TONDON
(DIN : 02936222)

CFO & Managing
Director

S. PATNAIK Company Secretary

Place : Kolkata

AUGUST AGENTS LIMITED

CIN. - U51109WB1996PLC076597

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2020

PARTICULARS	Note No.	For the year	For the year
		ended 31st March, 2020	ended 31st March, 2019
		₹	₹
I. Income :			
Revenue from Operations	11	43022239	109469399
	Total	43022239	109469399
II Expenses :			
Employee Benefits Expense	12	75000	262095
Other Expenses	13	699719	670123
	Total	774719	932218
III Profit before exceptional and extraordinary items and tax (I - II)		42247520	108537181
IV Tax Expenses :			
Current tax		(6600000)	(14200000)
Tax adjustment for earlier year		-	61140
V Profit for the period from continuing operations (III - IV)		35647520	94398321
VI Earnings per equity share : (Nominal Value ₹ 10/- per share)			
-Basic / Diluted earning per share		2.34	6.19

Significant Accounting Policies & Notes of Accounts


1-19


The accompanying Notes form an integral part of the Financial Statements


As per our Report annexed of date
For Vidyarthi & Sons
Chartered Accountants
Firm Registration No. 000112C

Amit S. Vidyarthi
Amit S. Vidyarthi
Partner
Membership No. 078296
UDIN - 20078296 AAAAA51114
Gwalior
Dated: the 26th day of May, 2020

For & Behalf of the Board of Directors

KRISHNA DAMANI  **K. DAMANI** Directors
(DIN : 00050123)

PRADIP TONDON  **P. TONDON** CFO & Managing Director
(DIN : 02936222)

 **S. PATTNAIK** Company Secretary

Place : Kolkata

AUGUST AGENTS LIMITED

CIN. - U51109WB1996PLC076397

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2020

	For the Year ended 31st March, 2020	For the Year ended 31st March, 2019
A. Cash Flow from Operating Activities		
Net profit/(Loss) before taxation and extra ordinary items	42247520	108537181
Adjustments For :		
Interest Income	(24618276)	(20819851)
Dividend Income	(2742030)	(41782744)
Contingent Provision For Standard Assets	-	92500
Surplus on sale of Investments	(15661933)	(46866804)
Operating Profit before Working Capital Changes	(774719)	(839718)
Movement in working Capital :		
(Increase) / Decrease in Current Assets	-	(407580)
Increase / (Decrease) in Current Liabilities	5000	-
Increase / (Decrease) in Trade Payable	1061	-
Cash from Operating Activities :	(768658)	(1247288)
Direct Taxes - Net	(9211386)	(14070309)
Net Cash from Operating Activities :	(10080044)	(15317687)
B. CASH FLOW FROM INVESTING ACTIVITIES :		
Interest Received	24618276	20819851
Dividend Received	2742030	41782744
Sales of Investment	133607891	134454671
Purchases of Investment	(114600000)	(79407923)
Net Cash from Investing Activities	46368197	117649343
C. CASH FLOW FROM FINANCING ACTIVITIES :		
Interim Dividend	(30500400)	-
Tax on Dividend	(6270882)	-
Loan given	-	(100000000)
Net Cash from Financing Activities	(36771282)	(100000000)
D. Net Increase/(Decrease) in Cash & Cash Equivalents	(A+B+C)	2331736
E. Cash & Cash Equivalents ; (Opening Balance)	F	3718773
F. Cash & Cash Equivalents ; (Closing Balance)	E	6050509
	(F- E)	2331736
Components of cash and cash equivalents as at		
31st March 2020		
Cash on hand	3035	4135
Bank Balance with scheduled Banks	5564345	6046374
	5567380	6050509

As per our Report annexed of date

For Vidyarthi & Sons

Chartered Accountants

Firm Registration No. 000112C

Amit S. Vidyarthi
Amit S. Vidyarthi
Partner

Membership No. 078296

UDIN - 20078296AAAA51114

Gwalior

Dated: the 26th day of May, 2020

For & Behalf of the Board of Directors

KRISHNA DAMANI	<i>[Signature]</i>	K. DAMANI (DIN : 00050123)	Directors
PRADIP TONDON	<i>[Signature]</i>	P. TONDON (DIN : 02938222)	CFO & Managing Director
	<i>[Signature]</i>	S. PATTNAIK	Company Secretary

Place : Kolkata

AUGUST AGENTS LIMITED

CIN. - U51109WB1996PLC076597

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

1 Significant Accounting Policies:

1.1 Basis of Accounting:

The financial statements of the Company have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP). The Company has prepared these financial statements to comply in all material respects with the accounting standards notified under Section 133 of the Companies Act, 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 and Companies (Accounting Standards) Amendment Rules, 2016 and the Directions issued by the Reserve Bank of India for Non-Banking Financial Companies. The financial statements have been prepared under the historical cost convention on an accrual basis except interest on Non Performing Loans that are recognised on realisation.

The accounting policies applied by the Company, are consistent with those used in the previous year.

1.2 Investments:

- (a) Long Term Quoted Investments are valued at Cost as per Accounting Standard 13 notified under Companies (Accounting Standards) Rules, 2006.
- (b) In case of decline in the value of investments other than temporary in nature, provision is made in the accounts.

1.3 Employee Benefits :

- (a) Employees benefits of Short Term nature are recognized as expense as and when it accrues.
- (b) Employees benefits of Long Term nature, covering eligible employees, are recognized as expense based on Projected Unit Credit Method of Actuarial Valuation.
- (c) Post Employment benefits, covering eligible employees, are recognized as expenses based on Projected Unit Credit Method of Actuarial Valuation.
- (d) Actuarial gains and losses are recognized immediately in the Statement of Profit and Loss as income and expense.

1.4 Revenue Recognition:

Income and Expenditure are accounted on accrual basis.

- (a) Revenue is recognised and reported to the extent it is virtually certain that the economic benefits will flow to the Company and the revenue can be reliably measured.
- (b) Interest Income is recognised as and when the same has accrued on time proportion basis and Company's right to receive interest is established.
- (c) Dividend Income is recognised when right to receive the same is established.

1.5 Contingencies:

Liability which are material and the future outcome of which cannot be ascertained with reasonable certainty, are treated as contingent and disclosed by way of Notes on account.

1.6 Taxation:

Current Tax is determined on the basis of amount of tax payable for the year under Income Tax Act, 1961. Deferred tax is calculated at current Income Tax rates and is recognized on timing difference between taxable income and accounting income that originate in one period and is capable of reversal in one or more subsequent periods.



AUGUST AGENTS LIMITED

CIN. - U51109WB1996PLC076597

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

NOTE 2 : SHARE CAPITAL		As at 31st	As at 31st
		March, 2020	March, 2019
		₹	₹
Authorised			
1,55,00,000	Equity Shares of ₹ 10/- each	155000000	155000000
		<u>155000000</u>	<u>155000000</u>
Issued, Subscribed and Paid-up			
1,52,50,200	Equity Shares of ₹ 10/- each fully paid-up	152502000	152502000
		<u>152502000</u>	<u>152502000</u>

- i) The company has only one class of issued shares i.e. Equity shares having par value of ₹ 10/- per share. Each holder of equity shares is entitled to one vote per share and equal right for dividend. No preference and/or restrictions on distribution of dividend and repayment of capital is attached to the above shares.
- ii) There has been no change/movement in number of shares outstanding at the beginning and at the end of the reporting period and therefore no reconciliation is required.
- iii) The Company is a 100% Subsidiary of M/s Vindhya Telelinks Ltd., the ultimate Holding Company.
- iv) Share holders holding more than 5% of the Equity Shares of the company as per details given below :-

Name of the Shareholders	As on 31.03.2020		As on 31.03.2019	
	No. of share held	% of holding	No. of share held	% of holding
Vindhya Telelinks Ltd.	15250200	100%	15250200	100%
	<u>15250200</u>	<u>100%</u>	<u>15250200</u>	<u>100%</u>

- v) The Board of Directors in its Meeting held on 26th May, 2020 has recommended a dividend of ₹ 1.80 per fully paid up equity share of Rs. 10/- each for the financial year ended 31st March, 2020. The same is subject to approval by the shareholders in the ensuing Annual General Meeting of the Company.
- vi) No shares have been reserved for issue under options and contracts/commitments for the sale of shares/disinvestments as at the Balance Sheet date. No shares have been allotted or have been bought back by the company during the period of five years preceding the date as at which the Balance Sheet is prepared. No convertible securities have been issued by the company during the year. There are no forfeited shares.
- vii) No calls are unpaid by any Director and Officer of the Company during the year.

NOTE 3 : RESERVES & SURPLUS

i) RESERVE FUND (Under Reserve Bank Of India Act, 1934)	As at	As at
	31.03.2020	31.03.2019
	₹	₹
As per last Financial Statements	123653004	104773340
Add Additions during the year	7146996	18879664
	<u>130800000</u>	<u>123653004</u>
ii) GENERAL RESERVE		
As per last Financial Statements	402500000	352500000
Add Additions during the year	25000000	50000000
	<u>427500000</u>	<u>402500000</u>
iii) SURPLUS / (DEFICIT) IN THE STATEMENT OF PROFIT AND LOSS		
As per last Financial Statement	42173037	16654380
Add Profit for the year	35647520	94398321
	<u>77820557</u>	<u>111052701</u>
Less: Appropriations		
Reserve Fund (Under Reserve Bank Of India Act, 1934)	7146996	18879664
General Reserve	25000000	50000000
Dividend Paid @ Rs. 2/- (P.Y. Rs.Nil) per share	30500400	-
Tax on Dividend Paid	6270882	-
	<u>68918278</u>	<u>68879664</u>
Net Surplus in the Statement of Profit and Loss	<u>8902279</u>	<u>42173037</u>
	<u>567202279</u>	<u>568326041</u>



AUGUST AGENTS LIMITED

	As at 31.03.2020	As at 31.03.2019
NOTE 4 : TRADE PAYABLES *		
For Services	22661	21600
* There are no outstanding dues of micro and small enterprises based on information available with the Company.	<u>22661</u>	<u>21600</u>

NOTE 5 : CURRENT LIABILITIES

Other Current Liabilities		
Statutory Dues	5000	-
Other Provisions		
Contingent Provision against Standard Assets	643750	643750
<small>(under the provisions of/Non-Systemically Important Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2015)</small>	<u>643750</u>	<u>643750</u>

NOTE 6 : NON CURRENT INVESTMENTS

	Face value	Quantity		
(a) Investment in Quoted Equity Instruments				
(Fully Paid up) (At Cost) :				
Birla Corporation Ltd	10/-	6015912	151850742	151850742
Universal Cables Ltd.	10/-	799960	89435130	89435130
		(A)	<u>241286872</u>	<u>241286872</u>
(b) Investment in Un-Quoted Equity Instruments				
(Fully Paid up) :				
Birla Furukawa Fibre Optics Ltd.	10/-	568002	53046990	53046990
		(B)	<u>53046990</u>	<u>53046990</u>
(c) Investment in Tax Free Bond				
Power Finance Corporation Ltd. @ 8.20% p.a.	1000/-	1424	1424000	1424000
		(C)	<u>1424000</u>	<u>1424000</u>
(d) Investment in Mutual Funds (Unquoted)				
DSP BlackRock Banking and PSU Debt Fund Direct Growth of DSP BlackRock Mutual Fund	10/-	---	-	570228
HDFC Corporate Bond Fund - Direct Plan Growth of HDFC Mutual Fund	10/-	(354338.531)	-	5000000
HDFC Low Duration Fund - Direct Plan Growth of HDFC Mutual Fund	10/-	552894.402	22000000	22000000
HDFC Short Term Debt Fund - Direct Plan Growth of HDFC Mutual Fund	10/-	---	-	5800000
ICICI Prudential Short Term Plan - Direct - Growth of ICICI Prudential Mutual Fund	10/-	604634.613	21306674	19906674
IDFC Banking & PSU Debt Fund Direct Plan Growth of IDFC Mutual Fund	10/-	388986.080	6141817	6141817
IDFC Bond Fund Short Term Plan - Direct Growth of IDFC Mutual Fund	10/-	371440.670	15000000	-
IDFC Dynamic Corporate Bond Fund Direct Plan Growth of IDFC Mutual Fund	10/-	---	-	4500000
IDFC Ultra Short Term Fund - Direct Plan Growth of IDFC Mutual Fund	10/-	1786128.923	20000000	-
Invesco India Corporate Bond Fund - Direct Plan Growth of Invesco India Mutual Fund	1000/-	4448.705	10000000	-
Kotak Low Duration Fund - Direct Plan Growth of Kotak Mutual Fund	1000/-	4115.271	9115233	16400000
Kotak Savings Fund - Direct Plan Growth of Kotak Mutual Fund	10/-	620060.828	20000000	-
L&T Ultra Short Term Fund - Direct Plan Growth of L&T Mutual Fund	10/-	---	-	9934503
# Nippon India Prime Debt Fund - Direct Growth of Nippon India Mutual Fund	10/-	---	-	13400000
# Nippon India Short Term Fund Direct Plan Growth of Nippon India Mutual Fund	10/-	408975.486	743540	10900000
Sundram Corporate Bond Fund - Direct Growth of Sundram Mutual Fund	10/-	342152.284	15700000	-
Tata Treasury Advantage Fund - Direct Plan Growth of Tata Mutual Fund	1000/-	(14346.838)	-	39000000
Tata Treasury Advantage Fund - Direct Plan Growth Segregated Portfolio of Tata Mutual Fund	10/-	14346.838	---	-



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	Face value	Quantity	As at 31.03.2020 ₹	As at 31.03.2019 ₹
UTI Corporate Bond Fund - Direct Growth Plan of UTI Mutual Fund	10/-	917380.695 (---)	10000000	-
UTI Fixed Term Income Fund - Series - XXXVIII - VII (1169 days) of UTI Mutual Fund	10/-	790000.000	7900000	7900000
		(D)	<u>159107264</u>	<u>161453232</u>
		(A+B+C+D)	<u>463866126</u>	<u>487211064</u>
Market Value / NAV as at 31st March, 2020:				
Aggregate value of Quoted Investment			2564220910	3330855447
Aggregate market value of Bond			1424000	1424000
Aggregate NAV of Mutual Fund			175471460	180668839
# Name of the Mutual fund changed from Reliance Mutual Fund to Nippon India Mutual Fund				
NOTE 7: LONG TERM LOANS & ADVANCES (Unsecured, Considered Good)				
Other Loans & Advances				
Inter Corporate Loan			<u>257500000</u>	<u>257500000</u>
			<u>257500000</u>	<u>257500000</u>
NOTE 8: CASH AND BANK BALANCES :				
Cash and Cash Equivalent				
Balances with Banks			5564345	6046374
Cash in hand			3035	4135
			<u>5567380</u>	<u>6050509</u>
NOTE 9: SHORT TERM LOANS & ADVANCES (Unsecured, Considered Good) :				
Advance Income Tax (Net of Provision)				
			<u>3388267</u>	<u>677881</u>
			<u>3388267</u>	<u>677881</u>
NOTE 10: OTHER CURRENT ASSETS (Considered Good) :				
Interest Accrued on Investments				
			<u>53917</u>	<u>53917</u>
			<u>53917</u>	<u>53917</u>
NOTE 11: REVENUE FROM OPERATION :				
			For the year ended 31.03.2020 ₹	For the year ended 31.03.2019 ₹
Dividend Income				
On Long Term Investments			<u>2742030</u>	<u>41782744</u>
		(A)	<u>2742030</u>	<u>41782744</u>
Interest Income				
On Loan			24501908	20703063
On Bond			116768	116788
		(B)	<u>24618276</u>	<u>20819851</u>
Net gain/ (loss) on sale of Non-Current Investments				
Long Term			7051339	39087211
Short Term			8610584	7809583
		(C)	<u>15661933</u>	<u>46883094</u>
		(A+B+C)	<u>43027239</u>	<u>109468399</u>
NOTE 12: EMPLOYEE BENEFIT EXPENSES				
Salaries & Wages (including Managing Director's remuneration)				
Staff Welfare Expenses			75000	230855
			-	31340
			<u>75000</u>	<u>262095</u>
NOTE 13: OTHER EXPENSES				
Rates & Taxes			17550	15302
Auditors' Remuneration (Refer to Note 13.1)			99458	43837
Directors Fees			60000	48000
Miscellaneous Expenses			84721	43054
Legal & Professional Fees			437990	425430
Contingent Provision against Standard Assets			-	92500
			<u>699719</u>	<u>670123</u>
NOTE 13.1: AUDITOR'S REMUNERATION				
Statutory Auditors -				
Audit Fees			23600	23600
For Limited Review			11800	-
Tax Audit Fees			8850	8850
Issue of Certificates			5900	5900
Other Professional Fees			41300	-
Reimbursement of Expenses			8008	5487
			<u>99458</u>	<u>43837</u>



AUGUST AGENTS LIMITED

NOTE 14 : RELATED PARTY DISCLOSURE

As per Accounting Standard 18 (AS-18) notified under Companies (Accounting Standards) Rules, 2006, the related parties are as under :

(a) Holding Company :	M/s. Vindhya Telelinks Limited		
(b) Fellow Subsidiaries :	M/s. Laneceda Agents Limited M/s. Insilco Agents Limited		
(c) Key Managerial Personnel :	Mr. P. Tondon (CFO & MD) Mr. S. Pattnaik (C.S.) (wef 30.09.2019)		
(d) Transaction with Related Party		<u>31.03.2020</u>	<u>31.03.2019</u>
(e) Managerial Remuneration			
Managing Director's Remuneration			
- Mr. P. Tondon	60000		60000
Director's Sitting Fees			
- Mr. P. Tondon	12000		10000
Remuneration to Company Secretary			
- Mr. S. Pattnaik	15000		30000

NOTE 15 : The Company has not Deferred Tax Assets of ₹ NIL (Previous year ₹ NIL) on account of Long Term Capital Losses as per Accounting Standards 22- "Accounting for Taxes on Income". The same has not been accounted for during the year due to uncertainty of future taxable income as per AS-22 notified under the Companies (Accounting Standards) Rules, 2006

NOTE 16 : In accordance with the Guidance Note on Accounting for Expenditure on Corporate Social Responsibility Activities, issued by The Institute of Chartered Accountants of India the requisite disclosure are as follows:

Particulars	As at		
	31st March, 2020	31st March, 2019	
Gross amount Required to be spent by the Company during the year	7,90,375	-	
Related party transaction as per AS 18 in relation to CSR Expenditure	-	-	
Provision made in relation to CSR	-	-	
Amount spent during the year on :	In Cash	Yet to be paid in Cash	Total
For the year ended on 31st March 2020			
i) Construction / Acquisition of any asset	-	-	-
ii) On purpose other than (i) above	-	7,90,375	7,90,375
For the year ended on 31st March 2019			
i) Construction / Acquisition of any asset	-	-	-
ii) On purpose other than (i) above	-	-	-

NOTE 17 : Information on Earnings per Share – pursuant to AS – 20 notified under Companies (Accounting Standards) Rules, 2006.

		For the	
		year ended	year ended
		<u>31.03.2020</u>	<u>31.03.2019</u>
Profit Attributable to the shareholders (₹)	A	35647520	94398321
Basic/ Weighted average number of Equity Shares outstanding during the year	B	15250200	15250200
Nominal Value of Equity Shares (₹)		10/-	10/-
Basic/diluted Earnings per share (₹)	A/B	2.34	6.19

NOTE 18 : EMPLOYEES BENEFIT

In accordance with the revised Accounting Standard - 15, i.e. Employee Benefits, the Company has recognized the short term employee benefits and accordingly paid for the services rendered by the employees for that period. Long Term Benefits are not payable to the employees of the Company, as the Company is not under any Statutory as well as Contractual obligation.

Note 19 : Figures for the Previous Year have been re-grouped / re-arranged wherever necessary.

As per our Report annexed of date
For Vidyarthi & Sons
Chartered Accountants
Firm Registration No. 000122C

Amit S. Vidyarthi
Partner

Membership No. 078296

UDIN - 20078296AAAA51114

Gwalior

Dated: the 26th day of May, 2020

For & Behalf of the Board of Directors

KRISHNA  K. DAMANI
DAMANI  (DIN : 00050123)

Directors

PRADIP  P. TONDON
TONDON  (DIN : 02936222)

CFO & Managing
Director

 S. PATTNAIK

Company Secretary

Place : Kolkata