

# JONJUA AIR PRIVATE LIMITED

CIN: U62100PB2012PTC036542

REGD. OFFICE: H M 228 Phase 2, SAS Nagar, Mohali, Punjab

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## **BOARD'S REPORT**

Dear Members,

Your Directors have pleasure in presenting the 7<sup>th</sup> Annual Report on the affairs of the Company together with the Audited Statement of Accounts for the year ended on 31<sup>st</sup> March, 2019.

### **1. FINANCIAL RESULTS**

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

<b>Particulars</b>	<b>For the year ended 31st March, 2019</b>	<b>For the year ended 31st March, 2018</b>
Total Income	21,71,200	19,25,000
Total Expenses	20,03,802	18,30,793
Profit/(loss) before Tax	1,67,398	94,207
<i>Less:</i> Current Income Tax	9,504	26,520
Deferred Tax	1,652	192
Net Profit/(Loss) after Tax	1,56,242	67,495

Total income and increase in net profit represent increase in performance of company as compared with past year.

### **2. DIVIDEND**

No Dividend was declared for the current financial year by the Company.

### **3. TRANSFER TO RESERVES**

The company has transferred 1,56,242 being the profit for the current financial year and ₹9,504 being income tax provision to Reserves & Surplus.

### **4. CHANGE IN NATURE OF BUSINESS**

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

### **5. REVIEW OF BUSINESS OPERATIONS AND FUTURE PROSPECTS**

Business of the company has increased and management hope to have better opportunities in future.

## **6. SHARE CAPITAL**

### **a) ISSUE OF EQUITY SHARES WITH DIFFERENTIAL RIGHTS**

During the year under review, the Company has not issued any equity shares with differential rights.

### **b) ISSUE OF SWEAT EQUITY SHARES**

During the year under review, the Company has issued 9,87,070 sweat equity shares of Re. 1/- each at a premium of Re. 4.46 on 04.03.2018.

### **c) ISSUE OF EMPLOYEE STOCK OPTIONS**

During the year under review, the Company has not issued employee stock option.

### **d) PROVISION OF MONEY BY COMPANY FOR PURCHASE OF ITS OWN SHARES BY EMPLOYEES OR BY TRUSTEES FOR THE BENEFIT OF EMPLOYEES**

Provision of money by Company for purchase of its own shares by employees or by trustees for the benefit of employees is not applicable on the Company.

## **7. MATERIAL CHANGES AND COMMITMENTS, IF ANY**

There have been no material changes and commitments, if any, 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.

## **8. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUT GO**

There is no technology absorption required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014. However, the details forming part of Conservation of Energy, Foreign exchange earnings and outgo is annexed herewith as "**Annexure A**".

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

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

## **10. BUSINESS RISK MANAGEMENT:**

Pursuant to section 134 (3) (n) of the Companies Act, 2013, the company regularly maintains a proper check in normal course of its business regarding Risk Management.

The Company manages, monitors and reports on the principal risks and uncertainties that can impact its ability to achieve its strategic objectives. The Company's risk management systems and programs comprises of various processes, structures, processes and guidelines which assist the Company to identify, assess, monitor and manages its risks, including any material changes to its risk profile. To achieve this, the Company has clearly defined the responsibility and authority of the Company's Management to oversee and manage the Risk Management Programs.

## **11. DEPOSITS**

The Company has neither accepted nor renewed any deposits during the year under review.

## **12. CORPORATE SOCIAL RESPONSIBILITY INITIATIVES**

As per Section 135 of Companies Act, 2013, the company does not fulfil the criteria of net worth or turnover for Corporate Social Responsibility, hence the same is not applicable to the company. The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions are not applicable.

### **13. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013**

During the year under review, the Company has not advanced any loans/ given guarantees/ made investments.

### **14. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES**

The details forming part of the contracts or arrangements made with related parties is annexed herewith as "Annexure B"

### **15. EXTRACT OF ANNUAL RETURN:**

The details forming part of the extract of the Annual Return in form MGT-9 is annexed herewith as "Annexure C".

### **16. EXPLANATION OR COMMENTS ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMERS MADE BY THE AUDITORS AND THE PRACTICING COMPANY SECRETARY IN THEIR REPORTS**

There were no qualifications, reservations or adverse remarks made by the Auditors in their report. The provisions relating to submission of Secretarial Audit Report are not applicable to the Company.

### **17. COMPANY'S POLICY RELATING TO DIRECTORS APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES**

The provisions of Section 178(1) relating to constitution of Nomination and Remuneration Committee are not applicable to the Company and hence the Company has not devised any policy relating to appointment of Directors, payment of Managerial remuneration, Directors qualifications, positive attributes, independence of Directors and other related matters as provided under Section 178(3) of the Companies Act, 2013.

### **18. NUMBER OF MEETINGS OF THE BOARD**

During the year Twelve Board Meetings were convened and held. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

### **19. DIRECTORS RESPONSIBILITY STATEMENT**

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 the Board hereby submit its responsibility Statement—

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) 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 at the end of the financial year and of the profit and loss of the company for that period;

(c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) the directors had prepared the annual accounts on a going concern basis; and

(e) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## **20. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES**

The Company does not have any Subsidiary, Joint venture or Associate Company.

## **21. DIRECTORS**

There was no Director who got reelected/reappointed during the year under review

## **22. STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTORS UNDER SECTION 149 (6) OF COMPANIES ACT, 2013**

The provisions of Section 149 (6) pertaining to the appointment of Independent Directors do not apply to our Company.

## **23. AUDITOR AND AUDITOR'S REPORT:**

The Board ratifies the appointment of the statutory auditors, M/s. Jain & Associates, Chartered Accountants, for the financial year 2018-19.

The Auditors' Report read together with relevant notes thereon are self-explanatory and hence, do not call for any further comments under Section 134 of the Companies Act, 2013.

As required under section 204 (1) of the Companies Act, 2013 the Secretarial Audit provisions are not applicable to the Company.

There are no qualifications or adverse remarks in the Auditors' Report which require any clarification/explanation. The Notes on financial statements are self-explanatory, and needs no further explanation.

## **24. DISCLOSURE OF COMPOSITION OF AUDIT COMMITTEE AND PROVIDING VIGIL MECHANISM**

The provisions of Section 177 of the Companies Act, 2013 read with Rule 6 and 7 of the Companies (Meetings of the Board and its Powers) Rules, 2013 is not applicable to the Company.

## **25. INTERNAL FINANCIAL CONTROL SYSTEM**

Effective and strong internal control systems are developed in the Company for all the major processes to ensure reliability of financial reporting, safeguarding of assets and economical and efficient use of resources as also the compliance of laws, regulations, policies and procedures etc.

## **26. PARTICULARS OF EMPLOYEES**

None of the employee was drawing in excess of the limits prescribed under the Companies Act, 2013 and rules made thereunder.

## **27. FRAUDS REPORTED BY AUDITORS u/s 143(12)**

Your company has complied with all the provisions of Section 143 of the Companies Act, 2013. Hence, there are no frauds reported by the Auditors other than those which are reportable to the Central Government. Further, no fraud has been reported to the Central Government.

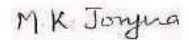
## **28. ACKNOWLEDGEMENTS**

Your Directors place on record their sincere thanks to bankers, business associates, consultants, and various Government Authorities for their continued support extended to your Companies activities during the year under review. Your Directors also acknowledges gratefully the shareholders for their support and confidence reposed on your Company.

### **FOR AND ON BEHALF OF THE BOARD OF DIRECTORS**



(Harjinder Singh Jonjua)  
Director  
DIN - 00898324



(Maninder Kaur Jonjua)  
Director  
DIN- 01570885

Place: Mohali  
Date: 28-08-2019

## **ANNEXURE – A**

### **Information under Section 134(3)(m) of the Companies Act, 2013 read with rule 8(3) the Companies (Accounts) Rules, 2014 and forming part of the Report of the Directors**

#### **(A) Conservation of energy-**

(i) the steps taken or impact on conservation of energy:

We have continued with the practice of switching off the supply to the areas where the lights are not required or where the production work is not taking place.

(ii) the steps taken by the company for utilising alternate sources of energy: NIL

(iii) the capital investment on energy conservation equipments: NIL

#### **(B) Technology absorption-**

(i) the efforts made towards technology absorption: NIL

(ii) the benefits derived like product improvement, cost reduction, product development or import substitution: NIL

(iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)- : NIL

(iv) the expenditure incurred on Research and Development: NIL

#### **(C) Foreign exchange earnings and Outgo-**

(in Rs.)

<b>Particulars</b>	<b>2018-2019</b>	<b>2017-2018</b>
Total Foreign Exchange Received (F.O.B. Value of Export)	-	-
Total Foreign Exchange used:		
i) Raw Materials	-	-
ii) Consumable Stores	-	-
iii) Capital Goods	-	-
iv) Foreign Travels	-	-
v) Others	-	-

**ANNEXURE - B**

**Related Party Transactions:**

**Particulars of contracts or arrangements with related parties referred to in sub-section (1) of section 188 in the form AOC-2:**

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business.

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

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

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

<b>Name(s) of the related party and nature of relationship</b>	<b>Nature of contracts/arrangement/transactions</b>	<b>Duration of the contracts / arrangements/transactions</b>	<b>Salient terms of the contracts or arrangements or transactions including the value, if any:</b>	<b>Date(s) of approval by the Board, if any:</b>	<b>Amount paid as advances, if any:</b>
Harjinder Singh Jonjua	Ordinary course of business	NA		NA	
Maninder Kaur Jonjua	Ordinary course of business	NA		NA	