

2019-20

24th ANNUAL REPORT




Jet Knitwears Ltd.

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About Jet Knitwears Limited

Jet Knitwear Ltd was started in 1969 for the sole purpose of being one of the leading manufacturers of Cotton Hosiery products to deliver quality products. Over the years, with dedication and hard work we have managed to establish a strong marketing workforce and a Distributor & Wholesalers network along with more than 5000 retailers in our home base of Uttar Pradesh.

The result of commitment and hard work led us to be pioneers in our field by being awarded by the Government of India several times on the basis of our Quality products, Research and Development and Entrepreneurship. Our long standing tradition of excellence coupled with diligent service and unwavering commitment towards our customers has earned us their trust in such a way that we command a market share of 45%-50% in the markets where we have a presence.

Our in-house facilities conjoined with our experience in the industry have enabled us to develop and deliver breakthrough products that have helped us to win our customers trust. This trust has made our customers Brand Loyal to an extent wherein generations of our customers and consumers are associated with us. To ensure absolute professionalism in our work ethics our Company has the following work policies:

- 1-कर्म में आस्था
- 2-उत्पादन प्रक्रिया में निरन्तर सुधार
- 3-उचित मूल्य पर उच्चतम उत्पाद
- 4-ग्राहक की संतुष्टि

Company's Strategy

- **Purpose:** To be a leader in the Hosiery Undergarments and Casual Wears by providing enhanced services, relationship and profitability.
- **Vision:** To provide quality services that exceeds the expectations of our esteemed customers.
- **Mission statement:** To build long term relationships with our customers and clients and provide exceptional customer services by pursuing business through innovation and advanced technology.
- **Core values:**
 - We believe in treating our customers with respect and faith.
 - We grow through creativity, invention and innovation.
 - We integrate honesty, integrity and business ethics into all aspects of our business functioning
- **Goals:**
 - To build good reputation in the field of Hosiery Undergarments and Casual Wears and become a key player in the industry.
 - Regional expansion in the field of Hosiery Undergarments and Casual Wears and develop a strong base of key customers.



MANAGING DIRECTOR'S MESSAGE



Dear Shareholders,

It is my privilege to present to you the 24th Annual Report of your Company's performance for the Financial Year 2019-20.

As I write this message, the whole world is experiencing unprecedented times today due to outbreak of COVID 19. Our economy is adapting to the dynamic challenges emerging out of the ongoing epidemic. With the onset of the pandemic, economies were forced to shut down which triggered a sharp global downturn and contraction. The outlook for the remainder of this financial year also remains very uncertain at this time.

Coming out of a difficult year and moving into an uncertain period, your Company registered a satisfactory performance. Your Company's revenue from operations degrew by 5.07% for the financial year ended March 31, 2020. However, your Company has registered a growth of 5.11% in Profit after Tax as compared to previous year. The growth of the company despite being regional in operation and be able to survive and sustain in the highly volatile and competitive business arena is no small achievement.

This performance has been achieved through continuous focus on customer centric activities, strengthening of network capabilities and widespread deployment of information technology. As you all already know that your company is having a strong network of a mix of Dealers, Wholesalers and Retail sales Depots. These Retail sales Depots serves the end consumer directly by giving them service over their counters. Owing to a change in paradigm of casual wear in knitted cotton cloth the company has pledged to give boost to casual wear section by launching the clothing range this year with the Brand "LYCOT AUSTRALIA CLOTHING". This product will be marketed throughout the marketing field of the Company as well as on online platforms along with all the other products which your company produces. To support future growth and to give boost to clothing segment we will add more items like Shirts in the range in near future. Your Company is also trying its best efforts to expand its market in other states of the Country to boost up its sales.



COVID-19 brought with it several new and unprecedented challenges. I would like to applaud the leadership and employees of your Company for a comprehensive response to the situation. The employees were thoroughly counselled as to how the markets might behave and to find innovative ways to achieve sales. Actions were undertaken to protect employees and ensure business continuity through a smooth transition to work from home. Company is strictly following all the guidelines issued by the regulatory authorities and is in compliance with the norms to operate its manufacturing operations.

Further, Company has also provided the facility of Insurance to the employees and job workers to cover the risk in the event of any illness or condition due to COVID-19. The Company has taken extensive steps at various levels to safeguard and protect the employees, direct and indirect. Directors, Senior Executives and Officers are engaged in monitoring and implementing various preventive and control measures for safety of the employees.

Our Directors, Executives, Managers, Employees work as a team to achieve good practices and with these new guidelines vow to work with more zeal and confidence.

On behalf of the Board, I would like to extend my sincere thanks to the management team, employees, dealers, customers, suppliers and all other stakeholders for their commitment in the performance during the year. I wish the Jet Knitwears Limited team the very best to continue to operate safely and effectively manage the volatile period ahead of us.

Finally, I thank you for your continued trust, confidence and support.

Warm Regards

(Balram Kumar Narula)
Managing Director



CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Balram Kumar Narula, Managing Director
Mr. Rakesh Kumar Narula, Whole Time Director
Mr. Anil Kumar Narula, Whole Time Director
Mrs. Dinesh Parashar, Non-Executive Director
Mr. Ramesh Chandra, Independent Director
Mr. Ashok Chandra Bajpai, Independent Director

CHIEF FINANCIAL OFFICER

Mr. Ankur Narula

COMPANY SECRETARY AND COMPLIANCE OFFICER

Ms. Divya Saxena

AUDITORS

- **Statutory Auditor**

Rajiv Mehrotra & Associates
3/3A, Vishnupuri
Kanpur- 208002

- **Internal Auditor**

SPK & Co. Chartered Accountants
305, Block C, Shyam Nagar,
Kanpur-208007

- **Secretarial Auditor**

CS Gopesh Sahu, Company Secretaries
205-A, Anand Tower 117/K/13, Sarvodaya Nagar,
Kanpur-208025

BOARD COMMITTEES

- **Audit Committee**

Mr. Ramesh Chandra, Chairman
Mr. Balram Kumar Narula, Member
Mr. Ashok Chandra Bajpai, Member

- **Nomination and Remuneration Committee**

Mr. Ramesh Chandra, Chairman
Mr. Ashok Chandra Bajpai, Member
Mrs. Dinesh Parashar, Member



- **Stakeholders Relationship Committee**

Mr. Ashok Chandra Bajpai, Chairman
Mr. Rakesh Kumar Narula, Member
Mr. Ramesh Chandra, Member

BANKERS

- HDFC Bank Ltd
- State Bank of India
- Bank of Baroda

WORKS

- 57-A, Dada Nagar, Kanpur- 208022
- 26A, Appache Nagar, Kongu Main Road, Tirupur- 641607

REGISTRAR AND SHARE TRANSFER AGENT

Big Share Services Pvt Ltd

E2/3, Ansa Industrial Estate,
Sakivihar Road,
Sakinaka, Andheri(E),
Mumbai-400072
SEBI Registration No: INR000001385

REGISTERED OFFICE

119/410-B-1 DarshanPurwa Kanpur
Uttar Pradesh - 208012
CIN: L19101UP1996PLC019722
Website: www.jetlycot.com

Email ID: info@jetknit.com
compliance@jetknit.com

Tele No: 0512-2217553,
0512-2296128

BRANCH OFFICE

26A, Appache Nagar, Kongu Main Road,
Tirupur-641607, Tamil Nadu.

Email ID: info@jetknit.com,
anilknarula@gmail.com

Tele No: 0421-2224014,
09362248612



HIGHLY RECOGNIZED AWARDS WON

INTERNATIONAL AWARD



INTERNATIONAL
QUALITY CROWN AWARD 2008



EXPORT AWARD



EXPORT AWARD
2003-2004

NATIONAL AWARDS



ALL INDIA 1st QUALITY NATIONAL
AWARD IN UNDERGARMENTS 2011



1994
ENTREPRENEURSHIP
AWARD



2001
SMALL SCALE QUALITY
AWARD



2003
RESEARCH & DEVELOPMENT
AWARD



2007
RAJEEV GANDHI QUALITY
AWARD



2007
QUALITY PRODUCTS
AWARD



2008
RAJEEV GANDHI QUALITY
AWARD



2009
QUALITY PRODUCTS
AWARD

STATE AWARDS



2012-2013
QUALITY PRODUCTS
HOSIERY/GARMENTS



2013-2014
QUALITY PRODUCTS
MANUFACTURING SECTOR



2014-2015
QUALITY PRODUCTS
MANUFACTURING SECTOR



2016-2017
QUALITY PRODUCTS
GARMENTS SECTOR



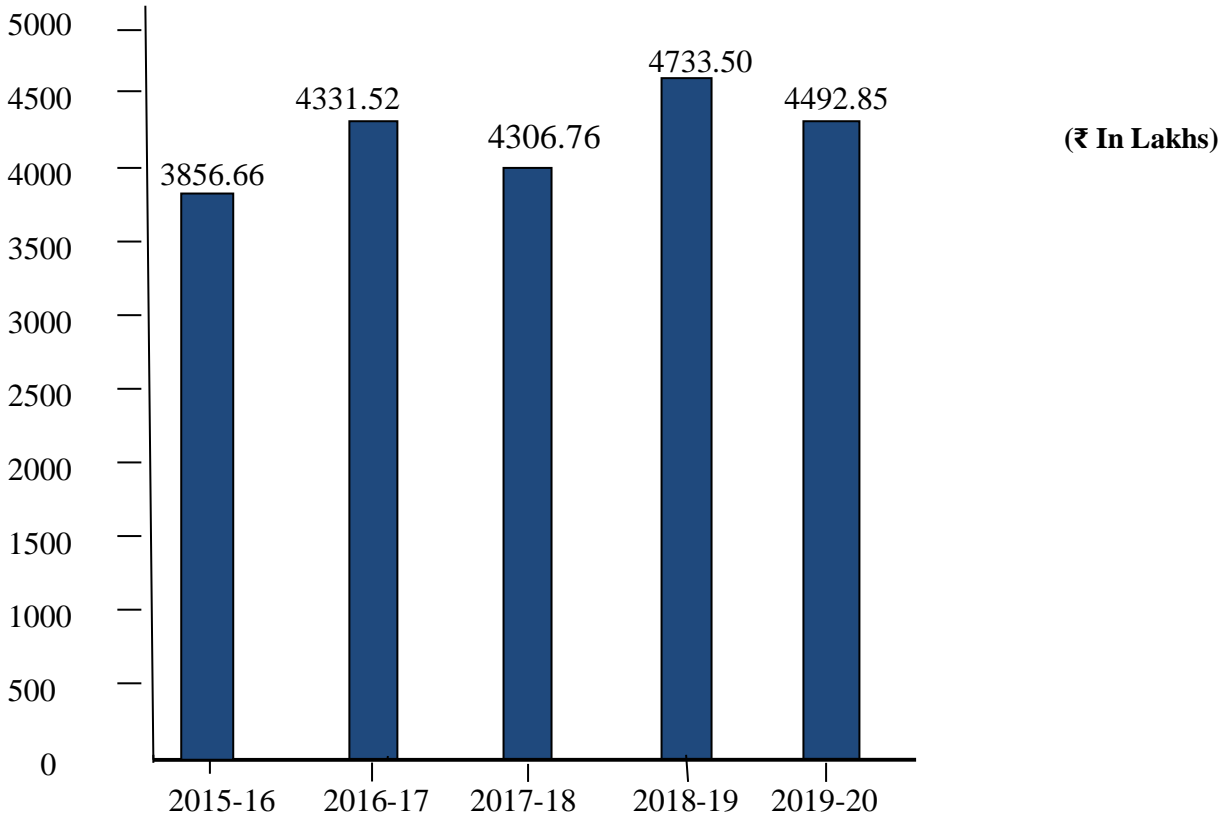
2017-2018
QUALITY PRODUCTS
HOSIERY/GARMENTS

WWW.JETLYCOT.COM

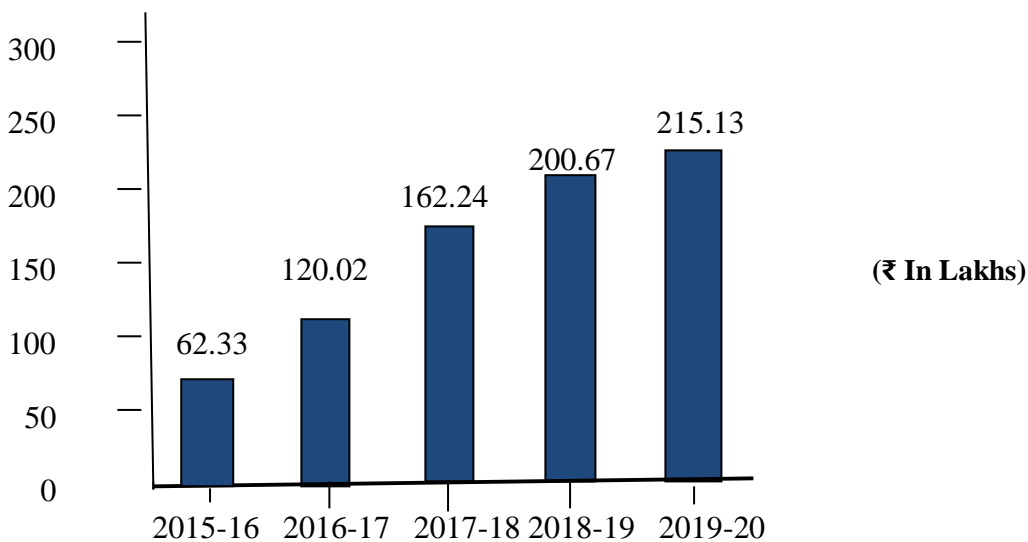


PERFORMANCE TRENDS

GROSS INCOME

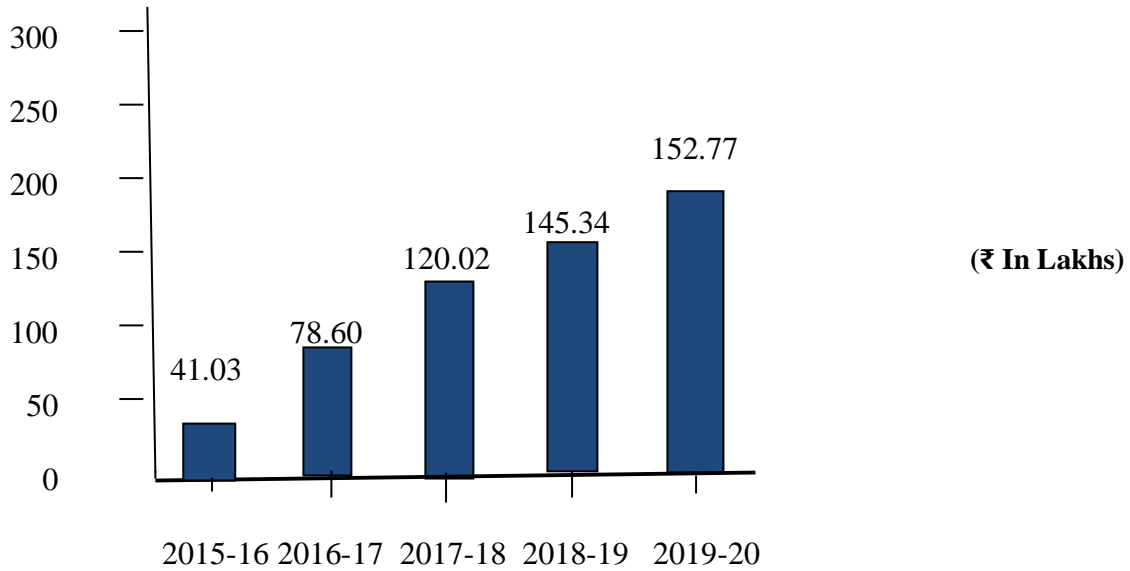


PROFIT BEFORE TAX

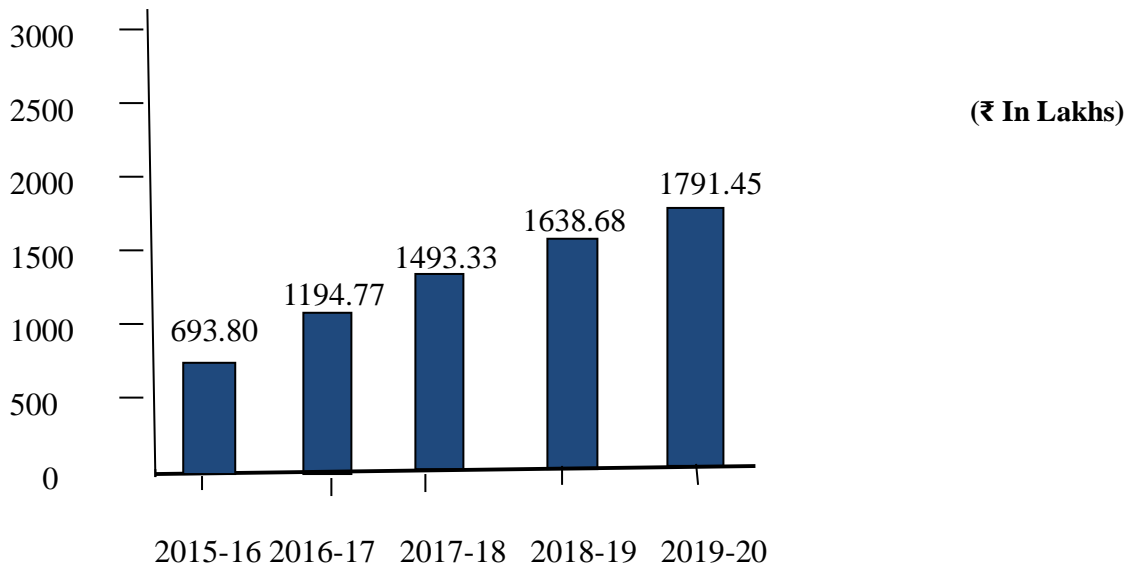




PROFIT AFTER TAX

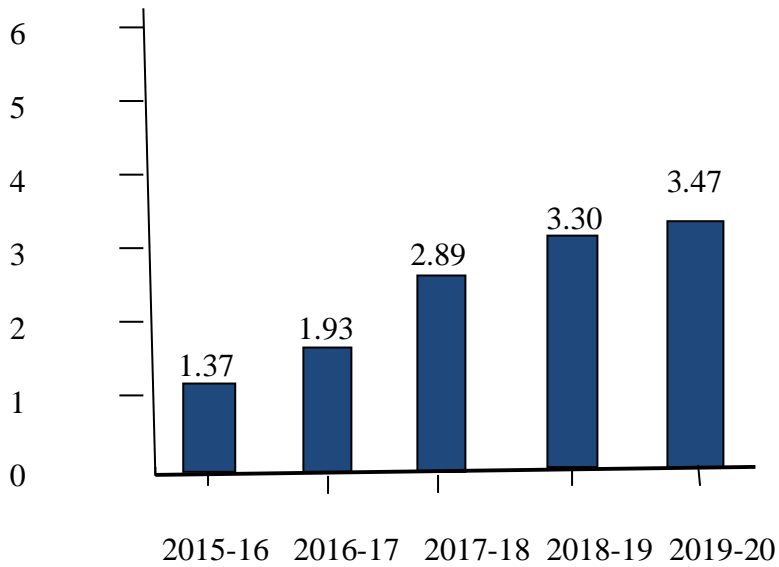


NET WORTH

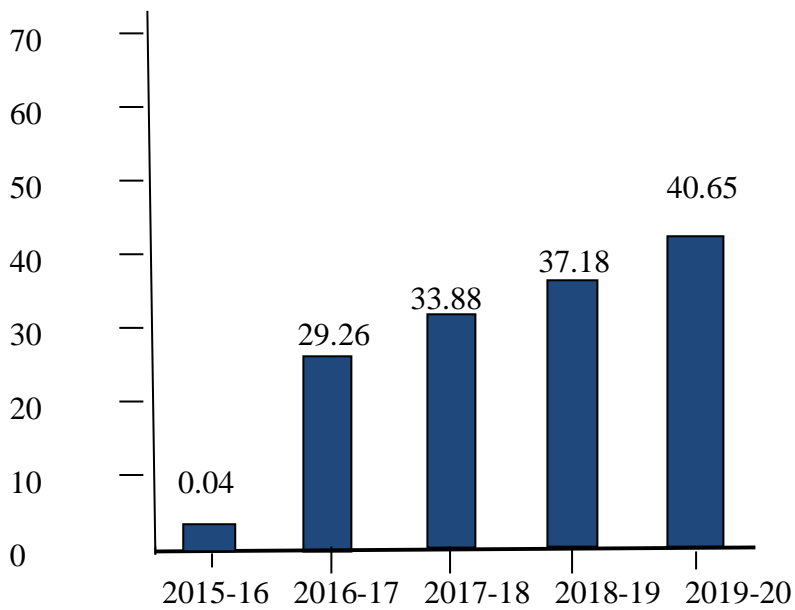




EARNING PER SHARE (₹)



BOOK VALUE PER SHARE (₹)



**DIRECTORS' REPORT**

To
The Members of
JET KNITWEARS LIMITED

The Directors present the 24th Annual Report of Jet Knitwears Limited (the Company or JKL) along with the audited financial statements for the financial year ended March 31, 2020.

1. FINANCIAL SUMMARY OR HIGHLIGHTS/STATE OF COMPANY AFFAIRS

The Summarized Standalone Results of your Company is given in the table below:

(₹ In Lakhs)

Particulars	2019-20	2018-19
Total Revenue	4492.85	4733.50
Earning before Finance Costs, Depreciation and amortization Expenses and Taxes	395.94	367.43
Less: Finance Cost	120.59	109.59
Less: Depreciation & Amortization Expenses	60.22	57.17
Profit/ Loss before Tax	215.13	200.67
Less: Tax Expense (including deferred tax and tax adjustment of earlier years)	62.36	55.33
Profit After Tax	152.77	145.34
Add: Balance of profit brought forward	538.07	392.72
Less: Appropriations	-	-
Transfer to General Reserve	-	-
Income Tax Adjustment (Net)	-	-
Balance at end of the Year	690.84	538.07

2. MAJOR HIGHLIGHTS OF FINANCIAL PERFORMANCE

The major highlights pertaining to the business of the Company for the year 2019-20 are given below:

- The total Revenue from operations of the Company during the financial year 2019-20 was ₹4492.80 Lakhs against the revenue from operations of ₹4732.85 Lakhs in the previous financial year 2018-19.
- The Profit before tax is ₹ 215.13 Lakhs as compared to ₹200.67 Lakhs for the previous year and thereby showing the growth of about 7.20%.
- The EBITDA increased to ₹ 395.94 Lakhs from ₹ 367.43 Lakhs in the previous year and thus showing growth of about 7.76%.
- The Profit after tax is ₹152.77 Lakhs as compared to ₹ 145.34 Lakhs for the previous year and thereby showing growth of about 5.11%.
- The Earning per Share has also escalated to ₹ 3.47 as against ₹ 3.30 in the Previous Year.



3. COVID 19

The outbreak of COVID 19 make it reach in India in the last quarter of the FY 2020, resulting which Government has taken immediate steps to curb the pandemic including declaration of Nationwide Lockdown since 23rd of March 2020, in response to which your Company's Management decided to immediately shutdown the entire functioning units of your company in India including its manufacturing units, sales depot, head office etc and were remained closed till the mid of May month.

For the Company, the focus immediately shifted to ensuring the health and well-being of all employees, and on minimizing disruption to services for all our customers. Company has implemented the Work from Home Policy to safeguard the health of the employees. Your Company has been responding to the COVID-19 pandemic by looking after its entire eco-system of employees, customers and suppliers, with focus on health awareness and safety measures. Following nationwide lockdown imposed after the pandemic outbreak, business volumes have been adversely impacted since the last week of March 2020.

As we all know that COVID-19 ramifications continue to evolve and it affects the business adversely hence, it is not feasible for us to estimate the time when the business will be in normal position.

4. SUBSIDIARY / ASSOCIATE COMPANY/JOINT VENTURE

Company does not have any Subsidiary / Associate Company. There were no Joint Ventures entered into by the Company during the financial year 2019-20.

5. DIVIDEND

For the last quarter, Jet Knitwears Limited has faced the economic trouble in this COVID-19 situation and nationwide lockdown. As a result of which all the plants and offices of the Company have temporarily shutdown. The whole industry is suffering from the economic crisis in this pandemic situation.

Keeping in view the present economic situation JKL is in the need to conserve the reserves of the Company for future requirements, hence, Board of Directors have decided not to recommend any dividend for the financial year ended March 31, 2020.

6. RESERVES

The Company has not transferred any amount to its reserves, the details in respect of which can be verified from the audited financial statement forming part of this report.

7. SHARE CAPITAL

During the year under review, your Company's Authorised Share Capital remained unchanged at ₹ 65 Crore (Rupees Sixty Five Crore Only) comprising 6,50,00,000 Equity Shares of ₹ 10 each. The Paid up Equity Capital as at March 31, 2020 remained at ₹ 44072000.

8. DIRECTORS AND KEY MANAGERIAL PERSONNEL

Following persons are the Key Managerial Personnel of the Company as on March 31, 2020, pursuant to Section 2(51) and Section 203 of the Act, read with the Rules framed there under:

- i) Mr. Balram Kumar Narula - Managing Director
- ii) Mr. Anil Kumar Narula - Whole-Time Director
- iii) Mr. Rakesh Kumar Narula- Whole-Time Director



- iv) Mr. Ankur Narula - Chief Financial Officer
- v) Ms. Divya Saxena - Company Secretary and Compliance Officer

There is no change in KMP during the year.

Change in designation:

On February 20, 2020 Mrs. Dinesh Parashar, Independent Director had requested to the Company to change her designation from Non-Executive Independent Director to Non-Executive Non-Independent Director of the Company. Company has accepted her request in the Board Meeting held on February 21, 2020.

Retirement by Rotation:

In accordance with the provisions of Section 152 of the Companies Act, 2013 read with Rules made there under, Mr. Rakesh Kumar Narula (DIN No: 00274483), Whole Time Director of the Company, is liable to retire by rotation at ensuing Annual General Meeting and being eligible has offered himself for re-appointment. The Board recommends his re-appointment.

Independent Directors Declaration:

Pursuant to the provisions of Section 149 of the Act, Mr. Ramesh Chandra, and Mr. Ashok Chandra Bajpai are Independent Directors of the Company. They have submitted a declaration that each of them meet the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”). However, there has been a change in the designation of Mrs. Dinesh Parashar from Non-Executive Independent Director to Non-Executive Non-Independent Director of the Company on the request of the Director.

Based on the declaration(s) of Independent Directors, the Board of Directors recorded their opinion that all the Independent Directors are independent of the management and have fulfilled the conditions as specified in the Companies Act, 2013 and Rules made there under as well as concerning provisions of SEBI (LODR) Regulations, 2015.

9. EVALUATION OF BOARD’S PERFORMANCE

Your Company being listed on SME Exchange – “NSE Emerge” is exempt under Regulation 17(10) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. However, pursuant to the provisions of section 134 (3) (p) of Companies Act, 2013, the Board has carried out annual evaluation of the performance of the Board, its Committees and of individual directors. The manner in which the evaluation has been carried out has been explained in Nomination & Remuneration Policy. Further, the Independent Directors of the Company met once during the year on February 21, 2020 to review the performance of the Executive Directors of the Company and performance of the Board as a whole.

The Company has devised a policy naming (Policy on Nomination & Remuneration and Board Diversity) for performance evaluation of Independent Directors, Board, Committees and other individual directors which includes the criteria and process for the performance evaluation of the Executive/ Non executive Directors and Committees and board as a whole. The policy is available on the website of the Company i.e. www.jetlycot.com.



10. REMUNERATION POLICY

The Company has a Policy relating to appointment of Directors, payment of Managerial Remuneration, Director's qualification, positive attributes, independence of Directors and other related matters as provided under Section 178(3) of the Companies Act, 2013 and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and is available on the Company's Website (<http://jetlycot.com/policy-of-nomination>).

11. RISK MANAGEMENT POLICY

The Company has business Risk Management framework to identify and evaluate business risks and opportunities. This framework seeks to create transparency, minimize adverse impact on its business objectives and enhance its competitive advantage. It defines the risk management approach across the Company at various levels including the documentation and reporting. Audit Committee of the Company has been entrusted with responsibility to assist the Board in (a) Overseeing the Company's Risk Management process and controls, risk tolerance and Capital Liquidity and funding (b) Setting Strategic plans and objectives for Risk Management and review of Risk Assessment of the Company (c) Review of the Company's risk appetite and strategy relating to key risks, including credit risk, liquidity and funding risk, product risk and reputational risk as well as the guidelines and processes for monitoring and mitigating such risks. During the period under review, the Company has not identified any element of risk which may threaten its existence or are very minimal.

12. WHISTLE BLOWER POLICY AND VIGIL MECHANISM

The Company has adopted a Whistle Blower Policy establishing Vigil Mechanism, to provide a formal mechanism to the Directors and employees to report their concerns about unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct. This Policy provides adequate safeguards against victimization of employees who avail of the mechanism and also provides for direct access to the Chairman of the Audit Committee. It is affirmed that no personnel of the Company has been denied access to the Audit Committee. The Policy of Vigil Mechanism is available on the Company's Website (<http://jetlycot.com/whistle-blower>)

13. 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 the Company is stated in the notes to audited financial statements.

14. INTERNAL FINANCIAL CONTROLS SYSTEM

The Board has adopted policies and procedures for governance of orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records and timely preparation of reliable financial disclosures. The Company's internal control systems commensurate with the nature of its business, the size and complexity of its operations.

15. TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

Your Company did not have any funds lying unpaid or unclaimed which were required to be transferred to Investor Education and Protection Fund (IEPF) under section 125 of Companies Act, 2013.



16. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management's Discussion and Analysis Report for the year under review, as stipulated under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), is presented in a separate section, forming part of the Annual Report.

17. HUMAN RESOURCES

The Company believes that people are its most valuable assets. To this extent, the Company provides a fair and inclusive environment that promotes new ideas, respect for the individual and equal opportunity to succeed. Experience, merit and performance, leadership abilities, strategic vision, collaborative mindset, teamwork and result orientation are actively promoted and rewarded through an objective appraisal process.

The number of people employed as on March 31, 2020 was 49 (March 31, 2019 was 50). Your Company wishes to put on record its deep appreciation of the co-operation extended and efforts made by all employees.

18. CORPORATE SOCIAL RESPONSIBILITY

The provisions of section 135 of the Companies Act 2013 were not been applicable on the Company, hence your Company was not required to constitute CSR Committee or to formulate CSR Policy in this regard. However, your Company keeps on contributing on voluntarily basis towards the social welfare schemes of social organizations including donation for providing free Homeopathic Medicines to the poor and needy patients.

19. PARTICULARS OF EMPLOYEES

Disclosure with respect to the remuneration of Directors and employees as required under Section 197 (12) of Companies Act, 2013 and Rule 5(1) Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 has been appended as 'ANNEXURE-I' to this Report.

20. MATERIAL CHANGES AFFECTING THE COMPANY

Company has started to manufacture Face Protection Mask in the wake of COVID-19 Pandemic and further decided to add the same in its product line. Company has also decided to give the rights for usage of its brand name or Logo to Venus Knitwears Company Private Limited, a group company promoted by the same promoter group of Jet Knitwears Ltd. and the assignee company shall use the brand name or logo in promotion and marketing of hygiene products and shall be paying royalty fees to the company as per agreed terms and conditions against such usage. Further, the operations for the current year FY 2020-21 will be impacted due to the closure of operation in April/May 2020 due to Covid-19 pandemic outbreak, nationwide lockdown and curfew in various states including Uttar Pradesh from March 2020 to May 2020. Your company will not be able to cover the production loss in these months since it has already been operating at optimum capacity utilisation. Other than those mentioned above, there have been no material changes and commitments, which affect the financial position of the Company which have occurred between the end of the financial period to which the financial statements relate and the date of this Report.



21. AUDITORS AND THEIR REPORT

Statutory Auditor

In terms of the provisions of Section 139 of the Companies Act, 2013, read with provisions of the Companies (Audit and Auditors) Rules, 2014 as amended, M/s. Rajiv Mehrotra & Associates, Chartered Accountants, (FRN: 002253C) Kanpur, was appointed as the Statutory Auditors of the Company in the Annual General Meeting held on 29.09.2017 to hold office till the conclusion of the 26th Annual General Meeting to be held for the financial year ended as on 31st March 2022 in accordance with the provisions of the Companies Act, 2013. As per the Companies (Amendment) Act, 2017, the terms of ratification of appointment and remuneration of the Auditor by the members at every Annual General Meeting had been omitted. Hence, the ratification of appointment and remuneration of the Auditor by the members at every Annual General Meeting shall no more be required.

Audit Report

The notes on financial statement referred to in the auditor's report are self-explanatory. No frauds are reported by the Auditors which fall under the purview of sub section (12) of Section 143 of the Companies Act 2013. Further, Disclaimer of Opinion is made by the auditor in its Audit Report. Details of which are as follows:

Basis for Disclaimer opinion in the Statutory Audit Report: The company's trade receivables (classified as unsecured and considered good by the management) are carried at Rs.16,98,68,258.00, out of which Rs.9,88,07,728.00 are outstanding for a period more than six months, which is abnormally high as compared to the turnover of the company. Further, out of these trade receivables exceeding six months trade receivables of Rs.4,33,67,944.00 are outstanding for a period of more than 1 year. We have also not received confirmations from these parties, which however as per the management of the Company is recoverable. As a result of these matters and also owing to the economic uncertainty created by the world-wide pandemic scenario of COVID-19, we were unable to determine whether any adjustments might have been found necessary in respect of recorded amount of Trade Receivables and the elements making up the statement of Profit and Loss and statement of cash flows.

Response to Audit Observation

The Board of Directors of the company furnish following response to the Disclaimer of Opinion made by the Auditor in their Report dated July 24, 2020 for the Standalone Financial Statements for the year ended March 31, 2020.

As per the management of the Company the trade receivables are considered good and are recoverable in nature. The Management is making full efforts to recover these trade receivables. Hence, management does not believe there is any material financial impact of the audit qualification.

Internal Auditor

M/s SPK & Co. Chartered Accountants, a reputed firm of Chartered Accountants, is the Internal Auditors of the Company. The Audit Committee of the Board of Directors in consultation with the Internal Auditor formulates the scope, functioning, periodicity and methodology for conducting the internal audit.



Secretarial Auditor

The Board had appointed Mr. Gopesh Sahu, Practicing Company Secretary, Proprietor of CS Gopesh Sahu, Practicing Company Secretaries, Membership No. 7100 and C.P. No. 7800 to undertake the Secretarial Audit of the Company for the year ended March 31, 2020.

The Secretarial Audit Report for the financial year ended March 31, 2020 annexed herewith is marked as Annexure II to this Report. The Secretarial Audit Report does not contain any qualification, reservation, adverse remark or disclaimer.

Cost Audit

The provisions of Section 148 of the Companies Act 2013 read with the Companies (Cost and Audit) Rules, 2014 and Rule 14 of the Companies (Audit and Auditor) Rules, 2014 are not applicable to the Company.

22. CHANGE IN THE NATURE OF BUSINESS

During the year under review, there is no change in the nature of business of the Company. However, Company has started to manufacture Face Protection Mask in the wake of COVID-19 Pandemic and also decided to add the same in its product line. Company has also decided to give the rights for usage of its brand name or Logo to Venus Knitwears Company Private Limited a group company promoted by the same promoter group of Jet Knitwears Ltd. and the assignee company shall use the brand name and logo in promotion and marketing of hygiene products and shall be paying royalty fees to the company as per agreed terms and conditions against such usage.

23. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

Information in accordance with the provisions of Section 134 read with the Companies (Accounts) Rules, 2014 regarding conservation of energy, and technology absorption are furnished hereunder:

Conservation of Energy

S.No	Particulars	Details
1.	The steps taken or impact on conservation of energy	a) The Company uses indigenous winch machines for processing hosiery cloth which uses lower horse power as per industry norms. b) The Company uses more energy efficient IRO knitting machines which consumes less power than ordinary traditional knitting machines. The Company continually takes steps to absorb and adopt the latest technologies and innovations in the Garment Industry. These initiatives should enable the facilities to become more efficient and productive as the company expands, thus helping to conserve energy.
2.	The steps taken by the Company for utilizing alternate sources of energy	The Company has solar units which are helpful to reduce the consumption of electricity from the grid and your Company is in the course of assessing more efficient alternate source of energy suitable for our business operation.
3.	The capital investment on energy conservation equipment's	As per financial statement

**Technology Absorption, Adaption and Innovation**

S.No	Particulars	Details
1.	The efforts made towards technology absorption	A) The Company absorbs and adapts the modern technologies on a continuous basis to meet its specific products needs from time to time. Innovation in process control, product development, cost reduction and quality improvement are being made on a continuous basis looking to the market requirements. B) The Company reuses the water utilized in processing of cloth which results in conserving the water. The Company has installed proper plants for the reuse of said water. The industry norm wash 1 kg of hosiery cloth and our standard machines. The Company is having “Effluent Treatment Plant” to process the effluent in water subsequent to which some of the water is reused.
2.	The benefits derived like product improvement, cost reduction, product development or import substitution	Certified skin friendly and anti bacterial undergarments by IIT, Kanpur. Cost savings by improvement of design & up gradation of products & process is Company’s continuous effort.
3.	In case of imported technology (imported during the last three years reckoned from the beginning of the financial year): - a) The details of technology imported: N.A b) The year of import c) Whether the technology been fully absorbed d) If not fully absorbed areas where absorption has not been taken place and the reasons thereof	The Company has not imported any during the last three years reckoned from the beginning of the financial year. N.A N.A N.A N.A
4	The expenditure incurred on Research and Development.	During the year under review the Company has not incurred any material amount of expenditure on research and development activity in Company. As the most of the production work is done from job work.

Foreign exchange earnings and outgo

During the financial year 2019-20 under review, the foreign exchange earnings and outgo is **NIL**.

24. EXTRACT OF ANNUAL RETURN

As required under section 92 (3) of the Companies Act,2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of Annual Return in MGT 9 forms a part of this Annual Report as ‘**ANNEXURE III**’ and is also available on the Company’s Website www.jetlycot.com under ‘Investor Desk’ Column.

**25. BOARD MEETINGS**

The Board of Directors of the Company has an optimum composition of Executive and Non-Executive Independent Directors in compliance with the provisions of Companies Act, 2013 and SEBI (LODR) Regulations, 2015. As on March 31, 2020, Board of Directors comprise of 6 Directors out of which 3 are Executive Directors 1 is Non Executive Non-Independent Woman Director and 2 are Non Executive Independent Directors.

The number of Independent Directors are 2 which are one-third of total number of Directors which are in compliance with the provisions of Companies Act, 2013. All Independent Directors are persons of eminence and bring a wide range of expertise and experience to the Board thereby ensuring the best interest of stakeholders and the Company. Every Independent Director at the first meeting of the Board in which he/she participate as a Director and thereafter at the first meeting of the Board in every financial year gives a declaration that he/she meets the criteria of Independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 25 of SEBI (LODR) Regulations, 2015.

The Board of Directors met 4 times during the financial year 2019-20. The meetings were held on May 30, 2019, August 17, 2019, November 14, 2019 and February 21, 2020. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

The following table gives the composition and category of the Directors on the Board, their attendance at the Board Meetings during the year and the last Annual General Meeting, and also the number of Directorships and Committee Memberships / Chairmanships held by them in other Companies:

Name of Directors	Category/Designation	Meetings held during the year	Meetings Attended	Attendance at the last AGM held On September 20, 2019	Number of Directorships and Committee Memberships/Chairmanships		
					Other Directorships (*)	Committee Memberships (*)	Committee Chairmanships (*)
Mr. Balram Kumar Narula	Promoter/ Managing Director	4	4	Yes	-	-	-
Mr. Anil Kumar Narula	Promoter/ Whole Time Director	4	2	No	-	-	-
Mr. Rakesh Kumar Narula	Promoter/ Whole Time Director	4	4	Yes	-	-	-
Mr. Ashok Chandra Bajpai	Non Executive Independent Director	4	4	Yes	-	-	-
Mr. Ramesh Chandra	Non Executive Independent Director	4	4	Yes	-	-	-
Mrs. Dinesh Parashar	Non Executive/Women Director	4	3	No	-	-	-

***Notes:**

1. For the purpose of the above, Directorship in other Public Limited Companies is only considered.
2. In accordance with Regulation 26 of the SEBI (LODR) Regulations, Membership(s)/ Chairmanship(s) of only Audit Committee and Stakeholder Relationship Committees in all Public Limited Companies (excluding Jet Knitwears Limited) have been considered.



26. COMMITTEES OF THE BOARD

The Company has constituted various committees for the smooth functioning of the Board. The composition of all Board Committees is in accordance with the provisions of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015. Details of committees are as given below:

Audit Committee

Audit Committee of the Board of Directors of the Company has an optimum composition of Executive, Non Executive Independent Director as required under Section 177 of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

During the Financial Year, Members of Audit Committee met 4 times. Audit Committee Meetings held on May 30, 2019, August 17, 2019, November 14, 2019 and February 21, 2020. The Committee reviewed the Related Party Transactions, Statement of Deviation and Variation, Half Yearly and Annual Financial Statements before submission to the Board. The composition of Audit Committee as on March 31, 2020 and the details of Members attendance at the meetings of the Committee are as under:

Chairman and Members	Category	Meetings held during the year	Meetings attended
Mr. Ramesh Chandra	Chairman	04	04
Mr. Balram Kumar Narula	Member	04	04
Mrs. Dinesh Parashar	Member	04	02
Mr. Ashok Chandra*	Member	04	01*

*Committee has been reconstituted on February 21, 2020. Hence, Mr. Ashok Chandra Bajpai attended only one meeting after being appointed as a member of the Committee.

Nomination and Remuneration Committee

The Nomination and Remuneration Committee acts in accordance with the prescribed provisions of Section 178 of the Companies Act, 2013 read with Regulations of SEBI (LODR) Regulations, 2015.

The members of Nomination and Remuneration Committee met 2 times during the year on August 17, 2019 and February 21, 2020. The composition of Nomination and Remuneration Committee as on March 31, 2020 and the details of Members attendance at the meetings of the Committee are as under:

Chairman and Members	Category	Meetings held during the year	Meetings attended
Mr. Ramesh Chandra	Chairman	02	02
Mr. Ashok Chandra Bajpai	Member	02	02
Mrs. Dinesh Parashar	Member	02	02

Shareholders/Investors Grievance Committee

The Shareholders/Investors' Grievance Committee acts in accordance with the prescribed provisions of Section 178 of the Companies Act, 2013 read with Regulation of SEBI (LODR) Regulations, 2015. The Committee shall consider and resolve the grievances of the security holders of the Company including complaints related to transfer of shares, non-receipt of Annual Report (if any).

During the Financial year ended as on March 31, 2020, Four (4) Shareholders/Investors' Grievance Committee Meetings were held on May 30, 2019, August 17, 2019, November 14, 2019 and February



21, 2020. The composition of the Shareholders/Investors' Grievance Committee as on March 31, 2020 and the details of Members attendance at the meetings of the Committee are as under:

Chairman and Members	Category	Meetings held during the year	Meetings attended
Mr. Ashok Chandra Bajpai	Chairman	04	04
Mr. Rakesh Kumar Narula	Member	04	04
Mrs. Dinesh Parashar	Member	04	02
Mr. Ramesh Chandra*	Member	04	01*

* Committee has been reconstituted on February 21, 2020. Hence Mr. Ashok Chandra Bajpai attended only one meeting after being appointed as a member of the Committee.

Committee of Directors

The Board of Directors of the Company has constituted a committee for considering those matters which are not mandatorily required to be taken up in duly convened Board Meetings specified under the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

The committee is constituted to take decisions pertaining to day to day business activities of the Company more promptly and to take all the decisions for which board meeting is not specifically required to be conducted as per the provisions of Section 179 of the Companies Act 2013, or other provisions, if any, rules made there under, subject to any amendment, re-enactment or modification thereof. During the Financial Year ended as on March 31, 2020, Four (4) Meetings of Committee of Directors were held on May 10, 2019, July 10, 2019, September 11, 2019 and February 10, 2020. The composition of the Committee of Directors as on March 31, 2020 and the details of Members attendance at the meeting of the Committee are as under:

Chairman and Members	Category	Meetings held during the year	Meetings attended
Mr. Balram Kumar Narula	Chairman	04	04
Mr. Rakesh Kumar Narula	Member	04	04
Mr. Ramesh Chandra	Member	04	04

27. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All contracts/ arrangements/ transactions entered by the Company during the FY 2019-20 with related parties were on an arm's length basis and in the ordinary course of business. There were no material related party transactions (RPTs) undertaken by the Company during the year that require shareholders' approval under Regulation 23(4) of the SEBI Listing Regulations or Section 188 of the Act. The approval of the Audit Committee was sought for all RPTs. All the transactions were in compliance with the applicable provisions of the Act and SEBI Listing Regulations.

Given that the Company does not have any RPTs to report pursuant to Section 134(3)(h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 in Form AOC-2, the same is not provided.

A policy on related party transactions and dealing with related parties as approved by the Board has been posted on the company's website <http://jetlycot.com/related-party>



28. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has in place an Anti- Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at work place (Prevention, Prohibition and Redressal) Act, 2013. A Complaint Redressal Committee has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this Policy. There is zero tolerance towards sexual harassment. Any act of sexual harassment invites serious disciplinary action. No complaints pertaining to Sexual Harassment were received during the Financial Year 2019-20.

29. 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) That in the preparation of the annual accounts, the applicable accounting standards read with requirements set out under Schedule III to the Companies Act, 2013 have been followed along with proper explanation relating to material departures;
- ii) That such accounting policies as mentioned in Notes to the Financial Statements have been selected 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 March 31, 2020 and of the profit and loss of the company for that period ended on 31st March 2020;
- iii) That proper and sufficient care has been taken 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;
- iv) That the annual financial statements have been prepared on a going concern basis;
- v) That the proper internal financial controls were in place and that the financial controls were adequate and were operating effectively; and
- vi) Proper systems were devised to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.



30. SHARE PRICE DATA

The details of monthly High Low Price (s) of shares of the Company on National Stock Exchange SME Platform are as under:

Month	High (in ₹)	Low (in ₹)
April' 2019	41.50	37.35
May' 2019	38.25	30.00
June' 2019	31.25	26.05
July' 2019	31.40	26.05
August' 2019	25.20	24.00
September' 2019	25.10	23.95
October' 2019	24.00	19.85
November' 2019	23.40	19.90
December' 2019	22.30	22.30
January' 2020 *	-	-
February' 2020	24.75	22.50
March' 2020*	-	-

***Note:**

In the Month of January and March, there has been no trading in the Shares of the Company as per Historical Data in the NSE Site.

31. CORPORATE GOVERNANCE

Your Company is committed to maintain good Corporate Governance practices and is committed to the highest standards of compliance. Pursuant to the Regulations 15 (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the compliance with the corporate governance provisions as specified in the Regulations 17 to 27 and clauses (b) to (i) of Regulations 46(2) and Para C, D, and E of Schedule V shall not apply to the Company, as the securities of the Company are listed on the SME Exchange. Therefore, the Corporate Governance Report is not applicable to the Company.

32. SECRETARIAL STANDARDS

The Company complies with all applicable mandatory Secretarial Standards issued by the Institute of Company Secretaries of India.

33. DEEN DAYAL UPADHYAY-Grameen Kaushalya Yojna (DDU-GKY Scheme)

The Ministry of Rural Development (MORD) announced the Deen Dayal Upadhyay-Grameen Kaushalya Yojna (DDU-GKY Scheme) on September 25, 2014. The Scheme is a part of the National Rural Livelihood Mission (NRLM), task with the dual objectives of adding diversity to the income of rural poor families and caters to the career aspirations of rural youth. Further, the Scheme is uniquely focused on rural youth between the ages of 15 to 35 years from poor families. As a part of the Skill India Campaign, it plays an important role in supporting the social and economic programs of the Government like Make in India, Digital India, Smart Cities, Start-up and Stand-up India campaigns.

We wish to inform you all that your Company has registered itself under the Scheme and started a new skill development project of Assam State Rural Livelihoods Mission (ASRLM) and State Institute of Capacity Building (SICB), Skill development & Entrepreneurship Department, Sikkim to train 1000 and 2000 Candidates in respective projects with placement linkage by setting up a training/skill development centre at Majuli and Karimganj for the State of Assam and South Sikkim for the State of Sikkim.



34. GENERAL

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review.

- a) Details relating to deposits covered under Chapter V of the Companies Act 2013.
- b) Issue of equity shares with differential right as to dividend, voting or otherwise.
- c) Issue of shares (including sweat equity shares) to employees of the Company under any scheme save and except Employees' Stock Options Plan referred to in this Report.
- d) No significant or material orders were passed by the Regulators or Courts or tribunals which impact the going concern status and Company's operation in future.
- e) No fraud has been reported by the Auditors to the Audit Committee or the Board.

35. ACKNOWLEDGEMENT

Your Directors wish to place on record its sincere appreciation for the assistance and co-operation extended by the employees at all level, customers, vendors, bankers and other associates and look forward to continue fruitful association with all business partners of the company. Your Directors are especially grateful to the shareholders for reposing their trust and confidence in the Company. Our consistent growth is only possible because of their hard work, solidarity, co-operation and support.

**For and on behalf of the
Board of Directors of Jet Knitwears Limited**

(Balram Kumar Narula)
Managing Director
DIN: 00274566

(Rakesh Kumar Narula)
Whole Time Director
DIN: 00274483

**Place: Kanpur
Date: 26.08.2020**



ANNEXURE -I

DISCLOSURE OF INFORMATION UNDER SECTION 197(12) OF COMPANIES ACT 2013 READ WITH RULE 5 OF COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

The information required under section 197 of the Act read along with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 including any statutory amendments, modifications, if any, are given below:

- (i) **Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2019-20:**

Sr. No.	Name of Director	Designation	Ratio (Remuneration of each Director to Median Remuneration)
1	Balram Kumar Narula	Managing Director	5.977
2	Anil Kumar Narula	Whole Time Director	5.977
3	Rakesh Kumar Narula	Whole Time Director	5.977

- (ii) **Percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary or Manager, if any, in the financial year 2019-20:**

During the year under review, there is an increment in remuneration paid to the Chief Financial Officer. Details of the same are given below:

Sr. No.	Name of Director	Designation	% Increase in remuneration
1	Ankur Narula	Chief Financial Officer	20%
2.	Divya Saxena	Company Secretary	5.55%

Other than Chief Financial Officer there is no increment in remuneration paid to the Directors and Company Secretary.

- (iii) Percentage increase in the median remuneration of employees in the financial year 2019-20 is **6.56%**.
- (iv) Number of permanent employees on the rolls of Company at the end of the financial year 2019-20 is **49**.
- (v) Average percentage increase made in the salaries of employees other than managerial personnel in the financial year i.e. 2019-20 was **11.65%**, the average increase in remuneration of employees other than managerial personnel is calculated after excluding the managerial personnel and employees who are employed for the part of the year.
- (vi) **Affirmation, that the remuneration is as per the remuneration policy of the Company:** It is hereby affirmed that the remuneration is as per the remuneration policy for Directors, Key Managerial Personnel and other employees.

**For and on behalf of the
Board of Directors of Jet Knitwears Limited**

Place: Kanpur

Date: 26.08.2020

**(Balram Kumar Narula)
Managing Director
DIN: 00274566**



ANNEXURE -II

UDIN: F007100B000563425

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31.03.2020

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

To,
The Members
JET KNITWEARS LIMITED
Kanpur

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s **JET KNITWEARS LIMITED (L19101UP1996PLC019722)** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 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:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by M/s **JET KNITWEARS LIMITED** 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 thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Securities and Exchange Board of India (Listing Obligation And Disclosure Requirements) Regulations, 2015 and the rules made thereunder;
- (iv) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (v) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (not applicable to the company during the Audit period) ;



- (vi) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 (not applicable to the company during the Audit period);
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (not applicable to the company during the Audit period);
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client (not applicable to the company during the Audit period);
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (not applicable to the company during the Audit period) and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 (not applicable to the company during the Audit period);
- (vi) Other Laws as per the representation given by the company.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with National Stock Exchange.

During the period under review the Company has complied with the provisions of the Act(s), Rules, Regulations, Guidelines, Standards, etc.

I have relied on the information and representation made by the Company and its officers for system and mechanism formed by the company for compliances under other applicable Acts, laws and Regulations to the company.

I 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 were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least 7 days in advance whereas in case of shorter notices prior consent of Board members were taken, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.



Decisions at the Board Meetings, as represented by the management, were taken unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees as the case may be.

I 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.

I further report that during the audit period, there were no events having a major bearing on the Company's affair in pursuance of the above referred laws, rules, regulations, guidelines etc. Other than that mentioned herein below:

The company's manufacturing unit and depots were closed from 22nd March, 2020 and remain closed on 31 March, 2020 due to nationwide lockdown declared by the Government to curb COVID Pandemic this has resulted in complete stoppage of Company's manufacturing and other business activities during the stated period.

CS GOPESH SAHU

FCS:7100

C.P. No. 7800

Place : Kanpur

Date :08.08.2020

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



APPENDIX A

To,
The Members
JET KNITWEARS LIMITED
Kanpur.

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

1. Maintenance of secretarial record is the responsibility of the management of the company. My 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 content 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. My 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.

CS GOPESH SAHU
FCS:7100
C.P. No. 7800

Date :08.08.2020

**ANNEXURE – III****FORM NO.MGT-9****EXTRACT OF ANNUAL RETURN****As on Financial Year Ended on 31.03.2020**

[Pursuant to Section 92 (3) of the Companies Act, 2013 and Rule 12(1) of the Company (Management & Administration) Rules, 2014]

I. REGISTRATION & OTHER DETAILS

1.	Name of the Company	JET KNITWEARS LIMITED
2.	CIN	L19101UP1996PLC019722
3.	Registration Date	02/04/1996
4.	Address of the Registered office & contact details	119/410 B 1, DarshanPurwa, Kanpur, Uttar Pradesh-208012 Tel:0512-2217553,0512-2296128 Website: www.jetlycot.com
5.	Category/Sub-category of the Company	Company limited by Shares/Non-Govt Company
6.	Whether listed company	Yes National Stock Exchange of India (EMERGE_SME Platform)
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Big Share Services Pvt. Ltd. E2, Ansa Industrial Estate, Sakivihar Road, Sakinaka, Andheri(E),Mumbai-400072 Tel: 022-28470652,022-40430200 Website: www.bigshareonline.com
8.	PAN	AAACJ3534B
9.	Email Id and Contact Number	info@jetknit.com, Tel:0512-2217553,0512-2296128

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Manufacture of textile Items, other knitted and crocheted apparel including hosiery	143	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S.no	Name and Address of the Company	CIN/GLN	Holding/Subsidiary/Associate	% of Shares Held	Applicable Section
NOT APPLICABLE					

**IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)****(i) Category-wise Share Holding**

Category wise 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	
A. Promoters									
(1) Indian									
a) Individual/HUF	3005990	-	3005990	68.21	3005990	-	3005990	68.21	0.00
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt.(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A)	3005990	-	3005990	68.21	3005990	-	3005990	68.21	0.00
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
2. Non-Institutions									
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	51500	-	51500	1.17	63500	-	63500	1.44	0.27
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals/HUF	-	-	-	-	-	-	-	-	-



i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	518950	10	518960	11.78	468945	10	468955	10.64	(1.13)
*ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	690000	-	690000	15.66	763500	-	763500	17.32	1.67
Hindu Undivided Family	65750	-	65750	1.49	68750	-	68750	1.56	0.07
c) Others (Firms and dealers)	-	-	-	-	-	-	-	-	-
Non Resident Indians(Repat)	36000	-	36000	0.82	19500	-	19500	0.44	(0.37)
Non Resident Indians(Non Repat)	-	-	-	-	2000	-	2000	0.05	0.05
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	39000	-	39000	0.88	15005	-	15005	0.34	(0.54)
Trusts	-	-	-	-	-	-	-	-	-
Foreign Bodies - D R	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	1401200	10	1401210	31.79	1401200	10	1401210	31.79	0.00
Total Public Shareholding (B)=(B)(1)+(B)(2)	1401200	10	1401210	31.79	1401200	10	1401210	31.79	0.00
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	4401790	10	4407200	100	4401790	10	4407200	100	0.00



ii) Shareholding of Promoters (including promoter Group)

SN	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	ANIL KUMAR NARULA	445025	10.09%	NIL	445025	10.09%	NIL	NIL
2	KANCHAN NARULA	428175	9.71%	NIL	428175	9.71%	NIL	NIL
3	SANDHYA NARULA	0	0.00%	NIL	0	0.00%	NIL	NIL
4	RAKESH KUMAR NARULA	304595	6.91%	NIL	304595	6.91%	NIL	NIL
5	USHA NARULA	274145	6.22%	NIL	274145	6.22%	NIL	NIL
6	JYOTI NARULA	258280	5.86%	NIL	258280	5.86%	NIL	NIL
7	BALRAM KUMAR NARULA	240920	5.47%	NIL	240920	5.47%	NIL	NIL
8	RAKESH KUMAR NARULA HUF	152100	3.45%	NIL	152100	3.45%	NIL	NIL
9	ROHIT NARULA	137400	3.12%	NIL	137400	3.12%	NIL	NIL
10	ANIL KUMAR NARULA HUF	141850	3.22%	NIL	141850	3.22%	NIL	NIL
11	BALRAM KUMAR NARULA HUF	127840	2.90%	NIL	127840	2.90%	NIL	NIL
12	BHUSHAN KUMAR NARULA HUF	111700	2.53%	NIL	111700	2.53%	NIL	NIL
13	GEETA NARULA	95000	2.15%	NIL	95000	2.15%	NIL	NIL
14	SAURABH NARULA	0	0.00%	NIL	0	0.00%	NIL	NIL
15	SATISH KUMAR NARULA HUF	0	0.00%	NIL	0	0.00%	NIL	NIL
16	ROHIT NARULA HUF	75700	1.72%	NIL	75700	1.72%	NIL	NIL
17	GAURAV NARULA	0	0.00%	NIL	0	0.00%	NIL	NIL
18	VAIBHAV NARULA	0	0.00%	NIL	0	0.00%	NIL	NIL
19	PRASHANT NARULA	61000	1.38%	NIL	61000	1.38%	NIL	NIL
20	ANKUR NARULA	61190	1.39%	NIL	61190	1.39%	NIL	NIL
21	ANKUR NARULA HUF	48870	1.11%	NIL	48870	1.11%	NIL	NIL
22	ADITYA NARULA	35000	0.79%	NIL	35000	0.79%	NIL	NIL
23	GAURAV NARULA HUF	0	0.00%	NIL	0	0.00%	NIL	NIL
24	SNEHA NARULA	7100	0.16%	NIL	7100	0.16%	NIL	NIL
25	MADHU SABBHARWAL	100	0.002%	NIL	100	0.002%	NIL	NIL



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

SN	Particulars	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
	At the beginning of the year	3005990	68.21	3005990	68.21
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	NO CHANGE			
	At the end of the year	3005990	68.21	3005990	68.21

iv) Shareholding Pattern of top ten Shareholders:

(Other than Directors, Promoters and Holders of GDRs and ADRs):

Shareholding pattern of top ten Shareholders (other than Directors, Promoters & Holders of GDRs & ADRs):

Sr. No.	For each of the Top 10 Shareholders	Shareholding at the beginning of the year (01-04-2019)		Date	Increase/ Decrease in the Shareholding	Reason	Cumulative Shareholding during the year (01-04-2019 to 31-03-2020)	
		No. of Shares	% of total Shares of the Company				No. of Shares	% of total Shares of the Company
1	MUKUL MAHAVIR AGARWAL *	364500	8.27	30.03.2019				
				31.03.2020			364500	8.27
2	GITA KIRTI AMBANI *	96000	2.18	30.03.2019				
				31.03.2020			96000	2.18
3	MANOJ AGARWAL *	28500	0.65	30.03.2019				
				12.04.2019	4500	Purchase	33000	0.75
				26.04.2019	-15000	Sell	18000	0.41
				17.05.2019	1500	Purchase	19500	0.44
				24.05.2019	1500	Purchase	21000	0.48
				31.05.2019	3000	Purchase	24000	0.54
				07.06.2019	4500	Purchase	28500	0.65
				14.06.2019	6000	Purchase	34500	0.78
				28.06.2019	6000	Purchase	40500	0.92
				06.09.2019	1500	Purchase	42000	0.95
				25.10.2019	3000	Purchase	45000	1.02
				08.11.2019	1500	Purchase	46500	1.06



				29.11.2019	-1500	Sell	45000	1.02
				14.02.2020	-1500	Sell	43500	0.99
				31.03.2020			43500	0.99
4	NIDHI BIYANI *	37500	0.85	30.03.2019				
				31.03.2020			37500	0.85
5	DILIP BHIKAJI SHELATKAR *	42000	0.95	30.03.2019				
				13.12.2019	1500	Purchase	43500	0.99
				31.03.2020			43500	0.99
6	VIJAY RAMVALLABH KHETAN *	31500	0.71	30.03.2019				
				31.03.2020			31500	0.71
7	AVINASH BHIKAJI TAWADE *	9000	0.20	30.03.2019				
				28.06.2019	4500	Purchase	13500	0.31
				06.09.2019	3000	Purchase	16500	0.37
				27.09.2019	3000	Purchase	19500	0.44
				30.09.2019	1500	Purchase	21000	0.48
				11.10.2019	1500	Purchase	22500	0.51
				22.11.2019	4500	Purchase	27000	0.61
				29.11.2019	1500	Purchase	28500	0.65
				31.03.2020			28500	0.65
8.	SWAPNEEL A SHAH *	24000	0.54	30.03.2019				
				31.03.2020			24000	0.54
9.	RAJEEV CHITRABHANU HUF *	24000	0.54	30.03.2019				
				31.03.2020			24000	0.54
10.	HARYANA REFRACTORIES PRIVATE LIMITED #	0	0	30.03.2019				
				03.05.2019	15000	Purchase	15000	0.34
				01.11.2019	7500	Purchase	22500	0.51
				31.03.2020			22500	0.51
11.	WEALTH FIRST PORTFOLIO MANAGERS *	22500	0.51	30.03.2019				
				24.05.2019	1500	Purchase	24000	0.54
				31.05.2019	-1500	Sell	22500	0.51
				31.03.2020			22500	0.51



12.	MAHENDRA KUMAR KHETSHI SHAH *	19500	0.44	30.03.2019				
				31.03.2020			19500	0.44

* Common top 10 Shareholders as on April 1, 2019 to March 31, 2020.

Shareholders purchased shares during the year 2020.

v) **Shareholding of Directors and Key Managerial Personnel:**

S N	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year (01.04.2019)		Cumulative Shareholding during the Year (31.03.2020)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company(*)
1.	ANIL KUMAR NARULA (Whole Time Director)				
	At the beginning of the year	445025.00	10.09%	445025.00	10.09%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.)	NIL	NIL	NIL	NIL
	At the end of the year	445025.00	10.09%	445025.00	10.09%
2	RAKESH KUMAR NARULA (Whole Time Director)				
	At the beginning of the year	304595.00	6.91%	304595.00	6.91%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	NIL	NIL	NIL	NIL
	At the end of the year	304595.00	6.91%	304595.00	6.91%
3	BALRAM KUMAR NARULA (Managing Director)				
	At the beginning of the year	240920.00	5.47%	240920.00	5.47%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	NIL	NIL	NIL	NIL
	At the end of the year	240920.00	5.47%	240920.00	5.47%
4	ANKUR NARULA (Chief Financial Officer)				
	At the beginning of the year	61190.00	1.39%	61190.00	1.39%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the	NIL	NIL	NIL	NIL



	reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):				
	At the end of the year	61190.00	1.39%	61190.00	1.39%
5	DIVYA SAXENA (Company Secretary & Compliance Officer)				
	At the beginning of the year	NIL	NIL	NIL	NIL
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	Not Applicable			
	At the end of the year	NIL	NIL	NIL	NIL

V) **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				
i) Principal Amount	9,82,10,936	35,87,995	-	10,17,98,931
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	9,82,10,936	35,87,995	-	10,17,98,931
Change in Indebtedness during the financial year				
* Addition	-	-	-	-
* Reduction	(11,15,265)	(4,49,838)	-	(15,65,103)
Net Change	(11,15,265)	(4,49,838)	-	(15,65,103)
Indebtedness at the end of the financial year				
i) Principal Amount	9,70,95,671	31,38,157	-	10,02,33,828
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	9,70,95,671	31,38,157	-	10,02,33,828

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

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager			Amount
		Balram Kumar Narula	Rakesh Kumar Narula	Anil Kumar Narula	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	7,20,000	7,20,000	7,20,000	21,60,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	----	----	----	----
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	----	----	----	----
2	Stock Option	----	----	----	----
3	Sweat Equity				
4	Commission - as % of profit - others, specify...	----	----	----	----
5	Others, please specify	----	----	----	----
	Total (A)	7.20.000	7.20.000	7.20.000	21.60.000
	Ceiling as per the Act				

B. Remuneration to other directors; NIL

SN.	Particulars of Remuneration	Name of Directors				Total Amount
		----	----	----	----	
1	Independent Directors	----	----	----	----	----
	Fee for attending board committee meetings	----	----	----	----	----
	Commission	----	----	----	----	----
	Others, please specify	----	----	----	----	----
	Total (1)	----	----	----	----	----
2	Other Non-Executive Directors	----	----	----	----	----
	Fee for attending board committee meetings	----	----	----	----	----
	Commission	----	----	----	----	----
	Others, please specify	----	----	----	----	----
	Total (2)	----	----	----	----	----
	Total (B)=(1+2)	----	----	----	----	----
	Total Managerial Remuneration	----	----	----	----	----
	Overall Ceiling as per the Act	----	----	----	----	----

**C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD**

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
			Divya Saxena	Ankur Narula	
1.	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-----	2,28,000	7,20,000	9,48,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-----	-----	-----	-----
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-----	-----	-----	-----
2.	Stock Option	-----	-----	-----	-----
3.	Sweat Equity	-----	-----	-----	-----
4.	Commission	-----	-----	-----	-----
	- as % of profit	-----	-----	-----	-----
	others, Commission on Sale in Depots	-----	-----	5,02,926	5,02,926
5.	Others, please specify	-----	-----	-----	-----
	Total	-----	2,28,000	12,22,926	14,50,926

VII. 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	-----	----	----	---	---
Punishment	-----	----	----	---	-----
Compounding	-----	----	----	---	-----
B. DIRECTORS					
Penalty	-----	----	----	---	---
Punishment	-----	----	----	---	-----
Compounding	-----	----	----	---	-----
C. OTHER OFFICERS IN DEFAULT					
Penalty	-----	----	----	---	---
Punishment	-----	----	----	---	-----
Compounding	-----	----	----	---	-----



MANAGEMENT DISCUSSION AND ANALYSIS REPORT

ECONOMIC OVERVIEW

India has retained its position as the third largest startup base in the world with over 8,900-9,300 startups, with about 1,300 new start-ups being founded in 2019, according to a report by NASSCOM. India also witnessed the addition of 7 unicorns in 2019 till August, taking the total tally up to 24. India's labour force is expected to touch 160-170 million by 2020, based on rate of population growth, increased labour force participation, and higher education enrolment, among other factors, according to a study by ASSOCHAM and Thought Arbitrage Research Institute. India's foreign exchange reserves were Rs 33.98 lakh crore (US\$ 476.09 billion) in the week up to February 14, 2020, according to data from the RBI. The Hon'ble Prime Minister of India, Shri Narendra Modi, has launched the 'Make in India' initiative with an aim to boost the manufacturing sector of Indian economy, to increase the purchasing power of an average Indian consumer, which would further boost demand, and hence spur development, in addition to benefiting investors. The Government, under the Make in India initiative, is trying to give boost to the contribution made by the manufacturing sector. Besides, the Government has also come up with Digital India initiative, which focuses on three core components: creation of digital infrastructure, delivering services digitally and increasing the digital literacy.

Numerous foreign companies are setting up their facilities in India on account of various government initiatives like Make in India and Digital India. Shri Narendra Modi, Prime Minister of India, has launched the Make in India initiative with an aim to boost the manufacturing sector of Indian economy, to increase the purchasing power of an average Indian consumer, which would further boost demand, and hence spur development, in addition to benefiting investors. The Government of India, under the Make in India initiative, is trying to give boost to the contribution made by the manufacturing sector and aims to take it up to 25 per cent of the GDP from the current 17 per cent. Besides, the Government has also come up with Digital India initiative, which focuses on three core components: creation of digital infrastructure, delivering services digitally and to increase the digital literacy.

Due to the pandemic of Corona virus disease 2019 (COVID19), the Indian Economy has suffered a lot. The World Bank and credit rating agencies have downgraded India's growth for fiscal year 2021 with the lowest figures. India has seen in three decades since India's economic liberalization in the 1990s. The Indian economy was expected to lose over ₹32,000 crore every day during the first 21-days of complete lockdown which was declared following the COVID19 outbreak.

The Government of India announced a variety of measures to tackle the situation, from food security and extra funds for healthcare and for the states, to sector related incentives and tax deadline extensions. A number of economic relief measures for the poor were announced. The Reserve Bank of India also announced a number of measures making funds available to the country's financial system. The World Bank and Asian Development Bank approved support to India to tackle the corona virus pandemic. The Government announced an overall economic package worth ` 20 lakh crore (10% of India's GDP) with emphasis on India as a self-reliant nation. The Govt also announced details of the "Atmanirbhar Bharat Abhiyan" package, to provide relief to Medium, Small and Micro Enterprises (MSMEs) in the form of an increase in credit guarantees.

The Five pillars of Atmanirbhar Bharat Abhiyan focus on:

- Economy
- Infrastructure
- System
- Vibrant Demography and
- Demand



India has faced the COVID-19 situation with fortitude and spirit of self-reliance. The clarion call given by the Govt. to use these trying times to become 'Atmanirbhar' (self-reliant) has been very well received to enable the resurgence of the Indian economy. The Govt also urged the citizens to go 'vocal for local' and use the current crisis to make India self-reliant. Local would not only mean products made by Indian companies, but would also include those manufactured in India by multinational companies. Further, even as economic activity resumes gradually, the situation will take time to normalize, as consumer behaviours change as a result of continued social distancing and uncertainty about how the pandemic will evolve.

INDUSTRY STRUCTURE AND DEVELOPMENT

TEXTILES

India: Textile Industry

India's textiles sector is one of the oldest industries in Indian economy dating back several centuries. India's textile and apparel exports stood at US\$ 38.70 billion in FY19 and is expected to increase to US\$ 82.00 billion by 2021 from US\$ 22.95 billion in FY20 (up to November 2019).

The Indian textiles industry is extremely varied, with the hand-spun and hand-woven textiles sectors at one end of the spectrum, while the capital-intensive sophisticated mills sector at the other end of the spectrum. The decentralized power looms/ hosiery and knitting sector form the largest component of the textiles sector. The close linkage of the textile industry to agriculture (for raw materials such as cotton) and the ancient culture and traditions of the country in terms of textiles make the Indian textiles sector unique in comparison to the industries of other countries. The Indian textile industry has the capacity to produce a wide variety of products suitable to different market segments, both within India and across the world.

The Indian government has come up with a number of export promotion policies for the textiles sector. It has also allowed 100 per cent FDI in the Indian textiles sector under the automatic route.

Some of the Initiatives taken by Government of India are as follows:

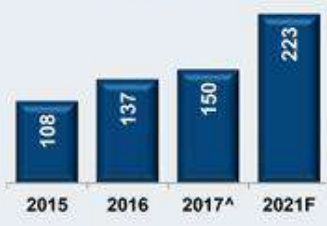
- Under Union Budget 2020-21, a National Technical Textiles Mission is proposed for a period from 2020-21 to 2023-24 at an estimated outlay of Rs 1,480 crore (US\$ 211.76 million).
- In 2020, New Textiles Policy 2020 is expected to be released by the Ministry of Textiles.
- In September 2019, textile exports witnessed an increase of 6.2 per cent post GST as compared to period pre-GST.
- The Directorate General of Foreign Trade (DGFT) has revised rates for incentives under the Merchandise Exports from India Scheme (MEIS) for two subsectors of Textiles Industry - Readymade garments and Made ups - from two per cent to four per cent.
- As of August 2018, the Government of India has increased the basic custom duty to 20 per cent from 10 per cent on 501 textile products, to boost Make in India and indigenous production.
- The Cabinet Committee on Economic Affairs (CCEA), Government of India has approved a new skill development scheme named 'Scheme for Capacity Building in Textile Sector (SCBTS)' with an outlay of Rs 1,300 crore (US\$ 202.9 million) from 2017-18 to 2019-20. As of August 2019, 16 states have signed pacts with the Ministry of Textiles to partner with it for skilling about four lakh workers under the scheme.



Textiles and Apparel

Market Size

Textile And Apparel Industry (US\$ billion)



Note: F – Forecast, ^ - as of November 2017

Key Facts as of FY19



Contributes 2% to India's GDP



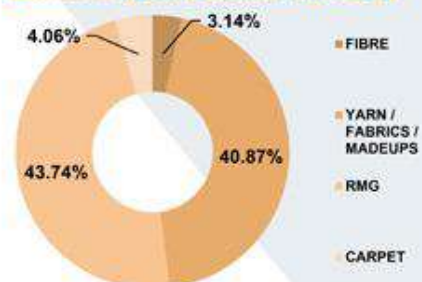
Employs over 45 million people



Contributes 15% to India's export earnings

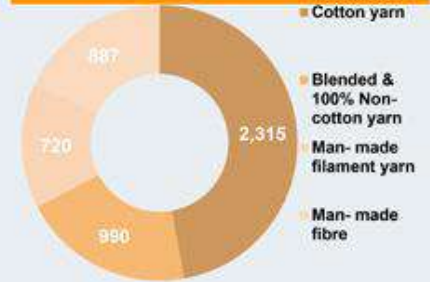
Sector Composition

Textiles Export Break-up (FY20^{*})



Note: * - between April–November 2019, ** - till October 2019

Fabric Production in FY20^{**} (million square metre)



Key Trends

Textile Trade (US\$ billion)



* The sector has also witnessed increasing outsourcing over the years as Indian players moved up the value chain from being mere converters to vendor partners of global retail giants

Note: * - between April–November 2019

Government Initiatives

National Textile Policy

Khadi App Store

Saathi Scheme

Note: SAATHI - Sustainable and Accelerated Adoption of efficient Textile technologies to Help small Industries



The future for the Indian textile industry looks promising, buoyed by both strong domestic consumption as well as export demand. With consumerism and disposable income on the rise, the retail sector has experienced a rapid growth in the past decade with the entry of several international players like Marks & Spencer, Guess and Next into the Indian market. High economic growth has resulted in higher disposable income. This has led to rise in demand for products creating a huge domestic market.



Innerwear Market Size & Growth

The global innerwear market is driven by several factors, for instance rising demand for shapewear internationally, grooming awareness via social media such as Instagram, Facebook, and Twitter, increasing spending through online retailing, and awareness about predominant global fashion trends. These factors are projected to drive the innerwear market throughout the forecast period. Furthermore, manufacturers are enhancing their distribution channels to increase the sales. As a result, the market is estimated to witness the rising adoption of innerwear. However, various local players and unorganized players offer low cost products made of cheap quality materials which are uncomfortable to wear and also cause skin problems. This is estimated to restrain the innerwear market throughout the forecast period.

The global innerwear market has been bifurcated in terms of product type, material type, end user, age group, category type, distribution channel, and region. According to product type, the market has been segregated into top innerwear, bottom innerwear, and shape wear.

Based on material type, the market can be segregated into cotton, silk, synthetic, and others. In terms of end user, the innerwear market is divided into men, women, and kids. Based on age group, the market is segmented by 1 – 15 years, 16 – 30 years, 31 – 44 years, 45 – 64 years, and more than 65 years. According to category type, the innerwear market is divided into economic innerwear products and premium innerwear products. In terms of distribution channel, the market is segmented into offline distribution channel and online distribution channel. Online distribution channel includes e-tailer



websites and company websites. The offline distribution channel consists of retail stores, specialty stores, supermarkets, and direct selling. The innerwear market is dominated by offline channels; however, online channels are expected to change the current purchasing scenario during the forecast period.

Women's Innerwear Market

Growing number of working women, changing fashion trends, increased awareness about better fits, rising disposable income and level of information have given the women innerwear industry a new dimension. As per the estimate carried out in our latest research report "Indian Women Innerwear Market Forecast to 2023", the women's innerwear market will post a CAGR growth of around 11% during 2019-2023.

The women's innerwear market, which is driven by value-added innerwear products, contributes around 60 percent to the market. This market is worth `12,510 crore, and is growing at a promising CAGR of 15 percent. The growing number of working women and the increased share of westernwear in their wardrobe have propelled this growth. Further, with the increase in exposure, there is an increased demand for better fits and quality alongside the demand for a wider range of colours, styles, and accessories.

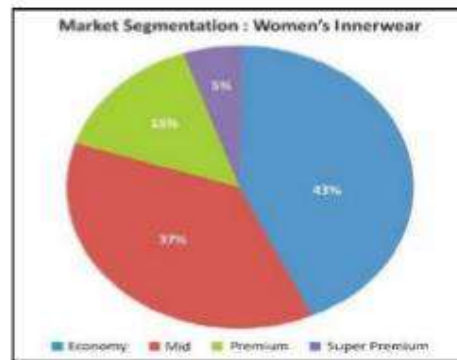
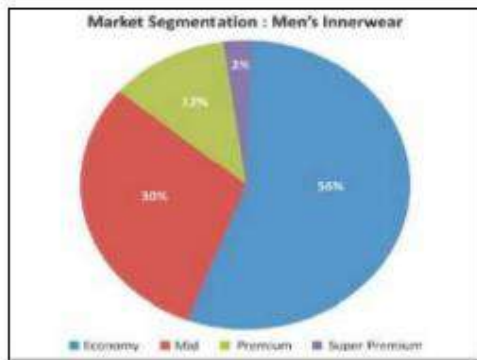
The lingerie market has been further classified into 5 product class: low, economy, mid-market, premium and super premium. The report also divides the lingerie market into 2 types: Brassieres and Brief. The market forecast till 2023 of both types has been provided. Additionally, the report studies the lingerie market share of rural/urban, regions and its major players.

Men's Innerwear Market

The men's innerwear market is pegged at `7,450 crore and is growing at 9 percent. Even in this segment various domestic and international brands can be found. Various apparel brands and retailers have extended their product portfolios to men's innerwear segment as well to leverage its growth. Apparel players predominantly focusing on active wear, casual wear and even formalwear have launched dedicated sub-brands in men's innerwear. Even, consumers largely prefer, due to their stronger association with, dedicated innerwear players. The various sub-categories of men's innerwear available widely and in most brands include vests, briefs, boxers, basic t-shirts, shorts, pyjamas, sleepwear and active wear. Consumers mostly purchase branded vests, briefs and boxers, which are the largest category with offerings from most leading innerwear brands. Similar to the segments in the women's innerwear market, men's innerwear can also be divided into super-premium, premium, medium, and economy segments. Unlike women's segment, however, within men's innerwear, the economy segment is the highest contributor at 53 percent. The mid-price segment contributes 32 percent, and the premium and super premium segments together constitute 15 percent. It is expected that the premium and mid-price segments will grow fastest, and exponentially, in the next few years. This is largely due to consumers becoming more informed. They seek high fashion quotient along with comfort, hygiene, brand image and smart prices.



Innerwear Market segmentation



Source: Images Business of Fashion

While Economy segment dominates Male Innerwear market, Mid-Premium products drive Women Innerwear market.

Kids wear

The days when fashion was the exclusive preserve of adults are long gone. The millennial culture provided kids' fashion with the much needed boost and unveiled the true potential of the segment to the fashion retail fraternity worldwide. Especially in India, while the sector was just non-existent till a few years ago, it has now embossed itself as the most propitious segment of the Indian fashion industry – with even a dedicated annual fashion show to its name.

“While the fashion industry is still dominated by the menswear segment, it's the kids' fashion segment that has registered the fastest growing rate. The Indian kids wear market in 2017 was estimated at Rs 66,904 crore accounting for 20 percent of total apparel market of the country. Kids wear is expected to grow at CAGR of 8.1 percent to reach Rs 145,445 crore by 2027, whereas men's wear and women's wear are expected to grow at relatively lesser CAGRs of 7.5 percent and 7.6 percent respectively.

“The estimated size of kids wear in India is Rs 70,000 crores and the kids apparel market is forecasted to grow at a CAGR of over 12 percent during 2019-2021,” he adds.

The kids wear market is segmented into boys' and girls' wear, with the market being slightly skewed towards boys wear owing to 53 percent boy's population for age group 0 to 14. The boys' wear market is diversified with various categories like t-shirts, shirts, denims, bottom wear, ethnic wear, winter wear and uniforms etc. For obvious reasons uniforms, t-shirts, shirts and bottom wear are the dominating categories, together contributing around 80 percent of the total boys wear market.

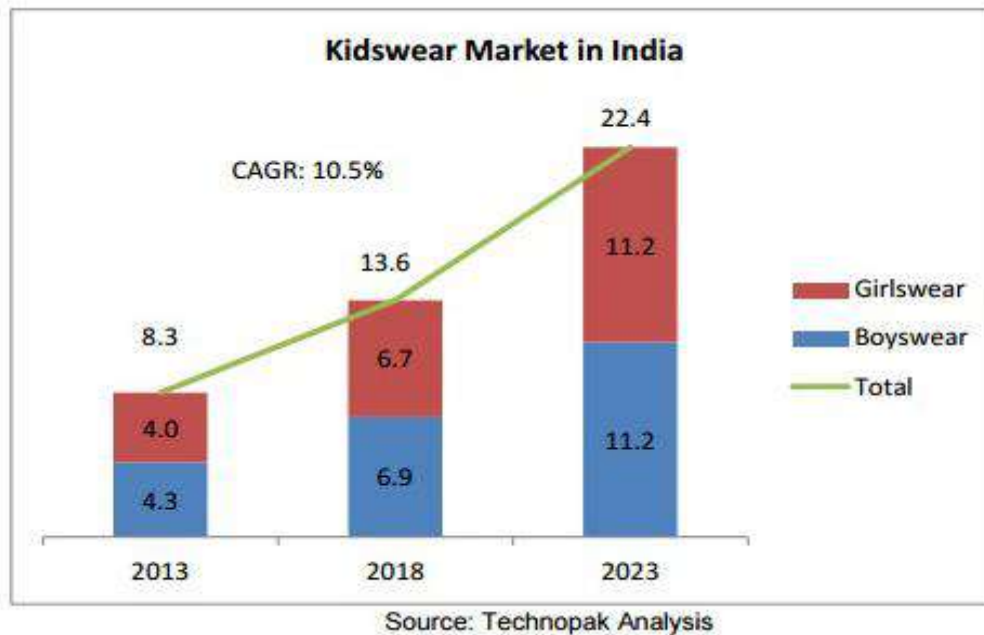
The Indian girls' wear market mainly comprises bottom wear, ethnic wear, t-shirts, shirts, denims, dresses, winter wear and uniforms, etc. Uniforms and ethnic wear are the two largest categories within this segment contributing around 53 percent of the girls' wear market. Around 60 percent of India's population is rural, thus dominance of ethnic wear in rural India contributes to its major share in the girls wear segment.

More recently, changing lifestyles and young parents' propensity to splurge on their children has fueled the growth of a new category within kids wear – infant wear.



With India being home to an estimated 120 million babies in the 0-4 year’s age group, fashion industry sentinels believe that the rate of growth of the infant wear market in India is drawing parallels to the kids wear market.

The kids wear market in India has witnessed seismic changes in the last few years – both product and consumer wise. Parents now exhibit a considerable brand awareness and inclination towards high quality apparel products for their kids. This has even trickled down to the kids as well, who have now emerged as a new, independent buyer group altogether.



E-Commerce Industry

The e-commerce has transformed the way business is done in India. The Indian e-commerce market is expected to grow to US\$ 200 billion by 2026 from US\$ 38.5 billion as of 2017. Much growth of the industry has been triggered by increasing internet and smart phone penetration. The ongoing digital transformation in the country is expected to increase India’s total internet user base to 829 million by 2021 from 636.73 million in FY19. India’s internet economy is expected to double from US\$ 125 billion as of April 2017 to US\$ 250 billion by 2020, majorly backed by ecommerce. India’s E-commerce revenue is expected to jump from US\$ 39 billion in 2017 to US\$ 120 billion in 2020, growing at an annual rate of 51 per cent, the highest in the world.

Propelled by rising smart phone penetration, the launch of 4G networks and increasing consumer wealth, the Indian e-commerce market is expected to grow to US\$ 200 billion by 2026 from US\$ 38.5 billion in 2017. Online retail sales in India are expected to grow by 31 per cent to touch US\$ 32.70 billion in 2018, led by Flipkart, Amazon India and Paytm Mall.

Smartphone shipments in India increased eight per cent year-on-year to reach 152.5 million units in 2019, thereby making it the fastest growing market of the top 20 smart phone markets in the world. During 2018, electronics is currently the biggest contributor to online retail sales in India with a share of 48 per cent, followed closely by apparel at 29 per cent.



The e-commerce industry has been directly impacting the micro, small & medium enterprises (MSME) in India by providing means of financing, technology and training and has a favourable cascading effect on other industries as well. The Indian e-commerce industry has been on an upward growth trajectory and is expected to surpass the US to become the second largest e-commerce market in the world by 2034. Technology enabled innovations like digital payments, hyper-local logistics, analytics driven customer engagement and digital advertisements will likely support the growth in the sector. The growth in e-commerce sector will also boost employment, increase revenues from export, increase tax collection by ex-chequers, and provide better products and services to customers in the long-term. Rise in smart phone usage is expected to rise 84 per cent to reach 859 million by 2022.

E-retail market is expected to continue its strong growth, by registering a CAGR of over 35 per cent and to reach Rs 1.8 trillion (US\$ 25.75 billion) by FY20.

E-commerce helps create new job opportunities due to information related services, software app and digital products. It also causes job losses. The areas with the greatest predicted job-loss are retail, postal, and travel agencies. The development of e-commerce will create jobs that require highly skilled workers to manage large amounts of information, customer demands, and production processes. In contrast, people with poor technical skills cannot enjoy the wages welfare. On the other hand, because e-commerce requires sufficient stocks that could be delivered to customers in time, the warehouse becomes an important element. Warehouse needs more staff to manage, supervise and organize, thus the condition of warehouse environment will be concerned by employees.





OPPORTUNITIES AND THREATS

Opportunities

The Indian textile industry has several strengths. First is the availability of low cost labour. The nation has skilled manpower at very low prices which in turn reduces the cost of production. Increasing fashion consciousness and consumers becoming more aspirational, discerning and brand savvy. Another opportunity for the Indian textile industry is elimination of quotas. After the removal quotas there is increase in the exports of textiles and clothing to the United States and European Union but not as much as China. The industry has also taken some steps to improve the brand value of India.

The Company is continually trying to expand its distribution network to connect better with its consumers and increase market share. India's youth are aspirational, fashion-conscious and well aware of global trends and styles. This offers branded players strong opportunity to grow their market share. The Company has a range of products such as Inner wears, Socks, T-shirts, Lowers and Thermals which are available in superior cotton fabrics and vibrant styles enabling it to cater to the demands of the consumers of our products in various markets. We are having a wide range of retailer network of more than 5,000 retailers who are served being directly by our sales depots in the different parts of North India. We have been marketing our products through strong brands "JET" and "LYCOT". "JET" is 31 years old whereas "LYCOT" is 11 years old.

Threats

Continuous Quality Improvement is need of the hour as there are different demand patterns all over the world. Your Company faces intense competition between established brands and private labels.

Further, Local brands with good designs and higher profit margins for retailers may result in lesser shelf space for the Company's brand offerings, which in turn can adversely impact sales. Cheap imitations/fake products cause threat to the market share of the Company's brands.

OUTLOOK

The future of the textile market and the innerwear category appears promising. In anticipation of growing demand, the company has substantially expanded its installed capacity. Your Company operates from Kanpur with having dealers/vendors in Uttar Pradesh. Enhancing our presence in additional region will enable us to reach out to a larger population. Further, our Company believes in maintain long term relationship with our customers by adding value through innovations, quality assurance and timely delivery of our products which will ultimately enhance our sales. It has been a long and motivating journey towards this pinnacle of success and no efforts are being spared to further strengthen the accomplishments of the company.

SEGMENT -WISE OR PRODUCT -WISE PERFORMANCE

The company is engaged in the business of manufacturing garments. Therefore there is no separate reportable segment. However, your Company have been marketing products through strong brands "JET" and "LYCOT". "JET" is 30 years old whereas "LYCOT" is 10 years old. Your Company believes in providing those products to our consumers that are Skin Friendly and Anti-Bacterial. Your Company markets its products through various brands like "Lycot Australia", "Jet", "Jet Eco", "Fresh- Long", "Boski" and "Take- off". Various product manufactured by our Company are Vest, Underwear (including Boxers, Briefs & Trunks), Brassiere, Panties, Socks, T-shirts, Thermals, Lowers, etc. Our Company caters to everyday range of comfortable Innerwear, Socks, T-shirts and Thermals



which are available in superior cotton fabrics, vibrant styles and are ideally suited for men and women. Product wise Performance during the year is as under:

(₹In Lakhs)

S.NO	PRODUCT WISE DETAILS	2019-20	2018-19
1.	Hosiery Products	3491.70	3776.08
2.	Winter Garments	281.93	392.41
3.	Ladies Garments	294.60	308.72
4.	Cotton Cloth	412.02	228.55
5.	Jeans	12.55	27.08
Total		4492.80	4732.84

RISK AND CONCERN

The Company has robust risk management procedures to identify and evaluate risks on an ongoing basis. The Company believes that risks that are well managed can create opportunities, whereas risks that are incorrectly managed could lead to financial and reputation loss. Appropriate steps are taken in consultations with all concerned to mitigate such risks. The following are some of the key risks as perceived by the Company:

- **Availability of Labour**

The ability to retain existing talent and attract new talent assumes crucial importance. The industry is growing at a fast pace, in a highly labour intensive sector and demand for experienced and trained manpower is outstripping supply. The Company has created long term plans with the objective of motivating employees to create a sense of “belonging” and a ‘feel good’ environment. The company is also aggressively taking steps to monitor and improve productivity, which will mitigate the impact of labour and material cost increases to some extent.

- **Economic Uncertainty:**

Slow economic growth in the international or national economies and uncertainties regarding future economic prospects, among other things, could affect consumer discretionary spending and therefore can impact business. Through brand strengthening and expanding presence across the globe the Company endeavours to mitigate the impact of this risk as far as possible.

- **Increase in Input and Labour costs:**

The availability of raw materials at reasonable rates is one of the main concerns of the company. However the company is confident that increases in raw material cost, if and when they occur, can be passed on to consumers because of the strong pricing power of its brands. The company is also aggressively taking steps to monitor and improve productivity, which will mitigate the impact of labour and material cost increases to some extent.

INTERNAL CONTROL SYSTEM AND ADEQUACY

Management has overall responsibility for the Company’s internal control system to safeguard the assets and to ensure reliability of financial records. The Company has an adequate internal control system commensurate with its size and nature of its business. The Company has a detailed budgetary control system and the actual performance is reviewed periodically and decisions taken accordingly. The Company also conducts regular internal audits to test the adequacy and efficacy of its internal control processes and bring out any deviation to internal control procedures.

**MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/ INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED**

In order to achieve operational excellence and maintain a competitive edge, the Company invests in building and nurturing a strong talented pool by instituting best practices with respect to its employees. The Company makes substantive and sustained efforts towards building an eco-system which promotes the development and advancement of all its employees and employees feel a sense of belonging to the company and camaraderie with their team, and aspire for individual excellence while contributing to achieve departmental objectives. The Company has strength of about 49 employees as on March 31, 2020.

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

Our Revenue from operations has stood at ₹449279957(F.Y. 2019-2020) as compared to ₹473284847previous financial year 2018-19. The Depreciation and amortization expense has increased from ₹5717195 (FY 2018-19) to ₹ 6022763 (FY 2019-2020). Our Administrative and other expenses have been decreased from 447565344 (FY 2018-19) to ₹ 421749560 (FY 2019-2020). Net profit has been increased from ₹14534843 (FY 2018-19) to ₹ 15277161 (FY 2019-20).The performance of the Company has been impacted due to COVID-19 pandemic outbreak, Nationwide lockdown and curfew imposed in the various parts of the country in March 2020 to prevent novel corona virus (COVID-19) from spreading in the country.

DETAILS OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS ALONG WITH EXPLANATION

In compliance with the requirement of the Listing Regulations, the key financial ratios of the Company along with explanation for significant changes (i.e., for change of 25% or more as compared to the immediately previous financial year will be termed as ‘significant changes’), has been provided hereunder:

Sl. No.	Particulars	FY 2019-20	FY 2018-19	Reason for variation of more than 25%
(i)	Debtors Turnover	2.52	2.68	-
(ii)	Inventory Turnover	4.42	5.33	-
(iii)	Interest Coverage Ratio	2.78	2.83	-
(iv)	Current Ratio	2.02	1.86	-
(v)	Debt Equity Ratio	0.56	0.62	-
(vi)	Operating Profit Margin (%)	7.47%	6.56%	-
(vii)	Net Profit Margin (%)	3.40%	3.07%	-
(viii)	Return on Net Worth (%)	8.53%	8.87%	-

DISCLOSURE OF ACCOUNTING TREATMENT:

The Company followed Non-IND-AS and has detailed its accounting policy in Note 1 of the financial statements.

CAUTIONARY STATEMENT

Statements in the Management Discussion Analysis describing the Company’s objectives, projections, estimates and expectations may be considered as “forward looking statements” within the meaning of applicable securities laws and regulations. The Company cannot guarantee that these assumptions are accurate or will be realized. Actual results could differ materially from those expressed or implied. The Company assumes no responsibility in respect to the forward looking statements herein which may undergo changes in future on the basis of subsequent developments, information or events.



INDEPENDENT AUDITORS' OPINION

TO THE MEMBERS OF JET KNITWEARS LIMITED REPORT ON THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

DISCLAIMER OF OPINION

We were engaged to audit the accompanying standalone financial statements of Jet Knitwears Limited (“the Company”), which comprise the Balance Sheet as at 31 March 2020, the Statement of Profit and Loss, and Statement of Cash Flows for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as “the standalone financial statements”).

We do not express an opinion on the accompanying standalone financial statements of the company. Because of the significance of the matter described in the *Basis for Disclaimer of Opinion* section of our report, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on these standalone financial results.

BASIS FOR DISCLAIMER OF OPINION

The company’s trade receivables (classified as unsecured and considered good by the management) are carried at Rs.16,98,68,258.00, out of which Rs.9,88,07,728.00 are outstanding for a period more than six months, which is abnormally high as compared to the turnover of the company. Further, out of these trade receivables exceeding six months, trade receivables of Rs.4,33,67,944.00 are outstanding for a period of more than 1 year. We have also not received confirmations from these parties, which however as per the management of the company is recoverable.

As a result of these matters and also owing to the economic uncertainty created by world-wide pandemic COVID-19, we were unable to determine whether any adjustments might have been found necessary in respect of recorded amount of Trade Receivables and the elements making up the statement of Profit and Loss and statement of cash flows.

EMPHASIS OF MATTER

We draw attention towards the fact that owing to the COVID-19 restrictions, we could not verify the physical inventory and cash as on 31st March 2020.

We draw attention towards the fact that creditors, Loans and advances are subject to confirmations from the respective parties.

Our opinion is not qualified in respect of the same.

KEY AUDIT MATTERS

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

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor’s responsibilities for the audit of the standalone financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risk of material misstatement of the standalone financial statements. The result of our audit



procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying standalone financial statements.

1. Impact of the COVID-19 Pandemic on the Company's ability to continue as a going concern:

The company is primarily engaged in manufacturing and trading of hosiery goods and its receivables comprise of several small wholesalers and retailers. Thus vis-à-vis the company, the impact of COVID-19 pandemic on recoverability of its receivables, realizability of stocks and future business prospects, on its ability to continue as a going concern required extensive verification procedures, analysis of the post Balance Sheet events, management discussions and judgements.

How our audit addressed the key audit matter

For the matter referred to above, our procedures included, among others, verification and recovery pattern of all material receivables upto the date of completion of our audit, other relevant documentation/correspondence, including correspondence with Banks, customers, pending orders to the various parties, assessing management's conclusions etc. in view of the laid down accounting and measurement principles.

2. Verification of inventories as at the close of the year:

In view of the fact that a nationwide lockdown was in force as at the reporting date, the inventories as at the said date could not be verified physically. Further, significant inventories remained in transit owing to the sudden lockdown and curbs on movement of materials. Thus recognition and valuation of inventories as at the reporting date required extensive verification procedures, analysis of the post Balance Sheet events, management discussions and judgements.

How our audit addressed the key audit matter

For the matter referred to above, our procedures included, among others, verification of material items of inventories after the close of the year and reconciliation of the same to the closing inventories as at the reporting date; checking of documents evidencing movement of material (both raw material as well as finished goods), and their subsequent receipt after lifting of the lockdown, so as to ascertain the position of the material in transit, discussions with management etc.

3. Substantial Movement of Stock upto production of Finished Goods

The company avails services of over thirty job workers and has inter dependent manufacturing facilities in two States in India. In addition, the company has several depots. The above entails substantial movement of raw material, semi-finished materials and finished goods from one location to another; and at any given point of time, the stocks (of various stages) belonging to the company may be found at several locations. The movement of stock is the key to the business and was therefore considered as one of the 'Key Audit Matters'. Verification of the internal controls with respect to inventory management and movement, recording of consumption, valuation of stocks as at the reporting date involved extensive verification procedures and called for making estimates and judgments.

How our audit addressed the key audit matter

For the matter referred to above, our procedures included, among others, procedures of physical examination, end to end verification of stock transfers, other relevant documentation/correspondence, including post balance sheet date events, reports submitted to Banks and other authorities, assessing management's conclusions etc. in view of the laid down accounting and measurement principles.

***OTHER INFORMATION***

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the standalone financial statements and our auditors' report thereon. The other information included in the annual report, are expected to be made available to us after the date of this auditor's report.

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

After the Other Information is made available to us, if, based on the work we have performed, we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

MANAGEMENT'S RESPONSIBILITY FOR THE STANDALONE FINANCIAL STATEMENTS

The Company's management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs, profit and cash flows of the Company 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 of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the standalone 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 standalone financial statements. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit.



We also:

- Identify and assess the risks of material misstatement of the standalone 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 Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to standalone financial statements 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 standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusion sare based on the audit evidence obtained up to the date of our auditors' report. However, future events orconditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and eventsin 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 standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' 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.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

As required by the Companies (Auditors' Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.



(A) 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 Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid standalone financial statements 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 the written representations received from the directors as on 31st March 2020 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 with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in “**Annexure B**”.

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

- i. The Company has disclosed the impact of pending litigations as at 31 March 2020 on its financial position in its standalone financial statements.
- ii. The Company does not have any long term contracts requiring a provision for material foreseeable losses.
- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
- iv. The disclosures in the standalone financial statements regarding holdings as well as dealings in specified bank notes during the period from 8 November 2016 to 30 December 2016 have not been made in these standalone financial statements since they do not pertain to the financial year ended 31 March 2020.

(C) With respect to the matter to be included in the Auditors’ Report under section 197(16):

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

**For RAJIV MEHROTRA & ASSOCIATES
CHARTERED ACCOUNTANTS
FIRM REG.NO.002253C**

**Kanpur, 24th July 2020
UDIN:20426684AAAACN4990**

**(PARTNER)
ASHISH LALWANI
M.No.426684**



ANNEXURE “A” TO THE INDEPENDENT AUDITORS’ REPORT

(Referred to in Para 1 under ‘Report on Other legal and Regulatory Requirements’ section of our report of even date)

Re: Jet Knitwears Limited, we report that:

- (i) a. The company is maintaining proper records showing full particulars including quantitative details and situation of fixed assets.
 - b. The company has a regular programme for physical verification of all assets over a period of three years. In accordance with this programme, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, it is reasonable having regard to the size of the company and the nature of its assets.
 - c. According to the information and explanations given to us and the records examined by us and based copies on the registered sale deeds/transfer deeds etc. evidencing title in immovable properties which are freehold, we report that the immovable properties capitalized in the books of account of the company are held in its name. The Original title deeds, being pledged against loans secured from the bank, were not in possession of the company and therefore could not be verified.
- (ii) a. As explained to us, the inventory has been physically taken by the management during the year at various locations. In our opinion and according to the information and explanations given to us, no material discrepancies were noticed on physical verification of stock verified.
 - b. The procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
- (iii) a. The company has not granted any loans, secured or unsecured to parties covered in the register maintained under section 189 of the Companies Act 2013.
- (iv) In Our opinion and according to the information and explanations given us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of grant of loans, making investments and providing guarantees.
- (v) In our opinion and according to the information and explanations given to us, the company has not accepted any public deposits. As per the information and explanations given to us, no order has been passed by the Company Law Board or the National Company Law Tribunal or the Reserve Bank of India or any Court or Tribunal.
- (vi) In our opinion and according to the information and explanations given to us, the company is not liable for maintenance of cost records u/s 148 of the Companies Act, 2013.
- (vii) (a) The company is regular in depositing with appropriate authorities undisputed statutory dues including investor education protection fund, income tax, sales tax, wealth tax, service tax, & customs duty and other material statutory dues applicable to it. According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income tax, sales tax, wealth tax, customs duty, VAT, cess and other material statutory dues were in arrears as at 31st March 2020 for a period of more than six months from the date they became payable.



<u>S. No.</u>	<u>Nature of Dispute</u>	<u>Amount</u>	<u>Period to which it relates</u>
1.	Income Tax Department	100617.38	TDS defaults of previous years
2.	Service Tax Department	449823.00	01.04.2007 to 31.07.2011

- (b) According to the information and explanations given to us there are no dues of income tax, sales tax, wealth tax, service tax, excise duty, customs duty, value added tax, cess, Goods and service tax on account of any dispute.
- (c) According to the information and explanation given to us, there are no amounts that are required to be transferred to Investors Education and Protection Fund.
- (viii) In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of dues to a financial institution or bank. The company has not issued debentures.
- (ix) In our opinion and according to the information and explanations given to us, the company has applied term loans for the purposes for which the same were availed.
- (x) According to the information and explanations given to us, no 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) In our opinion and according to the information and explanations given to us, the company has paid/provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V of the Companies Act, 2013.
- (xii) The company is not a Nidhi Company and hence the reporting under clause (xii) of CARO 2016 Order is not applicable.
- (xiii) In our opinion and according to the information and explanations given to us, the company has complied with Sections 177 and Section 188 of the Companies Act, 2013, where applicable, for all transactions with related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.
- (xiv) During the year the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause (xiv) of CARO 2016 is not applicable to the Company. The company has however made a Rights Issue to existing shareholders, which has been covered under clause (ix) above.
- (xv) In our opinion and according to the information and explanations given to us, the company has not entered into any non-cash transactions with its directors or directors of its subsidiary or associate companies or persons connected with them and hence provisions of section 192 of Companies Act, 2013 are not applicable.
- (xvi) In our opinion the company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

For **RAJIV MEHROTRA & ASSOCIATES**
CHARTERED ACCOUNTANTS
FIRM REG.NO.002253C

Kanpur, 24th Jul, 2020
UDIN:20426684AAAACN4990

(PARTNER)
ASHISH LALWANI
M.No.426684

**ANNEXURE “B” TO THE INDEPENDENT AUDITORS’ REPORT**

(Referred to in Para 2(f) under ‘Report on Other legal and Regulatory Requirements’ section of our report of even date)

REPORT ON THE INTERNAL FINANCIAL CONTROLS UNDER SECTION 143(3)(I) OF THE COMPANIES ACT, 2013 (“THE ACT”)

We have audited the internal financial controls with reference to financial statements of Jet Knitwears Limited (“the Company”) as of March 31, 2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Opinion

In our opinion, to the best of our information, and according to the explanations given to us, the company has, in all material aspects, an adequate internal financial controls with reference to Financial Statements and such internal financial controls over financial reporting were operating effectively as at March 31st 2020, based on the internal control over financial reporting criteria established by the company considering the essential components of internal control stated in Guidance Note of Audit of International Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

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. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to Financial Statements 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, to the extent applicable to an audit of internal financial controls, 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 with reference to Financial Statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Financial Statements 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 controls based on the



assessed risk. The procedures selected depend on the auditor's judgement, 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 with reference to Financial Statements.

Meaning of Internal Financial Controls With Reference to Standalone Financial Statements

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

Inherent Limitations of Internal Financial Controls with reference to Standalone Financial Statements

Because of the inherent limitations of internal financial controls with reference to Financial Statements, 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 with reference to Financial Statements to future periods are subject to the risk that the internal financial controls with reference to Financial Statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**For RAJIV MEHROTRA & ASSOCIATES
CHARTERED ACCOUNTANTS
FIRM REG.NO.002253C**

**Kanpur, 24th Jul 2020
UDIN:20426684AAAACN4990**

**(PARTNER)
ASHISH LALWANI
M.No.426684**

**BALANCE SHEET AS AT 31st MARCH 2020**

PARTICULARS	NOTE NO.	AS AT 31.03.2020		AS AT 31.03.2019	
		₹	P.	₹	P.
EQUITY AND LIABILITIES					
SHAREHOLDER'S FUNDS					
Share Capital	2	44,072,000		44,072,000	
Reserves and Surplus	3	135,072,993		119,795,832	
NON-CURRENT LIABILITIES					
Long Term Borrowings		6,609,879		6,274,611	
Long Term Provisions		1,768,462		1,432,690	
CURRENT LIABILITIES					
Short Term Borrowings	5	93,623,949		95,524,320	
Trade Payables	6	30,316,490		51,538,230	
Other Current Liabilities	7	28,979,985		15,077,290	
Short Term Provisions		6,409,900		5,841,500	
TOTAL		346,853,657		339,556,474	
ASSETS					
NON-CURRENT ASSETS					
Property, Plant and Equipment	8	23,398,861		25,166,389	
Deferred tax Assets (Net)	9	1,384,400		1,210,200	
Non Current Investments	10	25,000		25,000	
CURRENT ASSETS					
Inventories	11	106,825,328		96,296,448	
Trade Receivables	12	169,868,258		186,911,112	
Cash and Cash Equivalents	13	28,049,699		7,289,018	
Short-Term Loans and Advances	14	15,818,953		21,280,363	
Other Current Assets	15	1,483,160		1,377,944	
TOTAL		346,853,657		339,556,474	

Significant Accounting Policies 1

For and on Behalf of the
Board of Directors of Jet Knitwears Ltd.

As Per Our Report of Even Date

For Rajiv Mehrotra & Associates
Firm Reg.No.002253C
Chartered AccountantsASHISH LALWANI
(Partner)
M.No.426684Kanpur, 24th Jul 2020
UDIN: 20426684AAAACN4990Balram Kumar Narula
(Managing Director)Ankur Narula
(Chief Financial Officer)Rakesh Kumar Narula
(Whole-Time Director)Divya Saxena
(Company Secretary)

**STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31st MARCH 2020**

PARTICULARS	NOTE NO.	CURRENT YEAR		PREVIOUS YEAR	
		₹	P.	₹	P.
INCOME					
Revenue From Operations	16	449,279,957		473,284,847	
Other Income	17	5,227		65,185	
TOTAL		449,285,184		473,350,032	
EXPENDITURE					
Cost of Materials Consumed	18	296,046,964		353,288,747	
Purchase of Stock-In-Trade	19	41,944,162		7,900,818	
Net (Increase)/Decrease in Stock	20	(13,410,533)		(12,794,864)	
Employee Benefit Expense	21	12,218,398		12,335,683	
Finance Costs	22	12,059,364		10,959,821	
Depreciation and Amortization Expense	6	6,022,763		5,717,195	
Other Expenses	23	72,891,205		75,875,139	
TOTAL		427,772,323		453,282,539	
Profit before exceptional & extraordinary items and tax		21,512,861		20,067,493	
Profit Before Tax		21,512,861		20,067,493	
Tax Expenses					
Current Tax		6,409,900		5,841,500	
Deferred Tax		(174,200)		(313,400)	
Tax Adjustment- earlier years		-		4,550	
Net Profit for The Year		15,277,161		14,534,843	
Profit Carried to Balance Sheet		15,277,161		14,534,843	
Earnings Per Share (Rs.)					
- Basic (Face Value of Rs.10 each)		3.47		3.30	
- Diluted (Face Value of Rs.10 each)		3.47		3.30	

Significant Accounting Policies 1

For and on Behalf of the
Board of Directors of Jet Knitwears Ltd.

As Per Our Report of Even Date

For Rajiv Mehrotra & Associates
Firm Reg.No.002253C
Chartered AccountantsBalram Kumar Narula
(Managing Director)Rakesh Kumar Narula
(Whole-Time Director)ASHISH LALWANI
(Partner)
M.No.426684Ankur Narula
(Chief Financial Officer)Divya Saxena
(Company Secretary)Kanpur, 24th Jul 2020
UDIN: 20426684AAAACN4990



CASH FLOW STATEMENT FOR THE YEAR ENDED 31st March 2020

Particulars		Year Ended	Year Ended
		31.03.2020	31.03.2019
		Amount ₹	Amount ₹
I) CASH FROM OPERATIONS			
A.	PROFIT AFTER TAX	15277161.01	14,534,842.57
B.	ADJUSTEMENTS:		
	Depreciation	6,022,762.80	5,717,195.14
	Finance Costs	12,059,363.85	10,959,820.77
	Interest Received	0.00	(32,904.91)
	Deferred tax	(174,200.00)	(313,400.00)
	Provision for Gratuity	335,772.00	279,697.00
		33,520,859.66	31,145,250.57
Adjustments for Changes in working Capital			
	Decrease/(Increase) in Sundry Debtors	17,042,854.81	(20,485,279.49)
	Decrease/(Increase) in Loans & Advances	5,461,410.48	(7,441,558.61)
	Decrease/(Increase) in Other Current Assets	(105,216.00)	(336,000.00)
	Decrease/(Increase) in Inventories	(10,528,880.28)	(15,151,986.70)
	Decrease/(Increase) in Non-Current Assets	0.00	0.00
	Increase/(Decrease) in Trade Payables	(21,221,740.20)	18,970,350.35
	Increase/(Decrease) in Current Liabilities	13,902,694.67	668,271.49
	Increase/(Decrease) in Short Term Provisions	568,400.00	1,171,400.00
	NET CASH FROM OPERATIONS	38,640,383.14	8,540,447.61
II) CASH FROM INVESTING ACTIVITIES			
	Fixed Assets purchased during the period	(4,255,234.58)	(5,104,599.61)
	Interest Received	0.00	32,904.91
	NET CASH FROM INVESTMENT ACTIVITIES	(4,255,234.58)	(5,071,694.70)
III) CASH FROM FINANCING ACTIVITIES			
	Increase in Borrowed Funds	(1,565,103.60)	397,668.66
	Finance Costs	(12,059,363.85)	(10,959,820.77)
	Increase in Share Capital & Security Premium	0.00	0.00
	NET CASH FROM FINANCING ACTIVITIES	(13,624,467.45)	(10,562,152.11)
	Net Increase in cash and cash equivalents	20,760,681.11	(7,093,399.19)
	Cash and Cash equivalents as at the beginning of the period	7,289,018.68	14,382,417.87
	Cash and Cash equivalents as at the end of the period	28,049,699.79	7,289,018.68

1. The Cash Flow Statement has been prepared in accordance with the "Indirect Method" specified in the AS-3 of ICAI.

2. Cash & Cash equivalents comprise cash balances and balances with banks, including current deposits only.

The accompanying schedules form an integral part of the accounts.

Significant Accounting Policies 1

**For and on Behalf of the
Board of Directors of Jet Knitwears Ltd.**

As Per Our Report of Even Date

**For Rajiv Mehrotra & Associates
Firm Reg.No.002253C
Chartered Accountants**

**Balram Kumar Narula
(Managing Director)**

**Rakesh Kumar Narula
(Whole-Time Director)**

**ASHISH LALWANI
(Partner)
M.No.426684**

**Ankur Narula
(Chief Financial Officer)**

**Divya Saxena
(Company Secretary)**

**Kanpur, 24th Jul 2020
UDIN: 20426684AAAACN4990**

**NOTE NO.2**
SHARE CAPITAL

PARTICULARS	AS AT 31.03.2020		AS AT 31.03.2019	
		P.		P.
Share Capital				
<u>Authorised Share Capital</u> 65,00,000 Equity Shares Of Rs.10/- Each		65,000,000		65,000,000
<u>Issued, Subscribed & Paid Up Capital</u> 44,07,200 (P.Y.44,07,200) Equity Shares Of Rs.10/- Each Fully Paid Up		44,072,000		44,072,000
		44,072,000		44,072,000

The company has only one class of equity shares the same are with equal voting rights.

(a) Reconciliation of Shares outstanding as at beginning and end of the Reporting Period

Particulars	AS AT 31.03.2020		AS AT 31.03.2019	
	No.	Amount	No.	Amount
Balance at the beginning of the year	4,407,200	44,072,000	4,407,200	44,072,000
Add: Issued during the year	-	-	-	-
Less: Shares Bought Back	-	-	-	-
Balance at the end of the year	4,407,200	44,072,000	4,407,200	44,072,000

Terms/rights attached to equity shares

(a) The Company has only one class of equity shares having a face value of Rs.10/- per share. Each shareholder is entitled to one vote per share.

(b) The Company has neither paid any interim dividend during the year, nor any dividend has been proposed as at the close of the year.

(c) In the event of liquidation of the company, the net assets available for distribution (after distribution of preferential amounts), shall be distributed to the equity shareholders in proportion of their shareholding.

**c) Details of Shareholding in excess of 5% of the total issued capital of the company**

Name of the Shareholder	AS AT 31.03.2020		AS AT 31.03.2019	
	%	No. of Shares	%	No. of Shares
KANCHAN NARULA	9.72%	428175.00	9.72%	428175.00
USHA NARULA	6.22%	274145.00	6.22%	274145.00
ANIL KUMAR NARULA	10.10%	445025.00	10.10%	445025.00
BALRAM NARULA	5.47%	240920.00	5.47%	240920.00
JYOTI NARULA	5.86%	258280.00	5.86%	258280.00
RAKESH KUMAR NARULA	6.91%	304595.00	6.91%	304595.00
MUKUL MAHAVIR AGRAWAL	8.27%	364500.00	8.27%	364500.00

d) Aggregate number of bonus shares issued during the period of 5yrs immediately preceding the reporting date- Nil

e) Shares reserved for issue under options and contracts for the sale of shares, including terms and amounts- Nil

**NOTE NO. 3
RESERVES & SURPLUS**

PARTICULARS	AS AT 31.03.2020	AS AT 31.03.2019
	₹P.	₹ P.
SECURITIES PREMIUM		
Balance at the beginning of the year	65,988,865	65,988,865
Add: Premium Received during the year	-	-
Balance as at the end of the year	65,988,865	65,988,865
PROFIT & LOSS		
Balance at the beginning of the year	53,806,967	39,272,125
Add: Net Profit for the Year	15,277,161	14,534,843
Balance as at the end of the year	69,084,128	53,806,967
	135,072,993	119,795,832

**NOTE NO. 4****LONG TERM BORROWINGS**

PARTICULARS	NON CURRENT PORTION		CURRENT MATURITIES	
	As At March 31, 2020	As At March 31, 2019	As At March 31, 2020	As At March 31, 2019
Term Loans	3,471,722	2,686,616	1,370,759	899,202
Loans and Advances from Related Parties- Unsecured	3,138,157	3,587,995	-	-
	6,609,879	6,274,611	1,370,759	899,202

1. Term loans include:

(a) Rupee Term Loan (including their current maturities) of ` 1.07 lakhs from Kotak Mahindra Prime Ltd. which is secured against hypothecation of the Company's Vehicles financed by the bank. The Rate of interest charged is @ 9.50% p.a.

(b) Rupee Term Loan (including their current maturities) of ` 25.80 lakhs from HDFC Bank Ltd. which is secured against hypothecation of the Company's Vehicles financed by the bank. The Rate of interest charged is @ 9.50% p.a.

(c) Rupee Term Loan (including their current maturities) of ` 21.56 lakhs from Toyota Financial Services India Ltd. which is secured against hypothecation of the Company's Vehicles financed by the bank. The Rate of interest charged is @ 9.50% p.a.

2. The company has not defaulted in repayment of any interest or loans during the year, and there are no continuing defaults in respect of the same.

NOTE NO. 5**SHORT TERM BORROWINGS**

PARTICULARS	As at	As at
	March 31st, 2020	March 31st, 2019
Loans Repayable on Demand		
- Secured Loans From Banks		
(a) Working Capital Limits	92,253,190	94,625,119
(Secured against hypothecation of inventories & receivables, as per details below)		
(b) Current Maturities of Term Loan	1,370,759	899,202
(Fully secured against term deposits of the company)		
	93,623,949	95,524,320



1. The working capital limit have been availed from HDFC Bank which is secured against inventories and receivables of the company.
2. The company has not defaulted in repayment of any interest or loans during the year, and there are no continuing defaults in respect of the same.

NOTE NO. 6**TRADE PAYABLES**

PARTICULARS	As at	As at
	March 31st, 2020	March 31st, 2019
Trade Payables for Goods		
(a) Due to micro and small enterprises	110,515	363,356
(b) Due to others	19,189,807	36,779,303
Trade Payables for Expenses		
(a) Due to micro and small enterprises	850,642	-
(b) Due to others	10,165,527	14,395,571
	30,316,490	51,538,230

NOTE NO. 7**OTHER CURRENT LIABILITIES**

PARTICULARS	As at	As at
	March 31st, 2020	March 31st, 2019
Advance from Customers	5,282,044	7,601,005
Other Payables (Including statutory dues, establishment expenses due etc.)	5,472,682	5,032,282
Security Deposits received from customers	2,395,616	2,444,003
ADVANCE RECEIVED TOWARDS DDU-GKY SCHEME (NET OF ADVANCES PAID TOWARDS THE SAME)	15,829,642	-
	28,979,985	15,077,290

Note: The company have been sanctioned a new Skill Development Project under Deen Dayal Upadhyay - Grameen KaushalyaYojna (DDU GKY Scheme) of Assam State Rural Livelihoods Mission (ASRLM) to train 1000 Candidates in projects (Rural Youth as defined in guidelines of DDU-GKY) with placement linkage by setting up a training/skill center at Majuli and Karimganj for the State of Assam. The company have received Rs.207901888.00 from the Central and State Government during the year towards the scheme against which an advance of Rs.4960545.88 have been paid by the company towards the project.



**NOTE NO. 8
PROPERTY, PLANT AND EQUIPMENT**

PARTICULARS	USEFUL LIVES	----- GROSS BLOCK -----				----- DEPRECIATION -----				-- NET BLOCK --	
		AS AT 01.04.2019	ADDITIONS	SALE/ TRF	AS AT 31.03.2020	UPTO 01.04.2019	FOR THE YEAR	TRF/ ADJ.	UPTO 31.03.2020	AS AT 31.03.2020	AS AT 31.03.2019
TANGIBLES											
Building & land		1428767.24	0.00	0.00	1428767.24	892290.49	45291.92	0.00	937582.41	491184.83	536476.75
Building	30.00	1428767.24	0.00	0.00	1428767.24	892290.49	45291.92	0.00	937582.41	491184.83	536476.75
Computer, Printer & Peripherals		6178096.86	7288.00	0.00	6185384.86	5149754.55	186022.14	0.00	5335776.69	849608.17	1028342.31
Computer	3.00	5550486.60	0.00	0.00	5550486.60	4586709.86	151765.58	0.00	4738475.43	812011.17	963776.74
Printer	3.00	627610.26	7288.00	0.00	634898.26	563044.70	34256.56	0.00	597301.26	37597.00	64565.56
Furniture & Fixtures		2257609.71	19704.00	0.00	2277313.71	1877013.09	169489.18	0.00	2046502.28	230811.43	380596.62
Fan	10.00	94598.50	19704.00	0.00	114302.50	83232.87	9309.95	0.00	92542.82	21759.68	11365.63
Furniture & Fixtures	10.00	2163011.21	0.00	0.00	2163011.21	1793780.22	160179.23	0.00	1953959.46	209051.75	369230.99
Electric Installation		591320.37	68926.00	0.00	660246.37	447434.46	50161.03	0.00	497595.49	162650.88	143885.91
Inventor	10.00	218337.37	68926.00	0.00	287263.37	210250.91	22716.48	0.00	232967.39	54295.98	8086.46
Electrical Installation	10.00	372983.00	0.00	0.00	372983.00	237183.55	27444.55	0.00	264628.10	108354.90	135799.45
Vehicle		25254948.21	3527795.00	0.00	28782743.21	20156739.17	2909202.67	0.00	23065941.84	5716801.37	5098209.04
Car	8.00	18294146.86	3442355.00	0.00	21736681.86	14082385.33	2762969.64	0.00	16845354.98	4891326.88	4211761.53
CYCLE	10.00	19192.00	0.00	0.00	19192.00	16912.64	1475.64	0.00	18388.27	803.73	2279.37
Delivery Van	8.00	4659967.00	0.00	0.00	4659967.00	4426968.65	0.00	0.00	4426968.65	232998.35	232998.35
Jeep	8.00	490703.00	0.00	0.00	490703.00	490702.00	0.00	0.00	490702.00	1.00	1.00
SCOOTER	10.00	1790939.35	85260.00	0.00	1876199.35	1139770.55	144757.39	0.00	1284527.95	591671.40	651168.80
Office Equipment		5495098.72	582022.00	0.00	6077120.72	4648300.64	269372.48	0.00	4917673.12	1159447.60	846798.08
Air Conditioner	5.00	1320167.95	71875.00	0.00	1392042.95	1223575.02	12010.02	0.00	1235585.04	156457.91	96592.93
Block & Design	5.00	19139.00	0.00	0.00	19139.00	19138.00	0.00	0.00	19138.00	1.00	1.00
CCTV Camera	5.00	319304.65	0.00	0.00	319304.65	127422.88	50545.93	0.00	177968.82	141335.83	191881.77
Cease Fire	5.00	69727.00	0.00	0.00	69727.00	69726.00	0.00	0.00	69726.00	1.00	1.00
Cellular Phone	5.00	633797.56	402295.00	0.00	1036092.56	406123.56	141361.90	0.00	547485.46	488607.10	227674.00
Cylinder	5.00	107525.00	0.00	0.00	107525.00	107524.00	0.00	0.00	107524.00	1.00	1.00
Fax Machine	5.00	49870.00	0.00	0.00	49870.00	49869.00	0.00	0.00	49869.00	1.00	1.00
Fridge	5.00	123375.00	0.00	0.00	123375.00	123374.00	0.00	0.00	123374.00	1.00	1.00
Office Equipment	5.00	1729688.23	89440.00	0.00	1819128.23	1674103.80	1535.05	0.00	1675638.85	143489.38	55584.43
Telephone	5.00	407524.41	0.00	0.00	407524.41	293868.64	0.00	0.00	293868.64	113655.77	113655.77
Television	5.00	307585.63	0.00	0.00	307585.63	174751.25	58441.27	0.00	233192.52	74393.11	132834.38
UPS	5.00	124861.29	18412.00	0.00	143273.29	102078.49	3866.31	0.00	105944.80	37328.49	22782.80
Water Cooler	5.00	115700.00	0.00	0.00	115700.00	109915.00	1612.00	0.00	111527.00	4173.00	5785.00
Weighing Machine	5.00	166833.00	0.00	0.00	166833.00	166831.00	0.00	0.00	166831.00	2.00	2.00
Plant & Machinery		3774943.89	49500.00	0.00	3779443.89	20612864.13	2393223.38	0.00	23006087.51	14788356.38	17132079.76
Boiler	15.00	2731259.21	0.00	0.00	2731259.21	165971.92	172888.71	0.00	1832610.63	898648.58	1071537.29
Generator	15.00	2180160.32	0.00	0.00	2180160.32	1601950.85	134787.56	0.00	1736738.41	443421.91	578209.47
Tubewell	15.00	9819.20	0.00	0.00	9819.20	9818.20	0.00	0.00	9818.20	1.00	1.00
Others	15.00	32823705.16	49500.00	0.00	32873205.16	17341373.16	208547.12	0.00	19426920.27	13446284.89	15482332.00
TOTAL		78950785.00	4255235.00	0.00	83206020.00	53784396.53	6022762.80	0.00	59807159.34	23398860.66	25166388.47

**NOTE NO.9****DEFERRED TAX ASSETS (NET)**

PARTICULARS	As at	As at
	March 31st, 2020	March 31st, 2019
<i>Deferred Tax Asset</i>		
Accelerated Depreciation for Tax purposes	924,600.00	767,500.00
Deductions claimed for Balance Sheet items		
Expenses allowable on payment basis	459,800.00	442,700.00
Others		
<i>Gross Deferred Tax Assets</i>	<i>1,384,400.00</i>	<i>1,210,200.00</i>
Net Deferred tax asset	1,384,400.00	1,210,200.00

NOTE 10.**INVESTMENTS**

PARTICULARS	As at	As at
	March 31st, 2020	March 31st, 2019
Unquoted equity investments, fully paid up		
JET KNIT INDICULUS PVT. LTD. (2500 Shares)	25,000.00	25,000.00
	25,000.00	25,000.00

NOTE NO. 11**INVENTORIES**

PARTICULARS	As at	As at
	March 31st, 2020	March 31st, 2019
Raw Material	3,435,362	6,462,195
Consumable Stores	145,180	-
Work-In-Progress	38,797,908	37,573,724
Finished Goods	64,446,878	52,260,529
	106,825,328	96,296,448

**NOTE NO. 12****TRADE RECEIVABLES****UNSECURED, CONSIDERED GOOD**

PARTICULARS	As at	As at
	March 31st, 2020	March 31st, 2019
Receivables outstanding for a period exceeding six months from the date they are due for payment	98,807,728	74,468,057
Other Receivables	71,060,530	112,443,055
	169,868,258	186,911,112

NOTE NO.13**CASH & CASH EQUIVALENTS**

PARTICULARS	As at	As at
	March 31st, 2020	March 31st, 2019
Cash In Hand	9,660,274	5,970,570
Balances With Scheduled Banks		
- In Current Accounts	685,565	1,318,448
- In Current Accounts (DDU-GKY Scheme)	17,703,861	-
	28,049,699	7,289,018

NOTE NO.14**SHORT TERM LOANS & ADVANCES**

PARTICULARS	As at	As at
	March 31st, 2020	March 31st, 2019
Unsecured and Considered Good		
Balances with Revenue Authorities	8,502,768	9,909,790
Prepaid Expenses	339,650	294,570
Other Current Assets	6,976,535	11,076,003
	15,818,953	21,280,363

**NOTE NO.15****OTHER CURRENT ASSETS**

PARTICULARS	As at	As at
	March 31st, 2020	March 31st, 2019
Unsecured and Considered Good Security Deposits	1,483,160	1,377,944
	1,483,160	1,377,944

NOTE NO.16**REVENUE FROM OPERATIONS**

PARTICULARS	Current Year	Previous Year
Sale of Products	473,190,512	492,892,050
	473,190,512	492,892,050
Less: Sale Tax Paid	-	-
Less: Goods & Service Tax Realised	23,910,555	19,607,203
	449,279,957	473,284,847

NOTE NO.17**OTHER INCOME**

PARTICULARS	Current Year	Previous Year
Other Income	5,227	32,905
Interest Received	-	32,280
	5,227	65,185

**NOTE NO.18****COST OF GOODS CONSUMED**

PARTICULARS	Current Year	Previous Year
Opening Stock	6,462,195	4,105,072
Purchases	186,449,315	257,723,623
Direct Expenses	106,570,816	97,922,247
	299,482,326	359,750,942
Less: Closing Stock	3,435,362	6,462,195
Cost of Material Consumed	296,046,964	353,288,747

NOTE NO.19**PURCHASE OF STOCK-IN-TRADE**

PARTICULARS	Current Year	Previous Year
Purchase of Yarn	35,795,151.43	2131236.20
Purchase of Jeans	184,087.00	0.00
Purchase of other Hosiery Goods	5,964,923.97	5769582.02
TOTAL	41,944,162.40	7,900,818.22

NOTE NO.20**INCREASE/(DECREASE) IN FINISHED GOODS/STOCK & WIP**

PARTICULARS	Current Year	Previous Year
Inventories at the Beginning Of The Year		
Work-In-Progress	37,573,724	36,230,340
Finished Goods	52,260,529	40,809,049
	89,834,253	77,039,389
Inventories at the End Of The Year		
Work-In-Progress	38,797,908	37,573,724
Finished Goods	64,446,878	52,260,529
	103,244,786	89,834,253
Net Increase/Decrease in Stock	(13,410,533)	(12,794,864)

**NOTE NO.21****EMPLOYEE BENEFITS EXPENSES**

PARTICULARS	Current Year	Previous Year
Salaries and Wages	8,078,681	8,872,041
Staff Welfare Expenses	245,964	372,412
Provision for Gratuity	335,772	279,697
Director's Remuneration	2,160,000	1,620,000
Bonus	731,132	367,910
Stipend	-	99,347
Contribution to Provident Fund and other funds	666,849	724,276
	12,218,398	12,335,683

NOTE NO.22**FINANCE COSTS**

PARTICULARS	Current Year	Previous Year
Bank Charges	347,175	249,378
Interest Paid to Bank	11,283,356	10,270,696
Interest Paid to Others	428,833	439,747
	12,059,364	10,959,821

NOTE NO.23**OTHER EXPENSES**

PARTICULARS	Current Year	Previous Year
Payments to Auditors as		
(a) Auditor	325,000	250,000
(b) Taxation Matters	-	-
Repairs & Maintenance	2,321,018	2,682,827



Freight & Cartage Outward	1,570,989	2,078,318
Rent	3,568,819	3,132,382
Printing & Stationery	793,463	676,767
Rebate & Discount	15,952,963	14,092,714
Bad Debts	12,820,010	12,914,581
Miscellaneous Expenses	4,956,189	5,694,907
Security Expenses	1,092,229	863,397
Sales Promotion	10,655,295	9,317,041
Advertisement & Publicity	4,483,005	9,211,402
Commission	4,639,928	5,316,091
Electricity Expenses	1,667,858	1,533,074
Legal, Professional and Consultancy	400,510	346,640
Charity & Donation	27,901	21,300
Rates and Taxes	307,555	229,640
Travelling Expenses	501,205	547,124
Director's Travelling Expenses	437,955	409,130
Telephone Expenses	515,325	544,086
Vehicle Running & Maintenance	5,163,894	5,387,291
Insurance	690,094	626,428
	72,891,205	75,875,139

Significant Accounting Policies 1**For and on Behalf of the
Board of Directors of Jet Knitwears Ltd.****As Per Our Report of Even Date****For Rajiv Mehrotra & Associates
Firm Reg.No.002253C
Chartered Accountants****Balram Kumar Narula
(Managing Director)****Rakesh Kumar Narula
(Whole-Time Director)****ASHISH LALWANI
(Partner)
M.No.426684****Ankur Narula
(Chief Financial Officer)****Divya Saxena
(Company Secretary)****Kanpur, 24th Jul 2020
UDIN: 20426684AAAAACN4990**

**NOTES FORMING PART OF THE FINANCIAL STATEMENTS*****Note no.1******Significant Accounting Policies*****(A) (i) Basis of Accounting:**

The Financial Statements have been prepared on the accrual basis of accounting, in Accordance with generally accepted accounting principles including the Accounting Standards notified under the Sec.133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules 2014.

The financial statements have been prepared on a historical cost basis. The financial statements are approved for issue by the Company's Board of Directors on Jul 24, 2020.

(ii) Consistency:

Accounting Policies not specifically referred to otherwise are consistent and are in consonance with generally accepted accounting principles.

(iii) Current v. Non-Current classification:

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

(a) 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 purpose of trading, or
- Expected to be realized within twelve months after the reporting period.

All other assets are classified as non-current.

(b) A liability is current when:

- It is expected to be settled in normal operating cycle,
- It is held primarily for 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.



(B) Inventories: Inventories consist of raw materials, packing materials, work-in-progress and finished goods. Inventories are valued at lower of cost and net realizable value. Cost is determined on First-In-First-Out basis.

(i) Cost of raw materials and packing materials includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition.

(ii) Valuation of Closing Stock of Finished Goods & Work-in-progress:

The inventory at the yearend is valued at Cost or Net Realizable Value whichever is lower.

Cost of work-in-progress and finished goods includes direct materials, labour and proportion of manufacturing overheads based on the normal operating capacity, wherever applicable.

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

The inventories have been physically taken by the management periodically during the year. However the year end inventories could not be physically verified during the year owing to complete lockdown imposed by the Government of India in view of the COVID-19, Pandemic.

(C) Cash Flow:

Cash Flow Statement has been prepared on the basis of 'Indirect Method' as prescribed under AS-3.

(D) Provisions, Contingent Liabilities and Commitments:

- (i) Provisions are recognized when there is a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.
- (ii) The expenses relating to a provision is presented in the Statement of Profit and Loss net of reimbursements, if any.
- (iii) If the effect of the time value of money is material, provisions are to be discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is proposed to be used, the increase in provision due to the passage of time is recognized as a finance cost.
- (iv) Contingent liabilities are possible obligations whose existence will only be confirmed by future events not wholly within the control of the Company, or present obligations where it is not probable that an outflow of resources will be required or the amount of the obligation cannot be measured with sufficient reliability.
- (v) Contingent liabilities are not recognized in the financial statements but are disclosed unless the possibility of an outflow of economic resources is considered remote.
- (vi) The company has the following disputed liabilities/demand raised by statutory authorities as on 31/3/2020.

<u>S. No.</u>	<u>Liability of Dispute</u>	<u>Amount</u>	<u>Period to which it relates</u>
1.	Income Tax Department	100617.38	TDS defaults of previous years
2.	Service Tax Department	449823.00	01.04.2007 to 31.07.2011

**(E) Prior Period Items:**

There are no prior period items during the year.

(F) Revenue Recognition:

Sales are recognized at the time when the risks and rewards as regards those goods are transferred to the buyer, and include Excise duty, Education cess duty, Secondary higher education cess, Sales Tax and Goods & Service tax, wherever applicable.

(G) Property, Plant & Equipment AS – 10 :

- i. Property, plant and equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any.
- ii. The initial cost of an asset comprises its purchase price, any costs directly attributable to bringing the asset into its present location and condition, necessary for it to get ready for its intended use.
- iii. Subsequent expenditure is capitalized only if it is probable that the future economic benefits associated with the expenditure will flow to the Company.
- iv. Spare parts, which meet the definition of Property, plant and equipment, are capitalized as Property, plant and equipment. In other cases, the spare parts are inventorised on procurement and charged to Statement of Profit and Loss at the time of consumption.
- v. The residual value and useful lives of Property, plant and equipment are reviewed at each financial year end and changes, if any, are accounted in the line with revision to accounting estimates. During the year no such review or change was made.
- vi. Depreciation on property, plant and equipment is provided on prorata basis on straight line method using the useful lives of the assets estimated by the company and in the manner prescribed in Schedule II of the Companies Act 2013.

(H) Foreign currency transaction during the current year:

The company has not done any transaction in foreign currency during the current year.

(I) Employee Benefit Expenses:**Short term employee benefits**

All employee benefits payable/available within twelve months of rendering the services are classified as short term employee benefits. Benefits such as salaries, wages and bonus, etc., are recognised in the Statement of Profit and Loss in the period in which the employee renders the related service.

Provident fund

Eligible employees receive benefits from a provident fund, which is a defined contribution plan. Both the employees and the Company make monthly contributions to the provident fund plan equal to a specified percentage of the covered employees' salary. The Company contributes a part of the contributions to the Government administered Provident/Pension Fund. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognizes contribution payable through the provident fund scheme as an expense, when an employee renders related services.

Other long term employee benefits



The company does not have any structured Employee's Gratuity Fund Scheme. However the company provides for its gratuity liability as a defined benefit plan. The liabilities with respect to Gratuity Plan are determined on the basis of calculation specified under Payment of Gratuity Act, 1972. The company has not undertaken any actuarial valuation against its gratuity liability. The Company does not make any yearly/periodic contributions as regards gratuity and meets its liability from its cash accruals as and when a claim for the same arises.

(J) Borrowing Cost:

The company has not incurred any borrowing cost, in terms of AS-16 for the purpose of acquiring land, construction of building or acquiring other Fixed Assets for the pre installation period.

(K) Segment Reporting:

The Company's main business is manufacturing of apparels. There is no separate segment within Company as defined by 'AS – 17 Segment Reporting' issued by the Institute of Chartered Accountants of India.

(L) Related Party Disclosures:

(a) Key Management Personnel

Anil Kumar Narula, Ankur Narula, Balram Kumar Narula, Rakesh Kumar Narula

(b) Enterprises over which Directors and their relatives are able to exercise significant influence:

Anil Kumar Narula HUF, Ankur Kumar Narula HUF, Balram Narula HUF, Bhushan Narula HUF, Gaurav Narula HUF, Rakesh Kumar Narula HUF, Rohit Narula HUF, Satish Narula HUF, Gurudev Kripa Threads Company, Satguru Trading Company, V.T. Trading Corporation

(c) Relatives of Key Managerial Personnel:

Gaurav Narula, Jyoti Narula, Kanchan Narula, Madhu Sabbharwal, Meena Narula, Namrata Narula, Prashant Narula, Radhika Narula, Rohit Narula, Ruchi Narula, Sandhya Narula, Shashi Sabbharwal, Saurabh Narula, Usha Narula, Vaibhav Narula

(Amount in ₹)

Particulars	Key Management Personnel	Relatives of Key Managerial Personnel	Enterprises over which Directors & their Relatives are able to exercise significant influence
Rent	380400.00	153600.00	-
Remuneration	2880000.00	2400000.00	-
Interest	20404.00	231533.00	113914.00
Commission	502926.00	493027.00	
Sale			3767550.00
Purchase			943411.50

**(M) Earning per Share:**

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share consolidation, without a corresponding change in resources, if any.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effect of all potentially dilutive equity shares, if any.

The company has not issued any potentially dilutive equity shares.

(N) Tax Expense:

Tax expense for the year comprises of current tax and deferred tax.

- a) **Current Tax:** Current income tax, assets and liabilities are measured at the amount expected to be paid to or recovered from the taxation authorities in accordance with the Income Tax Act, 1961 and the Income Computation and Disclosure Standards (ICDS) enacted in India by using tax rates and the tax laws that are enacted at the reporting date.
- b) **Deferred Tax:** Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets and liabilities are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

(O) Several debit and credit balances are subject to confirmation by parties.

(P) Previous Year's figures have been regrouped/rearranged wherever necessary to conform to the figures for the current year.

As Per Our Report of Even Date

For **Rajiv Mehrotra & Associates**

Firm Reg.No.002253C

Chartered Accountants

ASHISH LALWANI

(Partner)

M.No.426684

Kanpur, 24th Jul 2020

UDIN: 20426684AAAACN4990



**Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2020
[Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016]**

I	Sl. No.	Particulars	Audited Figures (as reported before adjusting for qualifications)	Adjusted Figures (audited figures after adjusting for qualifications)
	1.	Turnover / Total income	4492.85	4492.85
	2.	Total Expenditure	4340.08	4340.08
	3.	Net Profit	152.77	152.77
	4.	Earnings Per Share	3.47	3.47
	5.	Total Assets	3468.54	3468.54
	6.	Total Liabilities	1677.09	1677.09
	7.	Net Worth	1791.45	1791.45
	8.	Any other financial item(s) (as felt appropriate by the management)	-	-
I	Audit Qualification (each audit qualification separately):			
	a.	Details of Audit Qualification: Please refer Audit Report-Basis for Disclaimer of Opinion		
	b.	Type of Audit Qualification : Disclaimer of Opinion		
	c.	Frequency of qualification: First Time		
	d.	For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views: NA		
	e.	For Audit Qualification(s) where the impact is not quantified by the auditor:		
	(i)	Management's estimation on the impact of audit qualification: Based on the Management analysis and assumptions, we believe that the Profit and Loss Account and Cash Flow Statement for the year ended March 31, 2020 and the Balance Sheet as at March 31, 2020 are materially correct and as per the management the trade receivables are considered good and are recoverable in nature. The Management is making full efforts to recover these trade receivables. Hence, management does not believe there is any material financial impact of the audit qualification.		
	(ii)	If management is unable to estimate the impact, reasons for the same: Not Applicable		
	(iii)	Auditors' Comments on (i) or (ii) above: As is stated in our report, the trade receivables are recoverable as per the management but due to economic uncertainty created by the worldwide pandemic COVID-19 and also since the same are standing since long time, we are unable to comment upon the same.		



III.	Signatories:
<input type="checkbox"/>	Mr. Balram Kumar Narula, Managing Director
<input type="checkbox"/>	Mr. Ankur Narula, CFO
<input type="checkbox"/>	Mr. Ramesh Chandra, Audit Committee Chairman
<input type="checkbox"/>	CA Ashish Lalwani Partner For Rajiv Mehrotra & Associates Chartered Accountants FRN: 002253C
	Place: Kanpur
	Date: July 24, 2020



JET KNITWEARS LIMITED

Regd Office: 119/410-B-1Darshan Purwa Kanpur UP 208012
CIN: L19101UP1996PLC019722, Contact No: 0512-2217553, 2296128
Website: www.jetlycot.com E-mail: info@jetknit.com

NOTICE

Notice is hereby given that the Twenty-Fourth Annual General Meeting of the Members of the Company will be held on **Wednesday, September 30, 2020 at 10:00 AM at Registered office of the Company at 119/410, B-1, Darshan Purwa, Kanpur-208012** to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited financial statements for the financial year ended on March 31, 2020, together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a director in place of Mr. Rakesh Kumar Narula (DIN: 00274483) who retires by rotation at this Annual General Meeting and being eligible, has offered himself for re-appointment.

SPECIAL BUSINESS:

3. Re-appointment of Mr. Ramesh Chandra (DIN: 00111716) as an Independent Director

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

RESOLVED THAT pursuant to the provisions of Sections 149, 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Companies (Appointment and Qualification of Directors) Rules, 2014 and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or re-enactment thereof, for the time being in force), Mr. Ramesh Chandra (DIN: 00111716), who was appointed as an Independent Director and who holds office of Independent Director till July 31, 2020, and who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of the Director of the Company, be and is hereby reappointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five years commencing with effect from August 01, 2020 to July 31, 2025."



RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

4. Re-appointment of Mr. Ashok Chandra Bajpai (DIN: 05358863) as an Independent Director

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

RESOLVED THAT pursuant to Sections 149, 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification (s) or re-enactment thereof, for the time being in force), Mr. Ashok Chandra Bajpai (DIN: 05358863), who was appointed as an Independent Director and who holds office of Independent Director till July 31, 2020, and who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of the Director of the Company, be and is hereby reappointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of five years commencing with effect from August 01, 2020 to July 31, 2025."

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

5. Re-appointment of Mrs. Dinesh Parashar (DIN: 07270662) as Non-Executive Director

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

RESOLVED THAT pursuant to Sections 149, 152, and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 and applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification (s) or re-enactment thereof, for the time being in force), Mrs. Dinesh Parashar (DIN: 07270662) be and is hereby re-appointed as Non-Executive Non-Independent Director of the Company, with effect from August 31, 2020, liable to retire by rotation on such terms as may be decided by the Board of Directors from time to time.



RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

By the Order of the Board
For JET KNITWEAVES LIMITED

Place: Kanpur
Date: 26.08.2020

(Divya Saxena)
Company Secretary & Compliance Officer

**NOTES FOR MEMBERS' ATTENTION:**

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and Rules framed thereunder, in respect of the Special Business under Item Nos. 3, 4 and 5 of the accompanying Notice is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE TWENTY FOURTH ANNUAL GENERAL MEETING ('AGM' OF THE COMPANY IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF OR HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY EIGHT HOURS (48) BEFORE THE COMMENCEMENT OF THE MEETING. i.e. BY 10:00 A.M. ON SEPTEMBER 30, 2020. PROXIES SUBMITTED ON BEHALF OF COMPANIES, SOCIETIES, ETC. MUST BE SUPPORTED BY APPROPRIATE RESOLUTION / AUTHORITY, AS APPLICABLE, ISSUED ON BEHALF OF THE NOMINATING ORGANIZATION.**

As per Section 105 of the Companies Act, 2013 and relevant rules made there under, A person can act as proxy on behalf of not more than fifty (50) members and holding in aggregate not more than ten percent (10%) of the total share capital of the company carrying voting rights. A proxy form is annexed herewith. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.

3. The relevant details as required under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and the Secretarial Standard on General Meeting (SS-2) issued by the Institute of Company Secretaries of India (ICSI), in respect of the person seeking re-appointment as a Director under Item No. 2 to 5 is also mentioned under point number 22.
4. The Register of Members and Share Transfer books of the Company shall remain closed from September 24, 2020 to September 30, 2020 (both days inclusive).
5. Members may please note that no gifts, gift coupons, or cash in lieu of gifts will be distributed at meeting, in compliance with Section 118(10) of the Companies Act, 2013 and the Secretarial Standards issued by Institute of Company Secretaries of India.
6. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
7. Members are requested to make all correspondence in connection with shares held by them by addressing letters directly to the Company or its RTA quoting their Folio number or their Client ID number with DPID number, as the case may be.



8. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details such as bank account number, name of the bank and branch details, MICR code and IFSC code, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrar and Transfer Agent, Bigshare Services Pvt. Ltd. to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to Bigshare Services Pvt. Ltd.
9. Non-resident Indian Members are requested to inform Registrar and Share Transfer Agent, immediately of:
 - i. the change in the residential status on return to India for permanent Settlement.
 - ii the particulars of their Bank Account maintained in India with complete name, branch, account type, account number and address of the Bank with Pin Code number, if not furnished earlier.
10. The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding Shares in electronic form are, therefore requested to submit the PAN to their Depository Participants with whom they are maintaining their Demat Accounts. Members holding shares in physical form shall submit their PAN details to the Company at its Registered Office or to the Registrar and Share Transfer Agent (Bigshare Services Pvt. Ltd.)
11. The Securities and Exchange Board of India ("SEBI") has mandated the transfer of securities to be carried out only in dematerialised form (except in case of transmission or transposition of securities) effective from 1st April, 2019. Accordingly, requests for physical transfer of securities of listed entities shall not be processed from 1st April, 2019 onwards. In view of such amendment and in order to eliminate the risks associated with physical holding of shares, Members who are holding shares in physical form are hereby requested to dematerialise their holdings.
12. Members are requested to convert their Share(s) lying in physical form to the Demat form for easy transferability of Shares. For any help, the Shareholders may contact to the Registrar & Transfer Agent at email id investor@bigshareonline.com and to Company Secretary at email id compliance@jetknit.com or info@jetknit.com
13. Equity Shares of the Company are under compulsory demat trading by all the investors. Considering the advantage of scripless trading, members are encouraged to consider dematerialization of their shareholdings so as to avoid inconvenience in future.
14. Members/Proxies are requested to deposit the Attendance Slip duly filled in and signed for attending the Meeting. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company, a certified copy of the Board Resolution, Power of Attorney or such other valid authorizations, authorizing them to attend and vote on their behalf at the Meeting. Members who hold shares in dematerialized form are requested to bring their DP ID and client ID No.(s) for easier identification of attendance at the Meeting. Members are requested to affix their signatures at the space provided on the attendance slip annexed to the proxy form and hand over the slip at the entrance of the meeting hall.



15. SEBI & Ministry of Corporate Affairs is promoting electronic communication as a contribution to greener environment. Accordingly, as a part of green initiative and in view of the massive outbreak of the COVID-19 pandemic, soft copy of the Notice of the AGM along with the Annual Report 2019-20 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories, unless any Member has requested for a physical copy of the same. Further, in accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 136 of the Companies Act, 2013 including Rules made there under for Members who have not registered their E-mail addresses, physical copies are being sent by the permitted mode. Members may note that this Notice and the Annual Report 2019-20 will also be available on the Company's website www.jetlycot.com.
16. All relevant documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection by the Members at the Registered Office of the Company during normal business hours on all working days, upto and including the date of the Meeting. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which the Directors are interested maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the Members at the Annual General Meeting.
17. The business set out in the Notice will be transacted through electronic voting system and the Company is also providing facility to vote through ballot paper at the venue of AGM. Instructions and other information relating to e-voting are given in this Notice under Note No. 21.
18. Members desirous of obtaining any information on Annual Financial Statements of the Company at the Meeting are requested to write to the Company at least 7 (seven) days before the date of the Meeting, so that the information required may be made available at the Meeting.
19. Members who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars etc. from the Company electronically. Manner of registering / updating email addresses is as under:
- i) Members holding shares in physical mode, who have not registered / updated their email addresses with the Company, are requested to inform the Company with details of folio number and attaching a self-attested copy of PAN card at info@jetknit.com or compliance@jetknit.com or to Big Share Services Private Limited at mukesh@bigshareonline.com.
- ii) Members holding shares in dematerialized mode, who have not registered / updated their email addresses with their Depository Participants are requested to register their email addresses with the Depository Participants with whom they maintain their demat accounts.
20. A route map showing direction to reach the venue of the 24th Annual General Meeting is given at the end of this notice as per the requirement of Secretarial Standards -2 on General Meeting.
- 21. Instructions and other information relating to remote e-voting are as under:**
- a) Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company is pleased to provide to its members facility to exercise their right to vote on resolutions set forth in this Notice convening the 24th Annual General Meeting to be held on Wednesday, September 30, 2020, at 10:00 AM at Registered Office of the Company at 119/410, B-1, Darshan Purwa, Kanpur. The members may cast their votes using an electronic voting system from a place other than the venue of the meeting ('remote e-voting').



- b) The Company has engaged the services of National Securities Depository Limited (“NSDL”) as the Agency to provide e-voting facility.
- c) E-voting facility will be available during the following voting period:

Commencement of E-Voting	End of E-Voting
From 09:00 AM (IST) on Sunday, September 27, 2020	Upto 5:00 PM (IST) on Tuesday, September 29, 2020

- d) **During this period members’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. September 23, 2020 may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. Further, the Members who have, casted their vote electronically shall not vote by way of poll, if held at the Meeting.**
- e) The Members of the Company holding shares on the “cut-off date” of **September 23, 2020** only shall be entitled to avail the facility of remote e-voting. Cut-off date means the date on which the right of voting of the members shall be reckoned and a person who is not a member as on the cut-off date should treat this notice for information purposes only.
- f) Any person, who become a member of the Company after dispatch of the Notice of the meeting and holding shares as on the cut-off date i.e. **September 23, 2020** may obtain the login ID and password by sending a request at evoting@nsdl.co.in or RTA.
- g) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for shareholders and remote e-voting user manual for shareholders available at the download section of <https://www.evoting.nsdl.com> or call on toll free no.: 1800-222-990.
- h) The process and manner for remote e-voting are as under:

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.



General Guidelines for shareholders

- 1 Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csgopesh@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request to evoting@nsdl.co.in

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 (compliance@jetknit.com).
 2. 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 (compliance@jetknit.com).
- i) Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently. Further, the Members who have cast their vote by remote e-voting may also attend the meeting but shall not be entitled to cast their vote again.
 - j) The Board of Directors has appointed Mr. Gopesh Sahu, Practicing Company Secretary, (Membership No. FCS 7100), as Scrutinizer to scrutinize the E-Voting process in a fair and transparent manner.
 - k) The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date i.e. **September 23, 2020**. A Member who is a related party is not entitled to vote on a Resolution relating to approval of any contract or arrangement in which such Member is a related party.



- l) The Results on resolutions shall be declared not later than 48 hours from the conclusion of the Annual General Meeting of the Company and the resolutions will be deemed to be passed on the Annual General Meeting date subject to receipt of the requisite number of votes in favour of the Resolutions.
- m) The Results declared along with the Scrutinizer's Report(s) will be available on the Company's website i.e. www.jetlycot.com and on the website of NSDL <https://evoting.nsdl.com> The results shall simultaneously be communicated to the Stock Exchange, where the share of the company is listed.

22. The details required to be given in pursuance of Regulation 36 (3) of the SEBI (LODR), Regulations, 2015 and Clause 1.2.5 of the SS-2 for re-appointment of Directors are as under:

Name of the Director and DIN	Mr. Rakesh Kumar Narula (00274483)	Mr. Ramesh Chandra (00111716)	Mr. Ashok Chandra Bajpai (05358863)	Mrs. Dinesh Parashar (07270662)
Designation	Promoter and Whole Time Director	Independent Director	Independent Director	Non-Executive Non-Independent Director
Date of Birth	18/01/1958	13/07/1938	22/07/1951	16/08/1950
Qualification	Graduate in Commerce	Graduate	Bachelor of Science	High School
Date of Original Appointment	April 02, 1996	August 01, 2015	August 01, 2015	September 01, 2015
No. of Board Meetings attended during the Year	4 out of 4	4 out of 4	4 out of 4	3 out of 4
Experience and Expertise	He is a businessman having rich experience of more than 32 years in hosiery manufacturing specializing in Sales and Production. He has wide experience in stitching, bleaching and knitting.	He is an ex-officer of Indian Air force and is a veteran of 1965 and 1971 War with Pakistan. After taking volunteer retirement in 1973, he joined Customs and Central Excise department and retired as Superintendent. Later he entered into legal profession in Kanpur Court and in Allahabad High Court. Currently, he holds the membership of Indian Industries Association Kanpur Chapter.	He worked for 35 years in Commercial Tax Department serving in various posts from Assistant Commissioner to Additional Commissioner and finally Member Tribunal at Commercial Tax Department of Uttar Pradesh. He is associated with our Company as a Director since August 01, 2015. He also served the position of President at Commercial Tax Officers Association and Three Terms Officer's Association, Kanpur.	She currently holds the position of Chairperson at Satyavati Adarsh Sikha Gram Samiti, and certain other positions at a High School. She has been awarded as "siksha, seva, sanskritikimurtimaa nprateek" in March, 2013. She is also involved in many other social welfare activities.



Relationship between Directors, Manager and other Key Managerial Personnel	Mr. Rakesh Kumar Narula is the real brother of Mr. Balram Kumar Narula (Managing Director) and Mr. Anil Kumar Narula (Whole Time Director) and uncle of Mr. Ankur Narula (Chief Financial Officer)			Independent from the Management			Independent from the Management			Independent from the Management		
Directorship in other Companies	Front Line Exports Private Limited			Trv Infra Private Limited			Shray Offset Private Limited			NIL		
No. of Equity Shares held in the	304595 (Jet Knitwears Limited)			NIL			NIL			NIL		
Terms and conditions of re-appointment & Remuneration sought for	Refer Item No. 2 of the Notice			Refer Item No. 3 to 4 of the Explanatory Statement annexed in the Notice			Refer Item No. 3 to 4 of the Explanatory Statement annexed in the Notice			Refer Item No. 5 of the Explanatory Statement annexed in the Notice		
Details of remuneration last drawn (2019-20)	7,20,000/-			NIL			NIL			NIL		
Chairmanship/Membership of Committees in the Board of other Companies	Name of the Company	Name of the Committee	Chairman/Member	Name of the Company	Name of the Committee	Chairman/Member	Name of the Company	Name of the Committee	Chairman/Member	Name of the Company	Name of the Committee	Chairman/Member
	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL

By the Order of the Board
For JET KNITWEARS LIMITED

Place: Kanpur
Date: 26.08.2020

(Divya Saxena)
Company Secretary & Compliance Officer

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF COMPANIES ACT, 2013:****ITEM NO. 3 to 4:**

Pursuant to Sections 149, 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), Mr. Ramesh Chandra and Mr. Ashok Chandra Bajpai were appointed as Independent Directors at the Extra-Ordinary General Meeting of the Company held on August 01, 2015 and they hold office till the conclusion of 5 years which is July 31, 2020. Mr. Ramesh Chandra is more than 75 years of age and Mr. Ashok Chandra Bajpai is below 70 years. The Nomination and Remuneration Committee of the Company, at its Meeting held on July 24, 2020, after taking into account the performance evaluation of Mr. Ramesh Chandra and Mr. Ashok Chandra Bajpai, during their tenure as Independent Director and considering the significant value added by Mr. Ramesh Chandra and Mr. Ashok Chandra Bajpai as a member of the Board, has recommended the re-appointment of Mr. Ramesh Chandra and Mr. Ashok Chandra Bajpai, as an Independent Director in the interest of the Company. Keeping in view the rich professional experience in respective fields and association with the Company, the Board at its meeting held on July 24, 2020 has approved the re-appointment of Mr. Ramesh Chandra and Mr. Ashok Chandra Bajpai as an Independent Director of the Company, to hold office for a second term of five consecutive years commencing from August 01, 2020 to July 31, 2025 and who shall not be liable to retire by rotation.

In the opinion of the Board, the Independent Directors fulfill the conditions specified in sections 149, 152 and Schedule IV of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) such Independent Directors are independent of the Management. Other than the Independent Directors of the Company and their relatives, none of the Directors, Key Managerial Personnel or their relatives are concerned or interested in the proposed Special Resolutions as set out in Item No. 3 to 4 of this notice. Accordingly, the consent of the members is sought for passing Special Resolution(s) as set out at Item No. 3 to 4 of the Notice for re-appointment as Independent Director’s of the Company, not liable to retire by rotation, to hold office for a second term of five years commencing from August 01, 2020 to July 31, 2025

The Board recommends the Resolution set out at Item No. 3 to 4 of the Notice for approval by the members.

ITEM NO. 5:

Pursuant to Sections 149, 152, and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), Mrs. Dinesh Parashar was appointed as Independent Director at the Extra-Ordinary General Meeting of the Company held on September 01, 2015 and holds office till the conclusion of 5 years which is 31/08/2020 and on February 21, 2021 her designation was changed from Independent Director to Non-Executive Non-Independent Director on her request. As her term comes to an end with effect from August 31, 2020, she seeks for re-appointment as Non-Executive Non Independent Director followed by approval of the same from Nomination and Remuneration Committee of the Board of Directors of the Company at their meeting held on July 24, 2020. Based on the above, Board is of opinion that association with Mrs. Dinesh Parashar as Non-Executive Non-Independent Director will be beneficial and is in the best interest of the Company and who shall be liable to retire by rotation.



Other than the Director seeking appointment and their relatives, none of the Directors, Key Managerial Personnel or their relatives are concerned or interested in the proposed Ordinary Resolution as set out in Item No. 5 of this notice. Accordingly, the consent of the members is sought for passing Ordinary Resolution as set out at Item No. 5 of the Notice for re-appointment of Mrs. Dinesh Parashar as Non-Executive Non-Independent Director of the Company.

The Board recommends the Resolution set out at Item No. 5 of the Notice for approval by the members.

By the Order of the Board
For JET KNITWEARS LIMITED

Place: Kanpur
Date: 26.08.2020

(Divya Saxena)
Company Secretary & Compliance Officer



JET KNITWEARS LIMITED

Reg Office: 119/410-B-1Darshan Purwa Kanpur UP 208012
CIN: L19101UP1996PLC019722, Contact No: 0512-2217553, 2296128
Website: www.jetlycot.comE-mail: info@jetknit.com

24th Annual General Meeting

ATTENDANCE SLIP

Master Folio:		DP ID**:	
No. of Shares:		Client ID**:	

I hereby record my presence at the 24th Annual General Meeting of the Company at **Registered office of the Company at 119/410, B-1, Darshan Purwa, Kanpur-208012.**

I am a shareholder of the Company*

I am a Proxy/Authorised Representative of the shareholders(s)*

Name of Shareholder/Proxy:.....



Signature of Shareholder/Proxy:

* Please strike off any one which is not applicable.

** Applicable for shareholders holding shares in electronic form.

Note: 1) Shareholder/Proxy wishing to attend the meeting must bring the Attendance Slip at the meeting and hand over the same at the entrance, duly signed.

2) No gifts would be given to Shareholders for attending the AGM, as per SEBI instructions.



JET KNITWEARS LIMITED

Reg Office: 119/410-B-1Darshan Purwa Kanpur UP 208012
 CIN: L19101UP1996PLC019722, Contact No: 0512-2217553, 2296128
 Website: www.jetlycot.com E-mail: info@jetknit.com

24th Annual General Meeting

PROXY FORM

Form MGT-11

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

I/We.....
of.....
in the district ofbeing
 a member / members of **JET KNITWEARS LIMITED** hereby appoint
of.....
or failing him/her
as my/our proxy to attend and vote for me/us and on
 my/our behalf at the 24th Annual General Meeting to be held on Wednesday, September 30, 2020 at 10:00AM or at any adjournment thereof.

Master Folio:	
No. of Shares:	

DP ID**:	
Client ID**:	

Resolution No.	Resolutions	Optional*	
		For	Against
ORDINARY BUSINESS			
1	Adoption of Audited Financial Statements and Reports of the Directors and the Auditors.		
2	Appointment of Director in place of Mr. Rakesh Kumar Narula (DIN: 00274483) who retires by rotation and being eligible, seeks-re-appointment.		
SPECIAL BUSINESS			



3.	Re-appointment of Mr. Ramesh Chandra (DIN: 00111716) as Independent Director of the Company.		
4.	Re-appointment of Mr. Ashok Chandra Bajpai (DIN: 05358863) as Whole-Time Director of the Company.		
5.	Re-appointment of Mrs. Dinesh Parashar (DIN: 07270662) as Non-Executive Non-Independent Director of the Company.		

Signed this -----day of-----2020
Signature of Shareholder-----
Signature of Proxy Holder(s)-----

Affix a ₹
1/-
Revenue
Stamp

****Applicable for shareholders holding shares in electronic form.**

NOTES:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
2. A Proxy need not be a member of the Company.
3. A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
4. This is only optional. Please put a 'X' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he / she thinks appropriate.
5. Appointing proxy does not prevent a member from attending in person if he so wishes.
6. In the case of joint holders, the signatures of any one holder will be sufficient, but names of all the joint holders should be stated.



ROUTE MAP TO THE AGM VENUE





LYCOT CLOTHING

EXCLUSIVE JEANS

If Undelivered, Please Return to:
JET KNITWEARS LIMITED

Reg Office: 119/410-B-1 Darshan Purwa
Kanpur UP 208012

Contact No: 0512-2217553, 0512-2296128