

# TRINITY LEAGUE INDIA LIMITED



**31<sup>st</sup>  
Annual Report  
2018-19**

**CIN: L93000DL1988PLC031953**

**BOARD OF DIRECTORS**

Mr. Devinder Kumar Jain - Chairman & Managing Director  
Mrs. Madhulika Jain - Director  
Mrs. Saloni Jain - Director  
Mr. Alok Sinha - Director  
Mr. Ashok Kumar Chaturvedi - Director  
Mr. Shashank Chandhok - Director  
Mr. Sukhwant Singh - Director

**COMPANY SECRETARY  
& COMPLIANCE OFFICER**

Mr. Dharmender Kumar

**BANKERS**

Axis Bank  
B-2 & 3, Sector-16  
NOIDA-201301

**AUDITORS**

M/s S. K. Mehta & Co.,  
Chartered Accountants  
302-306, Pragati Tower,  
26 Rajendra Place,  
New Delhi- 110008

**REGISTRAR AND SHARE TRANSFER AGENT**

M/s. Beetal Financial & Computer Services (P) Limited  
Beetal House 3<sup>rd</sup> Floor, 99,  
Madangir Behind Local Shopping Centre,  
New Delhi-110062  
Telephone: 011-29961281-83

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**Note:**

The Ministry of Corporate Affairs (MCA) has taken a "Green Initiative in Corporate Governance" by allowing paperless compliances by the company and has issued circulars allowing service of notices/documents including Annual Report by E-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their E-mail address, so far, are requested to do the same immediately.

## TRINITY LEAGUE INDIA LIMITED

REGD OFF: A-23, Mandakini Enclave, Alaknanda, GK II, New Delhi-110019

Telephone: 011-40562329, website: www.trinityasia.in; e-mail id: trinityleague@trinitygroup.ind.in

CIN. L93000DL1988PLC031953

**NOTICE OF 31<sup>st</sup> ANNUAL GENERAL MEETING**

Notice is hereby given that the 31<sup>st</sup> Annual General Meeting of the members of **TRINITY LEAGUE INDIA LIMITED** will be held on Wednesday, 25<sup>th</sup> day of September, 2019 at 12:00 PM at its registered office situated at A-23, Mandakini Enclave, Alaknanda, GK II, New Delhi-110019 to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended 31<sup>st</sup> March, 2019, the Reports of the Board of Directors and Auditors report thereon.
2. To appoint a Director in place of Mrs. Saloni Jain (DIN 03052091), whose tenure is liable to retire by rotation and being eligible to offer herself for re-appointment as Director of the Company at this Annual General Meeting

**SPECIAL BUSINESS:**

3. To Ratify Related Party Transaction

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

**“RESOLVED THAT** pursuant to Section 188 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Meetings of Board & its Powers) Rules, 2014, as amended from time to time, the 100% equity shares of Agrotech Risk Private Ltd. purchased by the Company as detailed in the explanatory statement annexed to this notice be and are hereby ratified and approved.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized severally to do all such acts, deeds, things as may be necessary in its absolute discretion and to finalize any documents and writings related thereto”

4. To consider and approve Loan, Guarantee or Security under Section 185 of Companies Act, 2013

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

**“RESOLVED THAT** pursuant to Section 185 and all other applicable provisions of the Companies Act, 2013 read with Companies (Amendment) Act, 2017 and Rules made thereunder as amended from time to time, Consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the ‘Board’, which term shall be deemed to include, unless the context otherwise required, any committee of the Board or any director or officer(s) authorized by the Board to exercise the powers conferred on the Board under this resolution) to advance any loan including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan given to any entity/ subsidiary/associate/body corporate with in the Trinity Group or any other person, as specified under section 185 of the Act (in whom any of the director of the Company is interested/ deemed to be interested) upto an aggregate sum of Rs. 50 Crores (Rupees Fifty Crores Only) in their absolute discretion deem beneficial and in the interest of the Company, provided that such loans are utilized by the borrowing company for its principal business activities.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, Board of Directors of the company be and are hereby authorized severally, to take from time to time all decisions and such steps as may be necessary for giving loans, guarantees or providing securities and to execute such documents, deeds, writings, papers and/or agreements as may be required and do all such acts, deeds, matters and things, as it may in its absolute discretion, deem fit, necessary or appropriate.”

**BY ORDER OF THE BOARD****For TRINITY LEAGUE INDIA LTD.****Date:** 17/08/2019**Place:** Noida**Registered Office:**

A-23, Mandakini Enclave, Alaknanda  
GK-II, New Delhi-110019

Sd/-

**Dharmender Kumar**  
**Company Secretary**  
M.No. A45372

**NOTES:-**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND TO VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. Proxies, in order to be effective, must be received in the enclosed Proxy Form at the Registered Office of the Company not less than forty-eight hours before the time fixed for the Meeting.
3. The Register of Members and Share Transfer Books of the company will remain closed from 19<sup>th</sup> September, 2019 to 25<sup>th</sup> Sep, 2019. The book closure dates have been fixed in consultation with the Stock Exchanges.
4. Pursuant to section 101 and section 136 of the Companies Act, 2013 read with relevant Rules made there under, Companies can serve Annual Reports and other communications through electronic mode to those members who have registered their e-mail address.
5. The Notice of AGM, Annual Report and Attendance slip are being sent in electronic mode to members whose e-mail ID s are registered with the company or the RTA unless the members have registered their request for a hard copy of the same. Physical copy of the Notice of AGM, Annual Report and Attendance slip are being sent to the members who have not registered their e-mail IDs with the company or RTA. Members who have received the Notice of AGM, Annual Report and Attendance slip in electronic mode are requested to print the Attendance slip and submit a duly filled in Attendance slip at the registration counter to attend the AGM.
6. Pursuant to section 108 of the Companies Act. 2013 read with the relevant Rules of the Act, the company is pleased to provide the facility to Members to exercise their right to vote by electronic means. The e-voting period will commence at 10.00 am on 22<sup>nd</sup> September, 2019 and will end at 5.00 pm on 24<sup>th</sup> September, 2019. The company has appointed Mr. Mohit Singhal, Practicing Company Secretary (ACS 43204, CP 15995), to act as the Scrutinizer, for conducting the scrutiny of the votes cast. The Members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given hereinafter.
7. The Scrutinizer shall, within a period of three working days from the conclusion of the e-voting period, unlock the votes in the presence of at least two witnesses, not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favor of or against, if any, forthwith to the Chairman of the Company.
8. A person can act as a proxy on behalf of Members not exceeding 50 and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A Member holding more than ten percent of total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
9. During the period beginning 24 hours before the time fixed for the commencement of Meeting and ending with the conclusion of the Meeting, a Member would be entitled to inspect the proxies lodged at any time during the business hours of the Company.
10. A Corporate Member intending to send its authorized representatives to attend the Meeting in terms of Section 113 of the Companies Act, 2013 is requested to send to the Company a certified copy of the Board Resolution authorizing such a representative to attend and vote on its behalf at the Meeting.
11. Members/proxies should fill the Attendance Slip for attending the meeting and bring their Attendance Slip along with their copy of the annual report to the meeting.
12. All documents referred to in the Notice are open for inspection at the Registered Office of the Company on all working days of the Company between 11:00 a.m. and 1:00 p.m. prior to the date of the meeting and will also be available at the meeting venue on the date of the meeting.
13. Any query relating to financial statements must be sent to the Company's Registered Office at least seven days before the date of the Meeting.
14. The route-map to the venue for the Annual General Meeting is attached herewith.

**E-Voting Process instructions:**

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 22<sup>nd</sup> Sep, 2019 at 10.00 AM and ends on 24<sup>th</sup> Sep, 2019 at 5.00 PM. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 18<sup>th</sup> Sep, 2019 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

<b>For Members holding shares in Demat Form and Physical Form</b>	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> <li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</li> <li>• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li> </ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> <li>• If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).</li> </ul>

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant TRINITY LEAGUE INDIA LIMITED on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xvii) If a demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) **Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.**

**(xix) Note for Non – Individual Shareholders and Custodians**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

**BY ORDER OF THE BOARD  
For TRINITY LEAGUE INDIA LTD.**

**Date:** 17.08.2019

**Place:** Noida

Sd/-  
**Dharmender Kumar**  
**Company Secretary**  
**M.No. A45372**

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**
**ITEM NO. 3**

Your Company has entered into a transaction with the person as mentioned in the resolution which fall under the definition of “Related Party” as defined under Section 2 (76) of the Companies Act, 2013.

As per the provisions of Section 188 (1) of the Companies Act, 2013 “Related Party Transactions” requires prior consent of the Board where transactions proposed to be entered into falls in the list of items referred therein and are within threshold limits prescribed under Rule 15 of the Companies (Meeting of Board and its Power) Rules, 2015. Proviso to Section 188 further provides that nothing contained in sub-section (1) of Section 188 applies where transactions are entered into by the company in the ordinary course of business other than transactions which are not on an arm’s length basis. Following are the details of the related party transaction as per sub-rule 3 of rule 15 of the Companies (Meeting of Board and its Powers) Rule, 2014.

S . No.	Name(s) of the related party and nature of relationship	Name of the Related Director	Nature of contracts/ arrangements/ transaction	Duration of the contracts/ arrangements/ transaction	Salient terms of the contract or arrangement or transaction including the value, if any	Date(s) of approval by the board	Amount paid as advance, if any
1	Madhulika Jain	Madhulika Jain (Common Director)	Share Purchase	One Time	Trinity League India Ltd. purchased 50% of shareholding of Agrotech Risk Pvt. Ltd. from Mrs. Madhulika Jain in consideration of Rs. 25 lakhs	11 <sup>th</sup> July 2019	NIL
	Saloni Jain	Saloni Jain (Common Director)	Share Purchase	One Time	Trinity League India Ltd. purchased 50% of shareholding of Agrotech Risk Pvt. Ltd. from Mrs. Saloni Jain in consideration of Rs. 25 lakhs	11 <sup>th</sup> July 2019	NIL

None of the Directors and Key Managerial Personnel of the Company or their respective relatives, other than as mentioned above is concerned or interested, financially or otherwise, in the resolution

**ITEM NO. 4**

The Company is expected to render support for the business requirements of other companies in the group, from time to time. However, owing to certain restrictive provisions contained in the Section 185 of the Companies Act, 2013, the Company was unable to extend financial assistance by way of loan, guarantee or security to any entity/subsidiary/associate/body corporate within the Trinity Group or any other person, as specified under section 185 of the Act (in whom any of the director of the Company is interested/ deemed to be interested). In the light of amendments notified effective May 7, 2018, inter-alia replacing the provisions Section 185 of Companies Act, 2013, the Company with the approval of members by way of special resolution, would be in a position to provide financial assistance by way of loan to other entities in the group or give guarantee or provide security in respect of loans taken by such entities, for their principal business activities.

The members may note that board of directors would carefully evaluate proposals and provide such loan, guarantee or security proposals through deployment of funds out of internal resources / accruals and / or any other appropriate sources, from time

to time, only for principal business activities of the entities/subsidiary/associate/body corporate within the Trinity Group or any other person, as specified under section 185 of the Act (in whom any of the director of the Company is interested/ deemed to be interested).

Hence, in order to enable the company to advance loan to Subsidiaries/ Joint Ventures /associates/ other Companies/ Firms in which Directors are interested directly or indirectly as specified under section 185 of the Companies Act, 2013, requires approval of members by a Special Resolution.

The Board of Directors Recommend the Special Resolution for approval by the members.

None of the Directors, Key Managerial Personnel and their relatives are concerned or interested in the proposed resolution, except to the extent of their shareholdings in the company.

**BY ORDER OF THE BOARD  
For TRINITY LEAGUE INDIA LTD.**

**Date:** 17.08.2019  
**Place:** Noida

**Sd/-**

Dharmender Kumar  
Company Secretary  
M. No. A45372



## DIRECTORS' REPORT

To the Members,

Your Directors have pleasure to present the 31<sup>st</sup> Annual Report on the business and operations of the Company and accounts for the financial year ended 31<sup>st</sup> March, 2019.

### FINANCIAL HIGHLIGHTS

A brief overview on Financial Performance for the Financial Year ended March 31, 2019 is as follows:

(Rs. In Hundreds)

Particulars	Year Ended 31 <sup>st</sup> March 2019	Year Ended 31 <sup>st</sup> March 2018
Revenue from Operations	84,870	1,07,250
Other Income	10,240	5,911
Profit/loss before Depreciation, Finance Costs, Exceptional items and Tax Expense	25,114	63,325
Less: Depreciation	8,069	3,374
Profit /loss before Finance Costs, Exceptional items and Tax Expense	17,045	59,951
Less: Finance Costs	3,109	-
Profit /loss before Exceptional items and Tax Expense	13,935	59,951
Add/(less): Exceptional items	-	-
Profit /loss before Tax Expense	13,935	59,951
Less: Tax Expense (Current & Deferred)	2,505	11,818
Profit /loss for the year (1)	11,430	48,133
Other Comprehensive Income/loss (2)	265	(5,325)
Total (Comprehensive Income (1+2))	11,695	42,808
Add: Balance B/F from the previous Year	(2,50,448)	(3,01,009)
<b>Balance Profit / (Loss) C/F to the next year</b>	<b>(2,39,018)</b>	<b>(2,50,448)</b>

### DIVIDEND

To strengthen the financial position of the Company, Board of Directors of the Company did not recommend any dividend for the financial year 2018-19.

### PUBLIC DEPOSITS

During the Financial Year, your Company has not accepted any Deposit within the meaning of Section 73 of the Companies Act, 2013, read with Companies (Acceptance of Deposits) Rules, 2014. Accordingly, there is no unpaid deposit lying with the Company for the period under review.

### RESERVES

The Company has not transferred any amount to reserves out of the profits for the financial year ended on 31<sup>st</sup> March, 2019.

### EXTRACT OF ANNUAL RETURN

Extract of Annual Return as on 31<sup>st</sup> March 2019 in the prescribed form MGT-9, pursuant to the provisions of Section 92(3) of Companies Act, 2013 and the Companies Management and Administration) Rules, 2014 is annexed herewith as **Annexure-I** and also available on the website of the Company <http://trinityasia.in>

### AUDITORS

M/s S. K. Mehta & Co., *Chartered Accountants* (FRN: 000478N) were re-appointed as Statutory Auditors of the Company by the Members as per the provisions of Section 139 of the Companies Act 2013,

The report given by the Auditors on the financial statements of the Company are self-explanatory and therefore, do not call for any further comments or explanations.

The Auditors have not reported any fraud to the Company required to be disclosed under Section 143(12).

### **SECRETARIAL AUDIT**

Pursuant to the provisions of Section 204 (1) of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, M/s Mohit Singhal & Associates, Practicing Company secretaries, were appointed as Secretarial Auditors of the Company to conduct the Secretarial Audit of the Company for the financial year 2018-19. The Secretarial Auditor Report submitted by them in prescribed form MR-3 is attached as “**Annexure-II**” to this report.

The Auditor has not given any adverse remark to the Company which required to response.

### **STATE OF COMPANY’S AFFAIRS**

The principal business of the Company is to act as financial consultants, management consultants and to provide advice, services, and consultancy in various fields. However during the year company has added another objective of monitor of agriculture insurance scheme and other related services. Multiple opportunities keep coming for its consideration and future outlook for the company is good.

### **INTERNAL AUDITOR**

Company had appointed M/s R. Mediratta & Associates, Chartered Accountants as Internal Auditor of the company under section 139(1) of the Companies Act, 2013 for the F.Y. 2018-19. The Company proposes to appoint them for the current FY, i.e. 2019-20 also.

### **DIRECTORS/ KMP**

The Board of Directors of the Company is duly constituted. None of the Directors of the Company is disqualified under the provisions of Companies Act, 2013.

As on 31<sup>st</sup> March, 2019, the Board/KMP consisted of following:

<b>Sr. No.</b>	<b>Name of Directors/ KMPs</b>
1.	Devinder Kumar Jain (Managing Director)
2.	Madhulika Jain (Non-executive Director)
3.	Saloni Jain(Non-Executive Director)
4.	Alok Sinha(Independent Director)
5.	Ashok Kumar Chaturvedi (Independent Director)
6.	Sukhwant Singh (Independent Director)
7.	Shashank Chandhok (Independent Director)
8.	Bakhshish Singh Rana (CFO)
9.	Dharmender Kumar (CS)

### **DETAILS OF DIRECTORS OR KEY MANAGERIAL PERSONNEL (KMPs) WHO WERE APPOINTED OR HAVE RESIGNED DURING THE YEAR**

During the period under review, Mr. Shashank Chandhok (DIN: 06881108) and Mr. Sukhwant Singh (DIN: 00973805) were appointed as Independent Directors of the Company w.e.f. 25/09/2018 in its 30<sup>th</sup> AGM of the Company, held on 25<sup>th</sup> day of September, 2018. The Company has duly received their consent in writing from both of them to act as Independent Director and intimation in Form DIR-8 to the effect that they are not disqualified u/s 164(2) of the Companies Act, 2013 to act as Director of the Company.

Mr. Gaurav Tomar, who was acting as Company Secretary of the Company resigned from the position w.e.f. 30/04/2018 and Ms. Shraya Jaiswal was appointed as his replacement from the same date. Ms. Shraya Jaiswal also resigned from the position w.e.f. 02/02/2019 and the Company Secretary, Mr. Dharmender Kumar appointed as her replacement w.e.f. 02/02/2019.

Effective from 30/04/2018, Mr. Ashish Harbola, Chief Financial Officer of the Company resigned from the position and Mr. Arunabh Jain was appointed as his replacement effective from the same date. Thereafter, w.e.f. 31/07/2018, Mr. Arunabh Jain resigned from the position and Mr. Bakhshish Singh Rana appointed as his replacement effective from the same date.

In terms of Section 152 of Companies Act, 2013 and Article of Association of the Company Ms. Saloni Jain, Director of the Company shall retire by rotation at the ensuing AGM and being eligible, offers herself for re appointment.

### **DECLARATIONS BY INDEPENDENT DIRECTOR**

All the Independent Directors have submitted their disclosures to the Board that they fulfill all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules.

### **CHANGE IN NATURE OF BUSINESS, IF ANY**

The Board has added another business objective “monitor of agriculture insurance scheme and other related services” during the F.Y 2018-19.

### **CHANGES IN SHARE CAPITAL, IF ANY**

Authorised Share Capital of the company increased from Rs. 11,00,00,000/- (Rupees Eleven Crore only) consisting of 1,10,00,000 (One Crore Ten lacs) Equity Shares of Rs.10/- (Rupees Ten) each TO Rs. 25,00,00,000/- (Rupees Twenty Five Crore only) consisting of 2,50,00,000 (Two Crore Fifty Lacs) Equity Shares of Rs.10/- (Rupees Ten) During the Financial Year 2018-19.

### **DISCLOSURE REGARDING ISSUE OF EQUITY SHARES WITH DIFFERENTIAL RIGHTS**

The Company has not issued any equity shares with differential rights during the year.

### **DISCLOSURE REGARDING ISSUE OF EMPLOYEE STOCK OPTIONS**

The Company has not issued any shares/debentures as stated in Rule 12(9) of Companies (Share Capital and Debenture Rules, 2014).

### **DISCLOSURE REGARDING ISSUE OF SWEAT EQUITY SHARES**

The Company has not issued any sweat equity shares.

### **NUMBER OF BOARD MEETINGS**

Eight Board Meetings were held during the Financial Year 2018-2019. The detailed Agenda and Notice for the Meetings was prepared and circulated in advance to the Directors within the prescribed time. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013. The dates of Board meeting were 30-Apr-18, 16-May-18, 27-Jul-18, 28-Aug-18, 12-Oct-18, 05-Nov-18, 02-Feb-19 and 14-Mar-19

Further, details regarding the number of meetings attended by each director are as under:

<b><u>Name of the Director</u></b>	<b><u>No of meetings attended</u></b>
Mr. Devinder Kumar Jain	8
Mrs. Madhulika Jain	8
Mrs. Saloni Jain	8
Mr. Alok Sinha	1
Mr. Ashok Kumar Chaturvedi	5
Mr. Sukhwant Singh	3
Mr. Shashank Chandhok	2

### **PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186**

Details of loans given and investments made covered under the provisions of Section 186 of the Companies Act 2013 are given below:

**Details of Loan:** During the FY 2018-19 the Company has not given any Loans

S. No	Date of Making Loan	Details of Borrower	Amount	Purpose for which loan is to be utilized by the recipient	Time period for which it is given	Date of BR	Date of SR (if reqd)	Rate of interest	Security
NIL									

**Details of Investment:** During the FY 2018-19 the Company has not made any Investments

S. No	Date of Investment	Details of Investee	Amount	Purpose for which proceeds from investment is proposed to be utilized by the recipient	Date of BR	Date of SR (if reqd)	Expected rate of return
NIL							

**Details of Guarantee/Security Provided:** During the FY 2018-19 the Company has not provided any Guarantees

S. No	Date of providing security / guarantee	Details of recipient	Amount	Purpose for which the proceeds from investment is proposed to be utilized by the recipient	Date of BR	Date of SR (if reqd)	Expected rate of return
NIL							

#### **PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES**

The Company has not entered into any contracts or arrangements with the related party referred in Section 188(1) of the Companies Act 2013 for the Financial Year 2018-19.

#### **MATERIAL CHANGES AFFECTING THE FINANCIAL POSITION OF THE COMPANY**

There are no material changes or commitments affecting the financial position of the Company which have occurred between 31<sup>st</sup> March 2019 and the date of this report.

#### **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO**

The details of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo are as under:

##### **a) Conservation of Energy:**

i)	The Steps taken or impact on conservation of Energy	Energy conservation continues to receive priority attention at all levels. All efforts are made to conserve and optimize use of energy with continuous monitoring, improvement in maintenance and distribution systems and through improved operational techniques.
ii)	The Steps taken by the Company for utilizing alternate source of energy	Company has not taken any step for utilizing alternate sources of energy.
iii)	The Capital Investment on energy conservation equipments	Company has not made any capital investment on energy conservation equipments.

##### **b) Technology Absorption:**

i)	The Efforts made towards technology absorption	Updation of technology is a continuous process, absorption implemented and adapted by the company for innovation.
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ii)	The benefit derived like product improvement, cost reduction, product development or import substitution	The Company had been able to successfully indigenize the tooling to a large extent and successfully developed new products by virtue of technology absorption, adaption and innovation
iii)	In case of Imported technology (imported during the last three years reckoned from the beginning of the Financial Year) a) Details of Technology Imported b) The year of Import; c) Whether the technology been fully absorbed d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof	Not applicable
iv)	the expenditure incurred on Research and Development.	NIL

**c) Foreign Exchange Earnings/ Outgo:**

- i. Total Foreign exchange earned in terms of actual inflows during the Financial Year – NIL
- ii. Total Foreign exchange earned in terms of actual outgo during the Financial Year- NIL

**DETAILS OF SUBSIDIARY, JOINT VENTURE OR ASSOCIATES**

The Company does not any Subsidiary, Joint Venture or Associate Company.

**RISK MANAGEMENT POLICY**

Risk Management is an integral part of the Company's business strategy. The Board reviews compliance with risk policies, monitors risk tolerance limits, reviews and analyzes risk exposure related to specific issues and provides oversight of risk across the organization. The Board nurtures a healthy and independent risk management function to inculcate a strong risk management culture in the Company. Your Directors periodically review the risk associated with the business or threatens the prospectus of the Company. The key policy is available on the website of the Company [http://trinityasia.in/policy/risk\\_management\\_policy.pdf](http://trinityasia.in/policy/risk_management_policy.pdf).

**DETAILS OF SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNAL**

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

**STATEMENT IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROL WITH REFERENCE TO THE FINANCIAL STATEMENTS**

The Company has in place adequate internal financial controls with reference to financial statements commensurate with the size and nature of its operations.

**RECEIPT OF ANY COMMISSION BY MD / WTD FROM A COMPANY OR FOR RECEIPT OF COMMISSION / REMUNERATION FROM ITS HOLDING OR SUBSIDIARY**

Your Company has not given any commission to its Managing / Whole-Time Director.

**CORPORATE SOCIAL RESPONSIBILITY (CSR) POLICY**

The provisions of Section 135 of the Companies Act relating to Corporate Social Responsibility and related rules are not applicable to the Company.

**MANAGERIAL REMUNERATION**

During the year under review, no employees, whether employed for the whole or part of the year, was drawing remuneration exceeding the limits as laid down u/s Section 197(12) of the Companies Act, 2013 read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Hence the details required under Section 197(12) are not required to be given.

Particulars of employees as required in terms of the provisions of Section 197 of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 are set out in **Annexure III and IV**.

**PREVENTION, PROHIBITION & REDRESSAL OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE**

The Company has in place a Policy on Prevention, Prohibition & Redressal of Sexual Harassment of Women at Workplace. The primary objective of the said Policy is to protect the women employees from sexual harassment at the place of work and also provides for punishment in case of false and malicious representations. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

**REPORT UNDER THE SEXUAL HARASSMENT OF WOMEN AT THE WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013**

There were no complaints reported under the Prevention of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

**AUDIT COMMITTEE**

The composition, quorum, scope, etc. of the Audit Committee are in line with the Companies Act, 2013, and SEBI LODR.

The audit committee has met and reviewed the financial statements for the financial year ended 31.03.2019 and has not given any adverse observations.

**MEETING AND ATTENDANCE**

During financial year 2018-19, five (5) meetings of Audit Committee held. Details of the meeting including attendance of members of the Committee are as follows:

The dates of meeting were 16-May-18, 27-Jul-18, 28-Aug-18, 05-Nov-18 and 02-Feb-19

**COMPOSITION**

As on 31st March 2019, the Audit Committee comprised the following members:-

S.No.	Name of the Member	Designation
1	Mr. Sukhwant Singh	Non-Executive, Independent Director (Chairman)
2	Mr. Shashank Chandhok	Non-Executive, Independent Director (Member)
3	Mr. Devinder Kumar Jain	Executive, Managing Director (Member)

**NOMINATION AND REMUNERATION COMMITTEE**

As per the requirements of Section 178 of the Companies Act, 2013, Regulation 19 of SEBI LODR a Nomination & Remuneration Committee has been constituted. The composition, quorum, scope, etc. of the Committee are in line with the Companies Act, 2013, and SEBI LODR.

**MEETING AND ATTENDANCE**

During financial year 2018-19, five (5) meetings of Nomination and Remuneration Committee were held. Details of the meeting including attendance of members of the Committee are as follows:

The dates of meeting were 30-Apr-18, 27-Jul-18, 28-Aug-18, 05-Nov-18 and 02-Feb-19

**Composition**

As on 31st March 2019, the Nomination and Remuneration Committee comprised the following members:-

S.No.	Name of the Member	Designation
1	Mr. Sukhwant Singh	Non-Executive, Independent Director (Chairman)
2	Mr. Shashank Chandhok	Non-Executive, Independent Director (Member)
3	Mrs. Madhulika Jain	Non- Executive, Non- Independent Director (Member)

**REMUNERATION POLICY**

In adherence of section 178(1) of the Companies Act, 2013, the Board of Directors of the Company has framed a policy on directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters provided u/s 178(3), based on the recommendations of the Nomination and Remuneration Committee. The broad parameters covered under the Policy are – Company Philosophy, Guiding Principles, Nomination of Directors, Remuneration of Directors, Nomination and Remuneration of the Key Managerial Personnel (Other than Managing/ Whole-time Directors), Key-Executives and Senior Management and the Remuneration of Other Employees. The policy is available on the website of the Company <http://trinityasia.in/policy/Nomination%20Policy.pdf>.

**STAKEHOLDERS' RELATIONSHIP COMMITTEE**

This Committee considers and resolves the grievances of security holders of the Company inter-alia including grievances related to transfer of shares, non-receipt of Annual Report, non-receipt of dividend etc. The Committee also reviews measures taken for effective exercise of voting rights by shareholders, adherence to the service standards adopted by the listed entity in respect of various services being rendered by the Registrar & Share Transfer Agent and ensuring timely receipt of annual reports by the shareholders of the company.

**Composition**

As on 31st March 2019, the Stakeholders' Relationship Committee comprised the following members:-

S.No.	Name of the Member	Designation
1	Mr. Sukhwant Singh	Non-Executive, Independent Director (Chairman)
2	Mr. Shashank Chandhok	Non-Executive, Independent Director (Member)
3	Mr. Devinder Kumar Jain	Executive, Managing Director (Member)

**MEETING AND ATTENDANCE**

During financial year 2018-19, four (4) meetings of Stakeholders' Relationship Committee were held. Details of the meeting are as follows:

The dates of meeting were 27-Jul-18, 28-Aug-18, 05-Nov-18 and 02-Feb-19

**VIGIL MECHANISM / WHISTLE BLOWER POLICY**

As per the provisions of Section 177(9) of the Companies Act, 2013 the Company is required to establish an effective vigil mechanism for Directors and employees to report genuine concerns. The Company as part of the 'vigil mechanism' has in place a 'Whistle Blower Policy' to deal with instances of fraud and mismanagement, if any. The Whistle Blower Policy has been placed on the website of the Company.

## **TRINITY LEAGUE INDIA LIMITED**

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This vigil mechanism of the Company is overseen by the Audit Committee and provides adequate safeguard against victimization of employees and also provide direct access to the Chairperson of the Audit Committee in exceptional circumstances.

During the year under review, the Company did not receive any complaint. None of the personnel of your Company were denied access to the Audit Committee. The policy is available on the website of the Company [http://trinityasia.in/Vigil\\_Mechanism\\_Established.html](http://trinityasia.in/Vigil_Mechanism_Established.html)

### **COST AUDITOR AND THEIR REPORT**

Provision of Cost Audit is not applicable to the Company.

### **STATEMENT INDICATING FORMAL ANNUAL EVALUATION**

A statement indicating the manner in which formal annual evaluation has been made by the Board of its own performance and that of its committees and individual directors are specified in Nomination and Remuneration Policy which is annexed as **Annexure-V**.

### **CORPORATE GOVERNANCE**

Members are hereby informed that according to Regulation 27 (2) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, the compliance of Corporate Governance is not applicable to the listed entity having paid up equity share capital not exceeding Rs. 10 Crores and Networth not exceeding Rs. 25 Crores.

As the paid up capital and net worth of the Company are less than the requisite threshold limit as prescribed in the relevant Regulation, hence the compliance of said regulation is not applicable on the Company. Declaration in relation to the same is annexed as **Annexure VI** & form part of the Director's Report.

### **MANAGEMENT DISCUSSION AND ANALYSIS**

Pursuant to regulation 34 (2) (e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Management Discussion and Analysis Report is attached as "**Annexure-VII**" to this report.

### **DIRECTOR'S RESPONSIBILITY STATEMENT**

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

- a. in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b. we 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 the financial year and of the loss of the Company for that period;
- c. we 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. we have prepared the annual accounts on a going concern basis;
- e. we have laid down proper internal financial controls and that internal financial controls are adequate and operating effectively in the Company.
- f. we have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### **LISTING**

Presently the Company's equity shares are listed on the Bombay Stock Exchange Ltd. (BSE). Your Company is regular in paying listing fees to BSE.



**ACKNOWLEDGEMENT**

Your Directors gratefully acknowledge all stakeholders of the Company viz. financial institutions, Government Authorities, Customers, members, dealers, vendors, banks and other business partners for the excellent support received from them during the financial year. Your Directors place on record their appreciation for employees, executives, staff and workers of the Company who have contributed to the growth and performance of the Company.

**The Company operates only in a single segment of Business and as such no separate segment reporting is required.**

**FOR TRINITY LEAGUE INDIA LIMITED**

**Date:** 08.05.2019  
**Place:** New Delhi

**Sd/-**  
Devinder Kumar Jain  
Managing Director  
**DIN:** 00437646  
**Address:** A 56, Sector 39, Noida  
Gautam Buddha Nagar 201301 U.P

**Sd/-**  
MadhulikaJain  
Director  
**DIN:** 00437683  
**Address:** -23, Mandakini Enclave  
Alaknanda, GK-II, New Delhi-110019

## Annexure – I to the Director’s Report

## Form No. MGT-9

## EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31.03.2019

*[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]*

**I. REGISTRATION AND OTHER DETAILS:**

i)	CIN	:	L93000DL1988PLC031953
ii)	Registration Date	:	03/06/1988
iii)	Name of the Company	:	Trinity League India Limited
iv)	Category	:	Company limited by Shares
v)	Class of Company	:	Public
vi)	Address of the Registered office	:	A-23, Mandakini Enclave Alaknanda, G K II New Delhi South Delhi-110019
vii)	Email	:	trinityleague@trinitygroup.ind.in
viii)	Phone	:	0120-4712840/802
ix)	Website	:	www.trinityasia.in
x)	Whether listed company	:	Yes
xi)	Name, Address and Contact details of Registrar and Transfer Agent, if any	:	BEETAL Financial & Computer Services Pvt. Ltd. BEETAL House, 3 <sup>rd</sup> Floor, 99, Madangir, Behind LSC, New Delhi-110062 Ph. 011-29961281-283

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1.	Financial Advisory	7020	100%

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES –**

Sl. No.	Name and address of the company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
N.A	N.A	N.A	N.A	N.A	N.A

**IV. SHARE HOLDING PATTERN (Equity Share Capital Break-up as percentage of Total Equity)**

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
<b>a) Individual/ HUF</b>	0	2769100	2769100	54.65%	2770900	0	2770900	54.69%	0.04%
<b>b) Central Govt</b>	0	0	0	0%	0	0	0	0%	0%
<b>c) State Govt(s)</b>	0	0	0	0%	0	0	0	0%	0%
<b>d) Bodies Corp.</b>	0	0	0	0%	0	0	0	0%	0%
<b>e) Banks / FI</b>	0	0	0	0%	0	0	0	0%	0%
<b>f) Any other</b>	0	0	0	0%	0	0	0	0%	0%
<b>Sub-total (A) (1):-</b>	0	2769100	2769100	54.65%	2770900	0	2770900	54.69%	0.04%

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>(2) Foreign</b>									
a) NRI - Individual/	0	0	0	0%	0	0	0	0%	0%
b) Other - Individual/	0	0	0	0%	0	0	0	0%	0%
c) Bodies Corp.	0	0	0	0%	0	0	0	0%	0%
d) Banks / FI	0	0	0	0%	0	0	0	0%	0%
e) Any Others	0	0	0	0%	0	0	0	0%	0%
<b>Total shareholding of Promoter (A)= (A) (1)+ (A)(2)</b>	0	2769100	2769100	54.65%	2770900	0	2770900	54.69%	0.04%
<b>B. Public Shareholding</b>									
<b>1. Institutions</b>									
a) Mutual Funds	0	0	0	0%	0	0	0	0%	0%
b) Banks / FI	0	0	0	0%	0	0	0	0%	0%
c) Central Govt	0	0	0	0%	0	0	0	0%	0%
d) State Govt(s)	0	0	0	0%	0	0	0	0%	0%
e) Venture Capital Funds	0	0	0	0%	0	0	0	0%	0%
f) Insurance Companies	0	0	0	0%	0	0	0	0%	0%
g) FIIs	0	0	0	0%	0	0	0	0%	0%
h) Foreign Venture Capital Funds	0	0	0	0%	0	0	0	0%	0%
i) Others (specify)	0	0	0	0%	0	0	0	0%	0%
<b>Sub-total (B)(1):-</b>	0	0	0	0%	0	0	0	0%	0%
<b>2. Non-Institutions</b>									
<b>a) Other (Body Corp.)</b>									
i) Indian	615	213500	214115	4.23%	726	213500	214226	4.23%	0%
ii) Overseas									
<b>b) Individuals</b>									
i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	22185	1421700	1443885	28.50%	89378	1352100	1441478	28.45%	(.05%)
ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	0	605800	605800	11.96%	400000	205800	605800	11.96%	0%
c) Others (NRI-RAPATRIABLE)	0	34000	34000	0.67%	0	34000	34000	0.67%	0%

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
d) Other - Individual HUF	0	0	0	0%	496	0	496	0.01%	0.01%
Sub-total (B)(2):-	22800	2275000	2297800	45.35%	490600	1805400	2296000	45.31%	(0.04%)
Total Public Shareholding (B)=(B)(1)+(B)(2)	22800	2275000	2297800	45.35%	490600	1805400	2296000	45.31%	(0.04%)
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0%	0	0	0	0%	0%
Grand Total (A+B+C)	22800	5044100	5066900	100%	3261500	1805400	5066900	100%	0%

**(ii) Shareholding of Promoters**

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Devinder Kumar Jain	2061800	40.69%	0	2063600	40.73%	0	0.04%
2	Madhulika Jain	707300	13.96%	0	707300	13.96%	0	0%
	<b>TOTAL</b>	<b>2769100</b>	<b>54.65%</b>	<b>NIL</b>	<b>2770900</b>	<b>54.69%</b>	<b>NIL</b>	<b>0.04%</b>

**(iii) Change in Promoters' Shareholding (please specify, if there is no change): There is a change of 0.04% in the promoter's shareholding during the financial year 2018-19.**

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Devinder Kumar Jain	2061800	40.69%	0	2063600	40.73%	0	0.04%
	<b>TOTAL</b>	<b>2061800</b>	<b>40.69%</b>	<b>NIL</b>	<b>2063600</b>	<b>40.73%</b>	<b>NIL</b>	<b>0.04%</b>

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

Sl. No.	For each top 10 shareholders	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.	<b>VIJAY MALHOTRA</b>				
	At the beginning of the year	220000	4.34	220000	4.34

Sl. No.	For each top 10 shareholders	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
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.)	Nil	Nil	220000	4.34
	<b>At the End of the year(or on the date of separation, if separated during the year)</b>	<b>220000</b>	<b>4.34</b>	<b>220000</b>	<b>4.34</b>
<b>2.</b>	<b>HIMANSHU JAIN</b>				
	At the beginning of the year	90000	1.78%	90000	1.78%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.)	Nil	Nil	90000	1.78%
	<b>At the End of the year(or on the date of separation, if separated during the year)</b>	<b>90000</b>	<b>1.78%</b>	<b>90000</b>	<b>1.78%</b>
<b>3.</b>	<b>MULTI FINANCE INDIA LTD</b>				
	At the beginning of the year	83600	1.65%	83600	1.65%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.)	Nil	Nil	83600	1.65%
	<b>At the End of the year(or on the date of separation, if separated during the year)</b>	<b>83600</b>	<b>1.65%</b>	<b>83600</b>	<b>1.65%</b>
<b>4.</b>	<b>KRISHAN PRASAD &amp; CO LTD.</b>				
	At the beginning of the year	77500	1.53%	77500	1.53%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.)	Nil	Nil	77500	1.53%
	<b>At the End of the year(or on the date of separation, if separated during the year)</b>	<b>77500</b>	<b>1.53%</b>	<b>77500</b>	<b>1.53%</b>
<b>5.</b>	<b>TRILOCHAN SINGH</b>				
	At the beginning of the year	38000	0.75%	38000	0.75%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.)	Nil	Nil	38000	0.75%
	<b>At the End of the year(or on the date of separation, if separated during the year)</b>	<b>38000</b>	<b>0.75%</b>	<b>38000</b>	<b>0.75%</b>
<b>6.</b>	<b>RAKESH TANEJA</b>				
	At the beginning of the year	34300	0.68%	34300	0.68%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.)	Nil	Nil	34300	0.68%
	<b>At the End of the year (or on the date of separation, if separated during the year)</b>	<b>34300</b>	<b>0.68%</b>	<b>34300</b>	<b>0.68%</b>

Sl. No.	For each top 10 shareholders	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
<b>7.</b>	<b>DEEPAK CHADHA</b>				
	At the beginning of the year	34000	0.67%	34000	0.67%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.)	Nil	Nil	34000	0.67%
	<b>At the End of the year(or on the date of separation, if separated during the year)</b>	<b>34000</b>	<b>0.67%</b>	<b>34000</b>	<b>0.67%</b>
<b>8.</b>	<b>YOGESH KUMAR PAREEK</b>				
	At the beginning of the year	30000	0.59%	30000	0.59%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.)	Nil	Nil	30000	0.59%
	<b>At the End of the year(or on the date of separation, if separated during the year)</b>	<b>30000</b>	<b>0.59%</b>	<b>30000</b>	<b>0.59%</b>
<b>9.</b>	<b>JAGDISH PRASAD PAREEK</b>				
	At the beginning of the year	30000	0.59%	30000	0.59%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.)	Nil	Nil	30000	0.59%
	<b>At the End of the year(or on the date of separation, if separated during the year)</b>	<b>30000</b>	<b>0.59%</b>	<b>30000</b>	<b>0.59%</b>
<b>10.</b>	<b>BABITA JAIN</b>				
	At the beginning of the year	30000	0.59%	30000	0.59%
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.)	Nil	Nil	30000	0.59%
	<b>At the End of the year(or on the date of separation, if separated during the year)</b>	<b>30000</b>	<b>0.59%</b>	<b>30000</b>	<b>0.59%</b>

## (v) Shareholding of Directors and Key Managerial Personnel

Sl. No.	Name of the Director/Key Managerial Personal	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
<b>1.</b>	<b>Mr. Devinder Kumar Jain (Managing Director)</b>				
	At the beginning of the year	2061800	40.69	2061800	40.69

Sl. No.	Name of the Director/Key Managerial Personal	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
	Purchase of shares as below:	1500	0.03	2063300	40.72
	a. 1500 shares from Chitwan Hira on 31.10.2018;				
	b. 100 shares from Aarti Agrwal on 30.11.2018;	100	0.00	2063400	40.72
	c. 100 shares from Karan Jain on 14.12.2018	100	0.00	2063500	40.72
	d. 100 shares from Kartik Jain on 14.12.2018	100	0.00	2063600	40.73
	<b>At the end of the year</b>	<b>2061800</b>	<b>40.69%</b>	<b>2063600</b>	<b>40.73%</b>
<b>2.</b>	<b>Mrs. Madhulika Jain (Director)</b>				
	At the beginning of the year	707300	13.96%	707300	13.96%
	Date wise Increase/Decrease in Shareholding during the year specifying the reason for Increase/Decrease (e.g. allotment/transfer/ bonus/sweat equity etc.)	Nil	Nil	707300	13.96%
	<b>At the end of the year</b>	<b>707300</b>	<b>13.96%</b>	<b>707300</b>	<b>13.96%</b>
<b>3.</b>	<b>Mrs. Saloni Jain (Director)</b>				
	At the beginning of the year	Nil	Nil	Nil	Nil
	Date wise Increase/Decrease in Shareholding during the year specifying the reason for Increase/Decrease (e.g. allotment/transfer/ bonus/sweat equity etc.)	Nil	Nil	Nil	Nil
	<b>At the end of the year</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>4.</b>	<b>Mr. Alok Sinha (Director)</b>				
	At the beginning of the year	Nil	Nil	Nil	Nil
	Date wise Increase/Decrease in Shareholding during the year specifying the reason for Increase/Decrease (e.g. allotment/transfer/ bonus/sweat equity etc.)	Nil	Nil	Nil	Nil
	<b>At the end of the year</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>5.</b>	<b>Mr. Ashok Kumar Chaturvedi (Director)</b>				
	At the beginning of the year	Nil	Nil	Nil	Nil
	Date wise Increase/Decrease in Shareholding during the year specifying the reason for Increase/Decrease (e.g. allotment/transfer/ bonus/sweat equity etc.)	Nil	Nil	Nil	Nil
	<b>At the end of the year</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>6.</b>	<b>Mr. Sukhwant Singh (Director)</b>				
	At the beginning of the year	Nil	Nil	Nil	Nil

Sl. No.	Name of the Director/Key Managerial Personal	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
	Date wise Increase/Decrease in Shareholding during the year specifying the reason for Increase/Decrease (e.g. allotment/transfer/ bonus/sweat equity etc.)	Nil	Nil	Nil	Nil
	<b>At the end of the year</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
7.	<b>Mr. Shashank Chandhok (Director)</b>				
	At the beginning of the year	Nil	Nil	Nil	Nil
	Date wise Increase/Decrease in Shareholding during the year specifying the reason for Increase/Decrease (e.g. allotment/transfer/ bonus/sweat equity etc.)	Nil	Nil	Nil	Nil
	<b>At the end of the year</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
8.	<b>Mr. Dharmender Kumar (KMP)</b>				
	At the beginning of the year	Nil	Nil	Nil	Nil
	Date wise Increase/Decrease in Shareholding during the year specifying the reason for Increase/Decrease (e.g. allotment/transfer/ bonus/sweat equity etc.)	Nil	Nil	Nil	Nil
	<b>At the end of the year</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
9.	<b>Mr. Bakhshish Singh Rana (KMP)</b>				
	At the beginning of the year	Nil	Nil	Nil	Nil
	Date wise Increase/Decrease in Shareholding during the year specifying the reason for Increase/Decrease (e.g. allotment/transfer/ bonus/sweat equity etc.)	Nil	Nil	Nil	Nil
	<b>At the end of the year</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

**(V) INDEBTEDNESS**

Indebtedness of the company including interest outstanding/ accrued but not due for payment

Indebtedness at the beginning of the financial year	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtness
<b>i) Principal Amount</b>	Nil	Nil	Nil	Nil
<b>ii) Interest due but not paid</b>	Nil	Nil	Nil	Nil
<b>iii) Interest accrued but not due</b>	Nil	Nil	Nil	Nil
<b>Total (i+ii+iii)</b>	Nil	Nil	Nil	Nil
Change in Indebtedness during the financial year	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtness
<b>* Addition</b>	9590000	Nil	Nil	Nil
<b>* Reduction</b>	1711825	Nil	Nil	Nil
<b>Net Change</b>	7878175	Nil	Nil	Nil



Indebtedness at the end of the financial year	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtness
<b>i) Principal Amount</b>	7878175	Nil	Nil	Nil
<b>ii) Interest due but not paid</b>	Nil	Nil	Nil	Nil
<b>iii) Interest accrued but not due</b>	Nil	Nil	Nil	Nil
<b>Total (i+ii+iii)</b>	7878175	Nil	Nil	Nil

**(IV) REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL****A. Remuneration to Managing Director, Whole-time Directors and/or Manager :**

Sl. No.	Particulars of Remuneration	Name of MD/ WTD/Manager	Total Amount
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NIL	NIL
	(b) Value of perquisites under section 17(2) Income-tax Act, 1961	NIL	NIL
	(c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	NIL	NIL
2.	Stock option	NIL	NIL
3.	Sweat equity	NIL	NIL
4.	Commission – as % of profit – Others, specify...	NIL	NIL
5.	Others, please specify	NIL	NIL
	Total (A)	NIL	NIL
	Ceiling as per the Act		60 Lakhs

**B. Remuneration to other directors :**

Sl. No.	Particulars of Remuneration	Name of Directors				Total Amount
		Ashok Kumar Chaturvedi	Alok Sinha	Sukhwant singh	Shashank Chandhok	
1.	Independent Directors • Fee for attending Board/committee meetings (Sitting Fees) • Commission • Others, please specify Total (1)	65,000	60,000	10,000	10,000	1,45,000
2.	Other Non-Executive Directors • Fee for attending Board /committee meetings • Commission • Others, please specify	Nil	Nil	Nil	Nil	Nil
	Total (2)	Nil	Nil	Nil	Nil	Nil
	Total (B) = (1 + 2)	Nil	Nil	Nil	Nil	Nil
	Total Managerial Remuneration	Nil	Nil	Nil	Nil	Nil
	Overall Ceiling as per the Act					60 Lakhs

**C. Remuneration to key managerial personnel other than MD/Manager/WTD**

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil	3,67,400	2,07,300	<b>5,74,700</b>
	(b) Value of perquisites under section 17(2) Income-tax Act, 1961	Nil	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil	Nil	Nil
2.	Stock Option	Nil	Nil	Nil	Nil
3.	Sweat Equity	Nil	Nil	Nil	Nil
4.	Commission – as % of profit – Others, specify.	Nil	Nil	Nil	Nil
5.	Others, please specify	Nil	Nil	Nil	Nil
	Total	Nil	3,67,400	2,07,300	<b>5,74,700</b>

**VII PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:**

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding/fee imposed	Authority (RD/NCLT/ Court)	Appeal Made, if any
<b>A. COMPANY</b>					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
<b>B. DIRECTORS</b>					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding/fee imposed	Authority (RD/NCLT/ Court)	Appeal Made, if any
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil

**BY ORDER OF THE BOARD  
FOR TRINITY LEAGUE INDIA LIMITED**

**Date:** 08.05.2019

**Place:** New Delhi

**Sd/-**

Devinder Kumar Jain

Managing Director

**DIN:** 00437646

**Address:** A 56, Sector 39 Noida,  
Gautam Buddha Nagar-201301, UP

**Sd/-**

Madhulika Jain

Director

**DIN:** 00437683

**Address:** - A23, Mandakini Enclave  
Alaknanda, GK-II, New Delhi-110019

**Annexure – II to the Director’s Report  
FORM NO. MR-3  
SECRETARIAL AUDIT REPORT  
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2019**

**[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,  
**Trinity League India Limited**

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

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

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2019, 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;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; ***(Not applicable to the Company during the Audit Period)***
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’):-
  - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
  - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
  - d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; ***(Not Applicable to the Company during the Audit Period)***
  - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; ***(Not Applicable to the Company during the Audit Period)***
  - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; ***(Not Applicable to the Company during the Audit Period)*** and
  - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998. ***(Not Applicable to the Company during the Audit Period)***

I 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 BSE Limited read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

**I further report that,**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors and Non-Executive 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.

As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board of Directors were unanimous and no dissenting views have been recorded.

I further report that based on the review of the compliance reports/certificates of the Company Secretary which were taken on record by the Board of Directors, there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period the company following specific events/actions having a major bearing on the Company's affairs in pursuance of the above-referred laws, rules, regulations, guidelines, standards etc. referred to above:-

1. **The Company gets the approval of shareholders under Section 180(1) (c) of the Companies Act, 2013, where shareholders give powers to the Board of Directors to borrow money upto an extent of Rs. 250 Crs.;**
2. **The Company gets the approval of shareholders under Section 186 of the Companies Act, 2013, where shareholders give powers to the Board of Directors for making Investment, provide Loan or gives Guarantee upto an extent Rs. 150 Crs.;**
3. **The Company made alters MOA relating to following matter:-**
  - a. **Change in Object clause (Main) i.e., Clause III A of MOA;**
  - b. **Alteration in Clause V of MOA by Increase in authorised capital of the Company to “Rs. 25,00,00,000/- (Rupees Twenty Five Crores Only) divided into 2,50,00,000/- (Two Crore Fifty Lakhs) equity shares of Rs. 10/- each.**
  - c. **Adoption of new set of MOA in accordance with the provision of Companies Act, 2013;**
  - d. **Adoption of new set of AOA in accordance with the provision of Companies Act, 2013;**
4. **Approve the right issue of Rs. 19,93,00,000/- (Rupees Nineteen Crores Ninety Three Lakhs Only), however, there is no further action initiate by the Company in this regard.**

**For Mohit Singhal & Associates  
Company Secretaries**

Sd/-  
**Mohit Singhal  
Proprietor**

**Place: New Delhi  
Date: May 08, 2019**

**ACS No.: 43204; CP No.: 15995**

**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.**

‘Annexure A’

To,  
The Members  
Trinity League India Limited

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 process 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 process 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 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 efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Mohit Singhal & Associates  
Company Secretaries

Place: New Delhi  
Date: May 08, 2019

Sd/-  
Mohit Singhal  
Proprietor  
ACS No.: 43204; CP No.: 15995

### Annexure – III to the Director’s Report

#### Disclosures in terms of Section 197(12) read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

1. The ratio of the remuneration of each director to the median remuneration of employees of the Company for the financial year is as follows:

Name	Ratio of Remuneration
Devinder Kumar Jain	NA
Madhulika Jain	NA
Saloni Jain	NA

2. During the year under review there was no increase in remuneration to director, Chief Financial Officer, Chief Executive Officer, Company Secretary in the financial year
3. During the year under review there was no increase in the median remuneration of the employees of your Company.
4. As on March 31, 2019 there were 2 employees on the rolls of your Company.
5. It is hereby affirmed that the remuneration paid during the year is as per the Remuneration policy of the Company.
6. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: N.A

### Annexure – IV to the Director’s Report

#### **Disclosures as per Section 197 (12) of the Companies Act, 2013 disclosing names of the top ten employees in term of remuneration drawn and the name of every employee who were employed throughout the year and were in receipt of remuneration of not less than Rs. 1,02,00,000/- per annum or Rs. 8,50,000/- per month**

S. No.	Name of Employee	Designation of the Employee	Remuneration received	Date of Commencement of Employment	Age in Year	Experience in Year	Qualification and Experience	Last Employment held before joining
1.	Dharmender Kumar	Company Secretary	27000	02-Feb-19	29	2	CS	Praveen Rastogi & Associate
2.	Bakhshish Singh Rana	Chief Financial Officer	35000	01-Aug-18	33	10	B.Com	Trinity Reinsurance Brokers Limited

Note:

1. Gross remuneration comprises salary, medical reimbursement, leave travel concession, allowances, monetary value of other perquisites computed on the basis of the Income Tax Act and Rules, leave encashment and performance bonus.
2. All appointments were made in accordance with the terms and conditions as per Company rules.
3. None of the above employee is a relative of any Director of the Company.

### Annexure – V to the Director’s Report

#### **Statement indicating the manner in which formal annual evaluation has been made**

In accordance with the requirement under the Companies Act, 2013, disclosures regarding the manner in which the performance evaluation is done by the Board of Directors of its own performance, performance of various committees of the directors and individual directors’ performance are made by the Board of Directors in the Board’s Report, Further, the Board’s Report containing such statement are made available for the review of shareholders at the general meeting of the Company. The Policy has been made available on Company’s official website and the key features of this Policy have also been included in the corporate governance statement contained in the annual report of the Company.

## Annexure – VI to the Director’s Report

**CORPORATE GOVERNANCE REPORT FOR THE YEAR 2018-2019**

Members are hereby informed that according to Regulation 27 (2) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, the compliance of Corporate Governance is not applicable to the listed entity having paid up equity share capital not exceeding Rs. 10 Crores and Networth not exceeding Rs. 25 Crores.

As the paid up capital and net worth of our Company are less than 10 Cr and 25 Cr respectively as on 31st March 2019, we are not required to prepare The Corporate Governance report.

**Date:** 08.05.2019

**Place:** New Delhi

Sd/-

Devinder Kumar Jain

Managing Director

**Address:** A 56, Sector 39 Noida,  
Gautam Buddha Nagar-201301, UP

Sd/-

MadhulikaJain

Director

**Address:** -23, Mandakini Enclave  
Alaknanda, GK-II, New Delhi-110019



**(Annexure-VII) to the Director's Report**  
**Management Discussion and Analysis Report**

**(a) Industry structure and developments:**

This Trinity League India Limited (TLIL) offers financial consulting, management consultants services and to provide advice, services, and consultancy in various fields and also company had recently added monitoring of agriculture insurance scheme and other related services.

**(b) Opportunities and Threats / Risks and Concerns / Outlook:**

Opportunities: TLIL recognizes the need to accelerate our ability to connect more deeply with our customers to provide better services based on their requirement. One way of achieving these objectives is through bringing new technology in order to provide quality and customer centric services. Indian businesses, that are using IT, as an enabler, are becoming increasingly competitive in the global arena. It is reassuring to note the enhanced business potential for integrated business solutions in the global market place and we are hopeful that the growth momentum experienced in Previous Years would continued. We are strengthening our business solutions capability by bringing advance technology in to the organization, and are making a focused attempt at enhancing our competence in new service areas that would be the drivers of growth going forward.

**(c) Segment wise and Product wise performance:**

Company is providing financial consultancy services, during the financial year 2018-19 company has shown good performance an all aspects.

**(d) Internal control systems and their adequacy:**

The Company invests sizeable resources to ensure that internal control processes meet the best practices. The Company has adequate systems of internal control commensurate with its size and the nature of its operations. These have been designed to provide reasonable assurance with regard to recording and providing reliable financial and operational information complying with applicable statutes, safeguarding assets from unauthorized use, executing transactions with proper authorization and ensuring compliance of corporate policies.

**(e) Discussion on financial performance with respect to operational Performance:**

The Company is continuously pursuing its strategic actions, focusing on consistent outstanding performance, and strengthening customer relationships in order to achieve financial as well operational goal, over financial performance with respect to operation performance was satisfactory.

**(f) Human resources:**

The relations with the employees and associates continued to remain cordial throughout the year.

**(g) Details of significant changes (i.e. change of 25% or more as compared to the immediately previous financial year) in key financial ratios, along with detailed explanations therefore, including:**

- (i) Debtors Turnover Ratio : Turnover increased more than 25% during the financial year 2018-19 due to exercise of effective control of receivables.
- (ii) Inventory Turnover : Not applicable
- (iii) Interest Coverage Ratio : Last year there were no borrowings
- (iv) Current Ratio : Short term borrowings were resorted to resulting in increase in short term liability
- (v) Debt Equity Ratio : Increase due to borrowings were resorted to resulting in increase in debt
- (vi) Operating Profit Margin : Short term borrowing resulted in interest outgo and there was some reduction in revenue
- (vii) Net Profit Margin : Net Profit Margin decreased due to reduction in revenues.

**(h) Return on Net Worth:** Return on net worth decreased compared to the immediately previous financial year due to reduction in revenues.

## **INDEPENDENT AUDITOR'S REPORT**

### **To the Members of Trinity League India Limited**

#### **Report on the Ind AS Financial Statements**

We have audited the accompanying Ind AS Financial Statements of Trinity League India Limited, which comprise the Balance Sheet as at 31st March, 2019, the Statement of Profit and Loss (including Other Comprehensive Income) for the year then ended, Cash Flow Statement and Statement of changes in Equity for the year then ended and a summary of the Significant Accounting Policies and other explanatory information (herein after referred to as "Ind AS Financial Statements").

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

#### **Basis for Opinion**

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

#### **Key Audit Matters**

Key audit matters are those that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide opinion on these matters. Since the company's operations are limited we have not determined any key audit matters for reporting.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Annual Report but does not include the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

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

#### **Management's Responsibility for the Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted

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

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

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

### **Auditor's Responsibility**

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

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

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

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

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

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

### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure 1 a statement on the matters specified in the paragraph 3 and 4 of the said Order.
2. As required by Section 143(3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - (b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - (c) The Balance Sheet and the Statement of Profit and Loss (including Other Comprehensive Income) and Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
  - (d) In our opinion, the aforesaid Ind AS Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.
  - (e) On the basis of the written representations received from the directors as on 31st March, 2019, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2019 from being appointed as a director in terms of Section 164 (2) of the Act.
  - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure 2.
  - (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

Since there is no remuneration paid by the Company to its directors during the year and therefore the requirements of section 197(16) of the Act are not applicable.

- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

(i) The Company has disclosed the impact of pending litigations on its financial position in the Note No. 2.23 of Ind AS Financial Statements.

(ii) The company does not have any foreseeable losses on long-term contracts including for derivative contracts, if any, in respect of which any provision is required to be made under the applicable law and Indian Accounting Standards.

(iii) There were no amounts which were required to be transferred during the year to the Investor Education and Protection Fund by the company. \_\_\_\_\_

For S. K. Mehta & Co.  
Chartered Accountants  
(Firm Reg. No. 000478N)

Place: New Delhi  
Date: 8/5/2019

Sd/-  
CA O P Gupta  
(Partner  
M. No.071975

## ANNEXURE 1 TO INDEPENDENT AUDITOR'S REPORT

(Referred to in our Report of even date to the members of Trinity League India Limited)

- I. Fixed Assets
  - (a) The Company has maintained proper records showing full particulars, including quantitative details and situation, of its fixed assets.
  - (b) The Company has a regular programme of physical verification by which fixed assets are verified in phased manner, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. No material discrepancy was noticed on such physical verification.
  - (c) There is no immovable property held by the company, so this clause is not applicable.
- II. The company is a service company. Accordingly, it does not hold any physical inventories. Thus, paragraph 3(ii) of the order is not applicable to the company.
- III. As per the information and explanations given to us, the Company has not granted any loans, secured or unsecured, to companies, firms, limited liability partnerships or other parties covered in the Register maintained under section 189 of the Companies Act, 2013. Accordingly the clauses (iii) (a), (iii) (b) & (iii) (c) of the report are not applicable.
- IV. As per the information and explanations given to us, the Company has complied with the provisions of Section 185 & 186 of the Companies Act, 2013 in respect of loans, making investments and providing guarantees and securities, as applicable.
- V. The Company has not accepted any deposits from the public. Accordingly, the directives issued by RBI and the provisions of section 73 to 76 or any other relevant provisions of the Companies Act, 2013 & the rules framed there under are not applicable to the company.
- VI. The Company is not required to maintain cost records. Accordingly the Rules made by Central Government for maintenance of cost records prescribed under Section 148(1) of the Companies Act, 2013 are not applicable to the Company.
- VII. (a) According to the information and explanation given to us, the Company is regular in depositing undisputed statutory dues with appropriate authorities including Provident Fund, Income Tax, Sales Tax, Service Tax, Custom Duty, Excise duty, Cess and other statutory dues applicable to the company and that there are no undisputed statutory dues outstanding as on 31st March, 2019 for a period more than six months from the date they became payable.
  - (b) According to information and explanation given to us, there are no dues on account of Income Tax and Service Tax, which have not been deposited due to dispute pending in the appeal.
- VIII. As per the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to financial institutions, banks or Government. Company has so far not issued any debentures.
- IX. The Company has not raised any money by way of Initial Public Offer or further Public Offer. The company also has not been taken any term loan and hence reporting under clause 3(ix) of the order is not applicable to the company.
- X. According to the information and explanations given to us, no fraud on or by the Company by its officers or employees has been noticed or reported during the year under review.
- XI. Since there is no Managerial Remuneration paid during the year and hence reporting clause 3(x) of the order is not applicable to the company.
- XII. The Company is not a Nidhi Company and as such this clause is not applicable.

**TRINITY LEAGUE INDIA LIMITED**

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- XIII. In our opinion all transactions with the related parties are in compliance with Section 177 and 188 of the Companies Act, 2013 and the necessary details have been disclosed in the financial statements as required by the applicable Accounting Standards.
- XIV. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.
- XV. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with Directors or persons connected with him.
- XVI. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

For S.K. MEHTA & CO.  
Chartered Accountants  
Firm Registration No. 000478N

Sd/-  
CA O P Gupta  
(Partner)  
M. No. 071975

Place: New Delhi  
Date: 8/5/2019

## **ANNEXURE - 2 TO THE AUDITORS' REPORT**

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

We have audited the Internal Financial Controls over financial reporting of Trinity League India Limited as of 31st March, 2019 in conjunction with our audit of the Ind AS Financial Statements of the Company for the year ended on that date.

### **Management's Responsibility for Internal Financial Controls**

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

### **Auditors' Responsibility**

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind AS 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 including the Ind AS. A Company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Ind AS Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the Ind AS Financial Statements.

### **Inherent Limitations of Internal Financial Controls over Financial Reporting**

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

### **Opinion**

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

For S.K. MEHTA & CO.  
Chartered Accountants  
Firm Registration No. 000478N

Sd/-  
CA O P Gupta  
(Partner)  
M. No. 071975

Place: New Delhi  
Date: 8/5/2019



**TRINITY LEAGUE INDIA LIMITED**  
**BALANCE SHEET AS AT MARCH 31, 2019**

(₹ in Hundreds)

Particulars		Note	As at 31.03.2019	As at 31.03.2018
<b>ASSETS</b>				
(I)	<b>Non-Current Assets</b>			
	(A) Property, Plant & Equipment	2.1	41,476	5,907
	(B) Financial Assets			
	Investment	2.2	29,152	28,887
	Loans	2.3	20,000	25,000
	(C) Deferred tax Assets (Net)	2.4	1,194	87
	(D) Other Non-Current Assets	2.5	1,00,655	2,705
	<b>Sub Total</b>		<b>1,92,478</b>	<b>62,586</b>
(II)	<b>Current Assets</b>			
	(A) Financial Assets			
	(i) Trade Receivables	2.6	85,002	1,52,299
	(ii) Cash and cash equivalents	2.7	75,693	33,151
	(iii) Bank Balances other than above	2.8	25,000	44,100
	(B) Other Current Assets	2.9	9,593	5,444
	<b>Sub Total</b>		<b>1,95,288</b>	<b>2,34,994</b>
	<b>TOTAL</b>		<b>3,87,766</b>	<b>2,97,580</b>
<b>EQUITY AND LIABILITIES</b>				
(I)	<b>Equity</b>			
	(A) Equity Share Capital	2.1	5,06,690	5,06,690
	(B) Other Equity	2.11	-2,14,840	-2,26,534
	<b>Sub Total</b>		<b>2,91,850</b>	<b>2,80,156</b>
(II)	<b>Liabilities</b>			
	<b>Non Current Liabilities</b>			
	Financial Liabilities			
	(a) Long Term Borrowings	2.12	25,146.05	-
(III)	<b>Current Liabilities</b>			
	(A) Financial Liabilities			
	(i) Short Term Borrowings	2.13	58,900	-
	(ii) Other Financial Liabilities	2.14	7,456	1,963
	(B) Other Current Liabilities	2.15	4,414	14,353
	(C) Current Tax Liabilities (Net)	2.16	-	1,108
	<b>Sub Total</b>		<b>70,770</b>	<b>17,424</b>
	<b>TOTAL</b>		<b>3,87,766</b>	<b>2,97,580</b>

Significant Accounting Policies

1

Notes on Accounts

2

Notes referred above form an integral part of the Balance Sheet

As per our report of even date attached

**For S. K. Mehta & Co.**  
Chartered Accountants  
(Firm Reg. No.000478N)  
**CA O P Gupta**  
Partner  
Membership No. 071975

**Place : New Delhi**  
**Date : 08th May, 2019**

For and on behalf of  
**Trinity League India Limited**

Sd/-  
Devinder Kumar Jain  
**Director**

Sd/-  
Bakhshish Singh Rana  
**Chief Financial Officer**

Sd/-  
Madhulika Jain  
**Director**

Sd/-  
Dharmender Kumar  
**Company Secretary**

**TRINITY LEAGUE INDIA LIMITED**  
**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2019**

(₹ in Hundreds)

Particulars	Note	Year Ended 31.03.2019	Year Ended 31.03.2018
<b>INCOME</b>			
Revenue from Operations	2.17	84,870	1,07,250
Other Income	2.18	10,240	5,911
<b>Total Income</b>		<b>95,110</b>	<b>1,13,161</b>
<b>EXPENSES</b>			
Employee Benefits Expense	2.19	28,211	40,263
Depreciation	2.1	8,069	3,374
Other expenses	2.20	41,785	9,574
Finance Cost	2.21	3,109	-
<b>Total Expenses</b>		<b>81,175</b>	<b>53,210</b>
Profit Before Tax		<b>13,935</b>	<b>59,951</b>
<b>Tax Expense:</b>			
Current Tax		3,612	11,424
Deferred Tax		(1,107)	394
		<b>2,505</b>	<b>11,818</b>
<b>Profit for the year</b>		<b>11,430</b>	<b>48,133</b>
<b>Other Comprehensive Income</b>			
i) Items that will not be reclassified to profit or loss(Net of Taxes)			
Net Gain/(loss) on Fair Value of Equity Instuments		265	(5,325)
ii) Items that will be reclassified to profit or loss(Net of Taxes)		-	-
<b>Total Comprehensive Income for the year (Comprising Profit/(Loss) and Other Comprehensive Income for the year)</b>		<b>11,695</b>	<b>42,808</b>
Earning per Equity Share (Par Value of Rs. 10/ each)	2.20		
(i) Basic		<b>0.23</b>	<b>0.95</b>
(ii) Diluted		<b>0.23</b>	<b>0.95</b>

Significant Accounting Policies 1

Notes on Accounts 2

Notes referred above form an integral part of the Balance Sheet

As per our report of even date attached

**For S. K. Mehta & Co.**  
Chartered Accountants  
(Firm Reg. No.000478N)

**CA O P Gupta**  
Partner  
Membership No. 071975

**Place : New Delhi**  
**Date : 08th May, 2019**

For and on behalf of  
**Trinity League India Limited**

Sd/-  
Devinder Kumar Jain  
**Director**

Sd/-  
Bakhshish Singh Rana  
**Chief Financial Officer**

Sd/-  
Madhulika Jain  
**Director**

Sd/-  
Dharmender Kumar  
**Company Secretary**

TRINITY LEAGUE INDIA LIMITED  
 CASH FLOW STATEMENT FOR THE YEAR FY 2018-19

( in Hundreds)

S No.	PARTICULARS	AMOUNT	YEAR ENDED 31.03.2019	AMOUNT	YEAR ENDED 31.03.2018
I	<b>CASH FLOW FROM OPERATING ACTIVITIES</b>		13,935		50,561
	Net Profit as per Profit and Loss Account		13,935		50,561
	<b>NET PROFIT BEFORE TAXATION AND EXTRAORDINARY ITEM</b>				
	<b>ADD:</b>				
	Depreciation	8,069		3,374	
	Provision for Taxation	-		12,390	
		8,069	<b>22,004</b>	15,763	<b>66,325</b>
	<b>LESS:</b>				
	Interest Income	10,240		8,911	
	<b>Operating Profit Before Working Capital Changes (B+C+D)</b>		11,764		57,413
	<b>ADD:</b>				
	Decrease in Current Assets	91,397		-	
	Increase in Current Liabilities	5,493	<b>96,890</b>	15,109	<b>15,109</b>
	<b>LESS:</b>				
	Increase in Current Assets	97,918		45,373	
	Decrease in Current Liabilities	11,047	<b>1,08,965</b>	-	<b>45,373</b>
	Less Income Tax Paid		(7,795)		
	<b>NET CASH FLOW FROM OPERATING ACTIVITIES</b>		<b>(8,106)</b>		<b>27,149</b>
II	<b>CASH FLOW FROM INVESTING ACTIVITIES</b>				
	(-) Purchase of Tangible Fixed Assets	(43,639)		-	
	(-) Investments	(265)		19,194	
	(+) Interest Income	10,240		8,911	
	<b>NET CASH FLOW FROM INVESTING ACTIVITIES</b>		(33,664)		(10,283)
III	<b>CASH FLOW FROM FINANCING ACTIVITIES</b>				
	(+) Receipts of Loans	84,046		-	
	(+) Fair value of equity through OCI	(265)			
	<b>NET CASH FLOW FROM FINANCING ACTIVITIES</b>		<b>84,311</b>		-
IV	<b>NET CASH FLOW DURING THE YEAR (I+II+III)</b>		42,541		16,866
V	Cash and cash equivalents at the beginning of the year		33,151		16,285
VI	<b>CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR</b>		<b>75,692</b>		<b>33,151</b>

As per our Report of even date

For S K Mehta & Co.  
Chartered Accountants  
Firm's Registration No.  
CA O P Gupta  
Partner  
Membership No. 071975

Place : New Delhi  
Dated : 08th May, 2019

For and on behalf of the Board of Directors

Sd/-  
Devinder Kumar Jain  
Managing Director  
DIN 00437646

Sd/-  
Dharmender Kumar  
Company Secretary  
Memb: A45372

Sd/-  
Madhulika Jain  
Director  
DIN 00437683

Sd/-  
Bakhshish Singh Rana  
Chief Financial Officer

**TRINITY LEAGUE INDIA LIMITED**  
**STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2019**

**a. Equity share capital**

(₹ in Hundreds)

Particulars	As at March 31, 2019	As at March 31, 2018
	Amount	Amount
Balance at the beginning of the reporting period	5,06,690	5,06,690
Changes in equity share capital during the year	-	-
<b>Balance at the end of the reporting period</b>	<b>5,06,690</b>	<b>5,06,690</b>

**b. Other equity**

(₹ in Hundreds)

Particulars	Reserves & Surplus		Items of Other Comprehensive Income - fair Value of Equity through OCI	Total
	Retained earnings	Capital Reserve		
<b>Balance at April 1, 2017</b>	(3,01,009)	30,982	684	(2,69,342)
Profit for the year	48,133	-	-	48,133
Other comprehensive income for the year	-	-	(5,325)	(5,325)
Amount Transferred for Relaised gain	2,428	-	(2,428)	-
<b>Balance at March 31, 2018</b>	<b>(2,50,448)</b>	<b>30,982</b>	<b>(7,069)</b>	<b>(2,26,534)</b>
Profit for the year	11,430	-	-	11,430
Other comprehensive income for the year	-	-	265	265
Amount Transferred for Relaised gain	-	-	-	-
<b>Balance at March 31, 2019</b>	<b>(2,39,018)</b>	<b>30,982</b>	<b>-6,804</b>	<b>(2,14,840)</b>

**For S K Mehta & Co.**  
**Chartered Accountants**  
**Firm's Registration No.**  
CA O P Gupta  
**Partner**  
**Membership No. 071975**

**Place : New Delhi**  
**Dated : 08th May, 2019**

**For and on behalf of the Board of Directors**

Sd/-  
Devinder Kumar Jain  
**Managing Director**  
**DIN 00437646**

Sd/-  
Dharmender Kumar  
**Company Secretary**  
**Memb: A45372**

Sd/-  
Madhulika Jain  
**Director**  
**DIN 00437683**  
  
Sd/-  
Bakhshish Singh Rana  
**Chief Financial Officer**

**TRINITY LEAGUE INDIA LIMITED**  
**NOTES FORMING PART OF THE ACCOUNTS**

**Note No. 2.1: Property, Plant and Equipment****(in Hundreds)**

Particulars	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	As at 1st April, 2018	Additions during the year	Disposals/ Deductions/ Transfers / Reclassifications	As at 31st March, 2019	Depreciation as at 1st April, 2018	Depreciation during the year	Disposals/ Deductions/ Transfers / Reclassifications	Total Depreciation upto 31st March, 2019	AS AT 31st March, 2019	AS AT 31st March, 2018
Plant and Machinery	11,608	43,639	-	55,247	5,701	8,069	-	13,770	41,477	5,907
Furniture & Fixture	-	-	-	-	-	-	-	-	-	-
Office Equipments	1,254	-	-	1,254	1,254	-	-	1,254	-0	-0
Electrical Equipment	144	-	-	144	144	-	-	144	-0	-0
<b>Total</b>	<b>13,006</b>	<b>43,639</b>	<b>-</b>	<b>56,644</b>	<b>7,099</b>	<b>8,069</b>	<b>-</b>	<b>15,168</b>	<b>41,476</b>	<b>5,907</b>
Particulars	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	As at 1st April, 2017	Additions during the year	Disposals/ Deductions/ Transfers / Reclassifications	As at 31st March, 2018	Depreciation as at 1st April, 2017	Depreciation during the year	Disposals/ Deductions/ Transfers / Reclassifications	Total Depreciation upto 31st March, 2018	AS AT 31st March, 2018	AS AT 31st March, 2017
Plant and Machinery	11,608	-	-	11,608	2,980	2,721	-	5,701	5,907	8,628
Furniture & Fixture	-	-	-	-	-	-	-	-	-	-
Office Equipments	1,254	-	-	1,254	601	653	-	1,254	-0	653
Electrical Equipment	144	-	-	144	144	-	-	144	-0	-
<b>Total</b>	<b>13,006</b>	<b>-</b>	<b>-</b>	<b>13,006</b>	<b>3,725</b>	<b>3,374</b>	<b>-</b>	<b>7,099</b>	<b>5,907</b>	<b>9,280</b>

Note:- The company has elected to continue with the carrying value for all of property, plant and equipment, as recognized in its Indian GAAP financials as deemed cost at the transition date.

## TRINITY LEAGUE INDIA LIMITED

Notes forming part of the financial statements

## Note No. 2.10 Share Capital

Particulars	As at 31 March, 2019		As at 31 March, 2018	
	Number of shares	(₹ in Hundreds)	Number of shares	(₹ in Hundreds)
<b>Equity Share Capital</b>				
<b>(a) Authorised</b>				
Equity shares of ` 10/- each.	2,50,00,000	25,00,000	1,10,00,000	11,00,000
<b>(b) Issued, Subscribed and Fully Paid up</b>				
Equity shares of ` 10/- each.	50,66,900	5,06,690	50,66,900	5,06,690

## Notes:

## (i) Reconciliation of the number of equity shares:

Particulars	No. of Shares		No. of Shares	
Equity shares of Rs. 10/- each.				
Opening Balance	50,66,900		50,66,900	
Shares Issued	-		-	
Shares bought back	-		-	
Closing Balance	50,66,900		50,66,900	

## (ii) Terms/ Rights attached to Equity Shares

The Company has only one class of Equity Shares having par value of ` 10 each and is entitled to one vote per share. The dividend proposed by Board of Directors is subject to the approval of the shareholders in the ensuing Annual General meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company in proportion to the number of equity shares held.

## (iii) Details of shareholders holding more than 5% shares:

Name of shareholders	As at 31 March, 2019		As at 31 March, 2018	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares of Rs. 10/- each.				
Devinder Kumar Jain	20,63,600	40.73%	20,61,800	40.69%
Madhulika Jain	7,07,300	13.96%	7,07,300	13.96%
<b>TOTAL</b>	<b>27,70,900</b>	<b>54.69%</b>	<b>27,69,100</b>	<b>54.65%</b>

**TRINITY LEAGUE INDIA LIMITED**  
**NOTES FORMING PART OF THE ACCOUNTS**

( in Hundreds)

PARTICULARS	AS At 31st March 2019	AS At 31st March 2018
<b>Note No.2.2 - Investment</b>		
<b>Equity Shares (Fair value through OCI)</b>		
56180 Equity Shares of Trinity Global Enterprises Limited	29,152	28,887
50000 Equity Shares of Trinity Industries Limited	-	-
<b>TOTAL</b>	<b>29,152</b>	<b>28,887</b>
<b>Note No.2.3 - Loans (At Amortised Cost)</b>		
(Secured considered good)		
Loan and Advances	20,000	25,000
<b>TOTAL</b>	<b>20,000</b>	<b>25,000</b>
<b>Note No. 2.4 - Deferred Tax Assets (Net)</b>		
Deferred Tax Assets	1,194	87
<b>TOTAL</b>	<b>1,194</b>	<b>87</b>
<b>Refer Note No. 2.25 Disclosure related to Income Tax.</b>		
<b>Note No. 2.5- Other Non-Current Assets</b>		
(Unsecured considered good)		
Unsecured Loan	93,769	-
Income Tax Recoverable (Net of Provision for taxes)	6,887	2,705
<b>TOTAL</b>	<b>1,00,655</b>	<b>2,705</b>
<b>Note N0. 2.6 - Trade Receivables (At Amortised Cost)</b>		
(Unsecured considered good at amortised cost)		
Trade Receivables- Related Parties	85,002	1,52,299
Trade Receivables- Others	-	-
<b>TOTAL</b>	<b>85,002</b>	<b>1,52,299</b>
<b>Note No.2.7 - Cash &amp; Cash Equivalent</b>		
<b>Bank Balances:</b>		
In Current Accounts	73,796	32,785
Cash -in hand	1,897	366
<b>TOTAL</b>	<b>75,693</b>	<b>33,151</b>
<b>Note No.2.8 - Other Bank Balances</b>		
<b>Other Bank balances:</b>		
In Fixed Deposit Account	25,000	44,100
<b>TOTAL</b>	<b>25,000</b>	<b>44,100</b>
<b>Note No. 2.9 - Other Current Assets</b>		
(Unsecured considered good)		
Prepaid Expenses	41	38
Advance to employees	300	229
Service Tax recoverable	-	83
Interest Accrued	9,252	5,094
<b>TOTAL</b>	<b>9,593</b>	<b>5,444</b>

TRINITY LEAGUE INDIA LIMITED  
 NOTES FORMING PART OF THE ACCOUNTS

(₹ in Hundreds)

PARTICULARS	AS At 31st March 2019	AS At 31st March 2018
<b>NOTE NO.2.11 - Other Equity</b>		
(A) Capital Reserve	30,982	30,982
(B) Balance of Retained Earnings:		
Balance brought Forward from Last Year's Accounts	(2,50,448)	(3,01,009)
Add: Profit for the year	11,430	48,133
Add: Transferred from fair Value of equity through OCI	0	2,428
<b>Closing Balance</b>	<b>(2,39,018)</b>	<b>(2,50,448)</b>
(C) Fair Value of equity share through OCI		
Opening Balance	(7,069)	684
Add: Fair Value of equity through OCI	265	(5,325)
Less: Transferred to Retained earnings for realized gain	-	(2,428)
<b>Closing Balance</b>	<b>(6,804)</b>	<b>(7,069)</b>
<b>TOTAL</b>	<b>(2,14,840)</b>	<b>(2,26,534)</b>
<b>NOTE NO.2.12 - Long Term Borrowings</b>		
Secured Loan		
From Bank	25,146	-
<b>TOTAL</b>	<b>25,146</b>	<b>-</b>
<b>NOTE NO.2.13 - Short Term Borrowings</b>		
OD A/c	58,900	-
<b>TOTAL</b>	<b>58,900</b>	<b>-</b>
<b>NOTE NO.2.14 - Other Financial Liabilities</b>		
<b>Other Liabilities</b>		
Current Maturities on Long Term Borrowings	6,682	-
Expenses Payable	773	1,963
<b>TOTAL</b>	<b>7,456</b>	<b>1,963</b>
<b>NOTE NO.2.15 - Other Liabilities</b>		
Statutory Dues	4,414	14,353
<b>TOTAL</b>	<b>4,414</b>	<b>14,353</b>
<b>NOTE NO.2.16 - Current Tax Liabilities</b>		
Provision for Tax (Net of Advance Tax)	-	1,108
<b>TOTAL</b>	<b>-</b>	<b>1,108</b>



**TRINITY LEAGUE INDIA LIMITED**  
**NOTES FORMING PART OF THE ACCOUNTS**

(₹ in Hundreds)

PARTICULARS	Year ending 31st March 2019	Year ending 31st March 2018
<b>Note No.2.17-Revenue From Operations</b>		
Sales of Services	84,870	1,07,250
<b>TOTAL</b>	<b>84,870</b>	<b>1,07,250</b>
<b>Note No.2.18 - Other Income</b>		
Interest income	10,240	5,911
<b>TOTAL</b>	<b>10,240</b>	<b>5,911</b>

<b>Note No. 2.19 - Employee Benefits Expense</b>		
Salary & other benefits *	24,237	40,091
Employer Contribution to Provident & Other Funds	1,970	-
Performance Incentive	465	-
Director Sitting Fees	1,450	150
Staff Welfare	88.97	22
<b>TOTAL</b>	<b>28,211</b>	<b>40,263</b>

\* Salary & other benefits include ₹ NIL /- (Previous year ₹ 26,00,000/-) paid to the Director of the Company

<b>Note No. 2.20 - Other Expenses</b>		
Supervision & Consultancy Charges	4,261	-
Auditors' Remuneration - Statutory Audit	250	250
Advertisement expense	275	293
Donation	2,911	-
Rent	120	120
Legal & Professional charges	3,472	2,063
ROC Filling fees	12,602	327
Postage, Telephone & Telegram	472	778
Duties and Taxes	-	57
Printing & Stationery	284	401
Insurance Expense	76	97
Listing Fee	2,500	2,512
Software Maintenance expense	180	85
Swachh Bharat Cess	-	15
Travelling & Conveyance	14,014	2,412
Bank Charges	90	-
Misc. Expense	280	165
<b>TOTAL</b>	<b>41,785</b>	<b>9,574</b>
<b>Note No. 2.21 - Finance Cost</b>		
Interest on Loans	3,109	-
	<b>3,109</b>	-

**TRINITY LEAGUE INDIA LIMITED**  
**NOTES FORMING PART OF THE ACCOUNTS**

(₹ in Hundreds)

<b>NOTE NO. 2.22 EARNING PER SHARE</b>		
	<b>Year ended March 31, 2019</b>	<b>Year ended March 31, 2018</b>
Profit for the year	11,430	48,133
Weighted Average number of Equity Shares outstanding during the year	50,66,900	50,66,900
<b>Earning Per Share - Basic &amp; Diluted (Rs.)</b>	<b>0.23</b>	<b>0.95</b>
<b>Face value per share (Rs.)</b>	<b>10</b>	<b>10</b>
<b>NOTE NO. 2.23 CONTINGENT LIABILITIES &amp; CAPITAL COMMITMENTS</b>		
	<b>Year ended March 31, 2019</b>	<b>Year ended March 31, 2018</b>
(₹ in Hundreds)		
<b>1 Contingent Liabilities:</b>		
Claim against the company not acknowledged as debts.		
-Income tax matters in dispute/ under appeal	NIL	NIL
<b>2 Capital Commitments</b>	NIL	NIL

**NOTE NO. 2.24 RELATED PARTY DISCLOSURES**

‘Related party disclosure, as required by Ind AS 24, is as below:

**(a) List of Related Parties****(i) Enterprises which are able to exercise significant influence:-**

Trinity Reinsurance Brokers Limited  
M. M. Carpet and Industries Limited

**(ii) Key Managerial Personnel:**

Mr. Gaurav Tomar	Company Secretary till 30.04.2018 (Resigned)
Miss Shranya Jaiswal	Company Secretary from 30.04.2018 to 02.02.2019 (Resigned)
Mr. Dharmender Kumar	Company Secretary wef 02.02.2019 (New Appointment)
Mr. Devinder Kumar Jain	Managing Director
Mr. Ashok Kumar Chaturvedi	Non Executive Director
Ms. Saloni Jain	Executive Director
Mr. Alok Sinha	Non Executive Director
Ms. Madhulika Jain	Non Executive Director
Mr. Shashank Chandok	Independent Director wef 25.09.2018
Mr. Shukhwant Singh	Independent Director wef 25.09.2018
Mr. Ashish harbola	Chief Financial Officer till 30.04.2018 (Resigned)
Mr. Arunabh Jain	Chief Financial Officer from 16.05.2018 to 31.07.2018 (Resigned)
Mr. Bakhshish Singh Rana	Chief Financial Officer wef 31.07.2018 New Appointment)

(b) The following transactions were carried out with related parties:

(in Hundreds)

Particulars	31.03.2019			31.03.2018		
	(a)(i)	(a)(ii)	Total	(a)(i)	(a)(ii)	Total
Mr. Devinder Kumar Jain - Managerial Remuneration (KMP)	-	-	-	-	26,000	<b>26,000</b>
Mr. Gaurav Tomar - Salary (Ex Company Secretary)	-	122	<b>122</b>	-	1,788	<b>1,788</b>
Ms. Shranya Jaiswal - Salary (Ex Company Secretary)	-	3,048	<b>3,048</b>			
Mr. Dharmender Kumar - Salary	-	504	<b>504</b>			
Mr. Ashish Harbola - Ex-Chief Financial Officer (Salary)	-	-	-	-	2,174	<b>2,174</b>
Mr. Bakhshish Singh Rana (Chief Financial Officer)	-	2,073	<b>2,073</b>	-	-	-

**(c) Closing Balances of related parties (in Hundreds)**

Particulars	31.03.2019			31.03.2018	
	(a)(i)		Total	(a)(i)	Total
Amount Receivable - For Services	85,002	-	<b>85,002</b>	1,52,299	<b>1,52,299</b>

Notes:-

- i) The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates. Outstanding balances at the year end are unsecured.
- (ii) Managerial remuneration is with respect to short term employee benefits only.

**Note - 2.25**
**Financial instruments – Fair values and risk management**
**A. Accounting classification and fair values**

**Following is the comparison by class of the carrying amounts and fair value of financial instruments measurement hierarchy:**

The management assessed that fair value of Trade Receivables, Loan Given, Cash and cash Equivalents, Bank Balances, Other Financial Assets, Other Financial Liabilities approximate their carrying amounts.

**B. Financial risk management**

The Company has exposure to the following risks arising from financial instruments:

- Credit risk;
- Liquidity risk; and
- Market risk

**i. Risk management framework**

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company manages cash resources, borrowing strategies, and ensures compliance with market risk limits and policies.

Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

The audit committee oversees compliance with the company's risk management policies and reviews the adequacy of the risk management framework in relation to the risks faced by the Company.

**ii. Credit risk**

Credit risk is the risk of financial loss to the Company if a counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and investments in debt securities.

**Cash and other bank balances**

The company maintains its Cash and cash equivalents and Bank deposits with banks with good past track record and high quality credit rating and also reviews their credit-worthiness on an on-going basis.

**Trade receivables**

Credit risk is managed through credit approvals, ongoing credit evaluations of its customers' financial condition and monitoring the creditworthiness of its customers.

**Note No. 2.26 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES**
**1 Financial risk factors**

The Company's principal financial liabilities comprise other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include trade and other receivables, Other Financial Assets and cash / cash equivalents that derive directly from its operations.

Company is not exposed to a number of any financial risks arising from natural business exposures as well as its use of financial instruments including market risk relating to interest rate, foreign currency exchange rates. Senior management oversees the management of these risks with appropriate financial risk governance framework for the Company.

## 2 Market risk

Market risk is the risk where the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise three types of risk: currency rate risk, interest rate risk and other price risks. Financial instruments affected by market risk include loans and borrowings, deposits, investments, and derivative financial instruments. Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Presently company's financial instrument is not exposed to any material market risk.

## 3 Credit risk

Customer credit risk is managed by each business unit subject to the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive analysis and outstanding customer receivables are regularly monitored.

### Ageing Analysis of Trade Receivables

(in Hundreds)

Particulars	As 31st March, 2019		As 31st March, 2018	
	Upto Six Months	More than Six Months	Upto Six Months	More than Six Months
Secured	-	-	-	-
Unsecured	-	85,002	58,010	94,289
<b>Total</b>	-	<b>85,002</b>	<b>58,010</b>	<b>94,289</b>

### Liquidity risk

Company monitors its risk of a shortage of funds diligently. The Company seeks to manage its liquidity requirement by maintaining access to short term borrowings against FDRs.

The table below provides details regarding the contractual maturities of significant financial liabilities as of March 31, 2019:

(in Hundreds)

Particulars	Less than 1 year	1-2 years	2-4 years	4-7 years	Total
Borrowings	58,900	15,115.59	10,030.46	-	<b>84,046</b>
Trade payables	-	-	-	-	-
Other financial liabilities	7,456	-	-	-	<b>7,456</b>
<b>Total</b>	<b>66,356</b>	<b>15,115.59</b>	<b>10,030.46</b>	-	<b>91,502</b>

The table below provides details regarding the contractual maturities of significant financial liabilities as of March 31, 2018:

(in Hundreds)

Particulars	Less than 1 year	1-2 years	2-4 years	4-7 years	Total
Borrowings	-	-	-	-	-
Trade payables	-	-	-	-	-
Other financial liabilities	1,963	-	-	-	<b>1,963</b>
<b>Total</b>	<b>1,963</b>	-	-	-	<b>1,963</b>

**Note No. 2.27 CAPITAL MANAGEMENT**

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders. The primary objective of the Company's capital management is to maximize the shareholder value.

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

**Note No. 2.28**

(i) In compliance of Ind AS-12 on "Income Taxes", the item wise details of Deferred Tax Assets (net) are as under:

(in Hundreds)

Particulars	As on 01.04.2017	Provided during the year in Statement of Profit & Loss	Provided during the year in OCI (net)	As on 31.03.2018	Provided during the year in Statement of Profit & Loss	Provided during the year in OCI (net)	Balance as on 31.03.2019
<b>Deferred Tax Assets:</b>							
Related to Fixed Assets	482	394	-	87	-1,107	-	1,194
<b>Total Deferred Tax Assets (A)</b>	482	394	-	87	-1,107	-	1,194
<b>MAT Credit Entitlement (B)</b>	-	-	-	-	-	-	-
<b>Deferred Tax Assets including MAT Credit (A+B)</b>	<b>482</b>	<b>394</b>	<b>-</b>	<b>87</b>	<b>-1,107</b>	<b>-</b>	<b>1,194</b>

## CORPORATE INFORMATION AND SIGNIFICANT ACCOUNTING POLICIES

### 1. CORPORATE INFORMATION

**TRINITY LEAGUE INDIA LIMITED** is a public company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. The shares of the company are listed. The registered office of the company is located at **A-23 Mandakini Enclave, Alaknanda, Gk-II, New Delhi-110019.**

The company is in the business of rendering financial advisory services, investment advisory services, insurance related risk, management services and management consultancy services, and to carry out valuation certification of loss assessment for assets of various kinds.

### NOTE 1A: SIGNIFICANT ACCOUNTING POLICIES

#### 1. Basis of Preparation of Financial Statements

The Financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) read with [Companies (Indian Accounting Standards) Rules,] and other relevant provisions of the Act, as amended from time to time.

The financial statements have been prepared on a historical cost basis except for certain assets which are valued at Fair Value

The financial statements are presented in Indian Rupees ('INR') and all values are rounded to the nearest Rupees only, except otherwise indicated.

#### 2. Revenue Recognition

##### (a) Sales of Services

Revenue from sale of services is accounted on the basis of billing to customers and includes unbilled revenue accrued up to the end of the accounting period.

##### (b) Interest

Interest income is recognized on Effective Rate of Return (ERR) method taking into account the amount outstanding and interest rate applicable.

#### 3. Fixed Assets

(i) Property, Plant & Equipments are carried at cost less depreciation / amortization and impairment loss, if any. The cost of fixed assets includes cost of acquisition and directly attributable cost for bringing the assets in an operational condition for their intended use.

#### 4. Depreciation

(i) Depreciation on fixed assets has been charged on pro-rata basis using straight line method based on useful life specified in Schedule II of the Companies Act 2013.

(ii) Fixed Assets individually costing up to Rs 5,000/- are being fully depreciated in the year of acquisition.

#### 5. Employee Benefits

Retirement benefit are accounted for as and when the liability becomes due for payment.

#### 6. Taxation

##### (a) Current Tax

Provision for taxation is ascertained on the basis of assessable profits computed in accordance with the provisions of Income Tax Act, 1961. However, where the tax is computed in accordance with the provisions of Section 115 JB of the Income Tax Act, 1961 as the Minimum Alternate Tax (MAT), it is charged off to the statement of Profit and Loss of the relevant year. However, credit of MAT would be taken within the permissible time period when the company's profits would be subject to normal income tax rates.

**(b) Deferred Tax**

Deferred Income Tax (expense or credit) is recognized for the current year temporary differences between carrying amount of an asset or liability in the balance sheet and its tax base.

Deferred Tax Assets in respect of unabsorbed depreciation and tax losses are recognized to the extent it is probable that future taxable profit will be available against which they can be utilized. However, in case of other items, recognition is done on the basis of reasonable certainty.

Deferred Tax assets and liabilities are measured using the tax rates and the tax laws that have been enacted or substantially enacted at the balance sheet date.

**7. Financial instruments****(i) Financial assets:**

All financial assets are recognized initially at fair value and subsequently measured at amortized cost except for Investment in equity shares are measured at fair value through other comprehensive income. Classification is made as initial recognition/transition and is irrecoverable.

**(ii) Financial Liabilities:**

All financial liabilities are recognized initially at fair value and subsequently measured at amortised cost.

**(iii) De-recognition**

Financial assets is derecognized when right to receive cash flow from the assets expired or at transfer of the financial assets and transfer qualify for de-recognition.

Financial liability is derecognized when the obligation under the liability is discharged or expires.

**Form No. MGT-11  
Proxy form**

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

**CIN** : L93000DL1988PLC031953  
**Name of the company** : Trinity League India Limited  
**Registered office** : A-23, Mandakini Enclave, Alaknanda, New Delhi-110019

Name of the member (s): \_\_\_\_\_

Registered address: \_\_\_\_\_

E-mail Id: \_\_\_\_\_

Folio No/ Client Id: \_\_\_\_\_

DP ID: \_\_\_\_\_

I/We, being the member (s) of ..... Shares of the above named company, hereby appoint

7. Name: \_\_\_\_\_ E-mail Id: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_ Signature:

or failing him

8. Name: \_\_\_\_\_ E-mail Id: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_ Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 31<sup>st</sup> Annual general meeting of the company, to be held on Wednesday the of 25<sup>th</sup> day of September, 2019 at 12.00 P.M. at A-23, Mandakini Enclave, Alaknanda, New Delhi-110019 and at any adjournment thereof in respect of such resolutions as are indicated below:

Res. No.	Description	For	Against
1.	To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended 31st March, 2019, the Reports of the Board of Directors and Auditors thereon.		
2.	To appoint a Director in place of Mrs. Saloni Jain (holding DIN 03052091), who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment.		
3.	To Ratify Related Party Transaction		
4.	To consider and approve Loan, Guarantee or Security under Section 185 of Companies Act, 2013		

Signed this..... day of..... 2019

Signature of shareholder \_\_\_\_\_

Signature of Proxy holder(s) \_\_\_\_\_

Affix Revenue Stamp
---------------------------

**Notes:**

- Please put a 'X' in the Box in the appropriate column against the respective resolutions. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
- A Proxy need not be a Member of the Company. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as proxy on behalf of not more than 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 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.
- This form of Proxy, to be effective, should be deposited at the Registered Office of the Company at A-23, Mandakini Enclave, Alaknanda, New Delhi-110019 not later than FORTY-EIGHT HOURS before the commencement of the aforesaid meeting.



## ATTENDANCE SLIP

## TRINITY LEAGUE INDIA LIMITED

Regd. office:A-23, Mandakini Enclave, Alaknanda, New Delhi-110019

CIN No. L93000DL1988PLC031953

Tel.: 01140562329, e-mail: trinityleague@trinitygroup.ind.in

Folio No.	
No. of Shares held	

I/We record my/our presence at the 31<sup>st</sup> Annual General Meeting to be held on Wednesday the 25<sup>th</sup> day of September, 2019 at 12.00 P.M. at A-23, Mandakini Enclave, Alaknanda, New Delhi-110019.

Name of the Shareholder/Proxy	
Signature of the Shareholder/Proxy	

NOTE: You are requested to sign and handover this slip at the entrance of the meeting venue.

**Route Map for the 31<sup>st</sup> Annual General Meeting of Trinity League India limited**

