



DIRECTORS' REPORT

Dear Members,

Your Directors have pleasure in presenting this 7th Annual report on the affairs of the Company together with the Audited Statement of Accounts for the year ended on 31st March, 2018.

1. FINANCIAL SUMMARY (STANDALONE):-

The Company's financial performance for the year under review along with previous year's figures is given hereunder:-

PARTICULARS	31.03.2018 (In Rs.)	31.03.2017 (In Rs.)
Revenue from Operations	63,99,45,469/-	28,65,70,289/-
Other Income	21,50,351/-	2,88,381/-
Total Revenue	64,20,95,820/-	28,68,58,670/-
Total Expenditure	62,93,86,147/-	28,17,88,796/-
Profit/Loss before taxation	1,27,09,673/-	50,69,874/-
Less: Tax Expenses	45,93,529/-	21,37,974/-
Profit /loss for the year	84,52,448/-	35,03,284/-

2. OPERATIONS:-

The Company has reported total revenue of ₹ 64.20/- Crores for the current year against ₹ 28.68 Crores/- for the previous year. The Net profit for the year under review amounted to ₹ 84.52 Lacs in the current year as compared to Profit incurred in last year amounting to ₹ 35.03 Lacs.

3. TRANSFER OF RESERVES:-

An amount of ₹ 84.52 Lacs of profit has been transferred to Reserve & Surplus Account.

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4. MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION OF THE COMPANY:-

There have been no any material changes and commitments, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

5. CHANGE IN THE NATURE OF BUSINESS:-

There is no change in the nature of the business of the company in the review period.

6. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE:-

During the year under review there has been no any such significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

7. AUDITORS AND AUDITORS' REPORT

M/S. R. N. K. A. & Co., Chartered Accountants (FRN 021745N), who were appointed as the Statutory Auditors of the Company in the 4th Annual General Meeting of the Company held on 30th September, 2015 to hold their office from the conclusion of the 4th Annual General Meeting till the conclusion of 8th Annual General Meeting (up to the Financial Year ending 2018-19).

It may be noted that the current Statutory Auditors i.e. M/s Rajesh Ranjit & Co. have changed its name into M/s R. N. K. A. & Co. Chartered Accountants (FRN 021745N) with the same partners w.e.f. 09th May, 2018. Intimation in this regard has been received by the Company.

Further, the Auditors' Report and Notes to the Accounts referred to in the Auditors' Report are self-explanatory and therefore, does not call for any further comments and explanations.

The observations of the Statutory Auditors, when read together with the relevant notes to the accounts and accounting policies are self-explanatory and do not calls for any further comment.

8. DEPOSITS

During the year, the Company has neither accepted any deposits from the public, nor does it have any scheme to invite any such deposits.

9. DETAILS OF DIRECTORS OR KEY MANAGERIAL PERSONNEL:

➤ **Change in Director:**

The Board of directors of the Company is duly constituted. There was no appointment of any alternate/additional director / Director appointed under casual vacancy during the financial year under review.

None of the director of the Company has resigned during the review period.

10. EXTRACT OF ANNUAL RETURN:-

The Company is maintaining a website where the extract of Annual Return can be accessible. The Link of the website is <http://sbcel.in/>

10. NUMBER OF MEETINGS OF THE BOARD:-

During the Financial Year 2017-18, the Board of Directors duly met 5 times and the intervening gap between two meetings was within the period prescribed under Section 173 of the Companies Act, 2013 along with Rules made there under.

Further, the status of attendance of Board Meeting by each of Director is as follows:-

Name of the Directors	No. of Meeting attended / total meetings held during FY 2017-18
Mr. Dheerendra Kumar Gupta	5/5
Mr. Amit Kumar Agarwal	5/5
Mrs. Deepika Gupta	5/5
Mr. Parveen	5/5

11. DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SECTION 143 (12) OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT:-

There were no frauds as reported by the Statutory Auditors under sub-section 12 of Section 143 of the Companies Act, 2013 along with Rules made there-under other than those which are reportable to the Central Government.

12. DIRECTORS' RESPONSIBILITY STATEMENT:-

Pursuant to the requirement under section 134(3) (C) of the Companies Act, 2013 with respect to Directors' Responsibility Statement, it is hereby confirmed that:-

- (i) in the preparation of the annual accounts for the financial year ended 31st March, 2018, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (ii) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at 31st March, 2018 and of the profit and loss of the company for that period;
- (ii) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

13. Corporate Social Responsibility

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the provisions of Section 135 of the Companies Act, 2013 are not applicable.

14. Disclosure Under The Sexual Harassment Of Women At Workplace (Prevention, Prohibition And Redressal) Act, 2013

The Company has duly set up an Internal Complaints Committee (ICC) in line with the requirements of The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013, to redress complaints received regarding sexual harassment.

The following is a summary of sexual harassment complaints received and disposed off during the year 2014-15.

No of complaints received : Nil

No of complaints disposed off : Nil

15. Particulars Of Loans, Guarantees Or Investments Made Under Section 186 of The Companies Act, 2013

The particulars of loans given or guarantees given or investments made or securities provided are given in notes to financial statements.

16. Statement Indicating Development And Implementation Of Risk Management


The Company does not have any Risk Management Policy as the elements of risk threatening the Company's existence are very minimal.


17. ACKNOWLEDGEMENTS:-

The directors of your Company acknowledge the co-operation and assistance extended by various department of Central and State Government and others. The board also takes this opportunity to express its deep gratitude for the continuous support received from the Shareholders.

For and on behalf of the Board

For SBC EXPORTS LTD
For SBC EXPORTS LIMITED


DHEERENDRA KUMAR
GUPTA
Director
DIN 03321016


Director
DEEPIKA GUPTA
Director
DIN 03319765

Place: Uttar Pradesh

Date: 30.08.2018

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)

DETAILS REGARDING RELATED PARTY TRANSACTIONS

AS PER THE PROVISIONS OF SECTION 188 OF THE COMPANIES ACT, 2013
FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2018

1. Details of contracts or arrangements or transactions not at arm's length basis: **NIL**

Name(s) of the related party and nature of relationship	Nature of contracts/ arrangement/transactions	Duration of the contracts / arrangements/transactions	Salient terms of the contracts or arrangements or transactions including the value, if any:	Date(s) of approval by the Board, if any:	Amount paid as advances, if any:	Date of Special Resolution u/s188
N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

2. Details of material contracts or arrangement or transactions at arm's length basis: **NIL**

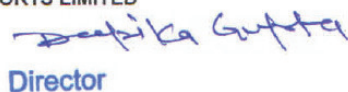
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N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

For and on behalf of the Board

For SBC EXPORTS LTD.
For SBC EXPORTS LIMITED



DHEERENDRA KUMAR
GUPTA
Director
DIN 03321016


Director

DEEPIKA GUPTA
Director
DIN 03319765

Place: Uttar Pradesh

Date: 30.08.2018

**LIST OF ENTITY WITH WHOM THE COMPANY HAS MADE THE RELATED PARTY TRANSACTION
DURING THE YEAR UNDER REVIEW PURSUANT TO SECTION 188 OF THE COMPANIES ACT, 2013**

S. No.	Name(s) of the Entity	Reg. No. / PAN No. / Other Reg. No.	Salient terms of the contracts or arrangements or transactions including the value, if any:	Justification of the contracts / arrangement	Others if any
N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

For and on behalf of the Board

For SBC EXPORTS LTD.
For SBC EXPORTS LIMITED



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