



BRIJLAXMI LEASING & FINANCE LTD.

Regd Off. : 102/A, Sterling Centre, R.C. Dutt Road, Alkapuri, Vadodara - 390 007, IN
Ph. : +91 - 265 - 6457797 Fax : +91 - 265 - 2339121 Website : www.brijlaxmi.com
CIN : L65993GJ1990PLC014183

No. 78/fy19-20

05.09.2019

The Corporate Relationship Department
BSE Limited
1st Floor, New Trading Ring
Rotunda Bldg., P.J. Towers, Dalal Street
Fort, Mumbai-400 001

SCRIP CODE: 532113

SYMBOLS: BRIJLEAS

Reg.: 28th Annual Report for the Financial Year 2018-19 together with the Notice of 28th Annual General Meeting of the Company scheduled to be held on 28th September, 2019.

Dear Sir/Ma'am,

We submit herewith the 28th Annual Report of the Company for the Financial Year 2018-19 together with the Notice of 28th Annual General Meeting of the Company scheduled to be held on Saturday, the 28th September, 2019 at 03:00 pm at 102A, Sterling Centre, R C Dutt Road, Alkapuri, Vadodara 390 007.

The said Annual Report together with the Notice is also available on the website of the Company at www.brijlaxmi.com.

The same is being dispatched to the shareholders of the Company, soft copy by email and physical copy by courier to those shareholders whose e-mail address is not available or who have requested for physical copy.

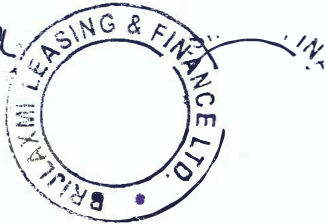
This is for your information and record.

Thanking you,

Yours Faithfully,

For Brijlaxmi Leasing & Finance Limited

Mamehta
CS Mauli Mehta
COMPANY SECRETARY





Brijlaxmi Leasing & Finance Ltd

**28th Annual General Meeting
Financial Year 2018-19**



Form No. MGT-11
Proxy form

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

CIN: L23209GJ1991PLC016666

Name of the Company: ASIAN PETROPRODUCTS & EXPORTS LIMITED

Registered office:

Name of the Member(s):
Registered address:

I/ We being the member of, holding.....shares, hereby appoint

1. Name:

Address:

E-mail Id:

Signature:, or failing him

2. Name:

Address:

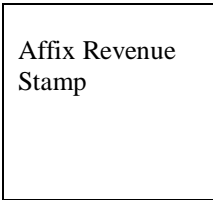
E-mail Id:

Signature:,

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at 27thAnnual General Meeting of members of the Company, to be held onat the.....corporate office of the Company at,and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

- 1 Adoption of accounts
- 2 To appoint a Director in place of Mr. Siddharth Chaturvedi (DIN 01968300), who retires by rotation and being eligible, offers himself for re-appointment.
- 3 To appoint a Director in place of Mrs. Nupur Chaturvedi (DIN 02291168), who retires by rotation and being eligible, offers himself for re-appointment.
- 4 To confirm the appointment of Dr. Rajendra Kumar Singhal(DIN 08069400) as an Independent Director.
- 5 To approve continuation of Appointment of Mr. Jaykishor Chaturvedi as Managing Director.



Signed this day of..... 2019

Signature of Shareholder

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, before the commencement of the Meeting.



INVITATION

Dear member,

You are cordially invited to attend the twenty-eighth Annual General Meeting of the members to be held on Saturday, 28th September, 2019 at 3.00 p.m. IST at 204, Sterling Centre, R C Dutt Road, Alkapuri, Vadodara 390 007.

The Notice for the meeting, containing the business to be transacted, is enclosed herewith.

Very Truly Yours,

Jaykishor Chaturvedi

Director



Company Information-

Brijlaxmi Leasing & Finance Limited is a Listed Non Banking Finance Company (NBFC), having RBI registration number. Our Company is categorized as non deposit accepting NCFE.

Brijlaxmi Leasing & Finance Ltd (BLFL) was incorporated as A Private Limited Company in ROC, Gujarat State but changed itself as a Public Limited Company.

The company has got the certificate as NBFC from RBI. It has also been categorized as Investment Company. It has got license as category IV merchant banker from SEBI.

The registered office of the company is located at 204, Sterling Centre, R.C.Dutt Road, Alkapuri, Vadodara — 390 007.

MANAGEMENT TEAM

Mr. Jaykishor Chaturvedi- Chairman

Mr. Siddharth Chaturvedi– Director& CFO

Mr. Ankur Chaturvedi - Director

Mrs. Nupur Chaturvedi- Director

Mr. Pawan Kumar Sikka – Independent Director

Mr. Mukesh Narula – Independent Director

Mrs. Mauli Mehta – Company Secretary (w.e.f 6th August, 2019)



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NOTICE

Notice is hereby given that the twenty-eighth Annual General Meeting (AGM) of the members of Brijlaxmi Leasing and Finance Limited will be held on Saturday, September 28th, 2019, at 3.00 p.m. IST at the 204, Sterling Centre, R C Dutt Road, Vadodara, Gujarat 390 007 to transact the following business :

Ordinary business

1. To receive, consider and adopt the Audited financial Statement including the Balance Sheet as at March 31, 2019, the Profit and Loss account for the year ended on that date and the Report of the Board of Directors' and the Auditors' thereon.
2. To appoint a Director in place of Mr. Siddharth Chaturvedi (DIN: 01968300), who retires by rotation and, being eligible, offers himself for re-appointment.
3. To appoint a Director in place of Mrs. Nupur Chaturvedi (DIN: 02291168), who retires by rotation and, being eligible, offers herself for re-appointment.
4. To appoint a Director in place of Mr. Ankur Chaturvedi (DIN: 01762845), who retires by rotation and, being eligible, offers himself for re-appointment.

Special business

5. To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:
“**RESOLVED THAT** pursuant to section 196(3) read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], consent of the Members of the Company be and is hereby accorded for continuation of holding of office of Managing Director by Shri Jaykishor Chaturvedi (DIN: 00467706), who has attained the age of seventy (70) years.

Place: Vadodara
Date: 28/08/2019

By Order of the Board
Sd/-
CS Mauli Mehta
Company Secretary



Notes:-

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE IN THE MEETING AND THE PROXY NEED NOT 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% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% 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. Persons other than members or proxy will not be allowed to attend the meeting.

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 Meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable.

2. The relative Explanatory Statement pursuant to section 102 of the Companies Act, 2013 (Act), is annexed hereto.
3. Corporate Members intending to send their authorised representatives to attend the meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.
4. Members are requested to notify immediately any change in their address to the Company/ M/s. Adroit Corporate Services Pvt. Ltd., Registrar & Share Transfer Agent.
5. Members / proxies should bring duly-filled Attendance Slips sent herewith to attend the meeting.
 - A. Members who hold shares in electronic form are requested to write their Client ID and DP ID number and those who hold shares in physical form are requested to write their folio number in the attendance slip for attending the meeting to facilitate identification of membership at the AGM.
 - B. Members holding shares in the same name under different Ledger Folios are requested to apply for consolidation of such Folios and send the relevant share certificate to Adroit Corporate Services Pvt. Ltd. for doing the needful.
 - C. With a view to using natural resources responsibly, we request shareholders to update their email address with their depository participants to enable company to send communication electronically.
 - D. The Annual report of the Company for 2018-19 is being sent electronically to the members whose email addressed are registered with the Company / Depository Participant(s) unless any member has requested for the physical copy of the same.
 - E. Members may also note the Notice of the AGM, Proxy Form, and Annual Report will also be available on their website www.brijlaxmi.com for their download.



- F. If the Members have any queries on the Audited Accounts, Board Report, Auditors Report, the same should be forwarded to the Company so that the Company can reply the same at the AGM to the satisfaction of members.
- G. The members are requested to promptly notify any changes in their addresses to the RTA.
- H. As a measure to save the cost, copies of the Annual Report will not be distributed at the Annual General Meeting. Members are therefore requested to bring their copies of Annual Report to the Meeting.
- I. Members desirous of obtaining any information concerning the accounts and operations of the company are requested to send their queries at least fourteen days before the date of the meeting of the Company so that the information required may be made available at the meeting.
- J. Members are requested to bring their Attendance slip sent herewith duly filled for attending the Meeting.
- K. The Company is providing facility for voting by electronic means (e-voting) which will include remote electronic voting as prescribed by the Companies (Management and Administration) Amendment Rules as presently in force and the business set out in the Notice will be transacted through such voting.

L. **E-Voting:**

- a. Pursuant to Section 108 of the Companies Act, 2013 ('the Act') and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Rules, 2015 and Clause 35B of the Listing Agreement, the Company is pleased to provide to its members facility to exercise their right to vote by electronic means on resolutions proposed to be passed in the Meeting by electronic means through remote evoting. The members may cast their votes using an electronic voting system from a place other than the venue of the meeting ('remote e-voting').
- b. The facility of poll shall be made available at the meeting and the members attending the meeting who have not cast their vote by remote e-voting shall be able to vote at the meeting through poll.
- c. The members who have casted their votes by remote e-voting may also attend the meeting but shall not be entitled to cast their vote again.
- d. The company has engaged the services of National Services Depository Limited (NSDL) as the agency to provide evoting facility.
- e. The Board of Directors of the Company has appointed Mr. Devesh A. Pathak, a Practicing Company Secretary, Vadodara as Scrutinizer to scrutinize the poll and remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for the same.
- f. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member/ beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. September 21, 2019.
- g. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e. September 21, 2019 only shall be entitled to avail the facility of remote e-voting/ poll.



- h. Any person who becomes a member of the company after dispatch of the Notice of the meeting and holding shares as on the cut-off date i.e. September 20, 2019, may cast their votes by following the instructions and process of remote e-voting as provided in the Notice of the AGM uploaded at our website www.brijlaxmi.com and NSDL website: www.evoting.nsdl.com. If the member is already registered with NSDL e-voting platform then he can use his existing user ID and password for casting the vote through remote e-voting.
- i. The remote e-voting facility will be available during the following period:
Commencement of remote e-voting: from 9.00 A.M. on September 25, 2019 End of remote e-voting: up to 5.00 P.M. on September 27, 2019. The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled by NSDL upon expiry of aforesaid period.
- j. The scrutinizer, after scrutinizing the votes cast at the meeting (poll) and through remote e-voting, will, not later than three days of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company www.brijlaxmi.com and on the website of the NSDL www.evoting.nsdl.com. The results shall simultaneously be communicated to the stock exchange.
- k. Subject to receipt of requisite number of votes, the Resolution shall be deemed to be passed on the date of the Meeting, i.e. September 28, 2019.
- l. **Instructions and other information relating to remote e-voting-
Details on Step 1 is mentioned below:**
- (i) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
- (ii) Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
- (iii) 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.
- (iv) 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 indemat account with NSDL.	8 Character DP ID followed by 8 DigitClient 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 is12***** then your user ID is12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by FolioNumber registered with the company. For example if folio number is 001***and EVEN is 112153 then user ID is112060001***

- (v) 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.
- (vi) 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.
- (vii) After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- (viii) Now, you will have to click on "Login" button.
- (ix) After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 is 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" of company for which you wish to cast your vote.
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 maildeveshpathak@rediffmail.com <Please mention the e-mail ID of Scrutinizer>; with a copy marked to evoting@nsdl.co.in.
2. 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.
3. 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

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

Item No. 5

Shri Jaykishor Chaturvedi has already attained the age of seventy (70) years. Pursuant to section 196(3) read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), it requires the consent of the Members by way of the Special Resolution for continuation of their directorships with effect from April 1, 2019, being the date of expiry of their current term of office, will be required to be passed.

The Board of Directors, at its meeting held on August 28, 2019, has unanimously decided the continuation of directorships of Shri Jaykishor Chaturvedi, with effect from April 1, 2019 for the period of 5 years till conclusion of 31st Annual General Meeting, being the date of expiry of their current term of office.



Profile and justification for continuation of the directorship are stated below:

Shri Jaykishor Chaturvedi, born on September 5, 1949, is a Managing Director of the Company. He is a B.Com, M.Com, LLB. He is engaged in extracurricular Activities also. He was a President of Baroda Youth Congress (1974-1980), Vice President of Gujarat Congress (1974-1980), General Secretary of Maharaja SayajiRao University (1970-71), Faculty representative of Commerce Wing (1967-68), General Secretary of New Era High School (1966) etc.

Shri Jaykishor Chaturvedi has been an active member of the Board and the Board Committees of which he is a member. He brings valuable judgment on the Board of the Company and his continued association will be valuable and positive. With his expertise, skills and knowledge, he articulates and provides his valuable guidance and inputs in all matters pertaining to the financial statements.

Shri Jaykishor Chaturvedi is physically fit and current with finance and business matters. Details of Shri Jaykishor Chaturvedi attendance at the Board, Committee and General Meetings held during the last years are given in Corporate Governance Report.

Your Directors recommend the proposed resolution for your approval. Except Shri Jaykishor Chaturvedi himself and his relatives' viz. Mr. Ankur Chaturvedi, Mr.Siddharth Chaturvedi and Mrs. Nupur Chaturvedi, Directors/ Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in this resolution.

Annexure

BRIEF PROFILE OF DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT

Name in Full& DIN	Mr. Jaykishor Chaturvedi (DIN:00467706)
Birth Date	05.09.1949
Qualification	B.Com, M.Com, L.L.B., D.L.P
Status	Executive Rotational Director, managing Director
Shareholding in Brijlaxmi Leasing and Finance Limited	435612 shares
Other Directorship	1. Asian Petro Products And Exports Limited 2. Brijlaxmi Leasing And Finance Limited 3. Raj Petroproducts Limited 4. JKE Polymers Private Limited 5. J.J. Chemicals (Gujarat) Pvt. Ltd. 6. World Tradimpex Pvt Ltd. 7. Brijlaxmi Housing Finance Company Limited 8. Brijlaxmi Infotech Limited
Brief Profile covering experience	Mr. Jaykishor Chaturvedi started from Scratch in year 1974 with a Partnership firm dealing in Petro Chemicals and allied products and in the year 1982, started a proprietor ship firm under the name of J.K Enterprises and became the Distributor of IPCL for its Petroleum and allied products. We were among the top 5 IPCL Distributors of India. His area of expertise are Project Management, Marketing, Financial Management, Client Retention, Implementation of Policies, Cost Control etc.



DIRECTORS' REPORT

To,
The Members,

Your Directors have pleasure in presenting their 28th Annual Report on the business and operations of the Company and the accounts for the Financial Year ended March 31, 2019.

1. FINANCIAL HIGHLIGHTS

The financial performance of your Company:

PARTICULARS	For the year ended 31.03.2019	For the year ended 31.03.2018
	Amount (In Rupees)	Amount (In Rupees)
Revenue from operations	5870330	4149929
Other Income	564286	25783
Total Revenue	6434616	4175712
Total expenditure	5263588	4162263
Profit/Loss before Tax	1171028	13449
Current Tax	225000	31000
Deferred Tax	0	0
Earlier Year Tax	0	0
Profit/ (Loss) for the year	946028	(17551)
Basic & diluted Earnings Per Share (in Rs.)	(0.17)	(0.00)

2. REVIEW OF OPERATION

The Company is mainly engaged into trading activities during the year under review, total revenues for the year Rs. 64.34Lakhs as compared to Rs. 41.75 lakhs last year.

3. DIVIDEND

The Directors do not recommend any dividend for the year ended 31st March, 2019.

4. RESERVES

Since the company has suffered losses during the year under review, your Board of Directors expresses their inability to carry any amount to reserves.



5. MATERIAL CHANGES AND COMMITMENTS:

The Company has not made any material changes or commitments which affect the financial position of the Company between the end of the financial year of the Company to which the financial statements relate and the date of signing of this report.

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

There are no such orders except those which have been appropriately challenged before the judiciary and no impact on going concern status and Company's operation in future of such matters are expected or visualised at the current stage at which they are.

7. Details in respect of adequacy of internal financial controls with reference to the Financial Statements.

Your Company has an internal Control System which commensurate with the size, scale and complexity of its operations. The scope and authority of the Internal Audit function lies with the Audit Committee of Directors. The Audit Committee monitors and evaluates the efficacy and adequacy of internal control systems, accounting procedures and policies. The Company has not appointed Internal Auditors yet.

8. DETAILS OF HOLDING/SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES :-

The Company has no subsidiary/joint venture/associate company and hence consolidation and applicable provision under the Companies Act, 2013 and Rules made there under are not applicable to the Company.

9. DIRECTORS AND KEY MANAGERIAL PERSONNEL

Appointment / Reappointment / Cessation of Directors & Key Managerial Personnel

There has been no change in the constitution of Board of Directors during the year under review i.e. the structure of the Board remains the same.

The Company has received necessary declarations from the Independent Directors confirming that they meet the criteria of independence prescribed under the provisions of the Companies Act, 2013 and of the Listing Obligation and Disclosures Requirements, Regulations.

10. Board Evaluation

Pursuant to applicable provisions of the Companies Act, 2013 and the Listing Regulations, the Board carried out an annual performance evaluation of the Board, its Committees, Individual Director and Chairperson. The manner in which the evaluation has been carried out has been explained in the Corporate Governance Report.



11. Number of meetings

During the year, Four (04) Board Meetings and Four (04) Audit Committee Meetings were convened and held. The details of which are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013 and Listing Obligations and Disclosures Requirements, Regulation 2015. Further, the composition and terms of reference of Audit Committee and other Committees are given in the Corporate Governance Report.

12. Auditors

A. Statutory Auditors

M/s. Dinesh Bangar & Co., Chartered Accountants, Mumbai (Firm Regn. No. 102588W) were appointed as the Statutory Auditors of the Company from the conclusion of 25th Annual General Meeting (AGM) till the conclusion of 29th Annual General Meeting i.e. for a period of five years (subject to ratification of the appointment by the members at every AGM). However, as per the Companies (Amendment) Act, 2017, the proviso under Section 139(1) of the Companies Act, 2013 with respect to ratification of the appointment of Statutory Auditors by the Members at every AGM is omitted. Therefore, ratification of their appointment is not required as per the amendment in the Act.

The Auditor's Report to the Members for the year under review does not contain any qualification, reservation or adverse remark or disclaimer.

B. Secretarial Auditors

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s. Roy Jacob & Co., Practicing Company Secretaries to undertake the Secretarial Audit of the Company. The Report of the Secretarial Auditors is annexed herewith as Annexure. The Report does not contain any qualification, reservation or adverse remark or disclaimer.

13. CORPORATE GOVERNANCE

The Company has been following the principles and practices of good Corporate Governance and has ensured compliance of the requirements stipulated under the Listing Obligations and Disclosure Requirements, Regulations 2015. A detailed report on Corporate Governance in terms of provisions of the Listing Obligations and Disclosure Requirements, Regulations 2015 is attached herewith.



14. DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES

The Company has a Vigil Mechanism Policy in place to deal with instances, if any, of the fraud, mismanagement, misappropriations, if any and the same is placed on the Company's website.

15. MANAGERIAL REMUNERATION:

Details as required pursuant to Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are contained in Corporate Governance Report.

16. PARTICULARS OF EMPLOYEES:

The information required under Section 197 (12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of managerial personnel) Rules, 2014 as amended, has been furnished herein below.

The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2018-19, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2018-19 and the comparison of remuneration of each Key Managerial Personnel (KMP) against the performance of the Company are as under:

Sr. No.	Name of Director/ KMP and Designation	% increase/decrease (-) in Remuneration in the Financial Year 2018-19	Ratio of remuneration of each Director / to median remuneration of employees
1.	Mr. Siddharth Chaturvedi (Director and CFO)	NIL	4.16:1
2.	Mr. Rajkishor Chaturvedi (Director)	NIL	1.67:1
3	Mr. Jaykishor Chaturvedi (Director)	NIL	4.16:1
4	Mr. Ankur Chaturvedi (Director)	NIL	3.75:1
5	Mrs. Nupur Chaturvedi (Director)	NIL	1.67:1
6.	Ms. Pooja Gurnani (Company Secretary)	25.71%	1.44:1

Note: Independent Directors are paid only sitting fees and hence not included in the above table.

- ii) The median remuneration of employees of the Company during the financial year was Rs 1.44 lacs.
- iii) In the financial year, there was an increase of 13.46 % in the median remuneration of employees;



- iv) Remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees. None of the Directors of the Company are in receipt of any commission from the Company.

17. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

The Audit Committee of Directors at its Meeting held on 30th May, 2018 has accorded omnibus approval to execute transactions with related parties up to the value of Rs.1 Crore. During the Financial Year, the transactions entered into by the Company with Related Parties were in the ordinary course of business at arm's length price and within the omnibus approval granted by the Audit Committee. The Company has not entered into contracts / arrangements / transactions with Related Parties which could be considered material in accordance with Section 188 of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014 and the Policy of the Company on Related Party Transactions.

Thus, disclosure in Form AOC-2 is not required. However, the disclosure of transactions with related party for the year, as per Accounting Standard-18 Related Party Disclosures is given in Note no. 27 & 28 to the Balance Sheet as on 31st March, 2019.

18. LISTING REGULATIONS COMPLIANCE

Your Company's Equity Shares are listed on BSE Ltd. and their listing fees for the Financial Years 2018-19 and 2019-20 have been paid and the provisions of the Listing Obligation and Disclosures Requirement, Regulations, 2015 have been complied with.

19. EXTRACT OF ANNUAL RETURN

The Annual Return will be placed at the website of the Company in Annual Reports option on www.brijlaxmi.com.

20. GENERAL

Your Directors state that no disclosure or reporting is required in respect of the following items since there were no transactions in these matters and/or they are not applicable to the Company during the year under review:

1. Details relating to deposits covered under Chapter V of the Act.
2. Issue of equity shares with differential rights as to dividend, voting or otherwise.
3. Issue of shares (including sweat equity shares) to employees of the Company under ESOS.
4. No significant or material orders were passed by the Regulators / Courts or Tribunals which would impact the going concern status of the Company and its future operations.
5. No fraud has been reported by the Auditors to the Audit Committee or the Board.



21. SECRETARIAL STANDARDS

The Directors state that applicable Secretarial Standards on Board Meetings (SS-1) and on General Meetings (SS-2) have been duly followed by the Company.

22. SHARE CAPITAL

The Paid up capital of the company is Rs.5,64,85,000. The Company issued Rs. Nil Equity Shares either with or without differential rights during the F.Y. 2018-2019 and hence, the disclosure requirements under section 43 and Rule 4 (4) of the Companies (Share Capital and Debentures) Rules, 2014, is not applicable.

23. DIRECTORS RESPONSIBILITY STATEMENT

Your Directors state that:

- i) in the preparation of the Annual Accounts for the Financial Year ended 31st March, 2019, the applicable accounting standards have been followed;
- ii) 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 as at 31st March, 2019 and of the profit or loss of the Company for the year ended on that date;
- iii) the Directors had taken proper and sufficient care for the 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 fraud and other irregularities;
- iv) the Directors have prepared the annual accounts on a going concern basis;
- v) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- vi) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

24. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:-

In view of activities are being carried on by the company, Rules 2A and 2B PF, the Companies (Disclosures of Particulars in Report of Board of Directors) Rules, 1988, concerning Conservation of energy, technology absorption and foreign exchange earnings and outgo are not applicable.

25. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186:-

There has been no change in the structure of the Investments made or Loans given or Guarantees provided in respect of such loans, during the year under review.

26. INDUSTRIAL AND HUMAN RELATIONS

The Company maintained harmonious and cordial industrial relations with its workers. There are continuous programs that take care of welfare, skill development, training and personality development of employees at all levels.



27. ACKNOWLEDGEMENTS

The Board expresses its gratitude and appreciation to the Government of India, Government of Gujarat, Financial Institutions, Insurance Companies, Banks, other business associates, Promoters, Shareholders and employees of the Company for their continued support. The Directors also gratefully acknowledge all stakeholders of the Company viz.: customers, members, dealers, vendors, banks and other business partners for the excellent support received from them during the year. The Directors place on record their sincere appreciation to all employees of the Company for their unstinted commitments and continued contribution to the Company.

For and on behalf of the Board

Sd/-

(Mr. J K Chaturvedi)

Director

Place: VADODARA

Date : 06.08.2019



Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2019
*[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,
BRIJLAXMI LEASING AND FINANCE LIMITED,

I have conducted the secretarial audit of the Company for checking the compliance of applicable statutory provisions and the adherence to good corporate practices as defined in the current scenario / industry by **BRIJLAXMI LEASING AND FINANCE LIMITED** having the CIN No.**L65993GJ1990PLC014183** (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate statutory compliances and expressing my opinion thereon.

Based on my verification of the 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, 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:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2019 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder:
- *Company has appointed Chief Financial Officer on 10/08/2018 in compliance with the provisions of Section 203(1) of the Act.*
 - *Quarterly results of June & September, 2018 have been revised to be filed in IND-AS format.*
 - *During the year under report, the Company in terms of provisions of Section 177 and Section 178 re-constituted Audit Committee and Nomination and Remuneration committee.*



- *In our opinion the Company does not have an Internal Audit System commensurate with the size & nature of the business resulting in non-compliance of Section 138 of Company Act, 2013.*
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder:
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder:
- (iv) 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: **Not applicable to the Company**
- (v) 1. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') and which are applicable to the company:
 - (a) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (b) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015.
 - 1. *Company has not published the Notice of Board Meetings for approval of Quarterly Results, except the quarter ended 30th June 2018 in terms of Clause 29 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.*
 - 2. *The company has not published copy of the financial results which were submitted to the stock exchange in at least in one English daily newspaper circulating in the whole or substantially the whole of India and in one daily newspaper published in the language of the region, where the registered office of the company is situated, except the quarter ended 30th June 2018*
- 2. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') and which are not applicable to the company:
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009:
 - (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 (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client.

(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:

(VI) For the other applicable laws our audit is limited to:

a) The Information Technology Act, 2000

b) Employees Provident Fund and Miscellaneous Provisions Act, 1952

c) Payment of Bonus Act, 1965

d) Payment of Gratuity Act, 1972

I have also examined compliance with the applicable clauses of the following:-

(i) Secretarial Standards 1 & 2 issued by The Institute of Company Secretaries of India.

(ii) Prudential Norms and other rules, regulation, directions and circulars issued by Department of Non-Banking Supervision from time to time.

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

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.

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.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

I further report that as per the information & explanation given to us the company is generally regular in depositing with the appropriate authorities undisputed statutory dues including Provident Fund, ESI, Income Tax, Wealth Tax, Service Tax, Value Added Tax and other statutory dues applicable to it.



I further report that I rely on statutory auditors reports in relation to the financial statements and accuracy of financial figures for sales Tax, Wealth Tax, Value Added Tax, Related Party Tax, Provident Fund etc. as disclosed under the financial statements of the Company.

I 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.

I further report that:

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. 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 the test basis to ensure that correct facts are reflected in the Secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for of opinion.
3. Wherever required, I have obtained the Management Representation about the compliance of Laws, Rules and Regulations and happening of events, etc.
4. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. My examination was limited to the verification of documents/procedures on the test basis.
5. The secretarial audit report is neither an assurance as to the future viability of the company nor the efficacy or effectiveness with which the management has conducted the affairs of the company.

Place: Mumbai
Date : 06/08/2019

For **Roy Jacob & Co.**,
Company Secretaries

Roy Jacob
Proprietor
FCS No. 9017
COP No.: 8220



CERTIFICATE

(Under Clause 34(3) and 53(7) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015)

Based on the verifications done on the records of the company and further based on the explanations and clarifications received from the management Brijlaxmi Leasing and Finance Limited (hereinafter referred to as the Company), none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority.

Date: 06/08/2019
Secretaries

Place: Mumbai

For Roy Jacob & Co
Company

Sd/-
Roy Jacob
(Proprietor)
FCS No.9017
C.P No.8220



**Form No. MGT 9
EXTRACT OF ANNUAL RETURN
As on financial year ended on 31.03.2019**

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

I. REGISTRATION & OTHER DETAILS:

1.	CIN	L65993GJ1990PLC014183
2.	Registration Date	13.08.1990
3.	Name of the Company	BRIJLAXMI LEASING AND FINANCE LTD
4.	Category/Sub-category of the Company	PUBLIC LIMITED
5.	Address of the Registered office & contact details	204, STERLING CENTRE, R C DUTT ROAD, ALKAPURI, VADODARA
6.	Whether listed company	YES
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Adroit Corporate Services Pvt Ltd 19/20, Jaferbuoy Industrial Estate, Makwana Road, Marol Naka, Andheri (E), Mumbai

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

S. No.	Name and Description of main products /services	NIC Code of the Product/service	% to total turnover of the
1	NBFC	6492	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

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

S.No.	Name and Description of main products /services	NIC Code of the Product/ service	% to total turnover of the company
1	NA		



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

A) (I) Category-wise Shareholding of Pre Consolidated: Date: 01/04/2018 to 16/11/2018

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	0	0	0	0.00	0	0	0	0.00	0.00
b) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
c) State Govt.	0	0	0	0.00	0	0	0	0.00	0.00
d) Bodies Corporates	0	0	0	0.00	0	0	0	0.00	0.00
e) Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
f) Directors	3775356	0	3775356	6.68	3853585	0	3853585	6.82	0.14
g) Directors Relatives	1671985	0	1671985	2.96	1671985	0	1671985	2.96	0.00
Sub Total : A(1)	5447341	0	5447341	9.64	5525570	0	5525570	9.78	0.14
(2) Foreign									
a) NRI - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b) Other - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corporates	0	0	0	0.00	0	0	0	0.00	0.00
d) Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
Sub Total : A(2)	0	0	0	0.00	0	0	0	0.00	0.00
Total Shareholding of Promoters	5447341	0	5447341	9.64	5525570	0	5525570	9.78	0.14
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b) Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
c) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
d) State Govt.	0	0	0	0.00	0	0	0	0.00	0.00
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
g) FIs	0	0	0	0.00	0	0	0	0.00	0.00
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i) Any Other (Specify)									
Sub Total : B(1)	0	0	0	0.00	0	0	0	0.00	0.00
(2) Non - Institutions									
a) Bodies Corporates									
ai) Indian	8899553	0	8899553	15.76	8843938	0	8843938	15.66	-0.10
aii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individuals									
bi) Individual Shareholders holding n	34915827	75700	34991527	61.95	34889698	75700	34965398	61.90	-0.05
bii) Individual Shareholders holding r	6394582	0	6394582	11.32	6405282	0	6405282	11.34	0.02
c) Any Other (Specify)									
c-1) Non Resident Indians (Individual	744812	0	744812	1.32	744812	0	744812	1.32	0.00
c-2) Clearing Member	7185	0	7185	0.01	0	0	0	0.00	-0.01
Sub Total : B(2)	50961959	75700	51037659	90.36	50883730	75700	50959430	90.22	-0.14
Total Public Shareholding (B)=(B)	50961959	75700	51037659	90.36	50883730	75700	50959430	90.22	-0.14
C. Shares held by Custodian for GDRs & ADRs									
a) Promoter & Promoter Group	0	0	0	0.00	0	0	0	0.00	0.00
b) Public	0	0	0	0.00	0	0	0	0.00	0.00
Sub Total : (C)(1)	0	0	0	0.00	0	0	0	0.00	0.00
Total Shareholding of Shares held	0	0	0	0.00	0	0	0	0.00	0.00
Grand Total (A + B + C)	56409300	75700	56485000	100.00	56409300	75700	56485000	100.00	0.00



A) (II) Category-wise Shareholding of Post Consolidated: Date: 24/11/2018 to 30/03/2019

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	0	0	0	0.00	0	0	0	0.00	0.00
b) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
c) State Govt.	0	0	0	0.00	0	0	0	0.00	0.00
d) Bodies Corporates	0	0	0	0.00	0	0	0	0.00	0.00
e) Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
f) Directors	523411	255	523666	9.27	573976	0	573976	10.16	0.89
g) Directors Relatives	92198	0	92198	1.63	42198	0	42198	0.75	-0.89
Sub Total : A(1)	615609	255	615864	10.90	616174	0	616174	10.91	0.01
(2) Foreign									
a) NRI - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b) Other - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corporates	0	0	0	0.00	0	0	0	0.00	0.00
d) Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
Sub Total : A(2)	0	0	0	0.00	0	0	0	0.00	0.00
Total Shareholding of Promoters	615609	255	615864	10.90	616174	0	616174	10.91	0.01
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b) Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
c) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
d) State Govt.	0	0	0	0.00	0	0	0	0.00	0.00
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
g) FIs	0	0	0	0.00	0	0	0	0.00	0.00
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i) Any Other (Specify)									
Sub Total : B(1)	0	0	0	0.00	0	0	0	0.00	0.00
(2) Non - Institutions									
a) Bodies Corporates									
ai) Indian	884386	0	884386	15.66	749807	0	749807	13.27	-2.38
aii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individuals									
bi) Individual Shareholders holding	3487089	7570	3494659	61.87	3554179	7570	3561749	63.06	1.19
bii) Individual Shareholders holding	579028	0	579028	10.25	652832	0	652832	11.56	1.31
c) Any Other (Specify)									
c-1) Non Resident Indians (Individuals)	74563	0	74563	1.32	67571	0	67571	1.20	-0.12
c-2) Clearing Member	0	0	0	0.00	367	0	367	0.01	0.01
Sub Total : B(2)	5025066	7570	5032636	89.10	5024756	7570	5032326	89.09	-0.01
Total Public Shareholding (B(1) + B(2))	5025066	7570	5032636	89.10	5024756	7570	5032326	89.09	-0.01
C. Shares held by Custodian for GDRs & ADRs									
a) Promoter & Promoter Group	0	0	0	0.00	0	0	0	0.00	0.00
b) Public	0	0	0	0.00	0	0	0	0.00	0.00
Sub Total : (C)(1)	0	0	0	0.00	0	0	0	0.00	0.00
Total Shareholding of Shares	0	0	0	0.00	0	0	0	0.00	0.00
Grand Total (A + B + C)	5640675	7825	5648500	100.00	5640930	7570	5648500	100.00	0.00



B) (I) Shareholding of Promoter Pre Consolidated Shares: Date 01/04/2018 to 16/11/2018

Sl No.	Shareholder's Name	No. of Shares held at the beginning of the year			No. of Shares held at the end of the year			% Change during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to	
1	REKHA JAYKISHOR CHATURVEDI	500000	0.89	0.00	500000	0.89	0.00	0.00
2	ANKUR JAYKISHOR CHATURVEDI	1171985	2.07	0.00	1171985	2.07	0.00	0.00
3	JAYKISHOR CHATURVEDI	3775356	6.68	0.00	3853585	6.82	0.00	0.14
	TOTAL	5447341	9.64	0.00	5525570	9.78	0.00	0.14

B) (II) Shareholding of Promoter Post Consolidated Shares: Date 24/11/2018 to 30/03/2019

Sl No	Shareholder's Name	No. of Shares held at the beginning of the year			No. of Shares held at the end of the year			% Change 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	SIDDHARTH JAYKISHOR CHATURVEDI	63054	1.12	0.00	63364	1.12	0.00	0.01
2	ANKUR JAYKISHOR CHATURVEDI	117198	2.07	0.00	117198	2.07	0.00	0.00
3	JAYKISHOR CHATURVEDI	385612	6.83	0.00	435612	7.71	0.00	0.89
4	REKHA JAYKISHOR CHATURVEDI	50000	0.89	0.00	0	0.00	0.00	-0.89
	TOTAL	615864	10.90	0.00	616174	10.91	0.00	0.01



C) (I) Change in Promoters' Shareholding (please specify, if there is no change) Pre Consolidated
Date: 01/04/2018 to 16/11/2018

SI No.	Name of Promoter's	As On Date	No. of Shares held at the beginning of the year		Cumulative Shareholding during the year	
			No. of Shares	% of total shares of the company	No. of shares	% of total shares of the company
1 At the beginning of the ye	ANKUR JAYKISHOR CHATURVEDI	01-04-2018	1171985	2.07	1171985	2.07
	Date wise Increase / Decrease in Promoters Share holding dt	21/09/2018	15905	0.03	1187890	2.10
		28/09/2018	1469	0.00	1189359	2.11
	At the End of the year	16/11/2018	0	0.00	1189359	2.11
2 At the beginning of the ye	JAYKISHOR CHATURVEDI	01-04-2018	3775356	6.68	3775356	6.68
	Date wise Increase / Decrease in Promoters Share holding dt	15/06/2018	78229	0.14	3853585	6.82
		21/09/2018	17919	0.03	3871504	6.85
		28/09/2018	1500	0.00	3873004	6.86
At the End of the year	16/11/2018	0	0.00	3873004	6.86	
3 At the beginning of the ye	REKHA JAYKISHOR CHATURVEDI	01-04-2018	500000	0.89	500000	0.89
	Date wise Increase / Decrease in Promoters Share holding during the year		NIL	NIL		
	At the End of the year	16/11/2018	0	0.00	500000	0.89

(II) Change in Promoters' Shareholding (please specify, if there is no change) Post Consolidated Date: 24/11/2018 to 30/03/2019

SI No.	Name of Promoter's	As On Date	No. of Shares held at the beginning of the year		Cumulative Shareholding during the year	
			No. of Shares	% of total shares of the company	No. of shares	% of total shares of the company
1 At the beginning of t	ANKUR JAYKISHOR CHATURVEDI	24-11-2018	118935	2.11	118935	2.11
	Date wise Increase / Decrease in Promoters Share holding d	22/03/2019	300	0.01	119235	2.11
	At the End of the year	30/03/2019	0	0.00	119235	2.11
2 At the beginning of t	SIDDHARTH JAYKISHOR CHATURVEDI	24-11-2018	63054	1.12	63054	1.12
	Date wise Increase / Decrease in Promoters Share holding d	28/12/2018	310	0.01	63364	1.12
	At the End of the year	30/03/2019	0	0.00	63364	1.12
3 At the beginning of t	JAYKISHOR CHATURVEDI	24-11-2018	387553	6.86	387553	6.86
	Date wise Increase / Decrease in Promoters Share holding d	22/02/2019	50000	0.89	437553	7.75
		22/03/2019	300	0.01	437853	7.75
	At the End of the year	30/03/2019	0	0.00	437853	7.75
4 At the beginning of t	REKHA JAYKISHOR CHATURVEDI	24-11-2018	50000	0.89	50000	0.89
	Date wise Increase / Decrease in Promoters Share holding d	22/02/2019	-50000	0.89	0	0.00
	At the End of the year	30/03/2019	0	0.00	0	0.00



D) (I) Shareholding Pattern of top ten Shareholders: Pre Consolidated Date: 01/04/2018 to 16/11/2018 (Other than Directors, Promoters and Holders of GDRs and ADRs):

Sl No. of the Top 10 Shar	Name of Shareholder's	As On Date	No. of Shares held at the beginning of the year		Cumulative Shareholding during the year		
			No. of Shares	% of total shares of the company	No. of shares	% of total shares of the company	
1	At the beginning o SATYA SECURITIES LIMITED	24-11-2018	225400		3.99	225400	3.99
	Date wise Increase / Decrease in Share holding during the year		NIL	NIL			
	At the End of the year	30/03/2019	0		0.00	225400	3.99
2	At the beginning o RIVER DIAMONDS AND JEWELS COMPAN	24-11-2018	199289		3.53	199289	3.53
	Date wise Increase / Decrease in Share holding during the	22/02/2019	-100		0.00	199189	3.53
		01/03/2019	-63889		1.13	135300	2.40
		08/03/2019	-17385		0.31	117915	2.09
	At the End of the year	30/03/2019	0		0.00	117915	2.09
3	At the beginning o VINOD CHATURVEDI	24-11-2018	100000		1.77	100000	1.77
	Date wise Increase / Decrease in Share holding during the year		NIL	NIL			
	At the End of the year	30/03/2019	0		0.00	100000	1.77
4	At the beginning o BASANT MARKETING LIMITED	24-11-2018	95130		1.68	95130	1.68
	Date wise Increase / Decrease in Share holding during the year		NIL	NIL			
	At the End of the year	30/03/2019	0		0.00	95130	1.68
5	At the beginning o SANJEEV KUMAR JAIN	24-11-2018	79960		1.42	79960	1.42
	Date wise Increase / Decrease in Share holding during the year		NIL	NIL			
	At the End of the year	30/03/2019	0		0.00	79960	1.42
6	At the beginning o VIJAY ACHARYA	24-11-2018	65009		1.15	65009	1.15
	Date wise Increase / Decrease in Share holding during the year		NIL	NIL			
	At the End of the year	30/03/2019	0		0.00	65009	1.15
7	At the beginning o CHAITALI INVESTMENTS AND HOLDINGS	24-11-2018	65009		1.15	65009	1.15
	Date wise Increase / Decrease in Share holding during the year		NIL	NIL			
	At the End of the year	30/03/2019	-65009		1.15	0	0.00
8	At the beginning o PMC FINCORP LIMITED	24-11-2018	61500		1.09	61500	1.09
	Date wise Increase / Decrease in Share holding during the year		NIL	NIL			
	At the End of the year	30/03/2019	0		0.00	61500	1.09
9	At the beginning o ANIL KUMAR MOODEDLA	24-11-2018	0		0.00	0	0.00
	Date wise Increase / Decrease in Share holding during the	08/02/2019	2190		0.04	2190	0.04
		22/02/2019	973		0.02	3163	0.06
		01/03/2019	11377		0.20	14540	0.26
		08/03/2019	19920		0.35	34460	0.61
	At the End of the year	30/03/2019	0		0.00	34460	0.61
10	At the beginning o BHURABHAI SARABHAI BHARWAD	24-11-2018	32675		0.58	32675	0.58
	Date wise Increase / Decrease in Share holding during the year		NIL	NIL			
	At the End of the year	30/03/2019	0		0.00	32675	0.58
11	At the beginning o HRB FLORICULTURE LIMITED	24-11-2018	30000		0.53	30000	0.53
	Date wise Increase / Decrease in Share holding during the year		NIL	NIL			
	At the End of the year	30/03/2019	0		0.00	30000	0.53



(II) Shareholding Pattern of top ten Shareholders: Post Consolidated Date: 24/11/2018 to 30/03/2019(Other than Directors, Promoters and Holders of GDRs and ADRs):

Sl No.	Each of the Top 10 Sharehold	Name of Shareholder's	No.of Shares held at the beginning of the year		Cumulative Shareholding during the year			
			As On Date	No. of Shares	% of total shares of the company	No. of shares	% of total shares of the company	
1	At the beginning of the year	SATYA SECURITIES LIMITED	01-04-2018	2254000		3.99	2254000	3.99
	Date wise Increase / Decrease in Share holding during the year			NIL	NIL			
	At the End of the year		16/11/2018	0		0.00	2254000	3.99
2	At the beginning of the year	RIVER DIAMONDS AND JEWELS COMPAN	01-04-2018	1992892		3.53	1992892	3.53
	Date wise Increase / Decrease in Share holding during the year			NIL	NIL			
	At the End of the year		16/11/2018	0		0.00	1992892	3.53
3	At the beginning of the year	VINOD CHATURVEDI	01-04-2018	1000000		1.77	1000000	1.77
	Date wise Increase / Decrease in Share holding during the year			NIL	NIL			
	At the End of the year		16/11/2018	0		0.00	1000000	1.77
4	At the beginning of the year	BASANT MARKETING LIMITED	01-04-2018	951300		1.68	951300	1.68
	Date wise Increase / Decrease in Share holding during the year			NIL	NIL			
	At the End of the year		16/11/2018	0		0.00	951300	1.68
5	At the beginning of the year	SANJEEV KUMAR JAIN	01-04-2018	799600		1.42	799600	1.42
	Date wise Increase / Decrease in Share holding during the year			NIL	NIL			
	At the End of the year		16/11/2018	0		0.00	799600	1.42
6	At the beginning of the year	CHAITALI INVESTMENTS AND HOLDINGS	01-04-2018	650095		1.15	650095	1.15
	Date wise Increase / Decrease in Share holding during the year			NIL	NIL			
	At the End of the year		16/11/2018	0		0.00	650095	1.15
7	At the beginning of the year	VIJAY ACHARYA	01-04-2018	650095		1.15	650095	1.15
	Date wise Increase / Decrease in Share holding during the year			NIL	NIL			
	At the End of the year		16/11/2018	0		0.00	650095	1.15
8	At the beginning of the year	SIDDHARTH JAYKISHOR CHATURVEDI	01-04-2018	613246		1.09	613246	1.09
	Date wise Increase / Decrease in Share holding during the year		08/06/2018	74		0.00	613320	1.09
			15/06/2018	1500		0.00	614820	1.09
			22/06/2018	126		0.00	614946	1.09
			21/09/2018	15100		0.03	630046	1.12
			28/09/2018	500		0.00	630546	1.12
	At the End of the year		16/11/2018	0		0.00	630546	1.12
9	At the beginning of the year	PMC FINCORP LIMITED	01-04-2018	615000		1.09	615000	1.09
	Date wise Increase / Decrease in Share holding during the year			NIL	NIL			
	At the End of the year		16/11/2018	0		0.00	615000	1.09
10	At the beginning of the year	BHURABHAI SARABHAI BHARWAD	01-04-2018	326750		0.58	326750	0.58
	Date wise Increase / Decrease in Share holding during the year			NIL	NIL			
	At the End of the year		16/11/2018	0		0.00	326750	0.58



E) Shareholding of Directors and Key Managerial Personnel:

SI No.		Name of Promoter's	As On Date	No. of Shares held at the beginning of the year		Cumulative Shareholding during the year	
				No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
1.	At the beginning of the year			0	0	0	0
	Date wise Increase / Decrease in Promoters Share holding during the year			0	0	0	0
	At the End of the year			0	0	0	0
				0	0	0	0
2.	At the beginning of the year			0	0	0	0
	Date wise Increase / Decrease in Promoters Share holding during the year			0	0	0	0
	At the End of the year			0	0	0	0
				0	0	0	0
3.	At the beginning of the year			0	0	0	0
	Date wise Increase / Decrease in Promoters Share holding during the year			0	0	0	0
	At the End of the year			0	0	0	0

V) 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	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total(i+ii+iii)	0	0	0	0
Change in Indebtedness during the financial year				
*Addition	0	0	0	0
* Reduction	0	0	0	0
Net Change	0	0	0	0



Indebtedness at the end of the financial year	0			
i) Principal Amount	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total(i+ii+iii)	0	0	0	0

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

Mr. Siddharth Chaturvedi (Whole Time Director) – 6, 00,000

B. Remuneration to other directors :

Mr. Rajkishor Chaturvedi (Directors) – 2,40,000

Mr. Jaykishor Chaturvedi (Director) – 6,00,000

Mr. Ankur Chaturvedi (Director) – 5,40,000

Mrs. Nupur Chaturvedi (Women Director) – 2,40,000

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

Ms. Pooja Gurnani (Company Secretary) – 2,08,209

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD /NCLT/ COURT]	Appeal made, if any(give Details)
A. COMPANY					
Penalty	0	NA	0	0	NA
Punishment	0	NA	0	0	NA
Compounding	0	0	0	0	NA
B. DIRECTORS					
Penalty	0	NA	0	0	NA
Punishment	0	NA	0	0	NA
Compounding	0	NA	0	0	NA
C. OTHER OFFICERS IN DEFAULT					
Penalty	0	NA	0	0	NA
Punishment	0	NA	0	0	NA
Compounding	0	NA	0	0	NA



REPORT ON CORPORATE GOVERNANCE

A. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Your Company's Philosophy of Corporate Governance is aimed at assisting the top management of the Company in the efficient conduct of its business and in meeting its obligations to its shareholders.

B. BOARD OF DIRECTORS

i) COMPOSITION AND CATEGORY

As on March, 31, 2019, the strength of the Board was Four members Comprising of One Chairman, Three Directors including One women Director and Two Independent Director.

Attendance of each director at the Board Meetings, last Annual General Meetings and number of other directorships, memberships and chairmanships of committee in various companies:

The composition of the Board of Directors and also the number of other Board of Directors or Board Committees of which she/he was a member/Chairman are as under.

Name of Director	Attendance Particulars			No. of Directorship and committee Member/Chairmanship in other Companies		
	Category	Board Meetings	Last AGM	Other Directorship	Committee Membership	Committee Chairman-ship
Mr. J.K. Chaturvedi	ED	5	Yes	8	2	0
Mr. Ankur Chaturvedi	ED	5	Yes	6	0	0
Mr. Siddharth Chaturvedi	ED	4	Yes	9	1	0
Mrs. Nupur Chaturvedi	ED	3	Yes	2	2	1
Mr. Mukesh Narula	ID	1	No	0	2	0
Mr. Pawan Kumar Sikka	ID	4	Yes	2	0	2

ii) Directors Profile & Chart of skill/ expertise/ competence of Board of Directors:-

The Board of Directors consists of multifaceted experienced directors in different field. A brief profile of all the Directors which outlines their expertise and competence on the Board is given herein below:

Mr. Jaykishor Chaturvedi

Mr. Jaykishor Chaturvedi	<ol style="list-style-type: none">1. J.J. CHEMICALS (GUJARAT) PVT. LTD.2. BRIJLAXMI LEASING AND FINANCE LIMITED3. ASIAN PETRO PRODUCTS AND EXPORTERS LIMITED4. RAJ PETROPRODUCTS LIMITED5. WORLD TRADIMPEX PVT LTD6. JKE POLYMERS PRIVATE LIMITED7. BRIJLAXMI INFOTECH LIMITED8. BRIJLAXMI HOUSING FINANCE COMPANY LIMITED
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Shri Jaykishor Chaturvedi, born on September 5, 1949, is a Managing Director of the Company. He is a B.Com, M.Com, LLB. He is engaged in extracurricular Activities also. He was a President of Baroda Youth Congress (1974-1980), Vice President of Gujarat Congress (1974-1980), General Secretary of



Maharaja SayajiRao University (1970-71), Faculty representative of Commerce Wing (1967-68), General Secretary of New Era High School (1966) etc. With his expertise, skills and knowledge, he articulates and provides his valuable guidance and inputs in all matters pertaining to the financial statements.

Mr. Ankur Chaturvedi

Mr. Ankur Chaturvedi	<ol style="list-style-type: none">1. BRIJLAXMI LEASING AND FINANCE LIMITED2. RAJ PETROPRODUCTS LIMITED3. WORLD TRADIMPEX PVT LTD4. JKE POLYMERS PRIVATE LIMITED5. BRIJLAXMI INFOTECH LIMITED6. BRIJLAXMI HOUSING FINANCE COMPANY LIMITED
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Ankur Chaturvedi was born on 14th May, 1977 in Vadodara. He is a dynamic personality and a well qualified with long term vision. He has done his Graduation from M S University in the year 2000 and completed his Post Graduation from University of Greenwich, London U. K. in the year 2003. He has a vast experience in Marketing and Finance. He has more than 12 years of experience of running a trading business.

Mr. Siddharth Chaturvedi

Mr. Siddharth Chaturvedi	<ol style="list-style-type: none">1. SHREENATH PLASTOPACK PVT LTD2. J.J. CHEMICALS (GUJARAT) PVT. LTD.3. ASIAN PETRO PRODUCTS AND EXPORTERS LIMITED4. BRIJLAXMI LEASING AND FINANCE LIMITED5. RAJ PETROPRODUCTS LIMITED6. WORLD TRADIMPEX PVT LTD7. JKE POLYMERS PRIVATE LIMITED8. BRIJLAXMI INFOTECH LIMITED9. BRIJLAXMI HOUSING FINANCE COMPANY LIMITED
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Mr. Siddharth Chaturvedi is highly qualified in Financial as well as legal matters. He is holding directorship from 2007 onwards in various Companies. He is Commerce graduate From MS University Baroda and MBA from University of Technology, Sydney, Australia. He has been holding the position of Executive Director and while holding that position he has been also heading the legal functions of the Company as Director. He has been given the additional charge of CFO with effect from 10th August, 2018

Mrs. Nupur Chaturvedi

Mrs. Nupur Chaturvedi	<ol style="list-style-type: none">1. ASIAN PETRO PRODUCTS AND EXPORTERS LIMITED2. BRIJLAXMI LEASING AND FINANCE LIMITED
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Mrs. Nupur Chaturvedi is a B.Com and Masters in Business Economics. She had done specialization in Finance.



She worked with Gajra Gear, Indore and having directorship of listed companies viz. Brijlaxmi Leasing And Finance Limited.

Mr. Mukesh Narula

Mr. Mukesh Narula	1. BRIJLAXMI LEASING AND FINANCE LIMITED
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Mr. Mukesh Narula being eligible to be appointed as an Independent Director of the Company. He has Specialized Knowledge and Skill and he has its own Business. Hence he is Independent Director in this Company.

Mr. Pawan Kumar Sikka

Mr. P K Sikka	1. RIKA GLOBAL IMPEX LIMITED 2. BRIJLAXMI LEASING AND FINANCE LIMITED 3. GREEN EDGE CAPITAL SOLUTIONS PRIVATE LIMITED
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Mr. Pawan Kumar Sikka is an Independent Director in the Company. He has completed his graduation and he has lots of Experience and having vast knowledge in this Field.

C. AUDIT COMMITTEE

i) Term of Reference:

The terms of reference of this Committee include matters mandated in the Listing Agreement and the Companies Act, 2013, respectively. The Audit Committee reviews the audit reports submitted by the Internal Auditors, Cost Auditors and Statutory Auditors and to meet them to discuss their findings, suggestions and other related matters, financial results, effectiveness of internal audit processes, Company's risk management strategy and Company's established systems and procedures. The Audit Committee also reviews the functioning of the Whistle Blower mechanism. Besides having access to all the required information from within the Company, the Committee may obtain external professionals advice, whenever required. The Committee acts as a link between the Statutory and the Internal Auditors and the Board of Directors of the Company

ii) The Composition of Audit Committee as at 31.03.2019 and details of the Members participation at the Meetings of the Committee are as under:

As on 31st March 2019, the Audit Committee comprised of 3 Members viz. Mr. P K Sikka, Mr. Mukesh Narula and Mr. Jaykishor Chaturvedi.

Mr. P K Sikka is a Chairman of the Audit Committee. All the members of Audit Committee have financial and accounting knowledge.

Four meetings were held during the financial year 1st April, 2018 to 31st March, 2019. The attendance of each Member of the Committee is given below:



Name of Director	Category	Attendance at Audit Committee Meetings held on			
		30-05-2018	10-08-2018	27-10-2018	05-02-2019
Mr. P K Sikka	Chairman	√	√	√	√
Mr. Mukesh Narula	Member	√	√	√	√
Mr. Jaykishor Chaturvedi	Member	√	√	√	√

D. REMUNERATION COMMITTEE

The Remuneration Committee of the Company comprised three Directors, of which, all are Non-Executive directors which includes Mr. P K Sikka (Chairman), Mr. Mukesh Narula (Member) and Mrs. Nupur Chaturvedi (Member)

The remuneration committee has the same terms of reference as given in the guidelines set out in the listing agreement with the stock exchange. The committee performs all tasks assigned by the Board and as per the terms of reference given by the listing agreement.

However, the remuneration committee has held one meeting during the financial year under review.

E. SHAREHOLDERS' COMMITTEE

The Shareholders' Committee of the Company comprised Four Directors, of which, three were Non executive directors which includes Mrs. Nupur Chaturvedi (Chairman), Mr. Jaykishor Chaturvedi (Member) and Mr. Siddharth Chaturvedi (Member)

The Company has authorized Directors to approve the share transfers.

There were no complaints of shareholders outstanding as on 31st March, 2019.

F. GENERAL BODY MEETINGS

Location and time, where last three Annual General Meetings were held is given below:

Fin. Year	Date	Location of Meeting	Time
2015-16	26/09/2016	204, Sterling Centre, Vadodara	03.00 P.M.
2016-17	28/09/2017	204, Sterling Centre, Vadodara	03.30 PM
2017-18	26/09/2018	204, Sterling Centre, Vadodara	03:00 PM



G. Familiarization Programme of Independent Directors and Meeting of Independent Directors:

The Company has familiarised the Independent Directors about their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company and related matters by way of providing updates at the Meetings of Board and Committee and paying visits in the factory and such other programmes. The details of such programmes are put up on the website of the Company.

In accordance with the provisions of Regulation 25 of the Listing Regulations, during the year under review, Independent Directors met on January 29, 2019, inter alia, to –

- (a) review of the performance of Non-Independent Directors and the Board as a whole;
- (b) review of the performance of the Chairman of the company, taking into account the views of Executive Directors and NonExecutive Directors;
- (c) assess the quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

All the Independent Directors attended the said Meeting.

The Board of Directors of your Company confirms that the Independent Directors fulfill the conditions specified in the listing Regulations and are independent of the management

H. DISCLOSURES

- A. There are no materially significant transactions with related parties viz., Promoters, Directors or the Management or their relatives that may have potential conflict with the interest of the Company at large. There are no pecuniary relationships or transactions with Non-Executive Directors of the Company.
- B. During the last three years, there were no strictures or penalties imposed by either SEBI or the Stock Exchanges or any statutory authority for non-compliance of any matter related to the capital market.

C. DISCLOSURE OF DIRECTORS RELATIONSHIP INTERSE

Mr. Sidharth Chaturvedi (Director & CFO) and Mr. Ankur Chaturvedi (Director) are Son of Mr. Jaykishor Chaturvedi (Director) also Mrs. Nupur Chaturvedi (Women Director) is Daughter in law of Mr. Jaykishor Chaturvedi and none other Directors are related to each other.

- D. In the Opinion of Board Independent Director fulfill the condition specify in Regulation and are Independent of Management
- E. During period in review Company has done Consolidation of Equity Shares as every 10(ten) equity shares of the Company face value of Rs. 1/- (Rupees One only) each fully paid-up into 1(one) equity share of face value of Rs. 10/- (Rupees Ten only) each fully paid-up and consequently, the Authorised Equity Share Capital of the Company of 10,00,00,000 Equity



Shares of Rs. 1/- (Rupees one only) each shall be consolidated in to 1,00,00,000 Equity Shares of Rs. 10/- (Rupees Ten only) each amounting to Rs.10,00,00,000 (Rupees Ten Crores only)

- F. Reports of Auditors on statutory financial statements of the Company do not contain any qualification.
- G. Auditors' Certificate on Corporate Governance: The Company has obtained a Certificate from the Statutory Auditors of the Company regarding compliance with the provisions relating to Corporate Governance prescribed by Schedule V (E) (Regulation 34 (3) of the Listing Regulations which is attached herewith.
- H. The CEO & MD and the CFO have issued certificate pursuant to the provisions of Regulation 17(8) of the Listing Regulations certifying that the financial statements do not contain any untrue statements and these statements represent a true and fair view of the Company's affairs.

MEANS OF COMMUNICATION:

1. The quarterly and half yearly results are forthwith communicated to the Stock Exchange with whom the Company has listing agreement as soon as they are approved and taken on record by the Board of Directors of the Company.
2. Management discussion and analysis forms part of the Annual Report, which is posted to the shareholders of the Company.

1.	Annual General Meeting	
	Date and Time	28 th September, 2019 at 3:00 p.m.
	Venue	204, Sterling Centre, R C Dutt Road, Alkapuri, Vadodara.
2.	Financial Calendar 2018-2019 (tentative)	
	Results for the quarter ending 30 th June,	10 th August, 2018
	Results for the quarter ending 30 th Sept,	27 th October, 2018
	Results for the quarter ending 31 st Dec, 2018	5 th February, 2019
	Results for the quarter ending 31 st March,	30 th May, 2019
3.	Cutoff date	Saturday, 21 st September, 2019
4.	Dividend Payment date	The Company has not declared any dividend for the year ended March 31, 2019
5.	Equity Shares Listed on Stock Exchanges at	The Bombay Stock Exchange Ltd., Mumbai
6.	Stock Code	
	(a) Trading Symbol at The Stock Exchange Mumbai	532113
	(b) Demat ISIN Numbers in NSDL & CDSL Equity Shares	N.A



7.	Registrars and Transfer Agents (Share transfer and communication regarding share certificates, and change of address)	Adroit Corporate Services Pvt. Ltd. 119/120, Jaferbhoy Indl Estate, Andheri Kurla Road, Marol Naka, Andheri (E), Mumbai – 400 057
8.	Share Transfer System	Presently, the share transfers in physical form are processed and the share certificates returned within in a period of 15-20 days from the date of receipt, subject to the documents being clear in all respects.

9	Shareholding Pattern as on March 31, 2019		
	Categories	No. of Shares	% of Holding
	Promoters	616174	10.91
	Private Corporate Bodies	749807	13.27
	Residential Individual	4214581	74.61
	NRIs / OCBs	67571	1.20
	Mutual Fund/FII's/Corporate Body -Broker	0	0
	Clearing Members	367	0.01
	Total	5648500	100.00

I. Dematerialization of Shares :

99.86% of the equity shares have been dematerialized up to 31st March, 2019.

J. Investor Correspondence for transfer/dematerialization of shares or any other query relating to the shares of the company.

For Shares held in physical form : Adroit Corporate Services P Ltd.,
119/120, Jaferbhoy Indl Estate, Andheri Kurla Road,
Marol Naka, Andheri (E), Mumbai – 400059

For Shares held in Demat Form : To the Depository Participant

Any query on Annual Report: 102A, Sterling Centre, R.C. Dutt Road,
Alkapuri, Vadodara – 390 007.



Declaration on compliance of the Company's Code of Conduct

As provided under Clause 49 of the Listing Agreement with the Stock Exchange, all the Board Members and Senior Management Personnel have affirmed compliance with Code of Conduct as applicable to them for the year ended 31st March, 2019.

For Brijlaxmi Leasing and Finance Ltd.

Place: Vadodara,
Date: 6th August, 2019

SD/-
J.K.Chaturvedi
Director



MANAGEMENT DISCUSSION AND ANALYSIS REPORT

MACRO-ECONOMIC OVERVIEW

The Indian economy grew steadily amidst significant reforms announced in FY2019. The Recapitalization of Public Sector Banks (PSB), amendments to the Goods and Service Tax (GST), clean-up of Non-Performing Loans (NPA) through National Company Law Tribunal (NCLT), and the Insolvency and Bankruptcy Code (IBC) played a pivotal role in strengthening the economy, effects of which will be seen in the next few years. Amidst the economic reforms, there was also robust development in infrastructure and an increased thrust on financial inclusion.

OPPORTUNITIES AND THREATS

As India is slowly but steadily moving towards development under the present. The growth of the company is subject to opportunities and threats as are applicable to the industry from time to time. Further, the company endeavors to evaluate opportunities considering the macro economic conditions both globally and domestically.

SEGMENT-WISE OR PRODUCT-WISE PERFORMANCE

The Company operates in the manufacturing business segments. During the financial year under review, the company has profit after other comprehensive income amounting to Rs 9.46 Lakhs in aggregate. Barring unforeseen circumstances, the Company expects to increase its volume of business in the current year.

RISK AND CONCERN

It must be clearly understood that each industry in particular and each industry segment in general has its own risk, from which it cannot be fully isolated but mitigated by means of proper risk management. Your Company foresees certain areas of risk, concerns and threats in its arena of operations.

Unless the Government takes strong measures to boost the industrial activity and stimulate the industries by reducing the interest rates and making funds available, it will be difficult in India to achieve the targets.

INTERNAL CONTROL AND ADEQUACY

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The Audit Committee periodically reviews the efficacy of Internal Financial Control Systems and risk mitigation process. Your Board believes that appropriate procedures, controls and monitoring assessment procedures are in place and considered adequate. The Company has an adequate system of internal control implemented by the management towards achieving efficiency in operations, optimum utilization of resources and effective monitoring thereof.



The adequacy of the internal control system is reviewed by the Audit Committee of the Board of Directors. The efficacy of the internal checks and control systems are verified by the Statutory Auditors. The Audit Committee reviews the internal audit plan, adequacy and effectiveness of the internal control system, significant audit observations and monitors the sustainability of remedial measures. Your Board believes that appropriate procedures, controls and monitoring assessment procedures are in place and considered adequate.

FINANCIAL PERFORMANCE

During the year under consideration your Company's Net Profit after tax and after other comprehensive income is Rs.9.46 lakh. Further the company is debt free during the current year under review.

CAUTIONARY STATEMENT

Statements in this Management Discussion and Analysis describing the company's objectives, estimates, expectations may be "forward-looking statements" within the meaning of applicable security laws and regulations. Actual results could differ materially from those expressed or implied due to several factors which are beyond the control of the management.

In accordance with the Code of Corporate Governance approved by the Securities and Exchange Board of India, shareholders and readers are cautioned that in the case of data and information external to the company, no representation is made on its accuracy and comprehensiveness though the same are based on sources believed to be reliable. Utmost care has been taken to ensure that the opinions expressed by the management herein contain its perceptions on the material impacts on the company's operations but it is not exhaustive.

Annexure

List of Top 10 Employees Remuneration for this Year:

Name	Designation	Remuneration	Date of Joining	Date of Birth	Qualification	Age	Experience years	Prev Exp
1. Rohit Gandhi	Accountant	324000	01.01.2010	09.06.1957	B.A	62	09	24
2. Payal Parmar	Account Assistant	144000	01.04.2014	23.03.1989	B.Com	30	05	-
3. Varsa Rajput	Company Secretary	33548	20.01.2017	25.03.1980	CS	39	02	-
4. Pooja Gurnani	Company Secretary	208209	30.05.2018	18.06.1994	B.Com, LLB, CS	24	01	-



CERTIFICATION BY CEO AND CFO TO THE BOARD OF DIRECTORS

a) We have reviewed the Balance Sheet and Statement of Profit and Loss and Notes on Accounts as well as the Cash Flow Statement for the year ended on 31st March, 2018 and certify that to the best of our knowledge and belief:

i) these statements do not contain any materially untrue statement or omit any material fact nor contain statement that might be misleading;

ii) these statements together present a true and fair view of the Company's affairs and are in compliance with the existing Accounting standards, applicable laws and regulations.

b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative to the Company's code of conduct.

c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and that we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of which such internal controls, if any, of which we are aware, and the steps we have taken or proposed to take to rectify these deficiencies.

d) We have indicated to the auditors and the Audit Committee:

i) significant changes in internal controls over financial reporting during the year;

ii) significant changes in the accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

iii) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Sd/-

Sd/-

Place : Vadodara

(J K CHATURVEDI)

(MR. SIDHARTH CHATURVEDI)

Date : 06th August, 2019

DIRECTOR

CHIEF FINANCIAL OFFICER



AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members,
Brijlaxmi Leasing and Finance Ltd.

We have examined the compliance of conditions of Corporate Governance by Brijlaxmi Leasing and Finance Ltd for the year ended 31stMarch, 2019 stipulated in Chapter IV of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 pursuant to the Listing Agreement of the said company with stock exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination has been limited to a review of the procedures and implementations thereof, adopted by the company for ensuring compliance with the conditions of the Corporate Governance as stipulated in the said Clause. It is neither an audit nor an expression of opinion on the financial statements of the company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has fully complied with all the mandatory conditions of Corporate Governance as stipulated in Chapter IV of SEBI(Listing Obligations & Disclosure Requirements) Regulations, 2015 pursuant to the Listing Agreement of the said company with stock exchanges.

For M/s Dinesh Bangar & Co.

Chartered Accountants

FRN. 102588W

Hitesh Laddha

Partner

M. No.168647

Mumbai, dated 05-08-2019



INDEPENDENT AUDITORS' REPORT

To the Members of

Brijlaxmi Leasing and Finance Ltd.

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the Standalone financial statements of **Brijlaxmi Leasing and Finance Limited** (the 'Company'), which comprise the Balance Sheet as at 31stMarch, 2019, and the Statement of Profit and loss and the Statement of Cash flows for the year then ended, and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as the 'financial statements').

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 (the 'Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31stMarch, 2019, and 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 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 (the 'ICAI') together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. There are no key audit matters to be communicated in our report.



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

- The Company's management and the Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and our auditor's report thereon
- Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.
- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making Judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and Completeness of the accounting records, relevant to the preparation and presentation of the financial Statements that give a true and fair view and are free from materials misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report



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

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

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

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and



other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

Report on Other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2016 (the Order) issued by the Central Government in terms of Sub-section (11) of Section 143 of the Act, we enclosed in the **Annexure A** statement on matters specified in paragraph 3 & 4 of the said order.

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

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of the written representations received from the directors as on 31st March, 2019 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March, 2019 from being appointed as a directors in terms of section 164(2) of the Act.
- f) Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of section 143 of the companies Act, 2013 ("the Act") is enclosed as an **Annexure B** to this report.



- g) With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- 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 M/s. Dinesh Bangar & Co.

Chartered Accountants

FRN 102588W

Hitesh Laddha

Partner

M. No. 168647

Mumbai, dated – 05/08/2019



ANNEXURE-A TO INDEPENDENT AUDITORS' REPORT

The Annexure referred to in Independent Auditors Report to the members of the company on the financial statements for the year ended 31st March 2019, we report that: -

1. In respect of its fixed assets:
 - a) The Company is maintaining proper records showing full particulars including quantitative details and situation of fixed assets.
 - b) The Company has a regular program of physical verification of fixed assets which is, in our opinion, reasonable having regard to the size of the Company and the nature of its assets. In accordance with this program, certain fixed assets have been physically verified by the management during the year and no material discrepancies have been noticed on such verification.
 - c) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to information and explanations given by the management, the title deeds of immovable properties are held in the name of the Company.
2. As explained to us, verification of inventory of shares and securities held in the physical format and those held in the dematerialized format have been conducted at reasonable intervals by the management, which in our opinion is reasonable, having regard to the size of the Company and nature of its inventories. No material discrepancies were noticed on such verification.
3. As explained to us, the company had not granted any loans, secured or unsecured, to any companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Act and hence provisions of Clause 3(iii) of the aforesaid Order are not applicable to the Company.
4. The Company is a Non-Banking Financial Company registered with Reserve Bank of India. The Company has not granted any loans or provided any guarantees or security to the parties covered under Section 185. Further, provisions of Section 186 are not applicable to the Company. Therefore, the provisions of Clause 3(iv) of the said Order are not applicable to the Company.
5. In our opinion and according to the information and explanations given to us, the Company has not accepted deposits from the public within the meaning of Sections 73, 74, 75 and 76 of the Act and the Rules framed thereunder to the extent notified.
6. In our opinion and according to the information and explanations given to us maintenance of cost records under sub-section (1) of the Section 148 of the Companies Act, 2013 has not been prescribed by the government.



7. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing the undisputed statutory dues, including provident fund, income tax, service tax and goods and service tax with effect from 1st July, 2017 and other material statutory dues, as applicable, with the appropriate authorities.
- (b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of income-tax, service-tax or goods and service tax which have not been deposited on account of any dispute.
8. The Company has not defaulted in repayment of Loans or Borrowings from any financial institutions, bank Government or debenture holders during the year. Accordingly, paragraph 3 (viii) of the Order is complied.
9. The Company has not raised any money by way of initial public offer, further public offer (including debt instruments) and term loans and hence provisions of Clause 3(ix) of the aforesaid Order are not applicable to the Company.
10. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the management.
11. The Company has paid/provided managerial remuneration in accordance with the requisite approvals mandated by the provision of the Section 197 read with Schedule V of the Act.
12. The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to the Company and hence provisions of Clause 3(xii) of the aforesaid Order are not applicable to the Company.
13. According to the information and explanations given to us and based on our examination of the records of the company transactions with related parties are in compliance with sections 177 and 188 of the Companies Act, 2013 where applicable and the details have been disclosed in the financial statements etc. as required by the applicable accounting standards.
14. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence provisions of Clause 3(xiv) of the aforesaid Order are not applicable to the Company.



15. According to the information and explanations given to us and based on our examination of the records of the company, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the order is not applicable.
16. The company has obtained registration as required under section 45-IA of the Reserve Bank of India Act, 1934.

For M/s. Dinesh Bangar & Co.

Chartered Accountants

FRN 102588W

Hitesh Laddha

Partner

M. No. 168647

Mumbai, dated– 05/08/2019

ANNEXURE B TO THE AUDITOR'S REPORT

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

Opinion

We have audited the internal financial controls over financial reporting of Brijlaxmi Leasing and Finance Ltd. ('the Company') as of 31stMarch, 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to the financial statements and such internal financial controls were operating effectively as at 31stMarch 2019, based on the internal financial controls with reference to the financial statements 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 (the 'Guidance Note') issued by the Institute of Chartered Accountants of India (the 'ICAI').



Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls. 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 Companies Act, 2013.

Auditors' 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") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. 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 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 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.

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, 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 M/s. Dinesh Bangar & Co.

Chartered Accountants

FRN 102588W

Hitesh Laddha

Partner

M. No. 168647

Mumbai, dated 05/08/2019



ADDITIONAL AUDITORS' REPORT

To,

The Board of Directors

Brijlaxmi Leasing and Finance Ltd.

As required by the Non-Banking Financial Companies Auditors' Report (Reserve Bank) Directions, 2016 issued by the Reserve Bank of India in terms of Sub-Section (1A) of section 45MA of the Reserve Bank of India Act, 1934, (Act 2 of 1934) we report that:

- a. The company is engaged in the business of non-banking financial institution and it has obtained a Certificate of Registration (CoR) from the Bank.
- b. The company is holding CoR issued by the bank and it is entitled to hold such CoR in terms of its asset/income pattern as on 31st March, 2019.
- c. The Company is meeting the required Net Owned fund requirement by the RBI.
- d. The Board of Directors has passed a resolution for non-acceptance of any public deposits.
- e. The company has not accepted any public deposits during the current Financial Year.
- f. The company has complied with the prudential norms relating to income recognition, accounting standards, asset classification and provisioning for bad and doubtful debts as applicable to it in terms of Non-Banking Financial (Non-Deposit accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2016.

For M/s. Dinesh Bangar & Co.

Chartered Accountants

FRN102588W

Hitesh Laddha

Partner

M. No. 168647

Mumbai, dated 05/08/2019



FINANCIAL RESULTS

BRIJLAXMI LEASING & FINANCE LTD.					
Balance Sheet As At 31st March, 2019					
(Amount in INR)					
	Particulars	Note No.	As at March 31, 2019		As at March 31, 2018
I	Equity & Liabilities				
	1. Shareholders' funds				
	(A) Share Capital	2	5,64,85,000		5,64,85,000
	(B) Reserves and Surplus	3	(2,40,01,432)		(2,49,41,256)
			3,24,83,568		3,15,43,744
	2. Non-Current Liabilities				
	(A) Long Term Borrowings	4	4,57,95,362		4,53,57,001
	(B) Deferred Tax Liabilities (NET)	5	11,066		11,066
			4,58,06,428		4,53,68,067
	3. Current Liabilities				
	(A) Trade Payables	6	10,78,167		9,40,134
	(B) Other Current Liabilities	7	15,03,063		15,42,250
	(C) Short - Term Provisions	8	5,05,878		2,96,493
			30,87,108		27,78,877
	TOTAL		8,13,77,104		7,96,90,688
II	Assets				
	1. Non - Current Assets				
	(A) Fixed Assets				
	Tangible Assets	9	4,986		25,926
	(B) Non Current Investments	10	72,69,920		72,69,920
	(C) Long Term Loans & Advances	11	7,70,000		1,06,38,319
			80,44,906		1,79,34,165
	2. Current Assets				
	(A) Cash and Cash Equivalents	12	1,54,85,272		2,48,664
	(B) Short Term Loans & Advances	13	5,49,88,273		5,88,98,394
	(C) Other Current Assets	14	28,58,653		26,09,465
			7,33,32,198		6,17,56,523
	TOTAL		8,13,77,104		7,96,90,688
	Significant Accounting Policies	1			
	Notes to Financial Statements	2 to 14			
<p>The accompanying notes are an integral part of the financial statements. This is the Balance Sheet referred to in our report of even date.</p>					
<p>For Dinesh Bangar & Co. (CHARTERED ACCOUNTANTS) Firm Reg. No : 102588W</p>		<p>FOR and on behalf of Brijlaxmi Leasing & Finance Ltd</p>			
<p>CA. Hitesh Laddha (Partner) Membership No. 168647</p>	<p>Sd/- MAULI MEHTA Company secretary</p>	<p>Sd/- JAYKISHOR CHATURVEDI Director DIN-00467706</p>	<p>Sd/- SIDDHARTH CHATURVEDI Director in CFO DIN-01968300</p>		
<p>Place : MUMBAI Date: 28-05-2019</p>					



BRIJLAXMI LEASING & FINANCE LTD.						
Statement of Profit and Loss For The Year Ended 31st March, 2019						
(Amount in INR)						
	Particulars	Note No.	For the year ended March 31, 2019		For the year ended March 31, 2018	
I	Revenue from Operations	15	58,70,330		41,49,929	
II	Other Income	16	5,64,286		25,783	
III	Total Revenue (I + II)			64,34,616		41,75,712
IV	Expenses					
	Employee Benefit Expenses	17	11,19,025		8,47,554	
	Depreciation & Amortization Expense	9	20,940		11,287	
	Other Expenses	18	41,23,623		33,03,422	
	Total Expense			52,63,588		41,62,263
V	Profit / (Loss) Before Extraordinary Items, Exceptional Items and Tax (III-			11,71,028		13,449
VI	Extraordinary Items			-		-
VII	Exceptional Items			-		-
VIII	Prior Period Items			-		-
IX	Profit / (Loss) Before Tax (V-VI- VII-VIII)			11,71,028		13,449
X	Tax Expense:					
	(A) Current Tax			2,25,000		31,000
	(B) Deferred Tax					
	(C) Tax of Earlier Year					-
XI	Profit (Loss) For The Period From Continuing Operations (IX			9,46,028		(17,551)
XII	Profit/(Loss) From Discontinuing Operations					
XIII	Tax expense of Discontinuing Operations					
XIV	Profit/(Loss) From Discontinuing Operations (After			-		-
XV	XIV)			9,46,028		(17,551)
XVI	Weighted average number of equity shares outstanding					
	(1) Basic			5,64,85,000		5,64,85,000
	(2) Diluted			5,64,85,000		5,64,85,000
XVII	Earnings Per Equity Share (Nominal Value Rs. 10/- Per	19				
	(1) Basic (Rs.)			0.17		(0.00)
	(2) Diluted (Rs.)			0.17		(0.00)
	Significant Accounting Policies Notes to Financial Statements	1 15 to 19				
<p>The accompanying notes are an integral part of the financial statements. This the Statement of Profit and Loss referred to in our report of even date.</p>						
<p>For Dinesh Bangar & Co. (CHARTERED ACCOUNTANTS) Firm Reg. No : 102588W</p>		<p>FOR and on behalf of Brijlaxmi Leasing & Finance Ltd</p>				
<p>CA. Hitesh Laddha (Partner) Membership No. 168647</p>		<p>Sd/- MAULI MEHTA Company Secretary</p>	<p>Sd/- JAYKISHOR CHATURVEDI Director DIN-00467706</p>		<p>Sd/- SIDDHARTH CHATURVEDI Director in CFO DIN-01968300</p>	
<p>Place : MUMBAI Date: 28-05-2019</p>						



BRIJLAXMI LEASING & FINANCE LIMITED	
Notes to financial statement for the year ended March 31, 2019	
Note-1	SIGNIFICANT ACCOUNTING POLICIES
1.1	Basis of accounting and preparation of financial statements. The financial statements are prepared under historical cost convention in accordance with Generally Accepted Accounting Principles in India (Indian GAAP), Accounting Statndared notified under Section 133 of the Companies Act, 2013 (the Act) read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevent provision of the Companies Act, 2013.
1.2	Cash & Cash Equivalents Cash and cash equivalents includes cash on hand, demand deposit with banks, other short term highly liquid investments with original maturities of three months or less.
1.3	Tangible Fixed Assets: Fixed Assets have been stated at historical cost inclusive of incidental expenses, less accumulated depreciation.
1.4	Depreciation: Depreciation on fixed assets is provided on straight line method. In accordance with requirement prescribed under Schedule II of Companies Act, 2013, the Company has assessed the estimated useful lives of its fixed assets and has adopted the useful lives and residual value as prescribed in Schedule II. Depreciation on assets added, sold or discarded during the year has been provided on pro-rata basis.
1.5	Revenue Recognition Dividend income on investments is accounted for when the right to receive the payment is established. Interest income is accounted on time proportion basis taking into account the amount outstanding and applicable interest rate. Revenue is recognized only when it can be reliably measured and it is reasonable to expect its ultimate collection. Dividend is recognized when it is reliably certain of its receipt i.e. on declaration of dividend by the other company.
1.6	Investments Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other investments are classified as long term investments. On initial recognition, all investments are measured at cost. The Cost comprises purchase price and directly attributable acquisition charges such as brokerage, fee and duties. Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Long term investments are carried at cost. However, provision for diminutions in value is made to recognize a decline other than a temporary in the value of investments. Current investments are stated at lower of cost or net realizable value.



	Long term investments are stated at cost after deducting provisions made, if any, for other than temporary diminution in the value.
	On disposal of an investment, the difference between its carrying amount and net disposal proceed is charged or credited to the Statement of Profit and Loss
1.7	Employee benefits
	The company is recognising employee settlement and other long term benefit and when the same are paid.
1.8	Earning per Share:
	Basic earning per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.
1.9	Taxation
	Tax liability is estimated considering the provision of the Income Tax, 1961. Deferred tax is recognised on timing differences; being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. On prudent basis, deferred tax assets are recognised and carried forward to the extent only when there is reasonable certainty that the assets will be adjusted in future.
1.10	Management is considering to monetise assets of the company so that they can infuse long term capital in the company. Also, likely to appoint professional consultant to improve business prospects of the company.

Note 2 - Share Capital

(Amount in INR)

(A) Particulars	As at March 31, 2019		As at March 31, 2018	
Authorised :				
10,000,000 Equity Shares of Rs. 10/- Each (Previous Year 10,000,000 Equity Shares of Rs. 10/- Each)		10,00,00,000		10,00,00,000
TOTAL		10,00,00,000		10,00,00,000
Issued, Subscribed and Paid-up :				
5,64,85,000 Equity Shares of Rs.10/- each (Previous Year 5,64,85,000 Equity Shares of Rs.10/- each)		5,64,85,000		5,64,85,000
TOTAL		5,64,85,000		5,64,85,000



(B) Detailed note on the terms of the rights, preferences and restrictions relating to each class of shares including restrictions on the distribution of dividends and repayment of capital.

- (I) The Company has only one class of Equity Shares having a par value of Rs. 10/- per share. Each holder of Equity Share is entitled to one vote per share.
- Purchase of Non Current Investment
- (II) In the event of liquidation of the Company, the holders of Equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of Equity shares held by the shareholders.

(C) Reconciliation of number of shares outstanding at the beginning and at the end of the reporting period

Particulars	As at March 31, 2019		As at March 31, 2018	
	Nos.	%	Nos.	%
No. of shares at the beginning of the year	-	5,64,85,000	-	5,64,85,000
Add: Issue of Shares during the year	-	-	-	-
Conversion of Share Warrants	-	-	-	-
No. of shares at the end of the year	-	5,64,85,000	-	5,64,85,000

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

No. of Shares held by	As at March 31, 2019		As at March 31, 2018	
	Nos.	%	Nos.	%
J. K. CHATURVEDI	31,70,970	5.61		

(E) Detailed note on Shares reserved to be issued under option and contracts/ commitments for the sale of shares / divestments including the terms and conditions.

The company does not have any such contracts / commitment as on reporting date.

(F) Detailed terms of any securities convertible into shares, e.g. in the case of convertible warrants, debentures, bonds etc.

The Company does not have any securities convertible into shares as on reporting date.



Note 3 - Reserves & Surplus

(Amount in INR)

Particulars	As at March 31, 2019	As at March 31, 2018
Special Reserve		
Balance as at beginning of the year	-	-
Add: Amount transferred from surplus in statement of Profit and Loss during the year	-	-
Balance as at end of the year	-	-
B.Surplus/(Deficit) in the Profit & Loss Account		
Opening balance	(3,72,72,256)	(3,92,54,705)
Add: Transfer from Investment fund	-	20,00,000
Add: Profit / (Loss) for the year	9,39,824	(17,551)
Amount available for appropriations	(3,63,32,432)	(3,72,72,256)
	-	-
	-	-
Closing Balance	(3,63,32,432)	(3,72,72,256)
C. Capital Reserve	1,23,31,000	1,23,31,000
TOTAL	<u>(2,40,01,432)</u>	<u>(2,49,41,256)</u>



Note 4 - Long Term Borrowings

(Amount in INR)

Particulars	As at March 31, 2019	As at March 31, 2018
Other Loan & Advances (Related Parties)		
J.K.Chaturvedi	2,37,24,424	1,48,92,638
World Tradimpex Pvt Ltd	94,88,114	1,52,07,114
Siddharth Chaturvedi	49,42,315	28,02,130
JKE Polymers Pvt Ltd	-	34,73,189
J.J. CHEMICALS	99,000	-
J.K.CHATURVEDI (HUF)	1,00,000	-
SHREENATH PLASTOPACK PVT. L	11,15,579	-
Raj Petroproducts Ltd	63,25,930	89,81,930
	4,57,95,362	4,53,57,001
TOTAL	4,57,95,362	4,53,57,001

Note 5 - Deferred Tax Liability (NET)

(Amount in INR)

Particulars	As at March 31, 2019	As at March 31, 2018
Liabilities on Fixed Assets		
(i) Timing differences on Tax Provisions	-	-
(ii) Realed to others	11,066	11,066
(A)	11,066	11,066
Assets		
(i) Timing differences on Tax Provisions	-	-
(B)	-	-
TOTAL (A + B)	11,066	11,066

Note 6 - Trade Payables

(Amount in INR)

Particulars	As at March 31, 2019	As at March 31, 2018
Total Outstanding Dues of Micro & Small Enterprises	-	-
Total Outstanding dues of creditors other than Micro &	10,78,167	9,40,134
TOTAL	10,78,167	9,40,134

**Note 7 - Other Current Liabilities**

(Amount in INR)

Particulars	As at March 31, 2019	As at March 31, 2018
Provision for Expenses	12,26,750	15,42,250
Other Current Liabilities	2,42,938	
Duties & Taxes	33,375	
TOTAL	<u>15,03,063</u>	<u>15,42,250</u>
7.1) professional fees, & R & T Agent Fees not deducted and also not paid		
7.2) Tds on rent Rs. 24750 & tds on professional charges Rs 7500 deducted but no payment has		

Note 8 - Short-Term Provisions

(Amount in INR)

Particulars	As at March 31, 2019	As at March 31, 2018
Provision For Taxation	2,25,000	60,925
RBI Provision For Standard Assets	2,19,953	2,35,568
Other Provisions	60,925	
TOTAL	<u>5,05,878</u>	<u>2,96,493</u>



Note 10 - Non-Current Investments

(Amount in INR)

Particulars	Number	Face Value of Each Share (Rs.)	As at March 31, 2019	As at March 31, 2018
Long term - Other than Trade				
Investment in Equity Instrument Fully paid Up				
Investment in Unquoted Instruments				
Begani Dying Mills P.Ltd	85,000	10	8,50,000	8,50,000
Mahalaxmi Infra Com. PL. Ltd	45,000	10	4,50,000	4,50,000
International Poly Plast Ltd	20,000	10	2,00,000	2,00,000
ICICON Electronics India Ltd	5,000	10	50,000	50,000
Gujarat Vibrant Magnetic Ltd	20,000	10	2,00,000	2,00,000
Aaslo Steel Ltd	30,000	10	3,00,000	3,00,000
Uniti Foundry Forge Ltd	3,250	10	32,500	32,500
Trans India Steels Ltd	3,200	10	32,000	32,000
Toshwin Inds. Ltd	20,000	10	2,00,000	2,00,000
BP Alloys Ltd	19,900	10	1,99,000	1,99,000
Solar Pharmachem Ltd	20,000	10	2,00,000	2,00,000
Forge & Blower Ind. Ltd	20,000	10	2,00,000	2,00,000
Speciality Petroleum Ltd	20,000	10	2,00,000	2,00,000
Do - Max Steel Ltd	10,000	10	1,00,000	1,00,000
Bombay Mercantile Bank Shares			5,010	5,010
Total (A)			32,18,510	32,18,510
Investment in Quoted Instruments				
Asian Petroproducts And Exports Ltd	4,20,800	10	25,05,810	25,05,810
Raj Irrigation Ltd	20,000	10	2,00,000	2,00,000
Transchem Ltd	60	10	600	600
SDFC Finance Ltd	4,500	10	45,000	45,000
Aditya Forge Ltd	20,000	10	2,00,000	2,00,000
Croma Kem Ltd	20,000	10	2,00,000	2,00,000
Total(B)			31,51,410	31,51,410
Total Value (A+B)			63,69,920	63,69,920
Non-Trade Investments				
Flat at Suvernapuri Apartments			9,00,000	9,00,000
TOTAL			72,69,920	72,69,920



Note 11 - Long Term Loans & Advances

(Amount in INR)

Particulars	As at March 31, 2019	As at March 31, 2018
Others - Long Term Loans & Advances	-	-
(Unsecured Considered Good)		
Security Deposits	7,70,000	5,00,000
Loans & Advances (Related Parties)		1,01,38,319
TOTAL	<u>7,70,000</u>	<u>1,06,38,319</u>

Note 12 - Cash & Cash Equivalents

(Amount in INR)

Particulars	As at March 31, 2019	As at March 31, 2018
(i) Balances with Banks :		
- Current Accounts	1,54,74,014	2,18,856
(ii) Cash-In-Hand	11,258	29,808
TOTAL	<u>1,54,85,272</u>	<u>2,48,664</u>

Note 13 - Short Term Loans & Advances

(Amount in INR)

(A) Particulars	As at March 31, 2019	As at March 31, 2018
Other Loans and Advances		
(Unsecured, considered good)		
Balances with statutory / revenue authorities :		
- Income Tax/GST		6,203
Loans & Advances (Assets)	5,49,88,273	5,88,92,191
TOTAL	<u>5,49,88,273</u>	<u>5,88,98,394</u>

Note 14 - Other Current Assets

(Amount in INR)

Particulars	As at March 31, 2019	As at March 31, 2018
Income Tax Receivable	21,76,663	21,76,663
TDS Receivable	6,81,990	4,32,802
TOTAL	<u>28,58,653</u>	<u>26,09,465</u>



Notes To Financial Statements For The Year Ended March 31, 2018

Note 15 - Revenue from Operations

(Amount in INR)

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
(A) Interest Received	58,70,330	41,49,929
TOTAL	<u>58,70,330</u>	<u>41,49,929</u>

Note 16 - Other Income

(Amount in INR)

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
(i) Interest & Dividend Income		
- Bank Deposits		-
- FD Interest		-
- Dividend Received		2,400
(ii) Liabilities/Provision no longer required written back		-
(iii) Other Non-Operating Income (net of expenses directly attributable to such income)		
- Miscellaneous Income	36,786	23,383
- PROFIT ON SHARE TRADING	5,27,500	
TOTAL	<u>5,64,286</u>	<u>25,783</u>

Note 17 - Details of Employee Benefit Expenses

(Amount in INR)

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
(A) Salaries And Incentives	10,69,757	8,10,000
(B) Staff Welfare Expenses	49,268	37,554
TOTAL	<u>11,19,025</u>	<u>8,47,554</u>



Note 18 - Other Administrative Expenses

(Amount in INR)

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Bank Charges	9,166	6,372
Business Promotion	1,04,310	8,607
Conveyance & Travelling	3,02,644	3,92,794
Computer Expenses	700	400
Consultancy Charges		50,000
Petrol Expenses	46,868	23,890
Custodial Charges	2,41,049	1,02,548
BROKERAGE & COMMISSION EXP.	22,500	-
Salary to Directors	22,20,000	17,40,000
Demat Charges	92,943	45,069
Written off	4,053	85,229
Electric Expenses	77,878	71,447
Legal Expenses	5,000	2,29,490
Telephone Expenses	39,898	48,992
ROC Expenses	18,815	16,261
Printing and Stationery	6,678	3,479
BOOKS AND PERIODICAL EXPENSE	2,499	-
RENT PAID	2,47,500	-
Professional Tax		4,568
Finance & Other Charges	96,721	-
Listing, Registrar & Share Issue/Transfer Expenses	2,97,181	2,87,500
Legal & Professional Fees - Other than payments to Auditor :	-	
- Legal & Professional Fees	1,27,689	67,000
Payments to Auditors :	-	
- Audit fees	50,000	30,000
Office & General Expenses	5,294	1,771
Vehicle Expenses	2,309	-
Other Exp	-	850
Provision against Standard Assets (Refer Note 13)	(15,615)	87,155
INPUT I G S T @ 18%	26,607	-
DONATION	50,000	
Internet Connection Charges	771	
Membership & Subscription	11,800	
Repair & Maintainance	1,170	
ADVERTISEMENT EXP.	27,195	
TOTAL	41,23,623	33,03,422



Note 19 - Earnings Per Equity Shares		(Amount in INR)
(A) Net Profit / (Loss) after tax attributable to equity shareholders for		
Basic EPS	9,46,028	(17,551)
Add/Less: Adjustment relating to potential equity shares	-	-
Net Profit / (Loss) after tax attributable to equity shareholders for		
Diluted EPS	9,46,028	(17,551)
(B) Weighted average no. of equity shares outstanding during the year		
For Basic EPS	5,64,85,000	5,64,85,000
For Diluted EPS	5,64,85,000	5,64,85,000
(C) Face Value Per Equity Share (Rs.)		
Basic EPS	1.00	1.00
Diluted EPS	0.17	(0.00)
	0.17	(0.00)

Note 20 - Contingent Liability (Amount in INR)

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
A Amount may become due from pending litigations with Income Tax	39,20,330	39,20,330

Note 23 - In the opinion of the management current assets, Loans & Advances have a value on Realisation at least equal to the amount at which they are stated in the books of Accounts and provision for all Known liabilities has been made except as mentioned otherwise. All loans & advances Subject to confirmation.

Note 24 - Operating leases

The Company has not taken any property or equipment on lease

Note 25 - Amounts due to Micro, Small and Medium Enterprises:

The Company has not received any intimation from the suppliers under the The Micro, Small & Medium Enterprises Development Act

Note 26 - Previous year figures

The figures of the previous year have been re-arranged, re-grouped and re- classified wherever necessary.

The notes referred to above form an integral part of the financial statements

As per our report of even date attached

For Dinesh Bangar & Co.
(CHARTERED ACCOUNTANTS)
Firm Reg. No : 102588W

FOR and on behalf of Brijlaxmi Leasing & Finance Ltd

CA. Hitesh Laddha
(Partner)
Membership No. 168647

MAULI MEHTA
Company secretary

JAYKISHOR CHATURVEDI
Director

SIDDHARTH CHATURVEDI
Director in CFO

Place : MUMBAI
Date: 28-05-2019



STATEMENT OF DEPRECIATION AS PER S.L.M. METHOD

Note 09 . FIXED ASSETS :-

PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	ASON 01.04.2018	ADDITIONS IN 2018-19	Adj. IN 18-19	ASON 31.03.2019	UPTO 01.04.2018	FORTHE YEAR	Adj. IN 18-19	UPTO 31.03.2019	ASON 31.03.2019	ASON 31.03.2018
	()	()	()	()	()	()		()	()	()
(I) Tangible Assets										
Computer	48,500	-	-	48,500	22,574	20,940		43,514	4,986	25,926
TOTAL	48,500	-	-	48,500	22,574	20,940		43,514	4,986	25,926
PREVIOUS YEAR	48,500	-	-	48,500	11,287	11,287	-	22,574	25,926	37,213



27) List of Related parties :-	
Name of Related Party	Relationship
RAJKISHOR CHATURVEDI	Key Managerial Personnel
SIDDHARTH CHATURVEDI	Key Managerial Personnel
JAYKISHOR CHATURVEDI	Key Managerial Personnel
ANKUR CHATURVEDI	Key Managerial Personnel
NUPUR CHATURVEDI	Key Managerial Personnel
PAWAN SIKKA	Key Managerial Personnel
MUKESH NARULA	Key Managerial Personnel
POOJA GURNANI	Key Managerial Personnel
JKE Polymers Pvt Limited	Enterprises over which Key Managerial Personnel are able to exercise significant influence
Raj Petroproducts Ltd	Enterprises over which Key Managerial Personnel are able to exercise significant influence
Brijlaxmi Infotech Ltd	Enterprises over which Key Managerial Personnel are able to exercise significant influence
Asain Petro Products & Exports Ltd	Enterprises over which Key Managerial Personnel are able to exercise significant influence
Shreenath Plastopack Pvt Ltd	Enterprises over which Key Managerial Personnel are able to exercise significant influence
WORLD TRADIMPEX PVT LTD	Enterprises over which Key Managerial Personnel are able to exercise significant influence



Note No. 28						
Related Parties Transaction						
	Related Parties	Relationship	O/s as at 31st March, 2019	O/s as at 31st March, 2018	Nature of Transaction	2018-2019
1	ASIAN PETRO PRODUCTS & EXPORTS LTD	Common Management	0	1200 Cr	Loan Repayment	52,550
2	ASIAN PETRO PRODUCTS & EXPORTS LTD	Common Management	0	1200 Cr	Loan Taken	51,350
3	BRIJLAXMI INFOTECH LTD	Common Management	0	4656821.25 Dr	Loan Repayment	6,65,754
4	BRIJLAXMI INFOTECH LTD	Common Management	0	4656821.25 Dr	Loan Taken	53,22,575
5	J.J CHEMICALS PVT LTD	Common Management	99000 Cr	0	Loan Taken	99,000
6	JK CHATURVEDI	Director	23724424.01 Cr	14892638.63 Cr	Loan Taken	1,20,03,828
7	JK CHATURVEDI	Director	23724424.01 Cr	14892638.63 Cr	Loan Repayment	31,72,042
8	JK CHATURVEDI (HUF)		100000 Cr	0	Loan Taken	1,00,000
9	JKE POLYMERS PVT LTD	Common Management	0	3473189 Cr	Loan Taken	11
10	JKE POLYMERS PVT LTD	Common Management	0	3473189 Cr	Loan Repayment	34,73,200
12	RAJ PETRO PRODUCTS LTD	Common Management	6325930.06 Cr	8981930.06 Cr	Loan Repayment	26,56,000
13	SHREENATH PLASTOPACK PVT LTD	Common Management	1115578.83 Cr	0	Loan Repayment	12,78,773
14	SHREENATH PLASTOPACK PVT LTD	Common Management	1115578.83 Cr	0	Loan Taken	23,94,352
15	SIDDHARTH CHATURVEDI	Director	4942315 Cr	2802130 Cr	Loan Taken	24,01,000
16	SIDDHARTH CHATURVEDI	Director	4942315 Cr	2802130 Cr	Loan Repayment	2,60,815
17	WORLD TRADIMPEX PVT LTD	Common Management	9488113.80 Cr	15207114.17 Cr	Loan Repayment	57,49,000
18	WORLD TRADIMPEX PVT LTD	Common Management	9488113.80 Cr	15207114.17 Cr	Loan Taken	30,000

I Key Management Personnel (KMP)
 II Director
 III Enterprises over which person referred to in I & II are able to exercise significant influence.

Sr.No.	Particulars	Amount
	Dep As per Company Act	20,940
	Dep as per Income tax Act	4,656
	Deffered Tax Assets	16,284
	DTL to be Recognised	5,032
Add :	Opening balance of DTA	11,066
	TOTAL(DTL In Current Year)	6,034



BRIJLAXMI LEASING & FINANCE LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2019

Rs. In Lacs

	Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
A.	CASH FLOW FROM		
	Net Profit before tax and	11.71	0.13
	Adjustment for		
	1. Depreciation	0.21	0.11
	2. Dividend	0.00	(0.02)
	3. Contingent Provisions		0.87
	4. Profit On Share Trading	(5.28)	0.00
	5. Interest Income	(58.70)	(41.50)
	Operating Profit / (Loss)	(52.06)	(40.40)
	before working capital		
	Adjustments for		
	1. Trade and Other Receivable	135.23	219.57
	2. Trade Payables and Other	3.10	21.45
	Less: Tax Paid	(2.25)	(0.31)
	Net Cash Generated / (Used)		
	from operating Activities - A	84.02	200.30
B.	CASH FLOW FROM		
	Profit in Share Trading	5.28	0.00
	Interest Income	58.70	41.50
	Dividend Income	0.00	0.02
	Purchase of investments	0.00	(0.05)
	Net Cash Generated / (Used)		
	in Investing Activities - B	63.98	41.47
C.	CASH FLOW FROM		
	Proceed From Borrowing	122.87	31.05
	Repayment of Borrowing	(118.48)	(270.52)
	Net Cash Generated / (Used)		
	in Financing Activities - C	4.38	(239.47)
	Net Increase in cash and cash	152	2.30
	Cash and Cash equivalents as at	2.49	0.19
	Cash and Cash equivalents as at	154.88	2.49

As per our report of even date attached

For Dinesh Bangar & Co.

Chartered Accountants

Firm Reg. No : 102588W

For and on Behalf of Brijlaxmi Leasing & Finance Ltd.

CA Hitesh Laddha

(Partner)

Membership No. 168647

MAULI MEHTA
Company secretary

JAYKISHOR CHATURVEDI
Director
Din No.00467706

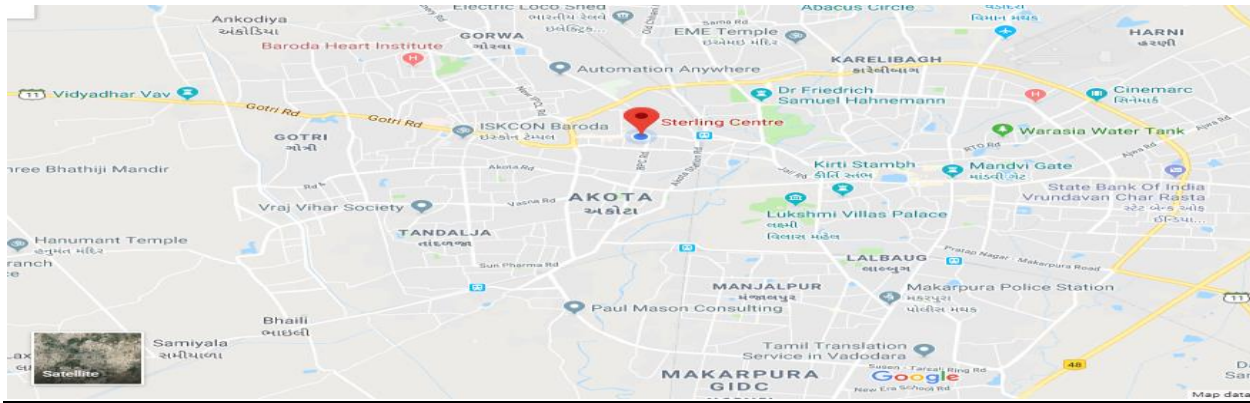
SIDDHARTH
Director in CFO
Din No.01968300

Place : Mumbai

Date: 28-05-2019



Route Map of AGM Location







Registered Office

**204, Sterling Centre, R C Dutt Road,
Alkapuri, Vadodara, Gujarat
Pin: 390007**