

RADHAGOBIND COMMERCIAL LIMITED
(Formerly Known as Tejmangal Commercial Company Limited)
CIN- L51909WB1981PLC033680

40, METCALFE STREET, ROOM NO. 339, KOLKATA – 700 013

Phone No. (033) 64585001

Website: www.radhagobindcommercial.com

Email: radhagobindcommercialtd@gmail.com

Notice is hereby given that the **Thirty Seven** Annual General Meeting of the members of M/s Radhagobind commercial Limited will be held on Saturday The 4th Day of August, 2018 at 2.30 PM at the registered office of the Company at 40, Metcalfe Street, 3rd Floor, Room No. 339, Kolkata-700013, to transact the following businesses:

Ordinary Business

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2018, including the audited Balance Sheet as at 31st March, 2018, the Statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors (the Board) and Auditors thereon.
2. To appoint a Director in place of Ms. Payel Chakraborty (DIN 07156008), who retires by rotation at this Annual General Meeting and being eligible has offered herself for re-appointment.
3. To appoint Auditors and to fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT, pursuant to the provisions of Sections 139(9) and 142(1) and other applicable provisions, if any of the Companies Act, 2013 and the Rules made there under, the appointment of M/s. J. P. Lakhotia & Co., Chartered Accountants (Registration No. 312061E) in the 36th Annual General Meeting until 41st Annual General Meeting is hereby ratified in this Annual General Meeting till conclusion of next Annual General Meeting, with such remuneration as may be decided by the Board of Directors of the Company.”

By Order of the Board of Directors

For Radhagobind Commercial Limited

Anny Jain
Company Secretary
August 04, 2018
Registered Office:
40, Metcalfe Street, 3rd Floor,
Room No. 339, Kolkata-700013
CIN: L51909WB1981PLC033680
E-mail: radhagobindcommercialtd@gmail.com

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HER-SELF AND THE PROXY NEED NOT BE A MEMBER.** Pursuant to the provisions of section 105 of the Companies Act, 2013, a person can act as proxy on behalf of not more than 50 (fifty) Members and holding in aggregate not more than ten percent of the total share capital of the Company. Members holding more than ten percent (10%) of the total share capital of the Company may appoint a single person as proxy, who shall not act as proxy for any other Member.

Proxy in order to be effective should be duly stamped, completed, signed and deposited at the registered office of the company not less than 48 hours before the time for holding the meeting.

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2. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
3. For the convenience of members and for proper conduct of the meeting, **entry to the place of meeting will be regulated by attendance slip, which is a part of the Notice. Members are requested to sign at the place provided on the attendance slip and hand it over at the entrance to the venue.**

Members / proxies should bring the duly filled Attendance Slip attached herewith to attend the meeting. Duplicate Attendance Slip and / or copies of the Annual Report shall not be issued/ available at the venue of the Meeting.

Members, who hold shares in dematerialized form, are requested to bring their Client ID and DP ID Nos. for easier identification of attendance at the meeting

4. The Register of Directors and Key Managerial Personnel and their shareholding will be available for inspection by the members at the AGM.
5. A member desirous of getting any information on the accounts of the Company is requested to send the queries to the Company at least 10 days in advance of the meeting.
6. The Register of Members and Share Transfer Books of the Company shall remain closed from **Monday July 30, 2018 to Saturday August 4, 2018** (both days inclusive) for the purpose of Annual General Meeting.
7. The brief profile of the Directors proposed to be appointed / re-appointed, is given in the explanatory statement to the Notice and also in the section on Corporate Governance.
8. Members holding shares in physical form are requested to intimate change in their registered address mentioning full address in block letters with Pin code of the Post Office and bank particulars to the Company's Registrar and Share Transfer Agent and in case of members holding their shares in electronic form, this information should be given to their Depository Participants immediately.

Members whose shareholding is in the electronic mode are requested to inform change of address and updates of savings bank account details to their respective depository participants. Members are encouraged to utilize the Electronic Clearing System (ECS) for receiving dividends.

9. The Notice of the AGM along with the Annual Report for 2017-18 are being sent by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories, unless any Member has requested for a physical copy of the said documents. For Members who have not registered their e-mail addresses, physical copies of the above mentioned documents are being sent. All these above mentioned documents will also be available on the Company's website www.radhagobindcommercial.com for download by the Members. We, request the Members to update their email address with their depository participant to ensure that the annual reports and other documents reach them on their preferred email address. Members holding shares in physical form may intimate us their e-mail address along with name, address and folio no. for registration at radhagobindcommercialtd@gmail.com.
10. As mandated by The Securities and Exchange Board of India (SEBI), every participant in the securities market has to submit Permanent Account Number (PAN). Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company / RTA.

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11. Voting through electronic means

- I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Clause 35B of the Listing Agreement, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM (“remote e-voting”) will be provided by National Securities Depository Limited (NSDL).
- II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- IV. The remote e-voting period commences on **1st August, 2018 (9:00 am)** and ends on **3rd August, 2018 (5:00 pm)**. During this period members’ of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date of 28th July 2018**, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- V. **The process and manner for remote e-voting are as under:**
 - A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)] :
 - (i) Open email and open PDF file viz; “RCL_AGM_NOTICE.pdf” with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.
 - (ii) Launch internet browser by typing the URL: <https://www.evoting.nsdl.com/>
 - (iii) Click on Shareholder - Login
 - (iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.
 - (v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - (vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
 - (vii) Select “EVEN” of “Radhagobind Commercial Limited”.
 - (viii) Now you are ready for remote e-voting as Cast Vote page opens.
 - (ix) Cast your vote by selecting appropriate option and click on “Submit” and also “Confirm” when prompted.
 - (x) Upon confirmation, the message “Vote cast successfully” will be displayed.
 - (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.

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- (xii) 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. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to mayur@alpassociates.in with a copy marked to evoting@nsdl.co.in
- B. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy] :**
- (i) Initial password is provided in the Annexure or at the bottom of the Attendance Slip for this AGM (enclosed herewith).
- (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.
- VI.** In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.
- VII.** If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
- VIII.** You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- IX.** The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the **cut-off date of 28th July, 2018.**
- X.** Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the **cut-off date i.e. 28th July, 2018** may obtain the login ID and password by sending a request at evoting@nsdl.co.in or radhagobindcommercialtd@gmail.com.
- However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.
- XI.** A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- XII.** **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 only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.**
- XIII.** Mr. Mayur Agarwal, Practicing Chartered Accountant having Membership No. 302458 of 4 Ganesh Chandra Avenue, 7th Floor, Kolkata-700013 has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- XIV.** The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- XV.** The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if

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any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

- XVI.** The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company www.radhagobindcommercial.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to The Calcutta Stock Exchange Limited.
12. Since e-voting facility is provided to the Members pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014, voting by show of hands are not allowed.

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Details of Director seeking appointment/re-appointment at Annual General Meeting

Name	:	Ms.Payel Chakraborty
Date of Birth	:	18.08.1989
Date of Appointment	:	20.08.2015
Qualifications	:	B.A
Expertise in specific functional areas	:	Administration
Directorships held in other companies (excluding foreign companies)	:	RADHASHREE FINANCE LIMITED
		NEMINATH SUPPLIERS LIMITED
		EVERSTRONG TRACOM LIMITED
		SCARPER INFRATECH LIMITED
Memberships/Chairmanships of Board Committees of other companies (includes only Audit Committee/Shareholders' Investors' Grievance Committee)	:	NIL
Number of shares held in the Company	:	NIL

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ATTENDANCE SLIP
(To be handed over at the entrance of the Meeting Hall)

Folio No.: _____ DP-ID No.: _____ Client-ID No. _____

Name of Member(s): _____

Name of the Proxy holder: _____

Registered Address: _____

Number of Shares Held: _____

I hereby record my presence of the 37th ANNUAL GENERAL MEETING of the Company held on Saturday the 4th Day of August, 2018 at 2.30 PM at Registered Office of the Company at 40, Metcalfe Street, 3rd Floor, Room No. 339, Kolkata-700013.

Signature of the Member / Representative / Proxy Holder*

* Strike out whichever is not applicable

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

FORM OF PROXY

Folio No.: _____ DPID No. : _____ Client ID No.: _____

Name of the Member(s): _____ Email Id: _____

Registered Address: _____

I/We, being the member(s) of _____ shares of the above company hereby appoint:

1. Name: _____ E-mail Id _____
 Address: _____ or failing him/her

2. Name: _____ E-mail Id _____
 Address: _____ or failing him/her

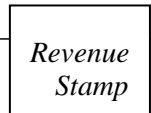
3. Name: _____ E-mail Id _____
 Address: _____

as my / our Proxy to vote for me / us, on my / our behalf at the **36th ANNUAL GENERAL MEETING** of the Company held on Saturday The 4th Day of August, 2018 at 2.30 PM and at any adjournment thereof in respect of the following resolutions:

Resolution No.	Description of Resolution	FOR	AGAINST
1.	Ordinary Resolution for Adoption of Balance Sheet, Statement of Profit and Loss, Report of Auditors and Board of Directors for the year ended 31 st March 2017.		
2.	Ordinary Resolution for Re-appointment of Ms. Payel Chakroborty (DIN 07156008) as Director who is retiring by rotation		
3.	Ordinary Resolution for Appointment of Auditors		

Signed this _____ day of _____ 2018. Signature of Member _____

Signature of Proxyholder(s): 1. _____ 2. _____ 3. _____



NOTE: The Form of Proxy duly completed must be deposited at the Registered Office of the Company, 40, Metcalfe Street, 3rd Floor, Room No. 339, Kolkata-70001 not later than 48 hours before the time for holding the meeting.

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**ANNEXURE TO THE NOTICE FOR THE 37TH ANNUAL GENERAL MEETING OF THE
COMPANY TO BE HELD ON 4TH DAY OF AUGUST, 2018**

Name & Registered Address
of Sole/First named Member:

Joint Holders Name (If any) :

Folio No. / DP ID & Client ID :

No. of Equity Shares Held :

Dear Shareholder,

Subject: Process and manner for availing E-voting facility:

Pursuant to Provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015, the Company is pleased to provide E-voting facility to the members to cast their votes electronically on all resolutions proposed to be considered at the Annual General Meeting (AGM) to be held on Saturday, 4th day of August, 2018 at 2.30 PM. at 40 Metcalfe Street, 3rd Floor, Room No. 339, Kolkata-700013 and at any adjournment thereof. The Company has engaged the services of National Securities Depository Limited (NSDL) to provide the e-voting facility. The e-voting facility is available at the link <https://www.evoting.nsdl.com>.

The Electronic Voting Particulars are set out below:

EVEN (Electronic Voting Event Number)	USER – ID	PASSWORD

The E-voting facility will be available during the following voting period:

Remote e-Voting start on	Remote e-Voting end on
1 August, 2018 at 9:00 A.M. (IST)	3 August, 2018 at 5:00 P.M. (IST)

#Please read the instructions mentioned in point no.12 of the Notice before exercising your vote.

By Order of the Board
For Radhagobind Commercial Limited

Anny Jain
Company Secretary

Place: Kolkata

Date: June 20, 2018

Encl: AGM Notice/ Attendance Slip / Proxy Form/Annual Report.

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DIRECTORS REPORT TO THE SHARE HOLDERS

Your Directors have pleasure in presenting their report together with the audited Balance sheet as at 31st March 2018 and Statement of Profit & Loss for the year ended on that date.

Financial Results

S. No.	Particulars	2017-2018	2016-2017
1.	Revenue from Operations	15,89,844.82	1,07,02,137.97
2.	Profit Before Interest and Depreciation	5,15,737.00	13,61,672.00
3	Finance Cost	4,50,175.00	4,55,000.00
4	Depreciation and Amortisation	17,931.93	13,750.00
5	Profit Before Tax	47,630.39	8,92,921.78
6	Provision for Tax	3,00,000.00	2,30,000.00
7	Short Provision for Income Tax	25,549.00	33,786.62
8	Deferred Tax Liability Written Back	Nil	Nil
9	Profit After tax	(2,77,918.61)	6,29,135.16
10	Profit on Disposal of Subsidiary	Nil	Nil
11	Other Comprehensive Income Items that will not be reclassified subsequently to profit or loss	(61,63,501.77)	Nil
12	Proposed Dividend on Equity Shares	Nil	Nil
13	Balance Brought forward from Balance Sheet	33,86,469.30	27,57,334.14
14	Balance carried forward to Balance Sheet	(27,77,032.47)	33,86,469.30

Dividend

In View of Inadequate Profit, Company has not declared dividend during the year.

Transfer to Reserve

The Company did not transfer any amount to General Reserve.

Company's Performance

On Standalone Basis ,revenue from operations for Financial Year 2017-18 at ₹15,89,844.82 was lower by 85.14% over last year (₹1,07,02,137.97 in 2016-2017) .Earning before Interest and Tax was at ₹5,15,737.00 registered a decline of 62.12% over EBITA of (₹ 13,61,672.00 in FY 2016-2017)

Subsidiaries and Associates

There are no subsidiaries or associates or joint venture companies within the meaning of Section 2(6) of the Companies Act,2013.

Directors and KMP

Reappointments:- As per the Provisions of the Companies Act, 2013 Mr. Payel Chakraborty ,Director of the Company retires by rotation at the ensuing Annual General Meeting and being eligible, seeks reappointments. The Board recommends her re-appointment.

Mr Radheyshyam Misrha retired wef 04.09.2017 due to death.

Mrs. Nandita Dey,Chief Financial Officer has resigned from the company on 01.11.2017 and the company has authorized Mrs Payel Chakraborty to sign on her behalf.

The Company has received necessary declaration from each independent director under Section 149(7) of the Companies Act,2013 that he/she meets the criteria of Independence laid down in Section 149(6) of the Companies Act,2013 and Regulation 25 of SEBI (Listing obligation and Disclosure requirements) Regulation 2015.

Pursuant to Provisions of Section 2013 of The Companies Act ,2013,the Key Managerial Personnel of the Company are Mr. Sanjay Kumar Tiwari, Managing Director, Mrs. Anny Jain, Company Secretary .

Policy on Director's appointment and remuneration

Pursuant to the provision of Section 178 of the Act, the company has formulated and adopted policy on selection of Directors and Remuneration policy which are discussed on our website.

Directos Responsibility Statement

Pursuant to Section 134(5) of the Companies Act, 2013 Director of your company hereby state and confirm that:-

- a) In the preparation of the annual accounts for the year ended 31st March 2018, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b) They have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of financial year and of the Loss of the Company for the same period;
- c) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) They have prepared the annual accounts on a going concern basis;
- e) They have laid down internal financial controls in the company that are adequate are were operating effectively;
- f) They have devised proper systems to ensure compliance with the provisions of all applicable laws and these are adequate and are operating effectively.

Remuneration to the Directors/KMP

Sr No.	Names	Designation	Remuneration in 2017-2018	Remuneration in 2016-2017
1	Mr. Sanjay Kumar Tiwari	Managing Director	1,20,000.00	1,20,000.00
2	Ms. Anny Jain	CS (KMP)	1,20,000.00	1,20,000.00
3	Mr. Raghav Randar	CFO (KMP)	10,000.00	1,20,000.00
4	Mrs. Nandita Dey	CFO(KMP)	1,44,470.00	NIL

Mrs Nandita Dey resigned from the post of CFO(KMP) on 01.11.2017

Managerial Remuneration and Particular of Employees

The Information required pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Remuneration) Rules 2014 in respect of the employees of the Company are given in annexure -2 forming part of this report.

Deposits

We have not accepted any Deposits and as such no amount of Principle or Interest was outstanding as of Balance Sheet Date.

Management Discussion and Analysis Report

In terms of provisions of Regulation 34 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation 2015, The Management discussion and Analysis is set out in this Annual Report.

Listing with Stock Exchanges

The Company confirms that it has paid the Annual Listing Fees for the year 2017-2018 to BSE (Scrip Code 539673) and CSE (Scrip Code 30070) and where the Company's share are listed.

Dematerialization of shares

96.10% of the Company's paid up Equity share Capital is in dematerialised form as on 31/03/2018 and the balance are in physical form. The Company's registrar are M/s Niche Technologies Private Limited having their registered office at D/511 Bagree Market, 5th Floor, 71, B R B Basu Road Kolkata-700001.

Number of Board Meetings Held

The Board of Directors duly met eight times during the financial year from 1st April 2017 to 31st March 2018. The maximum Interval between any two meetings did not exceed 120 days as prescribed in the Companies Act, 2013.

Significant and Material Orders

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

Board Evaluation

The Board carried out an annual performance evaluation of its own performance, board committees and individual Directors pursuant to provisions to the provisions of the act and the corporate Governance requirements prescribed by Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015 ("SEBI Listing Regulations")

The performance of the Board was evaluated by board after seeking inputs from the Directors on the basis of the criteria such as the board composition and Structure, effectiveness of the Board processes, information and functioning etc.

The performance of the Committee was evaluated by the board after seeking inputs from the Committee members on the basis of the criteria such as composition of committee, effectiveness of the committee meetings etc.

The Board and nomination and remuneration committee reviewed the performance of the individual directors on the basis of criteria such as the contribution of the Individual director to the Board and committee meeting like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings etc. In addition, the Chairman was also evaluated on the key aspects of his role.

In a separate meeting of Independent Directors, performance of Non Independent Directors, performance of the Board as a whole and performance Chairman was evaluated, taking into account the views of Executive and Non Executive Directors, at which the performance of the Board, its committee and individual directors was done by entire Board, excluding the Independent Director being evaluated.

Internal Financial Control and its adequacy

The detail in respect of Internal Financial Control and their Adequacy are included in the Management and Discussion Analysis report which forms part of the Financial Statements.

Audit Committee

The details pertaining to Composition of Audit Committee are included in Corporate Governance Report which forms part of this report.

Extracts of Annual Return

The details forming part of the Extract of the Annual Return in form MGT-9 is appended as Annexure – 2.

Auditors:

Statutory Auditors:-

At the Annual General Meeting held on September 23, 2017 the Auditors M/s J.P . Lakhota & Associates , Kolkata were appointed as Auditor of the Company to hold office till the conclusion of Annual General Meeting to be held in the calendar year 2022, which is approved in the Board Meeting and Shareholders in the Annual General Meeting,subject to ratification by the shareholders at the General Meeting or as may necessitated by Act from time to time.

Secretarial Auditor:-

Mrs Dipti Damani practicing Company Secretary was appointed to conduct the Secretarial Audit of the Company for the Year 2017-2018 forms part of Annual report.

Auditors's Certificate on Corporate Governance:-

As required by SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015 the auditors' certificate on Corporate governance is enclosed as Annexure to the Board Report.

Auditor's Report and Secretarial Audit Report

The Auditor's Report and Secretarial Auditor's report does not contain any qualification, reservation or adverse remark.

Corporate Governance

Pursuant to Regulation 34 of the listing Regulation read with Schedule V to the said regulations, a compliance report on Corporate Governance has been annexed as part of Annual report along with Auditor's Certificate.

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

Information required under Section 134(3)(m) of the Companies Act, 2013 read with rule 8 of the Companies (Accounts) Rules, 2014 is not applicable to the Company.

Particulars of Employees

The information required under Section 197 of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules,2014 are attached to the report.

Corporate Social Responsibility

In terms of Section 135 and Schedule VII of the Companies Act, 2013, the CSR is not applicable for the Company.

Vigil Mechanism

In pursuant to the provisions of Section 177(9) & (10) of the Companies Act, 2013 a vigil Mechanism for Directors and Employee to report genuine concerns has been established.

Related Party Transactions

Related Party Transactions were not entered during the financial year. Therefore the requirement of Form AOC-2 is not required.

Particulars of Loans, Guarantees or Investments

The Company has not given Loans, Guarantees and Investments. Therefore the requirement to disclose in Notes to Accounts is not required.

Disclosure Requirement

As per Regulations 34 of the SEBI Listing Regulations ,Business responsibility Report is not applicable for the Company.

Disclosure under Sexual Harassment of Women at Work Place (Prevention, Prohibition and Redressal) Act, 2013

Your company is committed to creating and maintaining a secure work environment where its employee, customers, Vendors etc can work and pursue business together in an atmosphere free of Harassment, exploitation and intimidation. To empower women and protect woman against Sexual harassment, a policy for prevention of Sexual harassment has been rolled out . The policy allows employees to report sexual harassment at the work place.

Acknowledgement

Directors deeply acknowledge the trust and confidence you have placed in the company. Director would also like to thank all its Banker, Customer, Vendors and Shareholders for their continued support to the Company. In specific, the Board would also record its sincere appreciation of the Commitment and Contribution made by all employees of the Company.

Cautionary Note

The statement forming part of Directors Report may contain certain forward looking remarks within the meaning of applicable Securities Law and regulations .Many factors could cause the actual results ,performance or achievements of the Company to be materially different from any future results, performance or achievements that may be expressed or implied by such forward looking statements.

Kolkata

Date:30.05.2018

BY ORDER OF THE BOARD

**Sanjay Kumar Tiwari
(Managing Director)
DIN:01691170**

ANNEXURE -1

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

A. Ratio of remuneration to the median remuneration of the employees of the company for the FY 2017-2018 as well as the percentage increase in remuneration of each director, chief financial officer and company secretary is as under:-

Name of the Director	Ratio to Median Remuneration	% Change in Remuneration over previous Year
Executive Director		
Sanjay Kumar Tiwari	1	N.A.
Company Secretary		
Anny Jain	1	N.A.
Chief Financial Officer		
Raghav Randar	0.0833	N.A.
Nandita Dey	1.2039	

B. Number of Permanent Employees- 2

C. Explanation on the relationship between average Increase in remuneration and Company Performance

The Compensation and Benefits philosophy of the Company defines that employee remuneration is to be aligned with performance of the Company and individual's contribution in achieving company's goal for the Year. It does mean that Post annual performance process, individual employee's remuneration is revised, taking into account performance of the Company and of the individual employee. At the beginning of the Year, Business goals are decided and cascaded down to Various businesses and functions. While effecting revision in remuneration, factors like internal and external parity, market competitiveness, company's overall business strategy are also taken into account.

D. Comparison of the remuneration of the KMP against Performance of the Company

Aggregate Remuneration of Key Managerial Person KMP in FY 2017-2018(₹)	3,94,470
Revenue (₹)	15,89,844.82
Remuneration of KMP (as % of Revenue)	24.82%
Profit Before Tax (₹)	47,630.39
Remuneration of KMP (as % of PBT)	828.18%

E. Comparison of average Percentage increase in salary of Employees other than Managerial Personnel :- Not Applicable

F. Comparison of Remuneration of Each of the KMP against performance of the Company

	Mr. S K Tiwari	Mr. Raghav Randar	Ms. Anny Jain	Nandita Dey
	Managing Director	Chief Financial officer	Company Secretary	Chief Financial officer
Remuneration in FY 2017-2018 (₹)	1,20,000	10,000	1,20,000	1,44,470
Revenue (₹)	1589844.82			
Remuneration of KMP (as % of Revenue)	7.55%	0.63%	7.55%	9.09%
Profit Before Tax (₹)	47,630.39			
Remuneration of KMP (as % of PBT)	251.94%	20.99%	251.94%	303.31%

G. The ratio of the remuneration of the highest paid Director to that of employee who are not directors but receive remuneration in excess of the Highest paid director during the Year:

Name	Position	Total Remuneration	% of remuneration in excess of highest paid Director
Mr. S.K.Tiwari	Managing Director	1,20,000.00	-
Ms. Anny Jain	Accountant	1,20,000.00	-
Mrs. Nandita Dey	Company Secretary	1,44,470.00	20.39%

H Affirmation

It is affirmed that remuneration paid to Directors, Key Managerial Personnel and other Employees is as per the Remuneration policy of the Company.

(1) Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks/FI	0	0	0	0	0	0	0	0	0
a) Central or Sate Govt	0	0	0	0	0	0	0	0	0
b) Venture Capital Fund	0	0	0	0	0	0	0	0	0
c) Insurance Co.	0	0	0	0	0	0	0	0	0
d) FIIS	0	0	0	0	0	0	0	0	0
SUB TOTAL (B)(1)	0	0	0	0	0	0	0	0	0
(2) Non Institutions									
a) Bodies Corporate	1201060	33900	1234960	85.761	1091060	33900	1124960	78.122	(7.639)
b) Individual Shareholders									
Having nominal Capital Upto One Lakhs	87760	0	87760	6.094	14034	0	140324	9.745	3.651
Having Nominal Capital more than One Lakhs	94960	22310	117270	8.144	152068	22310	174378	12.110	3.966
c) Any other Clearing Member	10	0	10	0.001	338	0	338	0.023	0.022
SUBTOTAL (B)(2)	1383790	56210	1440000	100	1383790	56210	1440000	100	0
Total Public Shareholding (B)=(B)(1)+(B)(2)	1383790	56210	1440000	100	1383790	56210	1440000	100	0
SHARES HELD BY CUSTODIAN (C)	0	0	0	0	0	0	0	0	0
TOTAL (A)+(B)+(C)	1383790	56210	1440000	100	1383790	56210	1440000	100	0

SHAREHOLDING OF PROMOTERS

SI No.	Shareholder Name	Shareholding at the beginning of the Year			Shareholding at the end of the Year			% Change in the Shareholding
		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	
	Nil	0	0	0	0	0	0	0

CHANGE IN PROMOTERS SHAREHOLDING

SI No.		Shareholding at the beginning of the Year		Cumulative Shareholding during the Year	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of total Shares of the Company
1	At the beginning of the Year	No changes in Promoter shareholding during the period			
2	Date wise Increase/decrease in Promoters Shareholding during the year Specifying the Reasons for Increase/decrease	No changes in Promoter shareholding during the period			
3	At the end of the Year	No changes in Promoter shareholding during the period			

SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN PROMOTERS, DIRECTORS ETC)

Sl No.	For TOP TEN SHAREHOLDERS	SHAREHOLDING AT THE BEGINNING OF THE YEAR		SHAREHOLDING AT THE END OF THE YEAR	
		No. of Shares	% of Total Shares	No. of Shares	% of Total Shares
1	Anurodh Infrastructure Pvt Ltd	120000	8.33	120000	8.33
2	Binod Kumar Srivastava	NIL	NIL	36000	2.5
3	Faithful Cloth Merchants Pvt Ltd	120000	8.33	120000	8.33
4	Jaguar Infra Developers Pvt Ltd	120000	8.33	120000	8.33
5	Multifold plastic Marketing Pvt Ltd	120000	8.33	120000	8.33
6	Original Fashion Traders Pvt Ltd	120000	8.33	120000	8.33
7	Pears Mercantiles Pvt Ltd	120000	8.33	120000	8.33
8	Shreyans Embroidary Machine Pvt Ltd	120000	8.33	120000	8.33
9	Fastner MachineryDealers Pvt Ltd	120000	8.33	120000	8.33
10	Wonderland Paper Suppliers Pvt Ltd	120000	8.33	120000	8.33

SHAREHOLDING OF KMP AND DIRECTORS

Sl No.	For TOP TEN SHAREHOLDERS	SHAREHOLDING AT THE BEGINNING OF THE YEAR		SHAREHOLDING AT THE END OF THE YEAR	
		No. of Shares	% of Total Shares	No. of Shares	% of Total Shares
1	Sanjay Kumar Tiwari	8710	0.605	8710	0.605
2	Santanu Chakraborty	9860	0.685	9860	0.685
3	Pratik Jain	0	0	0	0
4	Radheshyam Mishra	0	0	0	0
5	Raghav Randar	50	.003	50	.003
6	Anny Jain	0	0	0	0
7	Payel Chakraborty	0	0	0	0
8	Nandita Dey	0	0	0	0

Mr.Raghav Randar resigned as the Chief Financial Officer w.e.f 17.05.2017

5. INDEBTNESS OF THE COMPANY INCLUDING INTEREST:- Nil

6. REMUNERATION OF THE DIRECTORS AND KMP

Sl No.	Particulars of Remuneration	KEY MANAGERIAL PERSON				Total
		Mr. S K Tiwari	Ms, Anny Jain	Mrs. Nandita Dey	Mr.R.Randar	
1	Salary	1,20,000	1,20,000	1,44,470	10,000	3,94,470
	Total	1,20,000	1,20,000	1,44,470	10,000	3,94,470

7. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

Type	Secton of the Companies Act	Brief Driscription	Details of Penalty/punishment	Authority(RD/NCLT/COURT)	Appeal Made
A. COMPANY					
Penalty Punishment Compounding			NONE		
B. DIRECTORS					
Penalty Punishment Compounding			NONE		
Penalty Punishment Compounding			NONE		

Kolkata**Date:30.05.2018****BY ORDER OF THE BOARD****Sanjay Kumar Tiwari
(Managing Director)
DIN:01691170**

RADHAGOBIND COMMERCIAL LIMITED
(Formerly Known as Tejmangal Commercial Company Limited)
CIN- L51909WB1981PLC033680

40, METCALFE STREET, 3RD FLOOR, ROOM NO. 339, KOLKATA – 700 013
Phone No. (033) 64585001

Website: www.radhagobindcommercial.com

Email: radhagobindcommercialtd@gmail.com

CHAIRMAN & CFO CERTIFICATION

We Pratik Jain , Chairman and Payel Chakraborty Director of M/s Radhagobind Commercial Limited , to the best of our knowledge and belief, certify that :

1. We have reviewed the Balance Sheet as at March 31,2018,Statement of Profit & Loss ,the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended and a summary of the significant accounting policies and other explanatory information of the Company and the Board's Report for the year ended 31st March ,2018.
2. These statements do not contain any materially untrue statement or omit any material fact necessary to make the statements made ,in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
- 3 The financial Statements ,and other financial information included in this report ,present in all material respect a true and fair view of the Companies Affairs ,the financial condition , result of operations and cash flows of the Company as at and for the periods presented in this report ,and are in compliance with the existing accounting Standard and/or applicable laws and regulations.
4. There are no transactions entered into by the Company during the Year which are fraudulent, illegal or violate the Company's code of conduct and Ethics ,except as disclosed to the Company 's auditors and the Company's audit committee of the Board of Directors .
5. We are responsible for establishing and maintaining disclosure controls and procedures and internal controls over financial reporting for the Company, and we have :
 - a. Designed such disclosure controls and procedures or caused such disclosure controls and procedures to be designed under our supervision to ensure that material information relating to the Company, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared.
 - b. Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with Indian Accounting Standards (Ind AS).
 - c. Evaluated the effectiveness of the Company 's disclosure ,controls and procedures.
 - d. Disclosed in this report, changes , if any , in the Company's internal control over financial reporting that occurred during the Company's most recent fiscal year that has materially affected , or is reasonably likely to materially affect the Company's internal control over financial reporting.
6. We have disclosed, based on our most recent evaluation of the Company's internal control over financial reporting, wherever applicable, to the Company's auditors and the audit committee of the Company's Board (and persons performing the equivalent functions):
 - a. Any deficiencies in the design or operation of internal controls, that could adversely affect the Company's ability to record, process, summarize and report financial data, and have confirmed that there have been no material weaknesses in internal controls over financial reporting including any corrective actions with regard to deficiencies.
 - b. Any significant changes in internal controls during the year covered by this report.
 - c. All significant changes in accounting policies during the year, if any, and the same have been disclosed in the notes the financial statements.
 - d. Any instances of significant fraud of which we are aware, that involve the Management or other employees who have a significant role in the Company's internal control system.

7. We affirm that we have not denied any personnel access to the audit committee of the Company (in respect of matters involving alleged misconduct) and we have provided protection to whistleblowers from unfair termination and other unfair or prejudicial employment practices.

8. We further declare that all Board members and senior management personnel have affirmed compliance of Code and Ethics for the year covered by this report.

Chairman

Director

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RADHAGOBIND COMMERCIAL LIMITED

REPORT ON CORPORATE GOVERNANCE

A) Company's Philosophy

The Company's policies, practices and philosophy adopted since inception are in line with Corporate Governance. These policies, practices are required periodically to ensure its effective compliance. The Composition of Board of Directors is well balanced with a view to manage the affairs of the Company efficiently and professionally.

B) Board of Directors

The Board of Directors of the Company has an optimum combination of Executive, Non Executive and Independent Directors who have in depth knowledge of the business. The Board of Director consist of Four Directors. Mrs. Payel Chakraborty, Director of the company is retiring by rotation and is eligible for re-appointment.

(i)Particulars of Directorship of other Companies

Name and Designation of Director	Name of the Company	Position
Pratik Jain, Chairman	Scarper Infratech Limited	Director
Sanjay Kumar Tiwari, Managing Director	Radhashree Finance Limited Response Infraprojects private limited Raincoat Tradelink Limited Treecom Dealtrade Limited Dayanidhi Tradelink Pvt Limited Everstrong Tracom Limited Scarper Infratech Limited Neminath Suppliers Limited	Director Director Director Director Director Director Director Director
Santanu Chakraborty	Radhashree Finance Limited Response Infraprojects private limited Dayanidhi Tradelink Private Limited Everstrong Tracom Limited Scarper Infratech Limited Neminath Suppliers Limited Visionary Polyproducts Private Limited	Managing Director Director Director Director Director Director Director
Smt Payel Chakraborty	Everstrong Tracom Limited Scarper Infratech Limited Neminath Suppliers Limited Radhashree Finance Limited	Director Director Director Director

C) Meetings and Attendance

The Meeting of the Board are generally held at the Corporate office of the Company at 40, Metcalfe Street, 3rd Floor, Room No. 339, Kolkata-700013. During the year under review, eight Board meetings were held on during the financial year from 1st April 2017 to 31st March 2018. The dates on which meetings were held are as follows:

17/04/2017,17/05/2017,30/05/2017,27/06/2017,14/08/2017,4/09/2017,13/11/2017,13/02/2018.

Name of the Director	Attendance at the Last AGM Held on 23.09.2017	No. of Board Meeting held, and attended, during tenure								% of attendance
		1	2	3	4	5	6	7	8	
Mr. Santanu Chakraborty	Y	Y	Y	Y	Y	Y	Y	Y	Y	100 %
Mr. Sanjay Kumar Tiwari	Y	Y	Y	Y	Y	Y	Y	Y	Y	100 %
Mr. Radhey Shyam Mishra	NO	Y	Y	Y	Y	NA	NA	NA	NA	50%
Mr. Pratik Jain	Y	Y	Y	Y	Y	Y	Y	Y	Y	100 %
Mrs Payel Chakraborty	Y	Y	Y	Y	Y	Y	Y	Y	Y	100 %
Mrs Anny Jain	Y	Y	Y	Y	Y	Y	Y	Y	Y	100 %

D) Board Agenda

The Board meeting are scheduled well in time and Board members are given a notice of more than a month before the meeting date except in case of emergent meeting. The Board members are provided with well structured and comprehensive agenda papers.

E) Independent Directors

The Company has complied with the definitions of Independence as per Clause 49 of the Listing Agreement and according to the Provisions of Section 149(6) of the Companies Act, 2013.

F) Independent Directors Meetings

During the Year under review, the Independent Director Met on August 14,2017, inter alia to Discuss:-

- Evaluation of the Performance of the Non Independent Directors and the Board of Directors as a Whole;
- Evaluation of the performance of the Chairman of the Company, taking into account the views of Executive and Non Executive Directors
- Evaluation of the quality, quantity and timeliness of the flow of information between the Management and the Board that is necessary for the board to effectively and reasonably perform its duties effectively.

G) Shareholding of Directors

Names	No. of Shares held
Sanjay Kumar Tiwari	8710
Santanu Chakraborty	9860
Payel Chakraborty	NIL
Pratik Jain	NIL

H) General Body Meetings

The last three Annual General Meetings of the Company were held as under:

Financial Year	Date	Location
2014-2015	20/08/2015	40, Metcalfe Street, 3 rd Floor, Room No. 339, Kolkata-700013
2015-2016	13/08/2016	40, Metcalfe Street, 3 rd Floor, Room No. 339, Kolkata-700013
2016-2017	23/09/2017	40, Metcalfe Street, 3 rd Floor, Room No. 339, Kolkata-700013

I) Disclosures

There are no materially significant transactions with the related parties viz. promoters, directors, relatives, the management, subsidiaries etc that may have a potential conflict with the interest of the company at large.

No penalties have been imposed on the company by the Stock Exchange or SEBI or any other authority in any matter related to capital markets, for non compliance by the company.

J) Means of Communication

The Company regularly interacts with the shareholders through multiple channels of communication such as publication of results on quarterly, half yearly basis and yearly basis. The results are not sent individually to Shareholders.

The company has developed its website. All information relating to shareholder and public at large can be viewed by logging into the Website.

K) Code of Conduct

The Company has laid down the code of conduct for its directors.. The object of the code is to conduct the company's business ethically and with responsibility, integrity, fairness, transparency and honesty.

L) Registrar and Transfer Agents and Share Transfer System

M/s Niche Technologies Pvt Ltd is your Company's Share Transfer Agent. Share transfer in physical form and other communications regarding shares, Change of Address etc may be addressed to

M/s Niche Technologies Pvt Ltd
D-511, Bagree Market
71, B R B Basu Road
Kolkata-700001
Phone:- 033-2235-7270/7271
Email Id:- nichetechpl@nichetechpl.com

Trading in Equity shares of the Company is permitted as demat as well as physical form. Shares sent for transfer in physical form are registered and returned with in a period of 30 Days from the date of receipt of the documents, provided the documents are valid and complete in all respects. With a view to expediting the process of share transfers, Ms Anny Jain, Company Secretary of the company is hereby appointed to approve transfer of equity shares and the same shall be ratified in the next meeting of shareholders/ Investors Grievance Committee. The shareholders/ Investors Grievance Committee meets as and when required to consider the other transfer, transmission of shares etc and to attend shareholder Grievance.

M) Distribution of Shareholding

The Distribution of shareholding as on March 31, 2018 was as follows:

Sl No.	No. of Equity Shares held	No. of Share Holders	% of total Shareholders	No. of Shares held	% of total Shares
1	1-500	351	89.5408	6,732	0.4507
2	501-1000	0	0.0000	0	0.0000
3	1001-5000	5	1.2755	19,088	0.4326
4	5001-10000	14	3.5714	1,25,902	5.2854
5.	10001-50000	13	3.3163	2,08,278	10.4979
6.	50001-100000	0	0.0000	0	0.0000
7.	100001- And above	9	2.2959	10,80,000	83.3333
	Totals	392	100.00	14,40,000	100.00

N) Details of Shareholding as on March 31, 2018 was as under:-

Sl No.	Category	No. of Shares Held	Shareholding
1	Promoters	0	00.00
2	Non Institution- Bodies Corporate	1844960	85.76
3	Non Institution-Individual	205030	14.24
		<hr/>	<hr/>
		1440000	100.00

O) Listing with Stock Exchange

The Equity shares of the Company are currently listed for trading under Group XT of the BSE Limited. Company confirms that it has paid listing Fees to BSE for the Year 2017-2018.

Market Price data

Sr. No.	Month	Price	
		High	Low
1.	April 2017	11.34	11.34
2.	May 2017	12.49	11.9
3.	June 2017	-	-
4.	July 2017	14.44	13.11
5.	August 2017	13.75	13.75
6.	September 2017	-	-
7.	October 2017	-	-

8.	November 2017	13.75	13.75
9.	December 2017	13.72	13.04
10.	January 2018	-	-
11.	February 2018	-	-
12.	March 2018	-	-

P) General Shareholder Information

Annual General Meeting:

Date	04-08-2018
Time	02.30 PM
Venue	40 Metcalfe Street, 3 rd Floor ,Kolkata-700013
Financial Year	2017-18
Book Closure Date	30 th July,2018 to 4 th August,2018
Listing on Stock Exchange	BSE (Scrip Code 539673),CSE (Scrip Code 30070)
ISIN No.	INE792P01012

The Company has paid listing fees to the BSE and CSE.

Q) Shareholder'/Investors' Grievance Committee

The shareholder'/Investors' Grievance Committee of the Board has been constituted to look into complaints like transfer of shares, Non-receipt of Dividend etc. The committee is headed by Santanu Chakraborty, as Chairman and Mr. Pratik Jain , Non Executive Independent Director and Mrs. Payel Chakraborty Non Executive Independent Director. No compliant had been received during the year.

R) Audit Committee

The Audit Committee assists the Board in its responsibility for overseeing the quality and integrity of accounting, auditing and reporting practice of the company and its compliance with legal and regulatory requirements. The Committee's purpose is to oversee the accounting and financial reporting process of the company, the audit of the Company's Financial Statements, the appointments of Auditor, Independent Performance and remuneration of the Statutory Auditors.

During the year under review, four meetings of the committee were held during the year ended 30/05/2017,14/08/2017,13/11/2017,13/02/2018. The composition of the committee and attendance at its meeting is given below:

Name of Director	Category	No. of Meetings Held	No. of Meetings Attended
Mr. Pratik Jain	Non Executive Independent Director	4	4
Mr. Radhey Syam Mishra	Non Executive Independent Director	4	2
Mr. Santanu Chakraborty	Non Executive Professional Director	4	4
Mrs Payel Chakraborty	Non Executive Independent Director	4	2

S) Nomination and Remuneration Committee

The Committee shall identify the persons who are qualified to become Directors of the Company/ who may be appointed in Senior management in accordance with the Criteria laid down, recommend to the Board their appointment and removal and also shall carry out evaluation of every director's performance. Committee shall also formulate the criteria for determining qualifications, positive attributes, independent of the Directors and recommend to the Board a policy, relating to the remuneration, Key Managerial personnel and other employees.

The Nomination and Remuneration committee of the Company consist of three Directors.

No. of Board Meeting

During the year the Committee had One Meeting i.e. on 17/04/2017

Name, Composition and attendance during the Year

Name of the Director	Position	No. of Meetings Held	No. of Meeting Attended
1.Mr. Santanu Chakraborty	Chairman	1	1
2.Mr. Pratik Jain	Member	1	1
3.Mr. Payel Chakraborty	Member	1	1

T) SEBI Complaints Redressal Systems (SCORES)

SEBI has initiated SCORES for processing the investor complaints in a centralized web based redress system and online Redressal of all the shareholders complaints. The Company is in compliance with the Scores and redressed the shareholders complaints well within the stipulated time.

U) Address of Registered Office

40, Metcalfe Street, 3rd Floor, Room No.339, Kolkata-700013

V) Reconciliation of Share Capital Audit:-

As stipulated by SEBI, a qualified Practicing Company Secretary carries out the Reconciliation of Share Capital Audit to reconcile the total admitted capital with National Securities Depository Limited and Central Depository Services (India) Limited and the total issued and paid up Capital. The audit is carried out every quarter and the report thereon is submitted to the Stock Exchange and is placed before the Board of Directors of the Company.

W) Corporate Identity Number

Corporate Identity Number (CIN) of the Company, allotted by the Ministry of Corporate affairs, Government of India is L51909WB1981PLC033680

X) Green Initiative in the Corporate Governance

As part of the Green Initiative process, the Company has taken an initiative of Sending Documents like Notice calling of Annual General Meeting, Corporate Governance report, Directors Report, audited financial Statements, Auditor's Report etc. Physical Copies are sent only to those shareholders whose email address is not registered with the Company. Shareholders are requested to register their email id with the registrar and share transfer Agent/Concerned Depository to enable the Company to send the Documents in electronic form or inform the Company in case they wish to receive the above documents in paper mode.

BY ORDER OF THE BOARD

Date:30.05.2018

Kolkata

Sanjay Kumar Tiwari
(Managing Director)
DIN:01691170

RADHAGOBIND COMMERCIAL LIMITED
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CIN- L51909WB1981PLC033680

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Email: radhagobindcommercialtd@gmail.com

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management of M/s Radhagobind Commercial Limited presents the analysis of performance of the Company for the financial year ended 31.03.2018 and its outlook for the future. This outlook is based on assessment of the current business environment. It may vary due to future economic and other developments both in India and abroad.

INDIAN ECONOMY OVERVIEW FY 2017-2018

GROWTH

The Indian economy continued to grow strongly as the economy recovered in the 2nd half post stabilization of the GST regime. Gross Domestic Product growth rate in FY 2017-2018 was 6.7% supported by consumption growth and Government spending. With Improving Investment, there are signs that a recovery is underway.

MONETARY POLICY

The Surge in low cost current Account and Savings Account (CASA) deposits into the banking system post demonetization, coupled with aggressive reduction in term deposit rates, aided the pass through of policy rate cuts to lending rates of commercial Banks. The speed of transmission gathered momentum from November 2016 with lending rates falling faster than term deposit rates. This also reflected the still subdued demand for credit and the availability of alternative non Bank sources of Financing. The Extent of reduction in lending rates on outstanding loans to be relatively small though, due to sticky interest rates on base rate linked loans and the 1 year reset period of MCLR linked Loans.

SEGMENT WISE PERFORMANCE

The Company is engaged in Trading of Clothes and accordingly there are no separate reportable segments.

OUTLOOK

The economic slowdown had a significant bearing on the functioning and profitability trading businesses in the medium term. But it has been estimated that in the long run there are vast opportunities for trading entities. Hence, the Company is expecting to improve its performance and profitability in years to come.

OPPORTUNITIES

Business opportunities for trading companies are enormous as the new areas and segments are being explored. Your Company on its part is also well poised to seize new opportunities as they come. New opportunities like introduction of new fashionable items, expanding its product range may take the Company to new scales of success.

WEAKNESS

As our company is a Kolkata based Company it has little presence outside Kolkata. The Company does not have all India based network and establishments to reach out to large segment of people in the country in both semi-urban and rural areas.

THREATS

The major threat being faced by trading companies are change in taste & preference of customers, fall in demand, high inflation etc. The Company is also facing stiff competition from competitors due to their ability to procure materials at a lower cost which enables them to provide materials at much cheaper rate.

RISKS & CONCERNS

Your Company's growth and profitability are dependent on the functioning of economy. The Company is exposed to several market risks like inflation, rise in operating cost etc. The volatility of the market in which your Company operates is also a major cause of concern to the Company.

INTERNAL CONTROL SYSTEM AND ADEQUACY

Internal control systems and procedures in the Company are commensurate with the size and the nature of Company's business and are regularly reviewed and updated by incorporating changes in regulatory provisions in order to safeguard the assets and to ensure reliability of financial reporting.

HUMAN RESOURCES

The Company continues to give priority to its human assets. The Company provides a fair and equitable work environment to all its employees. The Company is continuously working to create and nurture an atmosphere which is highly motivated and result oriented

FINANCIAL PERFORMANCE

The financial performance of the Company for the year under review is discussed in detail in the Directors Report.
For and on behalf of board of directors

BY ORDER OF THE BOARD

Date:30.05.2018
Kolkata

Sanjay Kumar Tiwari
(Managing Director)
DIN:01691170

Auditors' Certificate on Corporate Governance

To the Members of
RADHAGOBIND COMMERCIAL LIMITED

1. We ,J.P.Lakhotia & Associates ,Chartered Accountants, the Statutory Auditor of **M/s Radhagobind Commercial Limited (formerly Tejmangal Commercial Company Limited)** ('the Company') for the year ended on March 31, 2018 as stipulated in Regulations 17 to 27 Clause (b) to (i) of Regulation 46(2) and paras C and D of Schedule V of the SEBI(Listing Obligation and Disclosure Requirements)Regulation,2015(the Listing Regulations).

Management Responsibility

2. The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in Listing Regulations.

Auditor's Responsibility

3. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance .It is neither an audit nor an expression of opinion on the financial Statements of the Company.
4. We have examined the books of account and other relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.
5. We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Certification of Corporate Governance issued by the Institute of Chartered Accountants of India(ICAI),the Standards on Auditing specified under Section 143(10) of the Companies Act,2013,in so far as applicable for the purpose of this certificate and as per the Guidance Note on Reports or Certificates for Special Purpose issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by ICAI.
6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC)1,Quality Control for Firms that perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Service Engagements.

Opinion

7. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulations 17 to 27 and Clauses (b) to(i) of Regulations 46(2) and paras C and D of Schedule V of the Listing Regulations during the year ended March31,2018.
8. We state that such compliance is neither an assurance as to the future viability of The Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For, J.P.Lakhotia & Associates
Chartered Accountants



DIPTI DAMANI

Practicing Company Secretary

71/3, Canal Circular Road

Prasad Exotica, Block 5 3B, Kolkata: 700054

Mob: +91 9836157419

Email Id: diptirandar@gmail.com

FORM NO.3 MR-3
SECRETARIAL AUDIT REPORT
For the financial year ended 31st March, 2018

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

To,
The Members,
RADHAGOBIND COMMERCIAL LIMITED
(CIN: L51909WB1981PLC033680)

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. **RADHAGOBIND COMMERCIAL LIMITED** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of M/s. Radhagobind Commercial Limited books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit and the representations and clarifications made by the Company, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2018 generally complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records made available to us and maintained by M/s. Radhagobind Commercial Limited for the financial year ended on 31st March, 2018 according to the provisions of:

- i.** The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii.** The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder ;



DIPTI DAMANI

Practicing Company Secretary

71/3, Canal Circular Road

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Email Id: diptirandar@gmail.com

- 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;
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz :-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (Not applicable to the Company during audit period);
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009(Not applicable to the Company during audit period);
 - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 (Not applicable to the Company during audit period);
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not applicable to the Company during audit period);
 - f) The Securities and Exchange Board of India (Registrar 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 (Not applicable to the Company during audit period); and
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (Not applicable to the Company during audit period);
- vi. Other Laws that are applicable to the Company, as per the representation made by the management.

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

- i. Secretarial Standards issued by The Institute of Company Secretaries of India.
- ii. The Listing Agreements entered into by the Company with the Bombay Stock Exchange Limited (BSE) and Calcutta Stock Exchange Limited (CSE)..

During the period under review and as per the representations and clarifications made, the Company has generally complied with the provisions of the Act,



DIPTI DAMANI

Practicing Company Secretary

71/3, Canal Circular Road

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Rules, Regulations, Guidelines, Standards, Listing Agreements etc. mentioned above.

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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.

Decisions at the Board Meetings, as represented by the management, were taken on majority.

We further report that based on the information received and records maintained 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.

Dipti Damani

Place: Kolkata

(Proprietor)

Member No.: 53996 CP No.:20083

Date: MAY 30,2018

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



DIPTI DAMANI

Practicing Company Secretary

71/3, Canal Circular Road

Prasad Exotica, Block 5 3B, Kolkata: 700054

Mob: +91 9836157419

Email Id: diptirandar@gmail.com

‘Annexure A’

To,
The Members
RADHAGOBIND COMMERCIAL LIMITED
(CIN: L51909WB1981PLC033680)

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

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

Dipti Damani
(Proprietor)
Member No.: 53996 CP No.:20083
Place: Kolkata
Date: MAY 30,2018

INDEPENDENT AUDITOR'S REPORT

To The Members

M/S. RADHAGOBIND COMMERCIAL LIMITED (FORMERLY TEJMANGAL COMMERCIAL CO. LIMITED)

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statement of **RADHAGOBIND COMMERCIAL LIMITED (FORMERLY TEJMANGAL COMMERCIAL CO. LIMITED)** , which comprises the Balance sheet as at 31ST MARCH, 2018,the Statement of Profit and Loss(Including other Comprehensive Income),the Statement of Changes in Equity and the Statement of Cash Flow for the year then ended and a summary of Significant accounting policies and other explanatory information.

Management 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 and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the company in accordance with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act, read with the Companies (Indian Accounts Standards) rules, 2015,as amended, and other accounting principles generally accepted in India.

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

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

In conducting our audit ,we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the auditor report under the provision of the Act and the rules made there under and the Order issued under Section 143(11) of the Act.

We conducted our audit in accordance with the standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the standalone financial statements. The procedures selected depend on auditor's judgement, including the assessment of the risks of material misstatement of the standalone Financial Statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal control relevant to the company's preparation of the standalone financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, of such control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Director, as well as evaluating the overall presentation of standalone financial statements.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our Audit opinion of the standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2018, and its profit, total comprehensive Income, the changes in equity and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our Knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of accounts as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c) The Balance sheet, the statement of Profit and Loss including other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash flows dealt with by this report are in agreement with books of account;
 - d) In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standard Specified under Section 133 of the Act;
 - e) On the basis of the written representation received from the Directors as on 31ST MARCH, 2018 and taken on record by the Board of Directors, none of the directors is disqualified as on 31ST MARCH, 2018 from being appointed as a director, in terms of Section 164(2) of the Act;
 - f) With respect to the adequacy of the Internal Financial Controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure A". Our report expresses an Unmodified Opinion on the adequacy and operating effectiveness of the Company's internal financial control over financial reporting.
 - g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, 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 on its financial position in its financial Statements;
 - (ii) The Company does not have any requirement for making provision under the applicable law or Accounting standards;
 - (iii) The company does not have any requirement to transfer any amount to Investor Education and Protection fund by the Company.
2. As required by 'the Companies (Auditor's Report) Order, 2016 ("the Order")', issued by the Central Government in terms of Section 143(11) of the Act, we give in the 'Annexure B', a statement on the matters specified in the paragraphs 3 and 4 of the order.

For, J.P.Lakhotia & Associates
Chartered Accountants

Jagdish Prasad Lakhotia
Proprietor
Firm Registration No. 312061E
Member Ship No. 050529

Place: Kolkata
Date: 30/05/2018

Annexure-A to the Auditor's Report

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the members of Radhagobind Commercial Limited of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of the sub section 3 of Section 143 of the Companies Act ,2013('the Act')

We have audited the internal financial controls over the financial reporting of Radhagobind Commercial Limited ("the Company") as on 31 March,2018 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal 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 and both, issued by the Institute of Chartered Accountants of India. Those standards and Guidance Note require that we comply with the ethical requirements and plan and platform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls over financial reporting was established and maintained and if such controls operated effectively in all material aspects.

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 system over financial reporting and their operating effectiveness .Our audit 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 cost records that, in reasonable detail accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance and transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and the receipt 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.

Phone: 22412213
22412526

J.P. Lakhotia & Associates
CHARTERED ACCOUNTANTS

155A, Mukta Ram Babu Street
Kolkata -700007

Inherent Limitation 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 to be detected. Also, projections of any evaluation of the internal financial controls over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion , to the best of information and according to the explanations given to us ,the Company has , in all material respects , an adequate internal financial control system over financial reporting and such internal financial controls over financial reporting were operating effectively as on 31 March,2018, 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, J.P.Lakhotia & Associates
Chartered Accountants

Place: Kolkata
Date: 30/05/2018

Jagdish Prasad Lakhotia
Proprietor
Firm Registration No. 312061E
Member Ship No. 050529

Annexure B to the Independent Auditors' Report

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

- 1 In respect of the Company's fixed assets:
 - a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets .
 - b) The Company has a program of verification to cover all the items of fixed assets in a phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets . Pursuant to the program, certain fixed assets were physically verified by the Management during the year .According to the information and explanations given to us , no material discrepancies were noticed on such verification .
 - c) According to the information and explanations given to us ,the records examined by us and based on the examination of the conveyance deeds provided by us ,we report that ,the company does not have any immovable property so the question of title deed does not arise.
- 2 The Company does not have any inventory so the Clause is not applicable.
- 3 The Company has not granted Loans and Advances to Parties covered in the register maintained under Section 189 of the Companies Act, 2013.
- 4 In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Act, with respect to Loans and Investment made.
5. The Company has not accepted any deposits from the public.
6. The Central Government has not prescribed the maintenance of Cost records under Section 148(1) of the Act, for any of the Business rendered by the Company.
7.
 - a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, Income Tax, Sales Tax, Value added Tax, Duty of Customs, Service Tax, cess and other material dues have been regularly deposited during the year by the Company with appropriate authorities. As explained to us, the Company did not have any dues on account of employees state Insurance and duty of excise.
 - b) According to the information and explanation given to us, no undisputed amounts payable in respect of provident fund, Income Tax, sales Tax, Value added Tax, Duty of Customs, Service Tax, Cess and other material statutory dues were in arrears as at 31ST March 2018 for a period of more than six Months from the date they became payable.
8. The Company does not have any loans or borrowings from any financial Institution, banks, government or debenture holders during the year. Accordingly paragraph 3(viii) of the order is not applicable.
9. The Company did not raise any money by way of initial public offer or further public offer (including debt Instruments) and term loans during the year. Accordingly paragraph 3(ix) of the order is not applicable.
10. According to the information and explanation given to us, no material fraud by the Company or on the company by its officers or employees has been noticed or reported during the course of our audit.

Phone: 22412213
22412526

J.P. Lakhotia & Associates
CHARTERED ACCOUNTANTS

155A, Mukta Ram Babu Street
Kolkata -700007

11. According to the information and explanations given to us and based on our examination of the records of the Company, the company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.
12. In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
13. 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 transactions with the related parties in compliance with Sections 177 and 188 of the Act so the clause is not applicable for the Company.
14. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
15. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non cash transactions with Directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
16. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

For, J.P.Lakhotia & Associates
Chartered Accountants

Place: Kolkata
Date: 30/05/2018

Jagdish Prasad Lakhotia
Proprietor
Firm Registration No. 312061E
Member Ship No. 050529

RADHAGOBIND COMMERCIAL LIMITED

CIN NO- L51909WB1981PLC033680

40, METCALFE STREET, 3RD FLOOR, ROOM NO.339, KOLKATA-700013

BALANCE SHEET AS AT 31ST MARCH, 2018

		₹	₹	₹
Particulars	Note No.	AS AT MARCH,2018	AS AT MARCH 31,2017	AS AT MARCH 31, 2016
II.ASSETS				
<u>(1) Non-current assets</u>				
(a) Property ,plant and Equipment	1	23,765.07	14,734.00	28,484.00
Total Non Current Assets		23,765.07	14,734.00	28,484.00
<u>(2) Current Assets</u>				
Financial Assets				
(a) Investments	2	2,96,32,318.63	3,32,68,409.31	4,15,26,285.82
(b) Inventories	3	75,140.00	75,140.00	75,140.00
(c) Trade Receivables	4	16,80,000.00	1,50,40,658.00	-
(d) Other Receivables	5	-	51,02,124.22	6,230.00
(e) Cash and cash equivalents	6	2,08,256.40	6,15,478.77	2,95,010.70
(f) Other Current Assets	7	72,84,202.00	25,65,677.00	18,09,251.62
Total Current Assets		3,88,79,917.03	5,66,67,487.30	4,37,11,918.14
Total Assets		3,89,03,682.10	5,66,82,221.30	4,37,40,402.14
I. EQUITY AND LIABILITIES				
<u>Equity</u>				
(a) Equity Share Capital	8	1,44,00,000.00	1,44,00,000.00	1,44,00,000.00
(b) Other Equity	9	1,52,22,967.53	2,13,86,469.30	2,07,57,334.14
Total Equity		2,96,22,967.53	3,57,86,469.30	3,51,57,334.14
<u>Liabilities</u>				
<u>(2) Non Current Liabilities</u>				
Financial Liabilities				
(a) Long Term Loans	10	60,49,670.00	56,44,670.00	52,39,670.00
Total Non Current Liabilities		60,49,670.00	56,44,670.00	52,39,670.00
<u>(3) Current Liabilities</u>				
Financial Liabilities				
(a) Trade Payable	11	28,46,044.57	1,46,17,842.00	-
(b) Other Financial Liabilities	12	40,000.00	3,58,240.00	32,04,598.00
© Other Liabilities	13	45,000.00	45,000.00	53,630.00
Provisions				
(d) Income Tax Liabilities	14	3,00,000.00	2,30,000.00	85,170.00
Total Current Liabilities		32,31,044.57	1,52,51,082.00	33,43,398.00
Total Equity & Liabilities		3,89,03,682.10	5,66,82,221.30	4,37,40,402.14

NOTES TO ACCOUNTS

The accompanying notes are the integral part of Financial Statements.

For, J.P.Lakhotia & Associates
Chartered Accountants

Jagdish Prasad Lakhotia
Proprietor
Membership No. 050529
Firm Registration No. 312061E
Place : KOLKATA
Dated : 30.05.2018

FOR RADHAGOBIND COMMERCIAL LIMITED

Sanjay Kumar Tiwari
Managing Director

Pratik Jain
Chairman

Anny Jain
Company Secretary

Santanu Chakraborty
Director

RADHAGOBIND COMMERCIAL LIMITED

CIN NO- L51909WB1981PLC033680

40, METCALFE STREET, 3RD FLOOR, ROOM NO.339, KOLKATA-700013

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED ON 31ST MARCH, 2018

			₹	₹
Sr. No	Particulars	Note No.	For the year ended March 31,2018	For the year ended March 31,2017
I	Revenue from operations	15	18,00,000.00	1,50,40,658.00
II	Other Income	16	(2,10,155.18)	27,01,201.97
III	III. Total Revenue (I +II)		15,89,844.82	1,77,41,859.97
IV	Expenses:			
	Cost of materials consumed	17	-	1,46,17,842.00
	Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	18	-	-
	Employee Benefit Expense	19	3,94,470.00	4,35,000.00
	Financial Costs	20	4,50,175.00	4,55,000.00
	Depreciation and Amortization Expense	21	17,931.93	13,750.00
	Other Expenses	22	6,79,637.50	13,27,346.19
	Total Expenses (IV)		15,42,214.43	1,68,48,938.19
V	Profit before tax	(III - IV)	47,630.39	8,92,921.78
VI	Tax expense:			
	(1) Current tax		3,00,000.00	2,30,000.00
	(2) Short Provision for Income Tax		25,549.00	33,786.62
	Deferred Tax Liabilities (written back)		-	
VII	Profit for the period	(VII-VIII)	(2,77,918.61)	6,29,135.16
	Other Comprehensive Income			
	Items that will not be reclassified subsequently to profit or loss		(58,85,583.16)	
	Items that will be reclassified subsequently to profit or loss			
	Total Comprehensive Income net of tax			
	Total Comprehensive Income for the period		(61,63,501.77)	6,29,135.16
VIII	Earning per equity share:			
	(1) Basic	23	(0.19)	0.44
	(2) Diluted		(0.19)	0.44

The accompanying notes are the integral part of Financial Statements.

For, J.P.Lakhotia & Associates
Chartered Accountants

FOR RADHAGOBIND COMMERCIAL LTD

Sanjay Kumar Tiwari
Managing Director

Pratik Jain
Chairman

Jagdish Prasad Lakhotia
Proprietor
Membership No. 050529
Firm Registration No. 312061E
Place : KOLKATA
Dated : 30.05.2018

Anny Jain
Company Secretary

Santanu Chakraborty
Director

STATEMENTS OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31ST MARCH, 2018

A. EQUITY SHARE CAPITAL

Balance at the beginning of the reporting period i.e.1st April, 2016	Changes in equity share capital during	Balance at the end of the reporting period i.e. 31st March, 2017	Changes in equity share capital during the year 2017-18	Balance at the end of the reporting period i.e. 31st March, 2018
1,44,00,000	-	1,44,00,000	-	1,44,00,000

B. OTHER EQUITY

Reserve & Surplus

(Amount in Rs)

Particulars	Share application pending allotment	Capital Reserve	Capital Redemption Reserve	Securities Premium Reserve	Debenture Redemption Reserve	Share Based Payments Reserve Account	General Reserve	Retained Earnings	Other Comprehensive Income	Total
Balance at the beginning of the reporting period i.e. 1st April 2016	-	-	-	1,80,00,000	-	-	-	27,57,334.14	-	2,07,57,334
Total Comprehensive Income for the year	-	-	-	-	-	-	-	6,29,135	-	6,29,135
Dividends	-	-	-	-	-	-	-	-	-	-
Tax on dividend	-	-	-	-	-	-	-	-	-	-
Transfer to / (from) retained earnings	-	-	-	-	-	-	-	-	-	-
On Employee Stock Options	-	-	-	-	-	-	-	-	-	-
Balance at the end of the reporting period i.e. 31st March 2017	-	-	-	1,80,00,000	-	-	-	33,86,469	-	2,13,86,469

B. OTHER EQUITY

Reserve & Surplus

(Amount in Rs.)

Particulars	Share app money pending allotment	Capital Reserve	Capital Redem ption Reserv e	Securities Premium Reserve	Debenture Redempti on Reserve	Share Base Payments Reserve Account	General Reserve	Retained Earnings	Other Compre hensive Income	Total
Balance at the beginning of the reporting period i.e 1st April, 2017	-	-	-	1,80,00,000	-	-	-	33,86,469	-	2,13,86,469
Total Comprehensive Income for the year	-	-	-	-	-	-	-	-61,63,502	-	-61,63,502
Dividends	-	-	-	-	-	-	-	-	-	-
Tax on dividend										
Transfer to / (from) retained earnings	-	-	-	-	-	-	-	-	-	-
On Employee Stock Options	-	-	-	-	-	-	-	-	-	-
Balance at the end of the reporting period i.e. 31st March, 2018	-	-	-	-	-	-	-	-27,77,032	-	1,52,22,967.53

As per our Report of even date
For, J.P.Lakhotia & Associates
Chartered Accountants

FOR RADHAGOBIND COMMERCIAL LIMITED

Jagdish Prasad Lakhotia
Proprietor
Membership No. 050529
Firm Registration No. 312061E
Place : KOLKATA
Dated : 30.05.2018

Sanjay Kumar Tiwari
Managing Director

Pratik Jain
Chairman

Anny Jain
Company Secretary

Santanu Chakraborty
Director

RADHAGOBIND COMMERCIAL LIMITED
Cash Flow Statement for the year ended 31st March 2018

	Particulars	Amount(Rs.)	As at 31.03.2018	As at 31.03.2017
A	CASH FLOW FROM OPERATING ACTIVITIES		₹	₹
	Net Profit Before Tax		47,630.39	8,92,921.78
	Adjustments for:			
	Depreciation	17,931.93		13,750.00
	Interest Received	-	17,931.93	-
	Operating Profit before Working Capital Changes		65,562.32	9,06,671.78
	Adjustments for:			
	Decrease/(Increase) in Receivables	1,33,60,658.00		(1,50,40,658.00)
	Decrease/(Increase) in other Receivables	51,02,124.22		(50,95,894.22)
	Increase/(Decrease) in Payables	(1,17,71,797.43)		1,46,17,842.00
	Increase/(Decrease) in other Liabilities	(3,18,240.00)		(28,54,988.00)
	(Increase)/Decrease in Stock	-		-
	(Increase)/Decrease in Other Recievables			
	(Increase)/Decrease in Other Current Assets	(47,18,525.00)		
	Cash generated from operations		17,19,782.11	(74,67,026.44)
	Less:- Taxes Paid		2,55,549.00	1,18,956.62
	cash flow from operating Activities		14,64,233.11	(75,85,983.06)
B	CASH FLOW FROM INVESTING ACTIVITIES			
	Purchase of Fixed Assets	(26,963.00)		-
	(Increase)/Decrease in Investment	(22,49,492.48)		82,57,876.51
	Loans & Advances given			(7,56,425.38)
	Net Cash used in Investing activities		(22,76,455.48)	75,01,451.13
C	CASH FLOW FROM FINANCING ACTIVITIES			
	Proceeds/(Repayment of Loans) from short Term Loans	4,05,000.00		4,05,000.00
	Net Cash used in financing activities		4,05,000.00	4,05,000.00
	Net increase in cash & Cash Equivalents (A+B+C)		(4,07,222.37)	3,20,468.07
	Opening Cash and Cash equivalents		6,15,478.77	2,95,010.70
	Closing Cash and Cash equivalents		2,08,256.40	6,15,478.77
	Statement of Cash & Cash Equivalents		31.03.2018	31.03.2017
	Cash in Hand		57,149.00	1,57,174.00
	Cash at Bank		1,51,107.40	4,58,304.77
	Total		2,08,256.40	6,15,478.77

For, J.P.Lakhotia & Associates
Chartered Accountants

FOR RADHAGOBIND COMMERCIAL LIMITED

Sanjay Kumar Tiwari
Managing Director

Pratik Jain
Chairman

Jagdish Prasad Lakhotia
Proprietor

Anny Jain
Company Secretary

Santanu Chakraborty
Director

Membership No. 050529
Firm Registration No. 312061E
Place:- Kolkata
Dated : 30.05.2018

RADHAGOBIND COMMERCIAL CO. LTD
40 METCALFE STREET, 3RD FLOOR, KOLKATA-700013

Note: 1 Property Plant and Equipment
Notes forming part of Financial Statements

Sr. No	Particulars	Useful Life	Gross Block				Depreciaton				Net Block							
			Opening Balance as on 1/4/2016	Addition during the year	Deductio n during the year	Closing as on 31/03/2017	Addition During the year	Deductio n During the year	Closing as on 31/03/2018	Upto last Account	For the year	Deduction during the year	Upto 31/03/2017	For the year 2017-18	Total Depreciation	WDV as on 31.03.2018	WDV as on 31.03.2017	WDV as on 31.03.2016
	Tangible Assets																	
1	Laptop and Computers	3 Years	55,676.00	-	-	55,676.00	26,963.00	-	82,639.00	45,388.00	5,549.00	-	50,937.00	13,427.15	64,364.15	18,274.85	4,739.00	10,288.00
2	Air Condition	5 Years	27,500.00	-	-	27,500.00	-	-	27,500.00	9,304.00	8,201.00	-	17,505.00	4,504.78	22,009.78	5,490.22	9,995.00	18,196.00
	Total in ₹ (Current Year)		83,176.00	-	-	83,176.00	26,963.00	-	82,639.00	54,692.00	13,750.00	-	68,442.00	17,931.93	86,373.93	23,765.07	14,734.00	28,484.00

RADHAGOBIND COMMERCIAL LIMITED

40, METCALFE STREET, 3RD FLOOR, ROOM NO.339, KOLKATA-700013

Notes Forming part of Financial Statements

Note :2 Investment

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Current Investment

Sr. No	Particulars	AS AT MARCH,2018		AS AT MARCH,2017		AS AT MARCH,2016	
		No.	Value	No.	Value	No.	Value
	Investment in Equity QUOTED						
1	Aban Offshore Ltd	4,000	9,20,475.71	4,000	9,20,475.71	4,000	9,20,475.71
2	Ankit Metal Power Ltd	3,000	25,992.51	3,000	25,992.51	3,000	25,992.51
3	Real Touch Finance Ltd	1,37,515	17,30,110.30	1,37,515	17,30,110.30	1,37,515	17,30,110.30
4	Central Bank of India	-	-	-	-	50,000	37,38,978.63
5	Econo Trade India Limited	7,350	11,56,119.01	7,350	11,56,119.01	12,350	19,42,594.53
6	Radhashree Finance Ltd	23,332	2,33,320.00	23,332	2,33,320.00	23,332	2,33,320.00
7	IDFC Limited	2,000	1,25,963.00	1,000	1,25,963.00	1,000	1,25,963.00
8	INDIABULLS Real Estate Ltd	-	-	-	-	55,000	32,04,173.28
9	J K Tyre & Industries Ltd	-	-	-	-	4,000	3,27,163.60
10	Karnataka Bank Ltd	3,916	2,74,120.00	3,916	2,74,120.00	7,500	8,79,729.25
11	Kesar Petroproducts Ltd	-	-	15,000	7,62,880.60	15,000	7,62,880.60
12	NTPC Limited	-	-	-	-	4,000	4,77,438.80
13	3I Infotech	-	-	75,000	3,60,180.00	-	-
14	Signet Industries Limited	-	-	-	-	4,810	2,97,289.06
15	Sphere Global Services Ltd	-	-	-	-	15,000	8,54,677.50
16	Stampede Capital Ltd	16,940	-	3,27,760	69,71,741.76	74,760	27,99,875.39
17	State Bank of India	-	-	-	-	5,000	11,55,577.50
18	Cerebra Int	20,000	6,33,231.47	1,70,000	53,82,467.47	-	-
19	Urja Global Ltd	-	-	-	-	5,00,000	7,65,400.00
20	Diamond Power	75,000	28,28,917.50	75,000	28,28,917.50	-	-
21	Vibrant Global Capital Ltd	-	-	-	-	12,000	2,79,139.20
22	Vikash Ecotech Ltd	-	-	-	-	3,95,000	52,33,803.10
23	Virtual Global Education Ltd	5,597	34,550.84	6,92,745	41,19,156.34	5,19,952	43,11,068.86
24	Jaiprakash Associates Ltd	-	-	-	-	10,000	2,70,635.00
25	Winsome Yarns Ltd	1,00,000	1,80,090.00	1,00,000	1,80,090.00	-	-
26	Jindal Steel & Power	-	-	927	1,17,763.52	-	-
27	Kridhan Infra Limited	-	-	20,000	9,78,479.00	-	-
28	Pankaj Polypack	25,000	4,08,955.00	25,000	4,08,955.00	-	-
29	Ruchi Soya Inds	1,00,000	18,00,900.00	1,06,000	26,62,637.59	-	-
30	Tata Teleservices	10,000	79,040.00	10,000	79,040.00	-	-
31	RCF	50,000	44,77,240.00	-	-	-	-
32	Srei Infrastructure	50,000	44,26,233.12	-	-	-	-
33	Sunstar R	75,000	35,21,361.00	-	-	-	-
34	Housing and Urban	50,000	39,76,990.00	-	-	-	-
35	HDIL	5,000	5,01,195.50	-	-	-	-
36	Burnpur Cement	3,41,742	37,33,096.83	-	-	-	-
37	Swal Limited	31,100	29,50,000.00	-	-	-	-
	UNQUOTED						
1	Acture Tradelink Limited	-	-	-	-	2,84,000	28,40,000.00
2	Nirmalkunj Distributors Limited	-	-	-	-	3,00,000	30,00,000.00
3	Nirmalkunj Vincom Limited	-	-	-	-	2,10,000	21,00,000.00
4	Nirmalkunj Vintrade Limited	-	-	-	-	1,05,000	10,50,000.00
5	Anukampa Dealers Limited	-	-	9,750	19,50,000.00	-	-
6	Anand Shakti Cement Pvt Ltd	-	-	200	5,00,000.00	200	5,00,000.00
7	Eastman Merchants Pvt Ltd	7,500	15,00,000.00	7,500	15,00,000.00	7,500	15,00,000.00
8	Anand Potato Cold Storage Pvt Ltd	-	-	-	-	100	2,00,000.00
	Total		3,55,17,901.79		3,32,68,409.31		4,15,26,285.82
	Less:Other Comprehensive Income		(58,85,583.16)		-		-
	Total	11,43,992	2,96,32,318.63	18,14,995	3,32,68,409.31	#####	4,15,26,285.82

The Market Value of Quoted Shares is Rs. 25182318.63 /- (Previous Year Rs. 5,42,05,083.55 -)

Note : 3 Inventories

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Sr. No	Particulars	AS AT MARCH,2018		AS AT MARCH,2017		AS AT MARCH,2016	
1	Stock in trade						
	Ambuja Cement Ltd	80	5,800.00	80	5,800.00	80	5,800.00
	Dewan Tyres Limited	4500	69,340.00	4500	69,340.00	4500	69,340.00
	Total	4,580	75,140.00	4,580	75,140.00	4,580	75,140.00

In the absense of Market Value of Dewan Tyres Ltd, Book Value is taken as Market Value. The Market Value of Shares is Rs. 88,260.00/- .

RADHAGOBIND COMMERCIAL LIMITED

40, METCALFE STREET, 3RD FLOOR, ROOM NO.339, KOLKATA-700013

Notes Forming part of Financial Statements

Note : 4 Trade Receivables

Sr. No	Particulars	₹		₹		₹	
		AS AT MARCH,2018		AS AT MARCH,2017		AS AT MARCH,2016	
1	Outstanding for More than Six Months		60,000.00		-	-	-
2	Others Considered Secured		16,20,000.00		1,50,40,658.00	-	-
	Total		16,80,000.00	-	1,50,40,658.00	-	-

Note : 5 Other Receivables

Sr. No	Particulars	₹		₹		₹	
		AS AT MARCH,2018		AS AT MARCH,2017		AS AT MARCH,2016	
	Other Recievables		-		51,02,124.22		6,230.00
	Total		-	-	51,02,124.22	-	6,230.00

Note : 6 Cash & Cash Equivalent

Sr. No	Particulars	₹		₹		₹	
		AS AT MARCH,2018		AS AT MARCH,2017		AS AT MARCH,2016	
1	Cash-in-Hand Cash Balance		57,149.00		1,57,174.00		95,610.00
	Sub Total (A)		57,149.00		1,57,174.00		95,610.00
2	Bank Balance The Lakshmi Vilas Bank		1,49,308.80		4,56,506.17		1,97,602.10
	UCO Bank		1,689.75		1,689.75		1,689.75
	ICICI Bank		108.85		108.85		108.85
	Sub Total (B)		1,51,107.40		4,58,304.77		1,99,400.70
	Total [A + B]		2,08,256.40		6,15,478.77		2,95,010.70

Note :7 Other Current Assets

Sr. No	Particulars	₹		₹		₹	
		AS AT MARCH,2018		AS AT MARCH,2017		AS AT MARCH,2016	
	Loans		70,45,853.00		25,50,742.00		16,36,934.00
	Advances Withholding Taxes and Others		2,38,349.00		14,935.00		1,72,317.62
	Total		72,84,202.00		25,65,677.00		18,09,251.62

RADHAGOBIND COMMERCIAL LIMITED

40, METCALFE STREET, 3RD FLOOR, ROOM NO.339, KOLKATA-700013

Notes Forming part of Financial Statements

Note :8 Equity Share Capital

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Sr. No	Particulars	AS AT MARCH 31, 2018		AS AT MARCH 31, 2017		AS AT MARCH 31, 2016	
		No. of Shares	Value	No. of Shares	Value	No. of Shares	Value
1	AUTHORISED CAPITAL						
	Equity Shares of Rs. 10/- each.	14,50,000	1,45,00,000.00	14,50,000	1,45,00,000.00	14,50,000	1,45,00,000.00
				14,50,000	1,45,00,000.00	14,50,000	1,45,00,000.00
2	ISSUED, SUBSCRIBED & PAID UP CAPITAL						
	Equity Shares of Rs. 10/- each, Fully Paid up Share capital by allotment	14,40,000	1,44,00,000.00	14,40,000	1,44,00,000.00	14,40,000	1,44,00,000.00
	Total	14,40,000	1,44,00,000.00	14,40,000	1,44,00,000.00	14,40,000	1,44,00,000.00

(a) Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

Sr. No	Name Of the Shareholder	No. of Shares	% Held	No. of Shares	% Held	No. of Shares	% Held
1	Anurodh Infrastructure Pvt Ltd	1,20,000	8.33	1,20,000	8.33	1,20,000	8.33
2	Burnpur Power Pvt Ltd	10,000	0.69	1,20,000	8.33	1,20,000	8.33
3	Faithful Cloth Merchants Pvt Ltd	1,20,000	8.33	1,20,000	8.33	1,20,000	8.33
4	Jaguar Infra Developers Pvt Ltd	1,20,000	8.33	1,20,000	8.33	1,20,000	8.33
5	Multifold plastic Marketing Pvt Ltd	1,20,000	8.33	1,20,000	8.33	1,20,000	8.33
6	Original Fashion Traders Pvt Ltd	1,20,000	8.33	1,20,000	8.33	1,20,000	8.33
7	Pears Mercantiles Pvt Ltd	1,20,000	8.33	1,20,000	8.33	1,20,000	8.33
8	Shreyans Embroidary Machine Pvt Ltd	1,20,000	8.33	1,20,000	8.33	1,20,000	8.33
9	Fastner MachineryDealers Pvt Ltd	1,20,000	8.33	1,20,000	8.33	1,20,000	8.33
10	Wonderland Paper Suppliers Pvt Ltd	1,20,000	8.33	1,20,000	8.33	1,20,000	8.33

(b) Reconciliation of the Number of Shares and Amount Outstanding as at the Beginning and at the End of the Year

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₹

₹

Sr. No	Equity shares	Number	Amount	Number	Amount	Number	Amount
	Outstanding at the Beginning of the Year	14,40,000	1,44,00,000.00	14,40,000	1,44,00,000.00	14,40,000	1,44,00,000.00
	Issued During the Year	-	-	-	-	-	-
	Outstanding at the End of the Year	14,40,000	1,44,00,000.00	14,40,000	1,44,00,000.00	14,40,000	1,44,00,000.00

(c) Terms/Rights Attached to Equity Shares

The Company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per

RADHAGOBIND COMMERCIAL LIMITED

40, METCALFE STREET, 3RD FLOOR, ROOM NO.339, KOLKATA-700013

Notes Forming part of Financial Statements

Note : 9 Other Equity

Sr. No	Particulars	AS AT MARCH 31, 2018		AS AT MARCH 31, 2017		AS AT MARCH 31, 2016	
1	Securities Premium						
	Opening Balance	1,80,00,000.00		1,80,00,000.00		-	1,80,00,000.00
	Add:- Addition during the Year		1,80,00,000.00		1,80,00,000.00	1,80,00,000	
2	Surplus (Profit & Loss Account)						
	Opening balance	33,86,469.30		27,57,334.14		29,84,992.79	
	Add: Surplus in the Statement of Profit & Loss	(61,63,501.77)	(27,77,032.47)	6,29,135.16		(2,27,658.65)	
					33,86,469.30		27,57,334.14
	Total		1,52,22,967.53		2,13,86,469.30		2,07,57,334.14

Note : 10 Long term Loans

Sr. No	Particulars	AS AT MARCH 31, 2018		AS AT MARCH 31, 2017		AS AT MARCH 31, 2016	
1	Multanmull Kishanlal Pvt Ltd		60,49,670.00		56,44,670.00		52,39,670.00
					-		-
	Total		60,49,670.00		56,44,670.00		52,39,670.00

Note : 11 Trade Payables

Sr. No	Total	AS AT MARCH 31, 2018		AS AT MARCH 31, 2017		AS AT MARCH 31, 2016	
	Sundry Creditors for Material /Suppliers:						
	Micro and small enterprises				-		
	Other than micro and small enterprises		28,46,044.57		1,46,17,842.00		-
	Total		28,46,044.57		1,46,17,842.00		-

Note : 12 Other Financial Liabilities

Sr. No	Particulars	AS AT MARCH 31, 2018		AS AT MARCH 31, 2017		AS AT MARCH 31, 2016	
1	Other Payables		-		3,18,240.00		30,83,398.00
2	Audit Fees Payable		10,000.00		10,000.00		10,000.00
3	Liabilities for Expenses		30,000.00		30,000.00		1,11,200.00
	Total		40,000.00		3,58,240.00		32,04,598.00

Note : 13 Other Liabilities

Sr. No	Particulars	AS AT MARCH 31, 2018		AS AT MARCH 31, 2018		AS AT MARCH 31, 2017	
1	Withholding Taxes and Others		45,000.00		45,000.00		53,630
	Total		45,000.00		45,000.00		53,630.00

Note :14 Provisions

Sr. No	Particulars	AS AT MARCH 31, 2018		AS AT MARCH 31, 2017		AS AT MARCH 31, 2016	
1	Others						
	Provision for Taxation		3,00,000.00		2,30,000.00		85,170.00
	Total		3,00,000.00		2,30,000.00		85,170.00

RADHAGOBIND COMMERCIAL LIMITED

Notes forming part of Financial Statements

Note : 15 Revenue from Operations

		₹	₹
Sr. No	Particulars	For the year ended March 31,2018	For the year ended March 31,2017
1	Sales	-	1,50,40,658.00
2	Consultancy Income	18,00,000.00	
	Total	18,00,000.00	1,50,40,658.00

Note : 16 Other Income

		₹	₹
Sr. No	Particulars	For the year ended March 31,2018	For the year ended March 31,2017
1	Dividend	44,164.00	86,190.00
2	Interest Received on Loan	5,83,873.00	1,48,604.00
3	Speculation Profit	1,24,368.81	1,76,594.93
4	Profit on sale of shares	(9,62,560.99)	6,85,036.38
5	Interest on Income Tax Refund	-	1,999.00
6	Mark to Mark(F & O)	-	16,02,777.66
	Total	- 2,10,155.18	27,01,201.97

Note : 17 Cost of Material Consumed

		₹	₹
Sr. No	Particulars	For the year ended March 31,2018	For the year ended March 31,2017
	<u>PURCHASES</u>		
	Purchases	-	1,46,17,842.00
	Total	-	1,46,17,842.00

Note : 18 Change in Inventories

		₹	₹
Sr. No	Particulars	For the year ended March 31,2018	For the year ended March 31,2017
1	Opening Stock	75,140.00	75,140.00
2	Closing Stock	75,140.00	75,140.00
	Total	-	-

Note : 19 Employment Benefit Expenses

		₹	₹
Sr. No	Particulars	For the year ended March 31,2018	For the year ended March 31,2017
	Director's Salary	1,20,000.00	1,20,000.00
	Salary	2,74,470.00	3,15,000.00
	Total	3,94,470.00	4,35,000.00

Note :20 Financial Cost

		₹	₹
Sr. No	Particulars	For the year ended March 31,2018	For the year ended March 31,2017
	Interest paid	4,50,000.00	4,50,000.00
	Interest on Delayed Payment	175.00	5,000.00
	Total	4,50,175.00	4,55,000.00

RADHAGOBIND COMMERCIAL LIMITED

Notes forming part of Financial Statements

Note :21 Depreciation and Amortization

		₹	₹
Sr. No	Particulars	For the year ended March 31,2018	For the year ended March 31,2017
1	Depreciation	17,931.93	13,750.00
2	Preliminary Expense Written off	-	-
	Total	17,931.93	13,750.00

Note : 22 Other Expenses

		₹	₹
Sr. No	Particulars	For the year ended March 31,2018	For the year ended March 31,2017
a.	Administrative Expenses		
1	Advertisement & Publicity	23,496.00	17,280.00
2	Annual Maintenance Charges	4,000.00	4,000.00
4	Bank Charges	1,859.50	2,008.00
5	Depository Charges	33,480.00	38,181.96
6	Courier Charges	-	2,265.00
7	Demat Charges	946.36	3,862.44
8	General Charges	12,547.00	8,157.00
9	Listing Fees	2,87,500.00	2,57,625.00
10	Professional Fees	40,890.00	11,500.00
11	Filing Fees	21,000.00	9,000.00
12	Telephone Expenses	-	5,105.00
13	Printing And Stationary	15,478.00	3,21,254.00
14	Registrar Fees	37,939.00	34,210.00
15	Website Expenses	4,500.00	4,500.00
16	Trade License	2,155.75	1,855.75
17	Internet Charges	2,933.00	11,732.00
18	STT and other Expenses	1,80,912.89	5,84,324.04
19	Balance Written Off	-	486.00
b.	Payment to Statutory Auditor		
1	Audit Fees	10,000.00	10,000.00
	Total	6,79,637.50	13,27,346.19

Note:- 23 Earning Per share

		For the year ended March 31,2018	For the year ended March 31,2017
Sr. No	Particulars		
	Profit after Tax	(2,77,918.61)	6,29,135.16
	Weighted Average No. of Equity Shares	14,40,000.0	14,40,000
	Earning per share	(0.19)	0.44
	Face Value per Share (in Rs.)	10.00	10.00

24. Contingent Liabilities:- Nil (P.Y.-NIL)

25. Earning in Foreign Exchange:- Nil (P.Y.-NIL)

26. Expenditure in Foreign Exchange:- Nil (P.Y. -NIL)

RADHAGOBIND COMMERCIAL LIMITED

Notes forming part of Financial Statements

27. No provision has been made on account of leave salary as there are no leave to the credit of employees at the end of that Year.

28. The Figures of Previous Year have been regrouped and/or re-arranged wherever necessary.

Note 29 :Related Party Transactions

Sr. No.	Name of the Related Party	Relationship	Nature of Interest	Value of Interest
1	Santanu Chakraborty	Director	-	-
2	Sanjay Kumar Tiwari	Managing Director	Director salary	-
3	Payel Chakraborty	Director	-	-
4	Anny Jain	Company Secretary	Salary	-

RADHAGOBIND COMMERCIAL LIMITED

NOTE : 30

NOTES ANNEXED TO AND FORMING PART OF BALANCE SHEET AS AT 31ST MARCH, 2018 AND PROFIT & LOSS STATEMENT FOR THE YEAR ENDED ON THAT DATE

A. SIGNIFICANT ACCOUNTING POLICIES

1. Basis of Preparation and Presentation of Financial Statements

The financials are prepared on accrual basis under historic cost basis except for the following assets which have been measured at Fair Value amount.

a. Investments

The financial statements of the company have been prepared in accordance with the Generally accepted Accounting principles in India (Indian GAAP) to comply with accounting standard specified under section 133 of the Companies Act, 2013

Upto the year ended 31.03.2017, the company has prepared its financial statements in accordance with the requirements of Indian Generally accepted Accounting Principles ('GAAP'), which includes standards notified under the Companies (Accounting Standards) Rules, 2006, as considered under 'previous GAAP'.

The financial statements are Company's first IND AS standalone Financial Statements.

Company's financial statements are presented in Indian Rupees() which is also its functional currency.

2. Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured. In addition, the following criteria must also be met before revenue is recognized:

- Interest and other dues are accounted on accrual basis.

3. Investments

Non Current Investment are valued at Market Value against at cost in accordance with IND AS. The difference between market value and cost is accounted as Other Comprehensive Income.

4. Property Plant & Equipments & Depreciation

Plant Property & Equipments are stated at Cost less accumulated Depreciation. Depreciation is systematically allocated over the useful life of Assets stated in part C of Schedule II of the Companies Act, 2013.

5. Employment Benefits

Leave salary is accounted for on the basis of leave due to employees at the end of the year. No provisions for leave salary are made as there is no credit of leave to the employees.

Termination Benefits

Termination Benefits like gratuity etc are provided in the account in respect of employee when they became eligible for the same. No provisions for gratuity have been made in respect of employees for the year as they have not put in completed year of service as per provisions of Gratuity Act.

6. Taxes on Income

- a) Current tax is the amount payable on the taxable income for the year determined in accordance with the provisions of the Income Tax Act, 1961.
- b) Deferred tax is realized on timing differences; being the differences between the taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets subject to the consideration of prudence are recognized and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized.

7. Earnings per Share

The Company reports basic and diluted earnings per share in accordance with Accounting Standards-20, *Earnings per Share*, issued by the Institute of Chartered Accountants of India. Basic earnings per equity share have been computed by dividing net profit after tax by the weighted average number of equity shares outstanding for the period.

8. Provisions and Contingencies

- A Provision is recognized when the company has a present obligation as a result of Past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation as at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed separately.

9. Cash and Cash Equivalents

Cash and Cash Equivalents comprise cash and cash on deposit with banks and financial Institutions. The Company considers all highly liquid investments with a remaining maturity at the date of purchase of three months or less and that are readily convertible to known amounts of cash to be cash equivalents.

10. Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Group are assigned.

11. Previous year figures has been re-arranged or re-cast wherever necessary, however the same are not strictly comparable with that of the current year as the previous year.
12. The Company operates solely in one Geographic segment and hence no separate information for Geographic wise disclosure is required.

**For, J.P.Lakhotia & Associates
Chartered Accountants**

**Place: Kolkata
Date: 30/05/2018**

**Jagdish Prasad Lakhotia
Proprietor
Firm Registration No. 312061E
Member Ship No. 050529**