

JLA INFRAVILLE SHOPPERS LIMITED

CIN: L52390KA2013PLC071372

2020

7TH ANNUAL REPORT

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REFERENCE INFORMATION

BOARD OF DIRECTORS	
JITESH KUMAR MAURYA	MANAGING DIRECTOR
JAWAHAR LAL AGARWAL	DIRECTOR
SHILPI PANDEY	INDEPENDENT DIRECTOR
DIVYA MISHRA	INDEPENDENT DIRECTOR
KEY MANAGERIAL PERSONNEL	
PRAGYA TRIVEDI	COMPANY SECRETARY AND COMPLIANCE OFFICER
SECRETARIAL AUDITOR	
V. AGNIHOTRI & ASSOCIATES	COMPANY SECRETARIES
STATUTORY AUDITOR	
V.P. ADITYA & CO.	CHARTERED ACCOUNTANTS
INTERNAL AUDITOR	
MR. NEERAJ AGARWAL	CHARTERED ACCOUNTANT
REGISTRAR & SHARE TRANSFER AGENT	
BIGSHARES SERVICES PVT. LTD.	
CIN: L52390KA2013PLC071372	
REGISTERED OFFICE	
SHARES LISTED AT BSE LIMITED (SME)	
E-MAIL: infravelle@yahoo.in	
WEBSITE: www.infraville.info	

DIRECTORS REPORT

Dear Shareholders,

Your Board of Directors has pleasure in presenting the 7th Annual Report of your Company along with the Audited Financial Statements for the Financial Year ended on 31st March, 2020. The company has made appropriate disclosures in this Board report with the objective of accountability and transparency in the working of the Company and to make you aware about the working and future perspective of the Company.

1. FINANCIAL SUMMARY OR HIGHLIGHTS

RESULTS OF OUR OPERATIONS (STANDALONE)

PARTICULARS	(In Hundreds)	
	Year ended March 31 st , 2020	Year ended March 31 st , 2019
	(Amount in Rs.)	(Amount in Rs.)
Net Sales/Income from operations	34,025.00	54,54,750.00
Other Operating Incomes	85,07,318.00	98,37,258.00
Other Incomes	36,43,892.00	81,14,739.00
Total Revenue	121,85,235.00	2,34,06,747.00
Total Expenses	1,18,59,890.00	2,31,92,928.00
Net Profit Before Taxation	325,346.00	213,819.00
Tax Expenses & DTA	1,04,937.00	1,66,975.00
Profit For The Period	2,20,409.00	46,844.00
Surplus-Opening Balance	-1,63,326.00	-210169.57
Addition during the year	2,20,409.00	46,844.03
Add. Money Received against share warrant	50,50,000.00	-

APPROPRIATIONS		
Amount transferred to General Reserve	-	-
Interim Dividend	-	-
Dividend	-	-
Total Dividend	-	-
Dividend Tax	-	-
Surplus- Closing Balance	51,07,083.00	-163325.52
Earnings Per Share:		
Basic	0.034	0
Diluted	0.032	0

2. DETAILED REPORT ON THE PERFORMANCE AND FINANCIAL POSITION OF SUBSIDIARIES

There is no subsidiary of the company.

3. INFORMATION ON STATUS OF AFFAIRS OF THE COMPANY

Information on the operational, financial performance, etc. of the Company is given in the Management Discussion and Analysis Report, which is annexed hereto.

4. CHANGE IN THE NATURE OF BUSINESS

There is no change in the nature of the business of the Company during the financial year 2019-2020. Company has started a new portal nu.tree.ooo for providing healthy and tasty meals through online platform.

5. DIVIDEND(S)

Your Directors have recommended no Dividend.

6. FIXED DEPOSITS

Your Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

7. CHANGE IN SHARE CAPITAL DURING THE FINANCIAL YEAR 2019-20

The Company has increased its Authorized capital from 6,50,00,000 to 11,50,00,000 and there is no change in paid up Share Capital during the financial Year 2019-2020.

8. DIRECTORS

Mr. Jawahar Lal Agarwal, (DIN 02648829) Director of the Company, who retires by rotation at the ensuing Annual General Meeting and, offers himself for re-appointment.

Mrs. Shilpi Pandey and Ms. Divya Mishra were appointed as independent director of the Company with effect from 25.05.2019 and 22.06.2019 respectively.

Mr. Jitesh Kumar Maurya (DIN: 08542102), was appointed as managing director of the Company with effect from 28.08.2019

9. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions contained in Section 134 (5) of the Companies Act, 2013, your Directors, based on the representation received from the Operating Management and after due enquiry, confirm that :

- (i) In the preparation of the annual accounts for the financial year ended on 31st March, 2020, the applicable Accounting Standards have been followed and there are no material departures from the same;
- (ii) The selected accounting policies were applied consistently and the Directors made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2020 and of the profit of the Company for that period.
- (iii) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (iv) The annual accounts have been prepared on a 'going concern' basis.
- (v) The Internal financial controls have been laid by the Company and such financial controls are adequate and were operating effectively.
- (vi) Proper systems had been devised in compliance with the provision of the all applicable laws and such systems were adequate and operating effectively.

10. CORPORATE GOVERNANCE REPORT

Pursuant to Regulation 15 (1) and (2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, Regulation 46 (C) (D) and (E) are not applicable on the company as the company is a SME company therefore we are not required to attach the report on Corporate Governance together with the Practicing Company Secretaries' Certificate on compliance in this regard and Managing Director's declaration regarding compliance of Code of Conduct by Board Members and Senior Management Personnel.

11. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report as required is annexed and forms part of the Directors' Report.

12. AUDITORS REPORT

There is qualified opinion in Auditor Report related to loans and advances. Balance of loans and advances are subject to confirmation.

13. DETAILS OF THE STOCK EXCHANGES WHERE THE SHARES ARE LISTED

The Company's Equity Shares are presently listed at the following Stock Exchanges:

Bombay Stock Exchange Ltd. (BSE), SME Platform

The Company has paid Annual Listing Fee of the concerned Stock Exchange.

14. SUBSIDIARY COMPANIES AND CONSOLIDATED FINANCIAL STATEMENTS

There is no subsidiary company of the Company.

15. EXTRACT OF ANNUAL RETURN IN FORM NO. MGT-9 AS PER THE REQUIREMENT OF SECTION 92(3), SECTION 134 (3) (a) AND RULE 11 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014

In compliance with the above said section the extract of the Annual Return in form MGT-9 has been uploaded on company's website www.infraville.info.

16. NUMBER OF MEETINGS OF THE BOARD

There were Nine (09) meetings of the Board of Directors held during the financial year 2019-20.

First Board Meeting	: 19 th April, 2019
Second Board Meeting	: 25 th May, 2019
Third Board Meeting	: 29 th May, 2019

Fourth Meeting	: 22 th June, 2019
Fifth Meeting	: 28 th August, 2019
Sixth Meeting	: 04 th September, 2019
Seventh Meeting	: 02 nd November, 2019
Eight Meeting	: 12 th November, 2019
Ninth Meeting	: 09 th March , 2020

17. DECLARATION OF INDEPENDENCE BY INDEPENDENT DIRECTORS UNDER SECTION 149(6) OF COMPANIES ACT, 2013

Pursuant to provision of section 149 of the Companies act 2013 each independent director of the Company have submitted their declaration that each of them meet the criteria of independence as provided under section 149(6) of the act along with rules framed thereunder.

18. DISCLOSURE IN RELATION TO THE VIGIL MECHANISM

The Vigil Mechanism Policy has been uploaded on company's website www.infraville.info.

19. CODE OF CONDUCT FOR BOARD MEMBERS AND SENIOR MANAGEMENT OF THE COMPANY

In accordance with the requirement of Corporate Governance the Board of Directors of the Company has formulated a code of conduct for Directors and Senior Management of the Company, the Compliance of which have been affirmed by all Board Members and Senior Management of the Company. However the requirement of declaration to this effect signed by CEO, i.e. Managing Director is exempted pursuant to Regulation 15 (1) and (2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

20. CODE FOR PREVENTION OF INSIDER TRADING

In accordance with the Securities and Exchange Board of India (Prohibition of Insider Trading), Regulation, 1992, as amended in February, 2002, the Board of Directors of the Company has formulated the Code of Conduct for prevention of Insider Trading in the Shares of the Company by its Directors and Employees. Same can also be found on company's website www.infraville.info.

21. DISCLOSURE ON THE NOMINATION AND REMUNERATION POLICY OF THE COMPANY PURSUANT TO SECTION 134(3) (e) AND SECTION 178 (3)

The Board of Directors of your Company in its meeting held on 14th July, 2014 has constituted the Nomination and Remuneration Committee. Details of the Nomination and Remuneration Committee and Nomination and Remuneration Policy have been provided under Corporate Governance Report, which forms part of this Annual Report. Same can also be found on company's website www.infraville.info

22. COMPOSITION OF AUDIT COMMITTEE

The composition of Audit Committee as on **31st March, 2020** is as under:

Composition of Audit Committee as on 31st March, 2020			
Name of the Director(s)	Mrs. Shilpi Pandey (DIN 08242052)	Ms. Divya Mishra (DIN 08488151)	Mr. Jawahar Lal Agarwal (DIN 02648829)
Designation	Chairperson	Member	Member
Category	Independent Director	Independent Director	Executive Director

23. CORPORATE SOCIAL RESPONSIBILITY POLICY

The Company do not fall under the categories of the companies as mentioned under section 135 of Companies Act, 2013 and rule 8 (1) of Companies (CSR POLICY) Rules, 2014, therefore we still have not made any CSR policy.

24. EVALUATION BY BOARD OF ITS OWN PERFORMANCE, ITS COMMITTEES AND INDIVIDUAL DIRECTORS WITH REFERENCE TO SECTION 134 (3) (p) AND SEBI (LODR) REGULATIONS, 2015

Pursuant to the provisions of the Companies Act, 2013 and Provision of SEBI (LODR) Regulations, 2015, the Board has Carried out an evaluation of its own performance, the directors individually as well as the evaluation of the working of its Committees.

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

The company has not given any loans or guarantees covered under the provisions of section 186 of the Companies Act, 2013.

The details of the investments made by company are given in the notes to the financial statements.

26. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES IN THE ANNEXUED FORM AOC-2.

The company has adopted a related party transaction policy which is also available on the company's website www.infraville.info. In the policy, material contracts has been defined as any contract or transaction or arrangement are considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds 10% of the annual consolidated turnover of the Company as per the last audited financial statement of the company.

As there are no such transactions has been entered by the company. Aoc-2 attached with this Report in **Annexure 1**

27. THE DETAILS OF DIRECTORS OR KEY MANAGERIAL PERSONNEL WHO WERE APPOINTED OR HAVE RESIGNED DURING THE YEAR

There has been change in composition of board and Key Managerial Personnel of the company.

- Appointment of Tanu Shree Asthana as Chief Financial officer of the Company with effect from 25.05 2019.
- Resignation of Kratika Agarwal from the post of Chief Financial officer of the Company with effect from 25.05 2019.
- Resignation of Vivek Gupta, Mananging Director of the Company.
- Appointment of Mr. Jitesh Kumar Maurya , Managing Director of the Company with effect from 28.08.2019.

28. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There are no significant material orders passed by the Regulators / Courts which would impact the going concern status of the Company and its future operations.

29. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has an independent Internal Control System, commensurate with the size, scale and Complexity of its operations. The Audit Committee of the Company has been delegated power to review the internal control systems and its adequacy.

The Audit Committee monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company and its branches.

30. AUDITORS

1) Statutory Auditors

Due to expiry of the term of the Statutory Auditor and on the recommendation of the audit committee M/s V. P. Aditya & Co., Chartered Accountants (Firm Registration No. 000542C) was re-appointed as Statutory Auditors of the Company in sixth Annual General Meeting, for the term of next five years at such remuneration as may be mutually agreed between Board of Directors and audit committee of the Company plus service tax, out-of-pocket, travelling and living expenses, etc.

2) Secretarial Auditor

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s V. Agnihotri and Associates (Company Secretaries), to undertake the Secretarial Audit of the Company for the FY 2019-2020. The Report of the Secretarial Audit Report is annexed herewith. There are qualifications in the Report for non filing of form SH-7.

3) Internal Auditor

The Company had appointed M/s Neeraj & Associates as the Internal Auditor of the Company for the FY 2019-2020.

31. DISCLOSURES PURSUANT TO SECTION 197 (12) AND RULE 5 OF COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

The company has given remuneration according to the remuneration policy formulated by the Company.

1) THE RATIO OF REMUNERATION OF EACH DIRECTOR TO THE MEDIAN EMPLOYEES REMUNERATION OF THE COMPANY FOR THE FY 2019-2020

S.NO	NAME	DESIGNATION	CTC	MEDIAN EMPLOYEE SALARY	RATIO
1	Jawahar Lal Agarwal	Director	0	291150	0
2	Vivek Gupta	Managing Director	0	291150	0
3	Sachin Kumar Mishra	Independent Director	0	291150	0
4	Mohan Tandon	Independent Director	0	291150	0
5	Shilpi Pandey	Independent Director	0	291150	0
6	Divya Mishra	Independent Director	0	291150	0

The Managing Director has waived off his remuneration for the financial year 2019-20.

2) THE PERCENTAGE INCREASE IN REMUNERATION OF EACH DIRECTOR, CHIEF FINANCIAL OFFICER, CHIEF EXECUTIVE OFFICER, COMPANY SECRETARY OR MANAGER, IN THE FINANCIAL YEAR 2019-2020

S. No.	Name	Designation	Remuneration Paid in FY 2018-2019	Remuneration Paid in FY 2019-2020	Change	Percentage	Remarks
1.	Vivek Gupta	Managing Director	0	0	0	0.00	Waived off remuneration
2.	Jitesh Kumar Maurya	Managing Director	0	0	0	0.00	Waived off remuneration
3.	Jawahar Lal Agarwal	Director	0	0	0	0.00	Waived off remuneration
4.	Sachin Kumar Mishra	Independent Director	0	0	0	0.00	Became Director in FY 2015-16
5.	Mohan Tandon	Independent Director	0	0	0	0.00	Became Director in FY 2015-16
6.	Shilpi pandey	Independent Director	0	0	0	0.00	Became Director in FY 2019-2020
7.	Divya Mishra	Independent Director	0	0	0	0.00	Became Director in FY 2019-2020
8.	Pragya Trivedi	Company Secretary	78,445	264000	0	236	Appointment in F/Y 2018-19
9.	Kratika Agarwal	Chief Financial Officer	40000	240000	NIL	-83.33	Appointed in FY2014-15
10.	Tanu Shree Asthana	Chief Financial Officer	0	0	NIL	0.00	Appointed in FY2019-2020

3) THE PERCENTAGE INCREASE IN THE MEDIAN REMUNERATION OF EMPLOYEES IN THE FINANCIAL YEAR

The details of percentage increase in the median remuneration of employees in the Financial Year are as follows:-

Median (Common employees between Apr-19 & Mar-20)			
Remuneration of Apr-19 (Total earning + Employer PF)	Remuneration of Mar-20 (Total earning + Employer PF)	Increase	Percentage
22000	22000	0	0

4) THE EXPLANATION ON THE RELATIONSHIP BETWEEN AVERAGE INCREASE IN REMUNERATION AND COMPANY PERFORMANCES

Total remuneration paid in FY 2018-2019	Total remuneration paid in FY 2019-2020	Average Increase in Remuneration	Revenue in the FY 2018-2019	Revenue in the FY 2019-2020
23,29,392	20,94,641.00	-10.07%	2,34,06,747.00	1,21,85,235.00

COMPANY PERFORMANCE

PARTICULARS	FINANCIAL YEAR 2018-2019	FINANCIAL YEAR 2019-2020
TOTAL REVENUE	2,34,06,747.00	1,21,85,236.00
PROFIT BEFORE TAX	2,13,819.00	3,25,346.00
PROFIT AFTER TAX	46,844.00	2,20,409.00

There is a 47.94% Decrease in the revenue of the Company from the previous financial Year and there is increase of 52.16% in profit after tax from last financial year.

5) COMPARISON OF THE REMUNERATION OF THE KEY MANAGERIAL PERSONNEL AGAINST THE PERFORMANCE OF THE COMPANY

The comparison of the remuneration of the Key Managerial Personnel against the performance of the company has been explained below:

Remuneration of the KMP	Total Revenue in FY 2018-2019	Total Revenue in FY 2019-2020	% Increase in Revenue
25333.00	23406747.00	12185235.00	-47.94%

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

The details relating to the average percentile increase in the salary from last financial year is as follows:

Average percentile increase in remuneration paid to employee excluding key managerial personnel for the FY 2018-2019	Average percentile increase in remuneration paid to employee excluding key managerial personnel for the FY 2019-2020	Average percentile increase in remuneration paid to key managerial personnel for the FY 2018-2019	Average percentile increase in remuneration paid to key managerial personnel for the FY 2019-2020
268	100.25	-3.5	-34

7) THE KEY PARAMETERS FOR ANY VARIABLE COMPONENT OF REMUNERATION AVAILED BY THE DIRECTORS;

There is no variable component in the remuneration availed by the Directors.

8) THE RATIO OF REMUNERATION OF THE HIGHEST PAID DIRECTORS TO THAT OF THE EMPLOYEES WHO ARE NOT DIRECTORS BUT RECEIVE REMUNERATION IN EXCESS OF THE HIGHEST PAID DIRECTORS DURING THE YEAR

There is no employee in the Company who receive remuneration in excess of the highest paid Director during the Year.

32. DISCLOSURE OF RELATIONSHIPS BETWEEN DIRECTORS INTER-SE.

Directors of the Company are not related to each other in accordance with section 2 (77) of the Companies Act, 2013 and Rule 4 of the Companies (Specification of Definitions Details) Rules, 2014.

33. DISCLOSURE UNDER SEXUAL HARRASMENT POLICY FOR WOMEN AT WORK PLACE (PREVENTION,PROHIBITION AND REDRESSAL) ACT 2013.

During the year there were no complaint received from any employee regarding the said issue.

34. DISCLOSURE ON NO. OF SHARES AND CONVERTIBLE DEBENTURES HELD BY NON-EXECUTIVE DIRECTORS

No Equity share is held by the Non- Executive Director of the Company as on 31st March, 2020. No Convertible Debentures has been issued by the Company as on 31st March, 2020.

35. DETAILS AND INFORMATION AS REQUIRED UNDER SECTION 134 (3) (1) OF THE COMPANIES ACT, 2013

No material changes and commitments, have taken place between the end of the financial year of the company to which the balance sheet relates and the date of report, which affects the financial position of the Company.

36. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING AND OUTGO

Particulars relating to the conservation of energy, technology absorption given as Companies (Disclosure of particulars in report of Board of Directors) Rules, 1988 are not applicable to the Company due to the nature of the Company's business operations, being an Online Shopping Company.

There has been no Foreign Exchange outgo during the period under review.

37. ACKNOWLEDGEMENT

Your Directors wish to express their grateful appreciation for the valuable support and co-operation received from sub-brokers, business associates, vendors, bankers, financial institutions, investors, stakeholders, registrar and share transfer agent, other business affiliates and media .

The Board places on record its sincere appreciation towards the Company's valued customers for the support and confidence reposed by them in the organization and the stakeholders for their continued co-operation and support to the company and looks forward to the continuance of this supportive relationship in future.

Your Directors also place on record their deep sense of appreciation for the devoted services of the employees during the year under review.

For and on Behalf of the Board

Sd/-

Jawahar Lal Agarwal
Director
DIN: 02648829

Sd/-

Mr. Jitesh Kumar Maurya
Director
DIN: 08542102

Place: Bangalore

Date: 08/09/2020

FORM NO. MGT-9

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON 31st MARCH, 2020
[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies
(Management and Administration) Rules, 2014]

1. REGISTRATION AND OTHER DETAILS:

S. No.	CIN	L52390KA2013PLC071372
1.	Registration Date	09/10/2013
2.	Name of the Company	JLA INFRAVILLE SHOPPERS LIMITED
3.	Category / Sub-Category of the Company	071372/ COMPANY LIMITED BY SHARES
4.	Address of the Registered office and contact details	85, Rukmini Venakataswamy Arcade, Ashoka Lane, Green Glen Layout Bellandur Bangalore KA 560103 IN E-mail Id- infraville@yahoo.in
5.	Whether listed company	Yes
6.	Name, Address and Contact details of Registrar and Transfer Agent, if any	BIGSHARE SERVICES PVT.LTD E/2 Ansa Industrial Estate, Saki ViharRoad, Saki Naka, Andheri (E), Mumbai 400072, Maharashtra; Ph No. - 022- 40430200

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:-

Sr. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1.	Retail trade, except of motor vehicles and motorcycles, repair of personal and household goods	52	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

There is no holding, subsidiary or associate company of JLA Infraville Shoppers Ltd

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

• Category-wise Share Holding

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	
Promoter									
(1) Indian									
Individual/ HUF	1279000	0	1279000	19.71%	14000	0	14000	0.21%	-19.5%
Central Govt	0	0	0	0	0	0	0	0	0
State Govt(s)	0	0	0	0	0	0	0	0	0
Bodies Corp	0	0	0	0	0	0	0	0	0
Banks / FI	0	0	0	0	0	0	0	0	0
Any Other	0	0	0	0	0	0	0	0	0
Sub-total(A)(1):-	1279000	0	1279000	19.71%	14000	0	14000	0.21%	-19.5%
(2) Foreign									
NRIs-Individuals	0	0	0	0	0	0	0	0	0
Other-Individuals	0	0	0	0	0	0	0	0	0
Bodies Corp.	0	0	0	0	0	0	0	0	0

Banks / FI	0	0	0	0	0	0	0	0	0
Any Other....	0	0	0	0	0	0	0	0	0
Sub-total (A)(2):-	0	0	0	0	0	0	0	0	0
Total Shareholding of Promoter (A) = (A)(1)+ (A)(2)	1279000	0	1279000	19.71%	14000	0	14000	0.21%	-19.5%
Public Shareholding	Demat	Physical	Total	% of Total	Dem at	Physical	Total	% of Total	

				Shares				Shares	
Institutions									
Mutual Funds	0	0	0	0	0	0	0	0	0
Banks / FI	0	0	0	0	0	0	0	0	0
Central Govt	0	0	0	0	0	0	0	0	0
State Govt(s)	0	0	0	0	0	0	0	0	0
Venture Capital Funds	0	0	0	0	0	0	0	0	0
Insurance Companies	0	0	0	0	0	0	0	0	0
FIs	0	0	0	0	0	0	0	0	0
Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total (B)(1)	0	0	0	0	0	0	0	0	0
2. Non Institutions									
(a) Bodies Corp.	0	0	0	0	0	0	0	0	0
(i) Indian	840000	0	840000	12.94	10000	0	10000	0.15%	12.79%
(ii) Overseas	0	0	0	0	0	0	0	0	0
(b) Individuals	0	0	0	0	0	0	0	0	0
(i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	901800	30000	931800	14.51%	856000	30000	886000	13.65%	0.86%
(ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	2568559	515000	3083559	47.51%	5100000	480000	5580000	85.98%	38.47%

(c) Others(Market maker)	0	0	0	0	0	0	0	0	0
(c-i) Non-Resident Individuals	10000	0	10000	0.15	0	0	0	0	-0.15
(c-ii) Directors	0	0	0	0	0	0	0	0	0
(c-iii) Clearing Members	345641	0	345641	5.33	0	0	0	0	-5.33
Sub-total (B)(2)	4666000	545000	5211000	80.29%	5966000	510000	6476000	99.78%	19.49%
Total Public Shareholding (B)=(B)(1)+ (B)(2)	4666000	545000	5211000	80.29%	5980000	510000	6476000	99.78%	19.49%
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	5945000	545000	6490000	100.00%	5980000	510000	6490000	100.00%	0.00%

- Promoter's Shareholding**

Sr. 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	Jawahar Lal Agarwal	708500	10.92%	0	13500	0.208%	0	10.712%
2	Vivek Gupta	570500	8.79%	0	500	0.0077%	0	8.78%
	Total	1279000	19.71%	Nil	14000	0.216%	Nil	19.494%

- *Change in Promoters' Shareholding (please specify, if there is no change)*

There is change in Promoter's shareholdings

Sr. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Jawahar Lal Agarwal	708500	10.92%	13500	0.208%
2	Vivek Gupta	570500	8.79%	500	0.0077%

- *Shareholding Pattern of top ten shareholders:*

Sr. no	For each of the top ten 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	NEETU GUPTA	75000	-	270000	4.16%
2	NITIN JAISWAL	-	-	195000	3.00%
3	MAMTA YADAV	0	0	190000	2.93%
4	SHASHI GUPTA	120000	1.84%	180000	2.77%
5	SALONI RANOLIA	-	-	175000	2.69%
6	ANURAAG BAJPAI	-	-	155000	2.39%
7	HARDIK GUPTA	50000	0.77%	145000	2.23%
8	GUDIYA DEVI	94733	1.45%	140000	2.16%
9	SUJEETA YADAV	-	-	115000	1.77%
10	SATYAM SINGH	-	-	115000	1.77%

- **Shareholding of Directors and Key Managerial Personnel:**

Sr. no	For each of the directors and Key Managerial Personnel	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	Mr. Jawahar Lal Agarwal	1018500	15.69%	13500	0.21%
2.	Mr. Vivek Gupta	665500	10.25%	500	0.007%
3.	Mr. Mohan Tandon	0	0	-	-
4.	Mr. Sachin Kumar Mishra	0	0	-	-
5.	Mr. Gaurav Srivastava	0	0	-	-
6.	Ms. Kratika Agarwal	0	0	0	0
7.	Ms. Pragya Trivedi	0	0	0	0
8.	Mrs. Shilpi Pandey	-	-	0	0
9.	Ms. Divya Mishra	-	-	0	0
10.	Mr. Jitesh Kumar Mauya	-	-	0	0
11.	Ms. Tanushree Asthana	-	-	0	0

INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	404841.18	0.00	0.00	404841.18
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not				
Total (i+ii+iii)	404841.18	0.00	0.00	404841.18
Change in Indebtedness during the financial year				
- Addition				
- Reduction	-106,705.18	0.00	0.00	-106,705.18
Net Change	-106,705.18	0.00	0.00	-106,705.18
Indebtedness at the end of the financial year	298136.00	0.00	0.00	298136.00
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	298136.00	0.00	0.00	298136.00

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
	Gross salary	Mr. Jitesh Kumar Maurya (Managing Director)	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	0.00	0.00
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0.00	0.00
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	0.00	0.00
	Stock Option	Nil	Nil
	Sweat Equity	Nil	Nil
	Commission - as % of profit - others, specify...	Nil	Nil
	Others, please specify	Nil	Nil
	Total (A)	0.00	0.00
	Ceiling as per the Act		As per section 197 and schedule V of the Act, 2013

B. Remuneration to other Directors

Sl. No.	Particulars of Remuneration		Name of the Directors			Total Amount
			-	Ms. Divya Mishra	Mrs. Shilpi Pandey	
	<u>Independent Directors</u> · Fee for attending board committee meetings · Commission · Others, please specify	0	0	0	0	0
	Total (1)	0	0	0	0	0
	<u>Other Directors</u> · Fee for attending board committee meetings · Commission · Others, please specify	Mr. Jawahar Lal Agarwal 0	Nil 0	Nil 0	Nil 0	Nil 0
	Total (2)	0	0	0	0	0
	Total (B)=(1+2)					
	Total Managerial Remuneration	0	0	0	0	0
	Overall Ceiling as per the Act					Not exceeding Rs. 1 lakh per meeting

C. Remuneration to Key Managerial Personnel Other Than MD /Manager /WTD

Sl. no.	Particulars of Remuneration	Key Managerial Personnel		
		Ms. Tanushree Asthana CFO	Ms. Pragya Trivedi	Total
	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil	264000	264000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil	Nil
	Stock Option	Nil	Nil	Nil
	Sweat Equity	Nil	Nil	Nil
	Commission - as % of profit - others, specify...	Nil	Nil	Nil
	Others, please specify	Nil	Nil	Nil
	Total	Nil	Nil	264000

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

Type	Section of the companies Act	Brief description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority[RD /NCLT/Court]	Appeal made. If any(give details)
A. Company					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
B. Directors					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
C. Other Officers In Default					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil

By and on behalf of Board of Directors

Sd/-
Jawahar Lal Agarwal
Director
DIN: 02648829

Sd/-
Jitesh Kumar Maurya
Director
DIN: 08542102

Bangalore, 8rd of September, 2020

Declaration by Independent Director

[Pursuant to Section 149(7) of Companies Act, 2013]

To

The Board of Directors

JLA Infraville Shoppers Ltd

85, Rukmini Venakataswamy Arcade,

Ashoka Lane, Green Glen Layout Bellandur Bangalore KA 560103 IN

Dear Sirs,

I, Shilpi Pandey, daughter of Raj Kishore Pandey, resident of 26, Noida, Gautam Buddha Nagar Uttar Pradesh-201301, being an independent director in the Company, hereby declare that I meet the criteria of Independence as provided under section 149(6) of the Companies Act, 2013.

Shilpi Pandey

Sd/-

Independent Director

JLA Infraville Shoppers Ltd

Date: 07/07/2020

Place: Bangalore

Declaration by Independent Director
[Pursuant to Section 149(7) of Companies Act, 2013]

To

The Board of Directors
JLA Infraville Shoppers Ltd
85, Rukmini Venakataswamy Arcade,
Ashoka Lane, Green Glen Layout Bellandur Bangalore KA 560103 IN

Dear Sirs,

I, Divya Mishra, daughter of Vinod Kumar Mishra, resident of 86/22, Dipti Padav, Anwarganj Kanpur U.P. 208003, being an independent director in the Company, hereby declare that I meet the criteria of Independence as provided under section 149(6) of the Companies Act, 2013.

Divya Mishra

Sd/-
Independent Director
JLA Infraville Shoppers Ltd

Date: 07/07/2020

Place: Bangalore

**ANNEXURE-I
FORM NO. AOC-2**

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

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

Details of contracts or arrangements or transactions not at Arm's Length basis		
1	Name(s) of the related party and nature of relationship	
	Nature of contracts/arrangements/ transactions	
	Duration of the contracts/ arrangements/ transactions	
	Salient terms of the contracts or arrangements or transactions including the value, if any	
	Justification for entering into such contracts or arrangements or transactions.	
	Date(s) of approval by the Board	
	Amount paid as advances, if any	
	Date on which the special resolution was passed in General Meeting as required under first proviso to section 188.	

Detail of material contracts or arrangement or transactions at Arm's Length basis		
2	Name(s) of the related party and nature of relationship	1. Kratika Agarwal 2. Neeraj Agarwal
	Nature of contracts/arrangements /transactions	1. Salary paid 2. Fees and expenses paid
	Duration of the contracts/arrangements/ transactions	1. Yearly 2. Yearly
	Salient terms of the contracts or arrangements or transactions including the value, if any:	1. Salary.- Rs. 40000/- 2. Fees - Rs. 48000/- Expense incurred by Neeraj Agarwal on behalf of company (reimbursement) 2,32,300/-
	Date(s) of approval by the Board, if any	-
	Amount paid as advances, if any	Nil

**On behalf of the Board of Directors
For JLA Infraville Shoppers Limited**

**Date:08/09/2020
Place: Bangalore**

**Sd/-
Jawahar Lal Agarwal
(DIN: 02648829)
Director**

**Sd/-
Jitesh Kumar Maurya
(DIN: 08542102)
Director**

ANNEXURE-II
Form No. MR-3
SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March, 2020

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

To,

The Members,

JLA INFRAVILLE SHOPPERS LIMITED

(L52390KA2013PLC071372)

Regd. office: 85, Rukmini Venakataswamy Arcade,

Ashoka Lane, Green Glen Layout Bellandur,

Bangalore-560103

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

Based on our verification of the **JLA Infraville Shoppers Limited'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, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2020 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by **JLA Infraville Shoppers Limited** ("the Company") as given in for the financial year ended on 31st March, 2020 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings **(Not applicable during the year)**;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

- I. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- II. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- III. 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;
- IV. The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015;
- V. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(vi) Provisions of the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable to the Company under the financial year under report:-

(a) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **(Not applicable during the year)**;

(b) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable during the reporting period)**;

(c) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable during the reporting period)**;and

(d) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not applicable during the reporting period)**;

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

(i) Secretarial Standards issued by The Institute of Company Secretaries of India (as amended from time to time)

(ii) The Listing Agreements entered into by the Company with **BSE Limited**, Stock Exchange.

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

We further report that

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

On May 25, 2019 Ms. Tanu Shree Asthana was appointed as the new CFO of the Company and Ms. Shilpi Pandey was appointed as Additional Director followed by resignation of Mr. Mohan Tandon and Mr. Sachin Kumar Mishra (Independent Directors). **On June 22, 2019** Ms. Divya Mishra as Additional Director of the Company. **On August 28, 2019** Mr. Jitesh Kumar Maurya was appointed as an Additional Director of the Company. **On September 4, 2019** Mr. Vivek Gupta, Managing Director of the Company resigned from the post following which Mr. Jitesh Kumar Maurya was proposed to be appointed as the Managing Director of the Company subject to the approval of the members in the AGM. **On September 30, 2019** the Additional Directors mentioned aforesaid were duly regularized in the duly convened Annual General Meeting.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent properly before the scheduled meeting,

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.

All the decisions are carried unanimously. The members of the Board have not expressed dissenting views on any of the agenda items during the financial year under review.

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

We have relied on the representations made by the Company and its officers for systems and mechanisms formed by the Company for compliances under applicable laws/Acts/Regulations to the Company.

We further report that the Authorized Share Capital of the Company was increased from Rs. 6,50,00,000 (Rupees Six Crore Fifty Lakhs Only) to **Rs. 11,50,00,000 (Rupees Eleven Crore Fifty Lakhs Only)** by creation of additional Rs. 5,00,00,000 (Rupees Five Crore Only) with consent of the members in the Annual General Meeting of the Company. As a result, Convertible Warrants were issued on Preferential basis for an amount of Rs. 5,00,00,000 (Rupees Five Crore Only) divided into 50,00,000 (Fifty Lakh Only) convertible warrants of Rs. 10/- each to Non-Promoter entities/persons referred to as the Proposed Allottees/Warrant Holder. The process was duly completed by following every statutory compliance covered under the ambit of SEBI (LODR) Regulations, 2015, SEBI (SAST) Regulations. Moreover, the relevant date pursuant to Regulation 161 of SEBI (ICDR) Regulations in relation to the aforesaid Preferential Issue of Warrants was kept to be **August 31, 2019** which is 30 days prior to the date of Annual General Meeting. On **November 2, 2019** in continuation of the same, the process of allotment of warrants was done in the duly convened Board meeting.

We further report that in reference to the aforesaid finding it has been observed by our firm that the Company has not filed the requisite Form SH-7 with the Ministry of Corporate Affairs till date through which it is intimated to the Ministry that the Authorized Share Capital of the Company has been increased. In the explanation sought for this purpose from the Management of the Company, it has been brought to our knowledge that the Company will get the aforesaid forms filed with MCA in due course. Moreover, in connection with the same the required Form PAS-3 for allotment of shares has also not been filed.

We further report that the Website of the Company as required to be updated and functional under clause 46 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations ,2015 is not updated. In the explanation sought for this purpose from the Management of the Company, it has been brought to our knowledge that the non updation is due to the occurrence of COVID 19 Pandemic.

We further report that the registered office of the Company was during the year shifted from 36, Aarush, Shri Balaji Layout, Ambalipura, Bellandur Gate, Bangalore-560103 to **85, Rukmini Venakataswamy Arcade, Ashoka Lane, Green Glen Layout Bellandur,Bangalore-560103.**

We further report that no other specific events / actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. are reported to have taken place.

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.

Place: Kanpur

Date: 02.09.2020

Name of Company Secretary in practice / Firm:

For V.Agnihotri & Associates

(Prop: Vaibhav Agnihotri)

**FCS No. 10363/CP No.
21596**

"ANNEXURE-A" TO THE SECRETARIAL AUDIT REPORT

To,

The Members,

JLA INFRAVILLE SHOPPERS LIMITED

(L52390KA2013PLC071372)

Regd. office: 85, Rukmini Venakataswamy Arcade,

Ashoka Lane, Green Glen Layout Bellandur,

Bangalore-560103

Our Report of even date is to be read along with this letter:-

1. Maintenance of secretarial records is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices we followed provide a reasonable basis for our opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules and regulation and happening of every events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

6. The Secretarial Audit report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place: Kanpur

Date: 02.09.2020

Name of Company Secretary in practice / Firm:

For V.Agnihotri & Associates.

(Prop: Vaibhav Agnihotri)

FCS No. 10363/CP No. 21596

ANNEXURE-III

ANNEXURE TO DIRECTOR'S REPORT

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Industry Structure and Development

Your Company deals in the business of E-Commerce. It deals with various Online Shopping Portals. This sector of industry is growing at very fast rate and there is lot of scope of development.

Outlook, Risk and Concern

Management of risks to the business with the overall recessionary phase in the world economy is a continuous challenge for any organization growing in size and enhancing its purpose. The traditional risk factors like client risks, industry segment risks and economic risks are well understood and the means to handle them are also fairly established.

To counter all these risks, your company conducting its risk identification, assessment and management activities through a dedicated risks and audit department. Your company has also established a separate Department in the company to assess the impact of potential and economical risk factors to the business and provide guidance on how to handle them so as to minimize the impact on the business.

Adequate management control is in place to ensure quick action on early warnings, and to proactively monitor and mitigate all potential risks. A comprehensive risk management strategy developed by the risk and Audit Department forms the framework for all de-risking and risk mitigation activities undertaken by your company with the fullest involvement of top management professionals.

The policies announced by the Government have been progressive and are expected to remain likewise in future, and have generally taken an equitable view towards various stake holders, including domestic farmers, industry, consumers etc.

Opportunities and Threats

The company is optimistic about its future plans and it is banking on the increase in the customer base. Your company is planning to establish its brand presence in the more products. But we expect as the economy will move out of recession, the company expects to improve its performance. The company is facing price war from its peers which is leading to decrease in the operating profit margin of the company. The company is planning to adopt for cost minimization

and cost rationalization techniques in its production to protect its margins which will benefit the company not in this current economic crisis but in the future period.

As the economy is slowly and slowly recovering from its bottoms, company is also seeing the spurt in demand and the company is seeing the ray of hope for the times to come.

Future Outlook

In the current year, your directors are putting up efforts to increase the earning speed and it is hope that the company will do better in current year as compared to last year.

Adequacy of Internal Control System

The Company has adequate internal control systems to ensure operational efficiency, protection and conservation of resources, accuracy and promptness in financial reporting and compliance of laws and regulations. The Company regularly monitors that all regulatory guidelines are complied with at all levels.

The Audit Committee constituted by the Board reviews the adequacy of internal control system.

Segment Wise Performance

The Company operates only in one segment.

Discussion of Financial Performance

The financial statements are prepared in compliance with the requirements of the Companies Act and the Accounting Standards prescribed by the Institute of Chartered Accountants of India and Generally Accepted Accounting Principles in India.

Human Resources

Management is keen on following the best practices for attracting, retaining and enhancing human resources of the Company. Internal transfer, job rotation and training have been inculcated at different levels of the organization hierarchy to evolve team leaders and managers. The above-mentioned measures will ensure motivated workforce, promote the ownership and sharing economic growth of the Company.

Cautionary Forward Looking Statements

Statements in the Annual Report, particularly those which relate to Management Discussion and Analysis, describing the Company's objectives, projections, estimates and expectations, may constitute 'forward looking statements' within the meaning of applicable laws and regulations. Although the expectations are based on reasonable assumptions, the actual results might differ.

For those statements the Company cautions that numerous important factors could affect the Company's actual results and could cause its results to differ materially from those expressed in any such forward looking statements.

By and on behalf of Board of Directors

Sd/-
Jawahar Lal Agarwal
Director
DIN: 02648829

Sd/-
Jitesh Kumar Maurya
Director
DIN: 08542102

Bangalore, 8th day of September, 2020

GENERAL SHAREHOLDERS' INFORMATION

AGM FOR FINANCIAL YEAR 2019-20

Date and Time	30 th September, 2020, 11.55 A.M.
Venue	Through Vedio Conferencing (VC)
	Link to Attend AGM- http://jlainfraville.my.webex.com/meet/AGM

CALENDAR OF FINANCIAL YEAR ENDED 31ST MARCH, 2020

The meetings of Board of Directors for approval of financial results during the Financial Year ended 31st March, 2020 were held on the following dates:

Annual Results	27th July, 2020
Book Closure date:	24TH September, 2020 to 30th September, 2020
Cut Off date:	23RD September, 2020
Last date of receiving Proxy forms	28thSeptember, 2020, 12.00 Noon.

LISTING ON STOCK EXCHANGES

The Company's shares are listed on the following Stock Exchanges and the Listing Fees have been paid to the Exchanges:

Name & Address of the Stock Exchanges	Stock Code/Scrip Code	ISIN Number for NSDL/CDSL (Dematerialised share)
BSE Limited PhirozeJeejeebhoy Towers, Dalal Street, Mumbai 400001	538765	INE401Q01018

ADDRESS FOR CORRESPONDENCE

Ms. Pragya Trivedi	Registrar and Transfer Agent
Company Secretary and Compliance Officer	Bigshare Services Private Limited
Regd. Office: 85, Rukmini Venakataswamy Arcade, Ashoka Lane, Green Glen Layout Bellandur Bangalore KA 560103 IN E-mail- infraville@yahoo.in	E/2 Ansa Industrial Estate, Saki Vihar Road, Saki Naka, Andheri (E), Mumbai 400072, Maharashtra Ph: - 022- 40430200 Email: - investor@bigshareonline.com Website: www.bigshareonline.com

i) **Electronic Voting:**

Pursuant to sub rule 2 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, the company is exempted from the provisions of E-Voting as given under section 108 of the Companies Act, 2013.

II) **Market Information**

Share Transfer System

The Company's shares are transferable through the depository system. However, shares in the physical form are processed by the Registrar & Transfer Agent and approved by the Shareholders'/investors' Grievance Committee. The share transfer process is reviewed by the said committee.

The company obtains from a Company Secretary in practice half-yearly certificate of compliance with the share transfer formalities as required under Regulation 40(9) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and files a copy of the Certificate with the Stock Exchange.

Nomination facility for shareholding

As per the provisions of the Companies Act, 2013, facility for making nomination is available for Members in respect of shares held by them. Members holding shares in physical form may obtain nomination form, from the Share Department of the Company or download the same from the Company's website. Members holding shares in dematerialized form should contact their Depository Participants (DP) in this regard.

Permanent Account Number (PAN)

Members who hold shares in physical form are advised that SEBI has made it mandatory that a copy of the PAN card of the transferee/s, members, surviving joint holders / legal heirs be furnished to the

Company while obtaining the services of transfer, transposition, transmission and issue of duplicate share certificates.

Dematerialization of shares and liquidity

The break-up of equity shares held in Physical and Dematerialised form as on March 31, 2020, is given below:

Particulars	No. of Shares	Percentage
Physical Segment	510000	7.86
Demat Segment		
NSDL	2510500	38.68
CDSL	3469500	53.46
Total	6490000	100.00

Shareholders are advised to register their email address and any changes therein from time to time for sending notice/documents through email in reference to General circular 17/2011 dated 21st April, 2011 of Ministry of Corporate Affairs. In addition, registering and corresponding with Registrar and Share Transfer Agents and Company through email would speed up response, reduce paper work and also help to redress the complaints on fast track basis.

ii) Market Price Data

The market price data for the year ended 31 March 2020 for Company's Equity Shares as available on BSE are given as:

Month	High	Low
April 2019	12.25	9.41
May 2019	12.30	9.35
June 2019	11.00	8.50
July 2019	8.50	7.80
August 2019	9.00	7.15
September 2019	12.90	7.39
October 2019	12.18	9.73
November 2019	10.58	9.05
December 2019	16.05	8.96
January 2020	18.00	13.60
February 2020	21.70	14.50

iii) Plant locations

Company is engaged in E-Commerce activities therefore it doesn't has any plant. It runs its operation from the registered office.

iv) Disclosures and Information

The Company has complied with the requirements of Stock Exchange/SEBI/ statutory authorities on all matters relating to Capital Market. No strictures being imposed by SEBI or Stock Exchanges during the year. The Board of Directors receives from time to time, disclosures relating to financial and commercial transactions from Key Managerial Personnel of the Company, where they and/or their relatives have personal interest. The particulars of transactions between the Company and its related parties are as per the Accounting Standard set out in the Audited financial reports.

By and on behalf of Board of Directors

Sd/-

sd/-

Jawahar Lal Agarwal
Director
DIN: 02648829

Jitesh Kumar Maurya
Director
DIN: 08542102

Bangalore, 8th day of September, 2020



V. P. ADITYA & COMPANY
CHARTERED ACCOUNTANTS

15/198-A, Civil Lines, Kanpur - 208 001
Ph : 2306882, • Telefax : (0512) 2306508, 2331914, 3015334, 3015335
E-Mails: vpaditya@rediffmail.com, vpaditya123@gmail.com
vpaditya123@yahoo.co.in

INDEPENDENT AUDITORS' REPORT

TO,
THE MEMBERS OF JLA INFRAVILLE SHOPPERS LIMITED
REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

1) QUALIFIED OPINION

We have audited the accompanying financial statements of **JLA INFRAVILLE SHOPPERS LIMITED** ('the Company'), which comprise the balance sheet as at 31st March 2020, and the statement of profit and loss (Including Other Comprehensive Income), the statement of changes in Equity and the Statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, **except for the effects of the matters described in the "Basis of Qualified Opinion" section of our report**, the aforesaid financial statements give the information required by the Companies Act, 2013 as amended ('the Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2020 and its profit and its cash flows for the year ended on that date.

2) BASIS FOR QUALIFIED OPINION

Balances of Loans and Advances and Unsecured Loans are subject to confirmation (Refer Note No. 21(ix) of Annual Accounts).

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. 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 together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

3) KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

DESCRIPTION OF KEY AUDIT MATTERS

S. No.	Key Audit Matters	How the matter was addressed in our audit
1.	Company is generating material cash inflows from catering and restaurants services also interest on advances given by company. Catering and Restaurants services and granting advances are not main-business of the Company accordingly, cash inflows from such income is shown as other income of the Company. Consequently, the Cash flows from the aforesaid activities is considered to be a key audit matter.	<ul style="list-style-type: none">• We gained an understanding of the business of the company by referencing the memorandum of association of the company.• We discussed with the management of the company the recent development and operations of the company relating to the generation of cash flows from catering and restaurant services and interest on advances given by the company to ensure its consonance with the other objects of the company.• We conducted test checks on the cash inflows generated from catering and restaurant services and interest on advances given by the company.• We assured the adequacy of the company's disclosures.



<p>2. During the financial year 2019-2020, the Company has issued 10,00,000 Share Warrants on preferential basis of Rs. 10/- each. Amount received on issue of share warrants has been depicted in 'Other Equity' in the Balance Sheet as at 31st March, 2020. As the issue of Share warrants by the company during the financial year 2019-2020, has the effect of enhancing the Equity of the Company the same is considered to be a key audit matter.</p>	<ul style="list-style-type: none"> • We gained an understanding of the process of issue of share warrants followed by the company, to include amongst others: • Authorization by the Memorandum and Articles of Association of the Company; • Passing of resolution in a validly Convened and constituted Board meeting of the company. • Passing of resolution in a validly convened and constituted general meeting of the company. • Obtention of permission from the BSE Ltd. Under (Listing obligations and Disclosure requirements) Regulations, 2015. • We assessed the adequacy of disclosures in the financial statements.
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4) INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITORS' REPORT THEREON

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual Report, but does not include the JND AS financial statements and auditors' report thereon.

Our opinion on the IND AS 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 IND AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the IND AS financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

5) RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in Equity of the in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 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, the 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 the management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

5) AUDITORS' 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.
- From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

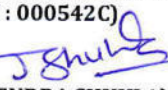
6) REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS:


- I) 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 "A" a statement on the matters specified in the paragraph 3 and 4 of the order, to the extent applicable.
- II) 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, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this report are in agreement with the books of account;
 - d. In our opinion, the aforesaid financial statement comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e. On the basis of written representations received from the directors, as on 31st March, 2020 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2020 from being appointed as a director in terms of Section 164(2) of the Act;
 - f. With respect to the adequacy of the internal financial controls, over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure "B" and;
 - g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:
In our opinion and to the best of our information and according to the explanations given to us, the company



has not paid/provided any remuneration during the year.

- h. With respect to other matter 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) There are no pending litigations on the company in respect of which a provision is required to be made.
 - ii) The company has made provisions, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts including derivative contracts;
 - iii) There are no amounts, required to be transferred, to the Investor Education and Protection Fund by the company.

FOR V. P. ADITYA & COMPANY
CHARTERED ACCOUNTANTS
(FRN : 000542C)

(CA JITENDRA SHUKLA)
PARTNER
M.No.: 412422
UDIN: 20412422AAAAAN5593



Place : Kanpur
Dated : 27.07.2020



V. P. ADITYA & COMPANY
CHARTERED ACCOUNTANTS

15/198-A, Civil Lines, Kanpur - 208 001
Ph : 2306882, • Telefax : (0512) 2306508, 2331914, 3015334, 3015335
E-Mails: vpaditya@rediffmail.com, vpaditya123@gmail.com
vpaditya123@yahoo.co.in

Annexure 'A' referred to in para 6(I) of Independent Auditors' Report of even date to the members of JLA INFRAVILLE SHOPPERS LIMITED on the financial statements for the year ended 31st March 2020

Based on test checks and other generally accepted auditing procedures carried on by us and according to the information and explanations given to us, we report that:-

- (i) (a) The management has certified that proper records showing full particulars, including quantitative details and situation of fixed assets has been maintained, however the same cannot be verified by us.
- (b) All the assets have been physically verified by the Management during the year and there is a regular programme of verification which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No discrepancies were noticed on such verification.
- (c) There are no immovable properties in the books of Company hence, Para (i)(c) is not applicable.
- (ii) Physical verification of inventory has been conducted at reasonable intervals by the management and no material discrepancies were noticed on physical verification.
- (iii) The Company has not granted any loans to body corporate covered in the register maintained under section 189 of the Companies Act, 2013 ("the Act").
- (iv) In our opinion and according to the information and explanations given to us, the Company has neither granted any loans to directors etc. prescribed u/s 185 of the Act nor has made any loan and investment prescribed u/s 186 of the Act, hence para (iv) of the order is not applicable.
- (v) The Company has not accepted any deposits from the public.
- (vi) The Central Government has not prescribed the maintenance of the cost records under section 148(1) of the Act, for any of the services rendered by the company.
- (vii) (a) The company is regular in depositing with appropriate authorities undisputed statutory dues including income tax, Goods and Service Tax, custom duty and other material statutory dues applicable to it.

Further to our information, no undisputed amounts in respect of statutory dues were in arrears as at 31 March, 2020 for a period of more than six months from the date these became payable.

- (b) Further according to the information and explanations given to us, there are no dues of income tax, Goods and service tax and other material statutory dues which have not been deposited with the appropriate authorities on account of any dispute. Excise duty and Cess are not applicable to the Company. However, Provident Fund is applicable to the Company but the Company has not yet registered itself under the provisions of this act.
- (viii) The Company has taken a vehicle loan from Bank, however the Company has not defaulted in the repayment of the same.
- (ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3(ix) of the order is not applicable.
- (x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- (xi) The Company has not paid any managerial remuneration during the year.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.



- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties, as identified by the management of the Company, are in compliance with Sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year except for the issue of 10,00,000 Share Warrants on preferential basis of Rs. 10/- each during the F.Y. 2019-2020.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) The Company is not required to be registered under section 45-1A of the Reserve Bank of India Act, 1934.

PLACE: Kanpur
DATED: 27.07.2020



For V.P. ADITYA & COMPANY
CHARTERED ACCOUNTANTS
(FRN : 000542C)


(CA JITENDRA SHUKLA)

PARTNER

M. NO. 412422

UDIN: 20412422AAAAAN5593



V. P. ADITYA & COMPANY
CHARTERED ACCOUNTANTS

15/198-A, Civil Lines, Kanpur - 208 001
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vpaditya123@yahoo.co.in

Annexure 'B' referred to in paragraph 6(II) of Independent Auditors' Report of even date to the members of JLA INFRAVILLE SHOPPERS LIMITED on the financial statements for the year ended 31st March, 2020.

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 JLA INFRAVILLE SHOPPERS LIMITED ("the Company") as of 31st March, 2020 in conjunction with our audit of the 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.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") 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 respect.

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over



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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

PLACE: Kanpur
DATED: 27.07.2020



For V.P. ADITYA & COMPANY
CHARTERED ACCOUNTANTS
(FRN : 000542C)

J. Shukla
(CA JITENDRA SHUKLA)
PARTNER
M. NO. 412422

UDIN: 20412422AAAAAN5593



V. P. ADITYA & COMPANY
CHARTERED ACCOUNTANTS

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vpaditya123@yahoo.co.in

**Auditors' Report On Yearly Financial Results of the Company Pursuant to the Regulation 33
of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

To
The Board of Directors,
JLA INFRAVILLE SHOPPERS LTD.
Kanpur

We have audited the yearly financial results of JLA INFRAVILLE SHOPPERS LTD ('the Company') for the period 01.04.2019 to 31.03.2020, attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. These financial results have been prepared on the basis of the yearly financial statements, which are the responsibility of the company's management. Our responsibility is to express an opinion on these financial results based on our audit of such yearly financial statements, which have been prepared in accordance with the Accounting Standard notified under Section 133 of the Companies Act, 2013 read with relevant rules issued there under and other accounting principles generally accepted in India.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

In our opinion and to the best of our information and according to the explanations given to us these yearly financial results:

- (i) are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and
- (ii) give a true and fair view of the net profit and other financial information for the year ended 31st March, 2020.

Place: Kanpur
Dated: 27.07.2020

For V.P. ADITYA & COMPANY
Chartered Accountants
(FRN : 000542C)

(CA Jitendra Shukla)
Partner
Membership No. 411422

JLA INFRAVILLE SHOPPERS LTD.
BALANCE SHEET AS at 31.03.2020

		Amount in hundreds		
	Particulars	Note No.	As at 31-03-2020	As at 31-03-2019
	ASSETS			
1	Non-current assets			
	Property, Plant and Equipment	1	24,585	32,529
	Other Intangible Asset	2	533	877
	Financial Asset			
	(i) Loans	3	216,718	216,222
	(ii) Deferred Tax Assets	4	4,694	4,865
2	Current assets			
	Inventories	5	123	1,500
	Financial Assets			
	(i) Trade Receivables	6	-	1,418
	(ii) Cash and cash equivalents	7	133	1,239
	(iii) Loans	8	419,165	320,114
	Other current assets	9	47,065	78,185
	TOTAL		713,016	656,949
1	EQUITY AND LIABILITIES			
	Equity			
	(a) Equity Share Capital	SOCE-I	649,000	649,000
	(b) Other Equity	SOCE-II	51,071	(1,633)
	LIABILITIES			
	Non-current liabilities			
	Financial Liabilities			
	Borrowings	10	2,981	4,048
2	Current Liabilities			
	Financial Liabilities			
	Trade payables	11	2,653	-
	Other current liabilities	12	6,432	5,122
	Provisions	13	879	412
	TOTAL		713,016	656,949

Significant Accounting Policies

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Additional Notes

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As per our separate report of even date attached

For V.P Aditya & Co.

Chartered Accountants

FRN-000542C

CA Jitendra Shukla

Partner

M.N.-412422

Place: Kanpur

Date : 27.07.2020



For and on behalf of the Board

Jainmal
DIRECTOR

Sagya
COMPANY SECRETARY &
COMPLIANCE OFFICER

S. Maurya
MANAGING DIRECTOR

Tomyshree
CHIEF FINANCIAL
OFFICER

JLA INFRAVILLE SHOPPERS LTD.
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2020

		Amount in hundreds		
	Particulars	Note No.	2019-2020	2018-2019
I	Revenue From Operations	14		
II	Other Income	15	340	54,548
III	Total Income		121,512	179,520
	EXPENSES		121,852	234,068
IV	Cost of material consumed		44,117	46,016
	Purchases of stock in trade		-	53,508
	Employee benefit expenses	16	20,992	23,294
	Finance costs	17	379	508
	Depreciation and amortization expense	1 & 2	8,928	6,953
	Other expenses	18	44,183	101,650
	Total expenses		118,599	231,929
V	Profit/(loss) before exceptional items and tax		3,253	2,139
VI	Profit/(loss) before tax		3,253	2,139
VII	Tax expense:			
VIII	(1) Current tax		878	412
	(2) Deffered tax		171	1,258
	Profit/(loss) for the period		2,204	469
ix	Other Comprehensive Income			
	(i) Items that will be reclassified to profit or loss		-	-
	(i) Items that will not be reclassified to profit or loss		-	-
	Total comprehensive income for the period (Comprising Profit (Loss) and Other Comprehensive Income for the period)		2,204	469
X	Earning per equity share :			
XI	(1) Basic	19	0.034	0.01
	(2) Diluted		0.032	0.01

Significant Accounting Policies


20

Additional Notes

21

As per our separate report of even date attached

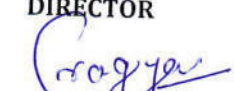
For V.P Aditya & Co.
Chartered Accountants
FRN-000542C


CA Jitendra Shukla
Partner
M.N.-412422



For and on behalf of the Board


DIRECTOR


COMPANY SECRETARY &
COMPLIANCE OFFICER


MANAGING DIRECTOR

CHIEF FINANCIAL
OFFICER

Place: Kanpur
Date : 27.07.2020

JLA INFRAVILLE SHOPPERS LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31.03.2020

		Amount in hundreds	
A	CASH FLOW FROM OPERATING ACTIVITIES	Year ended 31st March, 2020	Year ended 31st March, 2019
	Net Profit Before Tax	3,253	2,138
	Adjustments for:		
	Depreciation	8,928	6,953
	Interest & Finance Charges	379	508
	Interest on Advances	(36,439)	(34,777)
	Operating Profit before Working Capital Changes	(27,132)	(27,316)
	CASH FLOW FROM WORKING CAPITAL	(23,878)	(25,178)
	Decrease/(Increase) in Receivables	1,418	42,988
	Decrease/(Increase) in Inventories	1,377	(923)
	Increase/(Decrease) in Payables	4,480	(27,185)
	Cash generated from WORKING CAPITAL	7,225	14,880
	Income Tax paid	7,225	14,880
	Net Cash flow from Operating activities	(878)	(412)
		(17,532)	(10,710)
B	CASH FLOW FROM INVESTING ACTIVITIES		
	Purchase of Fixed Assets	(640)	(31,838)
	Increase in Advances & others	(68,427)	8,225
	Interest on Advances	36,439	34,777
	Net Cash used in Investing activities	(32,628)	11,164
		(32,628)	11,164
C	CASH FLOW FROM FINANCING ACTIVITIES		
	Issue of Share Warrant	50,500	
	Repayment of Long term Borrowings	(1,067)	(961)
	Interest paid	(379)	(508)
	Net Cash used in financing activities	49,054	(1,469)
	Net increase in cash & Cash Equivalents	49,054	(1,469)
	Cash and Cash equivalents as at 01.04.2019	(1,107)	(1,015)
	Cash and Cash equivalents as at 31.03.2020	1,239	2,255
		133	1,239
	Cash & Cash Equivalents		
	Cash in Hand		
	Cash at Bank	78	159
	FDR With Bank	55	1,080
	Cash & Cash equivalents as stated	133	1,239

For V.P Aditya & Co.
Chartered Accountants
FRN-000542C

CA Jitendra Shukla
Partner
M.N.-412422

Place: Kanpur
Date: 27.07.2020



For and on behalf of the Board

Jainal
DIRECTOR

Maurya
MANAGING DIRECTOR

Cragee
COMPANY SECRETARY &
COMPLIANCE OFFICER

Tanushree
CHIEF FINANCIAL
OFFICER

JLA INFRAVILLE SHOPPERS LTD.

STATEMENT OF CHANGES IN EQUITY-I

Statement of changes in equity for the year ended 31st March, 2020

A EQUITY SHARE CAPITAL

	As at 31.03.2020	As at 31.03.2019
SHARE CAPITAL		Amount in hundreds
Authorised:		
11500000 Equity shares of Rs. 10/- each	1150000	650000
Issued, Subscribed & Paid Up		
6490000 Equity shares of Rs. 10/- each fully paid up	649000	649000
TOTAL	649000	649000

The Reconciliation of number of shares outstanding at the beginning and end of the year:

	As at 31 March 2020	As at 31 March 2019
Balance at the beginning of the year (Equity shares of Rs. 10each issued, subscribed and fully paid)	649,000	649,000
Changes in equity share capital during the year	-	-
Balance at the end of the reporting period (Equity shares of Rs. 10each issued, subscribed and fully paid)	649,000	649,000

Shareholders holding more than 5 % Shares in the Company

Name of Shareholder	As at 31.03.2020		As at 31.03.2019	
	No. of Shares	% of Shares	No. of Shares	% of Shares
Vivek Gupta	-	-	570,500	8.79
Jawahar Lal Agarwal	-	-	708,500	10.92

* There are no shareholders holding more than 5% shares in the company as at 31.03.2020.

Jawal
Tanjushree

Page 1 of 2
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JLA INFRAVILLE SHOPPERS LTD.

STATEMENT OF CHANGES IN EQUITY- II

B OTHER EQUITY

Particulars	Amount in hundreds		
	Reserve and Surplus Retained Earnings	received against Share Warrants	Total
AS ON 31 MARCH 2019			
Balance at the beginning of the reporting period i.e., 1st April, 2018	(2,102)	-	(2,102)
Total comprehensive income for the year	469	-	469
Balance at the end of the reporting period i.e., 31st March, 2019	(1,633)	-	(1,633)

Particulars	Amount in hundreds		
	Reserve and Surplus Retained Earnings	received against Share Warrants	Total
AS ON 31 MARCH 2020			
Balance at the beginning of the reporting period i.e., 1st April, 2019	(1,633)	-	(1,633)
Total comprehensive income for the year	2,204	-	2,204
Any other change (issue of Share Warrants)	-	50,500	50,500
Balance at the end of the reporting period i.e., 31st March, 2020	571	50,500	51,071



Jeevan Tanshree
Maurya
Prasanna

JLA INFRAVILLE SHOPPERS LTD.

1 : PROPERTY, PLANT & EQUIPMENT :

Amount in hundreds

Particulars	GROSS BLOCK				DEPRECIATION			NET BLOCK	
	as at 01.04.2019	Addition/ (Deletion)	as at 31.03.2020	as at 01.04.2019	For the Year	as at 31.03.2020	as at 31.03.2020	as at 31.03.2019	
			0	9			9		
Furniture & Fixture	9558	640	10198	4188	1530	5718	4480	5371	
Vehicle	37346	0	37346	10248	7015	17263	20083	27097	
Office Equipment	60	0	60	56	2	58	2	4	
Others	0	0	0	0	0	0	0	0	
Computer & Data Processing Unit	3638	0	3638	3581	36	3617	21	57	
TOTAL	50603	640	51242	18073	8583	26656	24586	32530	
Capital work in Progress	0	0	0	0	0	0	0	0	
Grand Total	50603	640	51242	18073	8583	26656	24586	32530	
Previous Year Figures	18764	31838	50602	11688	6385	18073	32529	7076	

2 : OTHER INTANGIBLE ASSET :

Particulars	GROSS BLOCK				DEPRECIATION			NET BLOCK	
	as at 01.04.2019	Addition/ (Deletion)	as at 31.03.2020	as at 01.04.2019	For the Year	as at 31.03.2020	as at 31.03.2020	as at 31.03.2019	
			0	9			9		
Website Development	6185	0	6185	5699	191	5890	295	486	
Website (software)	3689	0	3689	3298	154	3452	237	392	
TOTAL	9875	0	9875	8997	345	9342	533	878	
Previous Year Figures	9875	0	9875	8430	567	8997	877	1445	



Jaymal Tanishree
Maurya
Chartered Accountant

JLA INFRAVILLE SHOPPERS LTD.

Amount in hundreds

3	LOANS	As at 31.03.2020	As at 31.03. 2019
	Unsecured, Considered good	216718	216222
	TOTAL	216718	216222

4	Deferred Tax Assets	As at 31.03.2020	As at 31.03. 2019
	Balance at the beginig of the year	4,865	6,123
	Charge/Credit to statement of Profit & Loss	171	1,258
	Balance at the end of the year	4,694	4,865

CURRENT ASSET

5	Inventories	As at 31.03.2020	As at 31.03. 2019
	Raw Material	0	971
	Others (Packing Material)	123	529
	TOTAL	123	1500

6	Trade Receivables	As at 31.03.2020	As at 31.03. 2019
	Unsecured, considered good	0.00	1418
	TOTAL	0.00	1418

7	Cash and Cash Equivalent	As at 31.03.2020	As at 31.03. 2019
	Balance With Banks	55	1,080
	Cash on Hand	78	159
	TOTAL	133	1,239

8	LOANS	As at 31.03.2020	As at 31.03.2019
	Unsecured, Considered good	419,165	320,114
	TOTAL	419,165	320,114

Journal

Tanyshee

Sharma

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JLA INFRAVILLE SHOPPERS LTD.

9	OTHER CURRENT ASSETS	As at 31.03.2020	As at 31.03. 2019
	Security Deposit	7,715	10,555
	Prepaid expenses	2	26
	Advance Direct Tax (TDS)	9,348	7,401
	Advance For Property	30,000	60,000
	Advance Indirect Tax	0	38
	Advance to Staff	0	165
	TOTAL	47,065	78,185

NON CURRENT LIABILITIES
FINANCIAL LIABILITIES

10	BORROWINGS	As at 31.03.2020	As at 31.03. 2019
	Term Loan (Secured)		
	From Bank	-	-
	Vehicle Loans	2981	4,048
	Unsecured Loans	-	-
	TOTAL	2981	4,048

CURRENT LIABILITIES

FINANCIAL LIABILITIES

11	TRADE PAYABLES	As at 31.03.2020	As at 31.03. 2019
	Trade payable	2653	-
	TOTAL	2653	0.00

12	Other current Liabilities	As at 31.03.2020	As at 31.03. 2019
	Expenses payable	6078	4,597
	TDS/Vat/Swachh Bharat Cess payable	354	525
	TOTAL	6432	5,122

13	Provisions	As at 31.03.2020	As at 31.03. 2019
	Provisions For income tax	879	412
	TOTAL	879	412

Jaruna Tanyshree & Mary Rajee



JLA INFRAVILLE SHOPPERS LTD.

14	Revenue From Operations	2019-2020	2018-2019
	Sale of Product	340	54,548
	Total	340	54,548

15	OTHER INCOME:	2019-2020	2018-2019
	Interest Income	36,439	34,777
	Other Non-Operating Income	-	1,166
	Sale of Food & Beverages	85,073	98,373
	Commission received	-	45,204
	Total	121,512	179,520

16	EMPLOYEE BENEFITS EXPENSES	2019-2020	2018-2019
	Salaries and Wages	20,992	23,294
	Total	20,992	23,294

17	FINANCE COSTS	2019-2020	2018-2019
	Interest	379	508
	Total	379	508

18	OTHER EXPENSES	2019-2020	2018-2019
	Rent	8,680	11,032
	Electricity & Water Charges	1,143	1,241
	Telephone & Internet	136	212
	Printing & Stationery	14	67
	Conveyance & Travelling Expenses	77	192
	Postage Expenses	70	74
	Penalty and Fine	105	316
	Legal, Professional & Consultancy	4,083	729
	Details of Payment to auditor:		
	i) Auditor's Fees	500	500
	ii) Certification and other fees	200	236
	Maintenance Charges	225	1,105
	Advertisement & Publicity Expenses	462	1,079
	Hire Charges	31	248
	Office Expenses	50	155
	Depository Expenses	526	533
	Bank Charges	91	117
	Commission Paid	23,492	70,507
	Repair & Maintenance	2,779	773
	Internal Audit Fees	480	480
	Sundry Balance w/o	0	0
	Listing Fees/RTA Fees	720	725

Jarwal Tanushree



JLA INFRAVILLE SHOPPERS LTD.

19

Earning Per Share	2019-2020	2018-2019
A. Net profit available for equity shareholders (Numerator used for calculation)	220,409	46,844
Number of equity shares (Used as Denominator for calculating EPS)	6,490,000	6,490,000
Basic Earning per share of Rs. 10/-	0.034	0.01
B. Net profit available for equity shareholders (Numerator used for calculation)	220,409	46,844
Weighted Average Number of equity shares (Used as Denominator for calculating Diluted EPS)	6,906,667	6,490,000
Diluted Earning per share of Rs. 10/-	0.032	0.01



Journal Tanushree K. Mavrya Prageya

21 (xiii). Quantitative disclosures of fair value measurement hierarchy for assets as at 31st March, 2020

Fair value of financial instruments not measured at fair value as at 31st March, 2020

(Amount in hundreds)

PARTICULARS	Date of Valuation	Carrying Value	Fair Value Measurement Using			Total
			Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	
Non Current Assets						
Property, Plant and Equipment	31st March 2020	24585			24585	24585
Other Intangible Assets	31st March 2020	532			532	532
Financial Assets						
Loans	31st March 2020	216718			216718	216718
Inventories	31st March 2020	123			123	123
Cash and Cash Equivalents	31st March 2020	133	133			133
Loans	31st March 2020	419165			419165	419165
Other Current Assets						
	31st March 2020	47063	9348		37715	47063
Financial Liabilities						
Borrowings	31st March 2020	2981			2981	2981
Trade Payables	31st March 2020	2653			2653	2653
Other Current Liabilities	31st March 2020	6432			6432	6432
Provisions	31st March 2020	878			878	878

Jaymal Tanysbore

(Signature)



JLA INFRAVILLE SHOPPERS LIMITED

20- A- REEPORTING ENTITY

JLA INFRAVILLE SHOPPERS LIMITED ("the company") is a public limited Company domiciled in India and has registered office at 85, Rukmani Venkataswami Arcade, Ashoka Lane, Green Glen Layout, Ballendur, Banglore, Karnatka- 560103. JLA Infraville Shoppers Limited's equity shares are listed on Bombay Stock Exchange in India. The company is engaged in e- commerce activities.

B- SIGNIFICANT ACCOUNTING POLICIES:

i) Basis of preparation of financial statements

(a) Compliance with Ind As

The financial statements have been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standards ('Ind AS') as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013 (the Act) and other relevant provisions of the Act.

(b) Basis of measurement

These financial statements have been prepared on a historical cost basis . Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Current Assets do not include elements which are not expected to be realized within 1 year and Current Liabilities do not include items which are due after 1 year, the period of 1 year being reckoned from the reporting date.

(c) Classification of Assets and Liabilities as Current and Non-Current

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle.
- Held primarily for the purpose of trading
- Expected to be realized within twelve months after the reporting period, or
- Cash and cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is treated as current when:

- It is expected to be settled in normal operating cycle.



- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

Deferred tax assets are classified as non-current assets.

The operating cycle is the time between the acquisition of the assets for processing and their realisation in cash and cash equivalents.

ii) Cash Flows

Cash flows during the period from operating, investing and financing activities have been classified in accordance with IND AS 7 and accordingly a Statement of Cash Flows have been prepared.

iii) Revenue Recognition

(a) Sale of goods

Revenue is recognized when the significant risk and rewards of ownership have been transferred to the customer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably, there is no continuing management involvement with the goods, and the amount of revenue can be measured reliably. Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are exclusive of Service Tax/GST.

(b) Revenue (other than sale) is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured.

iv) Inventories

Inventories are valued as follows:

Raw materials, packing materials are valued at Lower of cost and net realizable value.

Materials and other items held for use in the production of inventories are at cost. Finished goods and traded goods are valued at lower of cost and net realizable value.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and to make the sale.

v) Property Plant & Equipment

a) Recognition and measurement:- Items of property plants and equipment are stated at cost less accumulated depreciation and accumulated impairment losses ,if any. The cost comprises the purchase price and directly attributable costs of bringing the assets at its working condition for the intended use. If significant parts of an item of property, plant and



equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

b) Depreciation :- Depreciation on fixed assets is calculated on Written Down Value Method using the rates arrived at based on the estimated useful lives given in Schedule II of Companies Act, 2013.

vi) Intangible Assets

Intangible Assets are stated at cost less accumulated amortization and impairment loss, if any. Intangible Assets are amortized on Written Down Value Method basis over the estimated useful life.

vii) Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and on hand and short-term deposits with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

viii) Earning Per Shares

Basic earnings per share are computed by dividing the profit/(loss) attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the profit/(loss) for the period attributable to equity shareholders and the weighted average number of equity shares outstanding during the period are adjusted for the effects of all diluted potential equity shares.

ix) Taxation

For transactions and other events recognized in profit or loss, any related tax effects have also been recognized in profit or loss. For transactions and other events recognized outside profit or loss (either in other comprehensive income or directly in equity), the related tax effects have also been recognized outside profit or loss (either in other comprehensive income or directly in equity, Indian Accounting Standards 4 respectively). Recognition of deferred tax assets arising from unused tax losses or unused tax credits have also been done as per IND AS 12. The presentation of income taxes in the financial statements and the disclosure of information relating to income taxes has also been carried in accordance with the IND AS 12- Income Taxes



a) Income Tax

Provision for Income Tax is made on the basis of estimated taxable income for the current accounting period and in accordance with provisions as per Income Tax Act, 1961.

b) Deferred Tax

Deferred tax resulting from "timing difference" book and taxable profit for the year is accounted for using the tax rates and laws that have enhanced or substantially enacted as on the balance sheet date. The deferred tax asset is recognized and carried forward only to the extent that there is a reasonable certainty that the asset will be adjusted in future. Permanent timing difference adjustments are not accounted for in provisions.

x) Impairment Of Assets

An asset is treated as impaired when the carrying cost of an asset exceeds its recoverable value and the impairment cost is charged to profit and loss account in the year in which an asset is identified as impaired. The impairment loss recognized in prior accounting year is reversed if there has been a change in the estimate of recoverable amount.

xi) Borrowing Costs

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset has been added to the cost of that asset. Other borrowing costs are recognized as an expense. The recognition has been accordance with the IND AS 23.

xii) Investments

a) Quoted investments

Short term investment are stated at cost or market price , whichever is lower. Long term investments are valued at cost.

b) Unquoted investment:-

Short term investments are stated at cost. Long term investments are valued at cost.

xiii) Provisions , Contingent Liabilities

Provision in respect of present obligation, arising out of past events is made in accounts When reliable estimates can be made of the amount of obligation. Contingent liabilities (if material) are disclosed by way of Notes or Accounts.



21:- Additional Notes

i) In the financial year 2019-20, the Company has operated in only one business segment, hence compliance of AS-17 regarding "Segment Reporting" is not necessary.

ii) Related party transactions:

a) As per Ind AS 24, the disclosures of transactions with the related parties are given below:

S. No.	Name of the Related Party	Relationship
1	Kratika Agarwal	Relative of Key Managerial Person
2	Neeraj Agarwal	Relative of Key Managerial Person

b) Transactions during the year with related parties : (Amount in `)

S. No.	Nature of transaction	Amount (Rs.)
1	Salary to Kratika Agarwal	40000.00
2	Internal Audit Fees to Neeraj Agarwal	48000.00
3	Expenses incurred by Neeraj Agarwal on behalf of the company	232300.00

c) Outstanding Balances of related parties as on 31st March,2020 :

S. No.	Name of the Related Party	O/s Balances as on 31.03.2020
1	Neeraj Agarwal	136171.42 (Cr.)

iii) Contingent Liabilities:

	(2019-20)	(2018-19)
Claims against the Company not acknowledged as debt	1,00,649/-	NIL

iv) Last year's figures have been regrouped and re-arranged wherever necessary to conform to the figures of the current year.

v) The Company has not provided for any retirement benefits including gratuity.

vi) The Company has not made any foreign currency transaction during the year .

vii) Statutory Auditors' Remuneration - Rs:50,000.00 has been provided for the statutory audit fees for the financial year 2019-20:

viii) The company has not received any memorandum (as required to be filed by the Suppliers with the notified authority under the Micro, Small and Medium Enterprises




Development Act, 2006), claiming their status as micro, small or medium enterprises. Consequently, the amount paid / payable to these parties during the year is Nil.

- ix) Balance under the head Loan, other current assets, Trade Receivables, Current Liabilities and advance recoverable in cash or kind for value to be received are unconfirmed and unreconciled.
- x) In case where payee's receipts and/or acknowledgements thereof and supporting papers for payments etc are not made available. They are certified to be correct by the Directors of the company.
- xi) The amount of cash received from customers/ paid to suppliers and credit purchases/ sales etc have been confirmed by the Directors of the company..
- xii) Figures have been rounded off to the nearest hundreds.

For V.P Aditya & Co.
Chartered Accountants

FRN-000542C


CA Jitendra Shukla
Partner
M.N.-412422



Place: Kanpur
Date : 27.07.2020

For and on behalf of the
Board


DIRECTOR


COMPANY SECRETARY &
COMPLIANCE OFFICER

JLA INFRAVILLE SHOPPERS LIMITED

CIN:L52390KA2013PLC071372

Registered Office: 85, Rukmini Venakataswamy Arcade, Ashoka Lane, Green Glen Layout Bellandur Bangalore KA 560103 IN, Corporate Office: no. 708, Krishna Tower, 15/63, Civil Lines, Kanpur - 208001 Uttar Pradesh

Web Site: www.infraville.info E-mail id:infraville@yahoo.in

NOTICE

Notice is hereby given that 7thAnnual General Meeting of the Members of JLA Infraville Shoppers Limited (“the Company”) will be held on wednesday, September 30, 2020 at 11:55 A.M. through Video Conferencing/ other Audio Visual Means(VC/OAVM) to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements for the financial year ended on 31st March, 2020 and Reports of the Board of Directors and the Auditors thereon.

“RESOLVED THAT the audited financial statement of the Company for the financial year ended on March 31, 2020 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby received, considered and adopted.”

2. To appoint a Director in place of Mr. Jawahar Lal Agarwal (DIN: 02648829), who retires by rotation and being eligible offers himself for re-appointment.

“RESOLVED THAT, pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, the approval of the members of the Company be and is hereby accorded for the reappointment of Mr. Jawahar Lal Agarwal (DIN: 02648829) as such, to the extent that he is required to retire by rotation.”

By Order of Board

Sd/-

Pragya Trivedi

Company Secretary & Compliance Officer

Bangalore, 8th Day of September, 2020

NOTES:

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020, physical attendance of the Members to the EGM/AGM venue is not required and annual general meeting (AGM) be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing EGM/AGM through VC/OAVM.
2. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM/AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM/AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
3. The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the EGM/AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the EGM/AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the EGM/AGM will be provided by NSDL.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.infraville.info. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the EGM/AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

7. EGM/AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
8. The Register of Members and the Share Transfer Books of the Company will remain closed from September 24, 2020 to September 30, 2020 (both days inclusive).
9. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant rules made thereunder, Companies can serve Annual Reports and other communications through electronic mode to those members who have registered their email address either with the Company or depository participant(s) Members holding shares in demat form must intimate the change in their address, if any, to Bigshare Services Pvt.Ltd. E/2 Ansa Industrial Estate, Saki Vihar Road, Saki Naka, Andheri (E), Mumbai 400072, Maharashtra; Ph No. - 022- 40430200.
10. In accordance with the Articles of Association of the Company, all Directors (except Managing Director of the company, retire every year and if eligible, offer themselves for re-appointment at the Annual General Meeting. As per provisions of Companies Act, 2013, Independent directors are appointed for a term upto five consecutive years and are not liable to retire by rotation.
11. The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose email address are registered with the Company or the depository participant(s), unless the members have registered their request for hard copy of the same. 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 at the AGM.
12. Webex link to attend AGM- <https://jlainfraville.my.webex.com/meet/AGM>

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on 27th September, 2020 at 9:00 A.M. and ends on 29th September, 2020 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter.

How do I vote electronically using NSDL e-Voting system?

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

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

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

Details on Step 1 is mentioned below:

How to Log-in to NSDL e-Voting website?

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

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

4. Your User ID details are given below :

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

5. Your password details are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

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

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice :

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to infraville@yahoo.in.
In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to infraville@yahoo.in.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access the same at <https://www.evoting.nsdl.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions

- mentioned in the notice to avoid last minute rush. Further members can also use the OTP based login for logging into the e-Voting system of NSDL.
2. Members are encouraged to join the Meeting through Laptops for better experience.
 3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
 4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
 5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at (company email id). The same will be replied by the company suitably.

By Order of Board

Sd/-

Pragya Trivedi

Company Secretary & Compliance Officer

Bangalore, 8th Day of September, 2020

JLA INFRAVILLE SHOPPERS LIMITED

CIN: L52390KA2013PLC071372

Registered Office: 85, Rukmini Venkataswamy Arcade, Ashoka Lane, Green Glen
Layout Bellandur Bangalore KA 560103 IN

Web Site: www.infraville.info E-mail id: infraville@yahoo.in

PROXY FORM

Form No. MGT-11

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

CIN

Name of the Company

Registered Office

.....

Name of the Member(s)	
Registered address	
E-mail I. d.	
Folio no./ Client Id*	
DP ID	

I/We, being the member(s) of _____ (Name of the Company) holding
_____ shares hereby appoint:

1 Name

Address

.....
 E-Mail I.D.
 Signature or failing him
2 Name
 Address

 E-Mail I.D.
 Signature or failing him
3 Name
 Address

 E-Mail I.D.
 Signature

as my/our proxy to attend and vote (on poll) for me/us and on my/our behalf at the Annual General Meeting of the company, to be held on _____ at _____ A.M./P.M. at the Registered Office of the company at _____ and at any adjournment thereof in respect of such resolutions as are indicated below:

S. No.	Resolution	For	Against
1.			
2.			
3.			
4.			

Signed this _____ day of _____ 2017.

Affix Revenue Stamp of Rs. 1/-

Signature of Shareholder

Signature of Proxy holder(s)

Notes:

- (1) *This form, in order to be effective, should be duly stamped, completed, signed and deposited at the registered office of the Company, not less than 48 hours before the meeting.*
- (2) *For the resolutions, statement setting out material facts, notes and instructions please refer to the notice of Annual General Meeting.*
- (3) *Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.*
- (4) *In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.*

Please complete all details including details of member(s) and proxy(ies) in the above box before submission.