

27th
ANNUAL REPORT
2019-20



USS GLOBAL LIMITED

(Formerly Known as Surnidhi Investment Limited)

Contents	Page No.
Company Information	2
Notice of 27 th Annual General Meeting	3-18
Director's Report & its Annexures	19-49
Managing Director, CFO Certificate	50-51
Declaration on Code of Conduct	52
Independent Auditor's Report & Significant Accounting Policies	53-64
Balance Sheet	65
Statement of Profit & Loss	66
Cash Flow Statement	67
Statement of Changes in Equity	68
Notes on Financial Statements	69-74
Attendance Slip	75
Proxy Form	76
Route Map	Given overleaf



COMPANY INFORMATION

The Board of Directors

Mr. Mohit Gupta (DIN: 02366798)
Mr. Atul Tandon (DIN: 03073791)
Mr. Ruchir Jain (DIN: 03151017)
Mr. Sanjay Kumar Sharma (DIN: 03154904)
Ms. Naina Talwar (DIN: 07680338)

Company Secretary & Compliance Officer

Ms. Poonam (M.No. 34664)

Chief Financial Officer (CFO)

Mr. Sanjay Sharma (PAN: EZVPS9064J)

Registered Office

1502, 15th Floor, RG Trade Tower,
Netaji Subhash Place,
Pitampura, New Delhi - 110034
CIN: L74900DL1993PLC056491
Phone No.: 011 - 45824477
Email: surnidhiinvestmentltd@gmail.com
Website: www.ussglobaltd.com

Statutory Auditors

M/s. Nishant & Associates
Chartered Accountants,
(Firm Registration No. : 027083N)
M-5A, Magnum House-II,
Karampura Commercial Complex,
New Delhi – 110015

Bankers

Yes Bank Ltd.
Ground Floor, Anchor No. 2, D-Mall,
Plot No. 1, Netaji Subhash Place,
Pitampura, New Delhi – 110088

Registrar & Share Transfer Agent

Alankit Assignments Limited
Alankit House, 4E/2,
Jhandewalan Extension,
New Delhi - 110055

NOTICE OF 27TH ANNUAL GENERAL MEETING

Notice is hereby given that the **27th (Twenty – Seventh) ANNUAL GENERAL MEETING (AGM)** of the Members of **USS GLOBAL LIMITED (Formerly known as Surnidhi Investment Limited)** will be held as per the below details :

Day : Monday
Date : 9th November, 2020
Time : 3:30 P.M.

Place : At the Registered Office of the Company situated at **1502, 15th Floor, RG Trade Tower, Netaji Subhash Place, Pitam Pura, New Delhi - 110034**

to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2020 together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of **Mr. Ruchir Jain (DIN: 03151017)**, who retires by rotation, and being eligible, offers himself for re-appointment.

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

“RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, the approval of the Members of the Company, be and is hereby accorded for the re-appointment of **Mr. Ruchir Jain (DIN: 03151017)** as a Director, liable to retire by rotation.”

SPECIAL BUSINESS:

3. **TO INCREASE THE BORROWING LIMITS OF THE COMPANY PURSUANT TO SECTION 180(1)(C) OF THE COMPANIES ACT, 2013**

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

“RESOLVED THAT in suppression of the earlier resolutions passed and pursuant to the provisions of section 179,180(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 read with Rules made there under, (including any amendment thereto or re-enactment thereof) for the time being in force, the consent of the members be and is hereby accorded to the Board of Directors of the Company including any

committee thereof (hereinafter referred to as 'the Board') to increase the limit to borrow from time to time in one or more tranches, any sum or sums of money (whether secured or unsecured) together with the money already borrowed, if any, by the Company (apart from temporary loans obtained or to be obtained from the Bankers of the Company in the ordinary course of the business), on such terms and conditions as to interest, repayment, security or otherwise as they may, in their absolute discretion, think fit and proper, as may be required to smoothly carry on the operations of the Company and in the best interest of the Company notwithstanding that the monies to be borrowed together with monies already borrowed by the Company, remaining outstanding will at any time exceed the aggregate of the paid-up share capital of the company, free reserves and securities premium subject to a maximum amount of **Rs. 61,00,00,000/- (Rupees Sixty One Crores Only)**.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to finalize, sign, settle and execute such document(s)/deed(s)/writing(s)/paper(s)/agreement(s)/applications, including supplementary agreements and supplementary applications as may be required and to settle all matters arising out of and incidental thereto, including filing of all necessary e – forms with the Registrar of Companies in this regard on behalf of the Company and generally to do all acts, deeds, matters and things and to take all such steps and actions that may be necessary, proper, expedient or incidental thereto for the purpose of giving effect to the aforesaid Resolution.”

4. TO APPROVE RAISING OF SECURITY, CREATION OF CHARGES/MORTGAGES/HYPOTHICATION/PLEDGE ON THE IMMOVABLE AND MOVABLE PROPERTIES OF THE COMPANY IN CONNECTION WITH THE BORROWINGS OF THE COMPANY PURSUANT TO SECTION 180(1)(A) OF THE COMPANIES ACT, 2013

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

“RESOLVED THAT in suppression of the earlier resolution passed and pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 read with Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the Consent of the Members of the Company be and is hereby accorded to authorize the Board of Directors including any committee thereof (hereinafter referred to as 'the Board') of the Company to sell, lease, disposed of, pledge, mortgage, lien, hypothecate and/or create charge, whether fixed or floating in such form and manner and with such ranking and at such time and on such terms as the Board of Directors may think fit, on/of all or any of the immovable or movable property(ies) and movable asset(s) (both tangible and intangible) of the Company, both present and future, and of/on whole or substantially the whole of the undertaking(s) of the Company where so ever situated, in favour of any Banks, Financial Institutions, Lending Institutions or any person, Body Corporate or any other lenders to secure any borrowings, financial assistance or financial indebtedness to be availed by the Company from time to time, at the respective agreed additional interest, compound interest, accumulated interest, and on such terms and conditions as may be agreed between the Company and any Lender(s), subject to a maximum limit of the secured Borrowings shall not exceed aggregate of **Rs. 61,00,00,000/- (Rupees Sixty One Crores only)**.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to finalize the terms and conditions, execute and sign with the Lender (s) the requisite agreement/documents/deeds/writings including supplementary agreements and applications that may be necessary for raising of security, creation of charges, mortgages, lien and hypothecation in order to secure the borrowings of the Company, including filing of necessary e-forms with the Registrar of Companies in this regard and to do all such acts, deeds and things and to take all such steps and actions for obtaining approvals statutory or otherwise, as may be considered necessary, proper, incidental or expedient in order to give effect to the aforesaid resolution.”

5. TO INCREASE THE LIMITS TO MAKE INVESTMENTS, GIVE LOANS, GUARANTEE, PROVIDING SECURITY IN CONNECTION WITH LOAN PURSUANT TO SECTION 186 OF THE COMPANIES ACT, 2013

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

“RESOLVED THAT in suppression of the earlier resolutions passed and pursuant to the provisions of Section 186 of the Companies Act, 2013 (“the Act”) read with the Companies (Meetings of Board and its Powers) Rules, 2014, as amended, and other applicable provisions, if any, of the Companies Act, 2013 (including any modification or re-enactment thereof for the time being in force) and subject to such approvals, consents, sanctions and permissions as may be necessary in this regard, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “the Board”, which term shall be deemed to include, unless the context otherwise requires, any committee of the Board) to (i) give any Loan(s) to any person or other body corporate; (ii) give any guarantee or provide any security in connection with a loan(s) to any other body corporate or person and (iii) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, however that the aggregate of the loans and investments so far made in and the amount for which guarantees or securities have so far been provided to all persons or Bodies Corporate along with the additional investments, loans, guarantees or securities proposed to be made or given or provided by the Company, from time to time, shall exceed over and above the limit of higher of 60% of the Paid-up Share Capital, Free Reserves and Securities Premium Account of the Company or 100% of Free Reserves and Securities Premium Account of the Company, as prescribed under Section 186 of the Companies Act, 2013 but shall not exceed upto a Limit of **Rs. 61,00,00,000/- (Rupees Sixty One Crores only).**

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to finalize, sign, settle and execute such document(s)/deed(s)/writing(s)/paper(s)/agreement(s)/applications including supplementary agreements and writings as may be required in relation to the above and settle all matters arising out of and incidental thereto, including filing of all necessary e – forms with the Registrar of Companies in this regard on behalf of the Company and generally to do all acts, deeds, matters and things and to take such steps and actions that may be deemed necessary, proper, expedient or incidental thereto for the purpose of giving effect to the aforesaid Resolution.”

**By Order of the Board of Directors
For USS GLOBAL LIMITED
(Formerly known as Surnidhi Investment Limited)**

**Mohit Gupta
Managing Director
(DIN: 02366798)**

**Date: 01/10/2020
Place: New Delhi
Registered Office:
1502, 15th Floor, RG Trade Tower,
Netaji Subhash Place, Pitam Pura,
New Delhi – 110034
Website: www.ussglobaltd.com
Email: surnidhiinvestmentltd@gmail.com
CIN: L74900DL1993PLC056491**

NOTES:

1. An explanatory statement pursuant to Section 102 of the Companies Act, 2013 (the “Act”) sets out the details relating to special business in respect of Item No. 3, 4 and 5 of the Notice is annexed herewith.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE 27TH ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING A PROXY IN FORM MGT-11 SHOULD HOWEVER BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY OR MAILED AT surnidhiinvestmentltd@gmail.com NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE 27TH ANNUAL GENERAL MEETING.**
3. **A PERSON SHALL ACT AS PROXY FOR NOT EXCEEDING 50 MEMBERS AND HOLDING IN AGGREGATE NOT MORE THAN 10 PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. MEMBERS HOLDING MORE THAN 10 PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER MEMBER.**
4. A Member would be entitled to inspect the proxy(ies) lodged at any time during the business hours of the Company during the period beginning from 24 hours before the time fixed for the commencement of the 27th Annual General Meeting, provided that not less than 3 days Notice in writing of the intention to inspect is given to the Company at its Registered office or mail at surnidhiinvestmentltd@gmail.com.
5. Corporate Members/Shareholders intending to send their Authorised Representatives (who have no symptoms of Corona Virus) to attend the Meeting are requested to send a duly Certified Copy of the Board Resolution in order to authorize their representatives to attend and vote at the Meeting of the Company or upload it to the e – voting portal, or send it to the Company's email id at surnidhiinvestmentltd@gmail.com.
6. The entry to the Meeting venue will be regulated by Thermal Screening, Sanitizers and Attendance slip enclosed herewith. Members/Proxy(ies) and Authorised Representatives are requested to bring Attendance Slip duly completed and signed mentioning therein details of their Folio Number/ Client ID Number/DPID (in case Shares are in dematerialised form) for attending the 27th Annual General Meeting (AGM) along with their one Identity Proof such as Voter ID, PAN Card etc. in order to attend the Meeting.
7. The Securities and Exchange Board of India (SEBI) vide its circular dated 20th April, 2018 has mandated registration of Permanent Account Number (PAN) and Bank Account Details for all the securities holders. Members holding shares in physical form are therefore, requested to submit their PAN and Bank Account Details to the Company or Alankit Assignments Limited, RTA of the Company by sending a duly signed letter along with self-attested copy of PAN Card and original cancelled cheque. The original cancelled cheque should bear the name of the Member. In the alternative, Members are requested to submit a copy of Bank Passbook/Statement attested by the Bank. Members holding shares in demat form are requested to submit the aforesaid information to their respective Depository Participant. Henceforth, the Company will not be in position to issue Demand Drafts, if dividend declared, if any, to those shareholders whose Bank Account details are not updated. Members whose shareholding is in physical mode are requested to opt for the Electronic Clearing System (ECS) mode to receive dividend on time in line with the Circulars.

Further, Shareholders are requested to note that furnishing of Permanent Account Number (PAN) is now mandatory in the following cases:-

- a) Transferees and Transferors PAN Card for transfer of shares
- b) Legal Heirs'/Nominees' PAN Card for transmission of shares
- c) Surviving joint holders' PAN Card for deletion of name of deceased Shareholder, and
- d) Joint Holders' PAN Card for transposition of shares.

8. The Register of Members and the Share Transfer Books of the Company will remain closed from 5th November, 2020 to 9th November, 2020, (both days inclusive) for the purpose of 27th Annual General Meeting of the Company.

9. 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 and 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 27th Annual General Meeting.

10. The existing Statutory Auditors of the Company, M/s. Nishant & Associates (FRN : 027083N), Chartered Accountants, had given a confirmation to the effect that they are eligible to continue with their appointment and that they have not been disqualified in any manner from continuing as Statutory Auditors of the Company. The remuneration payable to the Statutory Auditors for this Financial Year shall be mutually fixed by the Board of Directors and the Statutory Auditors based on the recommendation of the Audit Committee.

11. In terms of the provisions of Section 152 of the Companies Act, 2013, Mr. Ruchir Jain (DIN : 03151017), Director of the Company, is liable to retire by rotation at the 27th Annual General Meeting of the Company, being eligible, offer himself for re - appointment. Accordingly, The Nomination and Remuneration Committee and the Board of Directors of the Company have recommended his re-appointment as set out in Item No. 2 of the Notice of the 27th Annual General Meeting for approval of the Shareholders.

Mr. Ruchir Jain seeking re-appointment have furnished requisite declarations under section 164(2) of the Companies Act, 2013, that he is not disqualified for being re – appointed as a Director of the Company pursuant to the provisions of the Companies Act, 2013 including rules framed there under and the Listing Regulations.

Disclosure pursuant to Regulations 26(4) and 36(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and the Secretarial Standard-2 on “General Meetings” issued by the Institute of Company Secretaries of India with respect to Directors seeking re-appointment at the 27th Annual General Meeting is annexed to this Notice.

12. During this Pandemic conditions, the goal of the company is to reduce the risk of infection spread by holding a short and effective meeting with limited interaction by adopting the following measures:

- a) The number of functionaries and employees present at the 27th Annual General Meeting will be at a minimum.

- b) The Company will set up a screening point at the entrance of the meeting room to measure every attendee's Body temperature. The Company reserves the right to deny entry to anyone with a higher Body temperature or anyone showing symptoms of fever, or anyone who has returned from a high-risk country (according to the announcement of the Ministry of Public Health) less than 14 days before the Meeting.
- c) Planned speeches are limited to a minimum in order to reduce the length of the Meeting.
- d) Proper sitting arrangements keeping in view the social distancing norms shall be made at the Meeting for the convenience of the shareholders.
- e) That due to strict security reasons, eatables(except water bottles) and other belongings are not allowed inside the venue of the meeting.
- f) The Meeting will close immediately after the mandatory items of the agenda of the Notice will be discussed.
- g) Sanitizers, Gloves and Masks are available at the entry gate of the meeting venue as well as at the meeting room.
- h) Shareholders/Proxies/Authorised Representatives are requested to wear Masks and undergo thermal screening at the Entry/Exit Gates for keeping record of their temperatures.

13.As per Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities.

In this regard, shareholders are encouraged in their own interest to dematerialize their shareholding to avoid hassle in transfer of shares and eliminate risks associated with physical shares. Members may write to the Registrar and Share Transfer Agent or to the Company in this regard.

14.Members Holding Shares in Physical Form are requested to notify any correction/Change in their name/address including PIN Code Number, email address, telephone/ mobile numbers, Permanent Account Number (PAN), Bank details such as, name of the Bank and branch details, Bank Account Number, MICR code, IFSC code to the Company at its Registered office or e-mail at surnidhiinvestmentltd@gmail.com or to the Registrar & Share Transfer Agent (RTA) of the Company "Alankit Assignments Limited" at the earliest to receive all the communications addressed to them by the Company timely and effectively.

We urge members to support our commitment to Environmental Protection/Green Initiative by choosing to receive all the Communications of the Company through e-mail and accordingly request to register and intimate changes, if any of their email id(s) with their Depository Participants ("DPs") in case the shares are held by them in electronic form and with the Company in case the shares are held by them in physical form.

15.Members holding shares in physical form and desirous of making a nomination or cancellation/ variation in nomination already made in respect of their shareholding in the Company, as permitted under Section 72 of the Companies Act,2013 are requested to submit to the Registrar & Share Transfer Agent (RTA)(i.e. Alankit Assignments Limited) of the Company or to the Company the prescribed Form SH - 13 for Nomination and Form SH-14 for cancellation/ variation, as the case may be.

16. The Company can serve Annual Reports and other communications through electronic mode to those Members whose email addresses are registered with the Company/ Depositories/RTA, unless any Member has requested for a physical copy of the same. Members who have not registered their email addresses so far are requested to register their email address with their Depository Participant/RTA or with the Company for receiving all communication including Annual Report, Notices, Circulars etc. from the Company electronically.

For Members whose email addresses are not registered with the Company, physical copies of the 27th Annual Report is being sent to them at their respective address by the permitted mode as per the Companies Act, 2013.

The 27th Annual Report of the Company circulated to the Members of the Company, will be made available on the Company's website at **www.ussglobaltd.com** and on the website of CDSL and Metropolitan Stock Exchange of India Limited (MSEI) at **www.evotingindia.com** and **www.msei.in**.

17. In accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and read with Regulation 44 of the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and the Secretarial Standards-2 issued by the Institute of Company Secretaries of India, the Company is pleased to provide the members the facility to exercise their vote by electronic means through e-voting facility.

In this regard, The Company has engaged the services of Central Depository Services (India) Limited (CDSL) as an Authorised Agency to provide remote e-voting facility (i.e. the facility of casting votes by a member by using an electronic voting system from a place other than the venue of the General Meeting).

Members who are holding shares in physical or dematerialized form as on **2nd November, 2020** shall exercise their vote by electronic means.

18. VOTING THROUGH ELECTRONIC MEANS

The remote e-voting period will begin on **5th November, 2020** at **9:00 A.M.** and conclude on **8th November, 2020** at **5:00 P.M.** During this period, Shareholders of the Company holding Shares either in physical form or in dematerialised form, as on the cut-off date i.e. **2nd November, 2020**, may cast their votes electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the Member, he/she shall not be allowed to change it subsequently or cast the vote again.

Members are requested to carefully read the instructions for remote e-voting before casting their vote. A person who is not a member as on the cut-off date should treat this notice for information purpose only.

Instructions for Members for remote E-voting are as under:

Following are the instructions for casting vote electronically:-

- I. Log on to the E-Voting website www.evotingindia.com
- II. Click on “Shareholders” tab.
- III. Now, select “**USS GLOBAL LIMITED**” from the drop down menu and click on “**SUBMIT**”.
- IV. Now enter your USER ID (For CDSL: 16 digits beneficiary ID, For NSDL: 8 Character DP ID followed by 8 Digits Client ID).
- V. Members holding Shares in Physical Form should enter Folio Number registered with the Company and then enter the Captcha Code as displayed and Click on Login.
- VI. However, if you are already registered with CDSL for remote e-voting then you can use your existing User ID and password for casting the vote.
- VII. If you are a first time user, follow the steps given below:

For Members holding Shares in Demat Form and Physical Form	
PAN (Permanent Account Number)	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department.</p> <p>Note:</p> <ul style="list-style-type: none"> ● Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name in CAPITAL followed by the last 8 digits of their Demat Account number/ Folio No. as the case may be, in the PAN Field. ● In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence Number 1 then enter RA00000001 in the PAN Field.
Date of Birth or Date of Incorporation or Bank Account Number	<p>Enter the Date of Birth (in dd/mm/yyyy format) as recorded in your Demat Account or in the Company's records in order to login.</p> <p style="text-align: center;">OR</p> <p>Enter the Bank Account Number as recorded in your Demat Account or in the Company's records for the said Demat Account or Folio No.</p> <p>Please enter any one of the details in order to login. In case both the details are not recorded with the depository or the Company, please enter the Member ID/Folio No. in the Bank Account Number field.</p>

- VIII.** After entering these details appropriately, click on “**SUBMIT**” tab.
- IX.** Members holding shares in physical form will then directly reach the Company Selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- X.** For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- XI.** Click on the EVSN for “**USS GLOBAL LIMITED**” on which you choose to vote.
- XII.** On the voting page, you will see “**RESOLUTION DESCRIPTION**” and against the same the option “**YES/NO**” for voting. Select the option YES or NO, as desired. The option **YES** implies that you **assent** to the Resolution and option **NO** implies that you **dissent** to the Resolution.
- XIII.** Click on the “**RESOLUTIONS FILE**” link if you wish to view the entire Resolution.
- XIV.** After selecting the Resolution you have decided to vote on, click on “**SUBMIT**”. A confirmation box will be displayed. If you wish to confirm your vote, click on “**OK**”, else to change your vote, click on “**CANCEL**” and accordingly modify your vote.
- XV.** Once you “**CONFIRM**” your vote on the Resolution, you will not be allowed to modify your vote.
- XVI.** You can also take the print of the votes cast by you by clicking on “**Click here to print**” option on the Voting Page.
- XVII.** If a Demat Account holder has forgotten the login password, then he may choose the “**Forgot Password**” option to reset the password, after entering the USER ID and image verification code and click on “**Forgot Password**” and enter the details as prompted by the system.
- XVIII.** Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and window's phone user can download the App from the App store and the Window's phone store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- XIX. Note for Institutional Shareholders and Custodians:**
- Institutional Shareholders (i.e. other than Individuals, HUFs and NRIs etc.) are required to log on to www.evotingindia.com and register themselves as Corporates.

➤ A scanned Copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the custodian/Authorised Representatives, if any, should be uploaded in PDF format in the system or send to the Scrutinizer by email through its registered email address and may also be emailed to helpdesk.evoting@cdslindia.com.

➤ After receiving the login details, a Compliance User should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.

XX. Any person who acquires Shares of the Company and becomes a Member of the Company after the dispatch of the AGM Notice and holds shares as on the cut-off date, i.e. **2nd November, 2020**, may obtain the login Id and password by sending a request at helpdesk.evoting@cdslindia.com. However, if you are already registered with CDSL for remote e-voting, then you can use your existing user ID and password for casting your vote.

XXI. Members are advised to use stable Wi-Fi or LAN connection to ensure smooth conducting/casting of vote through remote e- voting process.

XXII. In case any queries or issues regarding remote e-voting, you may refer the Frequently Asked Questions (“FAQs”) and remote e-voting manual available at www.evotingindia.com under help section or write an e-mail to helpdesk.evoting@cdslindia.com or call at 1800225533. Further, **Ms. Poonam (ACS : 34664), Company Secretary & Compliance Officer** of the Company will also be available to address the grievances connected with remote e-voting at the below mentioned details:

Name: Ms. Poonam

Designation: Company Secretary & Compliance Officer

Telephone No.: 011-45824477

Email Id: surnidhiinvestmentltd@gmail.com

19. Members holding Shares either in physical or in dematerialised form entitled to attend the 27th Annual General Meeting. Poll papers will be distributed at the meeting to enable such shareholders to cast their vote. The members who have casted their vote by remote e-voting prior to the date of the 27th Annual General Meeting may also attend the meeting but shall not be entitled to cast their vote again. In case vote is cast by both the modes, then vote cast by remote e-voting prior to the meeting shall prevail.

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 as on **2nd November, 2020**.

20. 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.

21. The poll process shall be conducted and scrutinized and report thereon will be prepared in accordance with Section 109 of the Companies, Act 2013 read with the Companies (Management and Administration) Rules, 2014, as amended.

22. The Board of Directors have appointed **M/s. Umesh Kumar & Associates (CP No. : 8361), Company Secretaries**, as the scrutinizer to scrutinize the E-Voting process (including Ballot cast by the Members at the 27th AGM) in a fair and transparent manner for the 27th Annual General Meeting of the Company.

23. The Scrutinizer shall immediately after the conclusion of the 27th Annual General Meeting first count the votes cast at the 27th Annual General Meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two (2) witnesses not in the employment of the Company. The Scrutinizer will collate the votes cast at the AGM and votes downloaded from the e-voting system and shall make not later than three days of the conclusion of the 27th Annual General Meeting a Consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, on the resolution set out at the 27th Annual General Meeting along with the e - voting Results forthwith to the Chairman of the Company who shall counter sign the same and shall declare the result of the e - voting forthwith.

The Scrutinizer`s decision on the validity of the vote shall be final and binding.

The e- voting results along with the Consolidated Scrutinizer's Report shall be declared within 48 hours of passing the resolution at the 27th AGM i.e. on **11th November, 2020 at 1:30 P.M.** and the same shall be placed on the Company's Website **www.ussglobaltd.com** and on the Website of CDSL and shall also be communicated to the Metropolitan Stock Exchange of India Limited (MSEI), where the Securities of the Company are listed.

24. The resolutions will be deemed to be passed on the AGM date subject to receipt of requisite number of votes in favour of the resolutions.

25. In case the members have any query relating to the Financial Statements of the Company for the Financial Year ended 31st March, 2020, members are requested to send the same to the Company Secretary & Compliance officer of the Company at surnidhiinvestmentltd@gmail.com at least 10 days before the date of 27th Annual General Meeting so as to enable the management to keep the information ready for replying Suitably at the Meeting.

In case of any queries regarding the 27th Annual Report, the Members may write to surnidhiinvestmentltd@gmail.com to receive an email response.

26. All the documents referred to the Notice and Explanatory statement forms the part of the Notice are available for inspection by the members of the company at the Company's Registered office during the Business Hours of the Company between 10:00 A.M. to 6:00 P.M. on all working Days (except Sundays, Public and Gazetted Holidays) from the date of circulation of this notice upto the date of 27th Annual General Meeting and also during the 27th Annual General Meeting of the Company.

27. The Route Map to reach the Venue of the 27th Annual General Meeting is annexed for the convenience of the Shareholders.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 3

This is to inform to the Members that the Company "USS Global Limited (Formerly Known as Surnidhi Investment Limited)" have passed Special Resolution via Postal Ballot, the result of which was declared on 28th January, 2016 and at the 26th Annual General Meeting of the Company held on 28th September, 2019 under section 180(1)(c) of the Companies Act, 2013 for availing the borrowing limits of the Company in excess of its aggregate of Paid-up Share Capital, Free Reserves and Securities Premium (excluding temporary loans obtained from the company's bankers in the ordinary course of business) subject to a maximum amount of Rs. 50,00,00,000/- (Rupees Fifty Crores Only) and Rs. 60,00,00,000/- (Rupees Sixty Crores Only) respectively.

However, Keeping in view the Company's existing fast growing pace of the business requirements and future working capital requirements as well as for unanticipated opportunities that may come up in future to support its business, the Company needs additional funds and hence for this purpose, the Company is desirous of increasing the limit of raising finance, whether secure or unsecure, from one or more Banks, Financial Institutions, Lending Institutions or any other person/Body Corporate/Companies from time to time, which together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in ordinary course of business) may exceed the aggregate of the Paid-Up Share Capital, Free Reserves and Securities Premium of the Company but subject to a limit of Rs. 61,00,00,000/- (Rupees Sixty One Crores Only) respectively.

Hence, the Board of Directors at their 6/2020 Board Meeting held on 1st October, 2020 have proposed to increase the maximum borrowing limits of the Company from **Rs. 60,00,00,000/- (Rupees Sixty Crores Only)** to **Rs. 61,00,00,000/- (Rupees Sixty One Crores Only)**. Further, pursuant to Section 180(1)(c) of the Companies Act, 2013, in order to facilitate the Company to borrow money in excess of aggregate of its Paid-Up Share Capital, Free Reserves and Securities Premium (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) and in order to exceed/revise the limit as stated aforesaid, The Company is subject to take final consent from its members as per the provisions of Section 180 of the Companies Act, 2013 by the way of Special Resolution to be passed at the ensuing 27th Annual General Meeting of the Company.

Therefore, the approval of the shareholders is accorded for the abovesaid purpose.

All the documents referred to in the Notice of 27th Annual General Meeting of the Company and Explanatory statement including copy of the Board Resolution thereof are available for inspection by the members of the Company at the Company's Registered office during the Business Hours of the Company between 10:00 A.M. to 6:00 P.M. on all working Days (except Sundays, Public and Gazetted Holidays) from the date of circulation of this notice upto the date of 27th Annual General Meeting and also during the 27th Annual General Meeting of the Company.

The Company shall ensure that the debt equity ratio of the Company, at all times, will be within the prudent limits.

Accordingly, the Board of Directors recommends the special resolution as set out in Item No. 3 of the Notice of the 27th AGM for the approval of the Shareholders.

None of the Directors, Manager, Key Managerial Personnel of the Company and their relatives as contemplated in the provisions of Section 102 of the Companies Act, 2013 is/are, in any way, financially or otherwise, concerned or interested in the proposed resolution, except to the extent of their Shareholding in the Company, if any.

ITEM NO. 4

The members are informed that, in order to facilitate the securing of the revised borrowing limits as stated in Item No. 3 of the accompanied Notice subject to an aggregate amount of **Rs. 61,00,00,000/- (Rupees Sixty One Crores only)**, it would be necessary to secure the same by suitable pledge, mortgage, lien, hypothecation and/or create charge, whether fixed or floating in such form and manner and with such ranking and at such time and on such terms as the Board of Directors may think fit, on/of all or any of the immovable or movable property(ies) and movable asset(s) (both tangible and intangible) of the Company, both present and future, and of/on whole or substantially the whole of the undertaking(s) of the Company where so ever situated, in favour of Banks, Financial Institutions, Lending Institutions or any person, Body Corporate or any other lenders, on such terms as the Board of Directors of the Company discretionary may think fit from time to time, in consultation with the lender(s) subject to a maximum limit of the secured Borrowings shall not exceed aggregate of **Rs. 61,00,00,000/- (Rupees Sixty One Crores only)**.

Further, pursuant to Section 180(1)(a) and 179 of the Companies Act, 2013, for the purpose of securing of the revised borrowing limits by suitable pledge, mortgage, lien, hypothecation and/or create charge, whether fixed or floating in such form and manner and with such ranking and at such time and on such terms as the Board of Directors may think fit, on/of all or any of the immovable or movable property(ies) and movable asset(s) (both tangible and intangible) of the Company, both present and future, and of/on whole or substantially the whole of the undertaking(s) of the Company where so ever situated, in favour of Banks, Financial Institutions, Lending Institutions or any person, Body Corporate or any other lenders, the Board of Directors at their 6/2020 Board Meeting held on 1st October, 2020 have passed the resolution for the aforesaid purpose subject to the final approval of the Members of the Company by way of Special Resolution to be passed at the 27th Annual General Meeting of the Company. Accordingly, an approval of the shareholders by way of special resolution is accorded for the above said purpose.

All the documents referred to in the Notice of 27th Annual General Meeting of the Company and Explanatory statement including copy of the Board Resolution thereof are available for inspection by the members of the company at the Company's Registered office during the Business Hours of the Company between 10:00 A.M. to 6:00 P.M. on all working Days (except Sundays, Public and Gazetted Holidays) from the date of circulation of this notice upto the date of 27th Annual General Meeting and also during the 27th Annual General Meeting of the Company.

Accordingly, the Board of Directors recommends the special resolution as set out in Item No. 4 of the Notice of the 27th AGM for the approval of the Shareholders.

None of the Directors, Manager, Key Managerial Personnel of the Company and their relatives as contemplated in the provisions of Section 102 of the Companies Act, 2013 is/are, in any way, financially or otherwise, concerned or interested in the proposed resolution, except to the extent of their Shareholding in the Company, if any.

ITEM NO. 5

This is brought to the notice of the Members that a Special Resolution was passed by the Members of the Company via Postal Ballot, the result of which was declared on 28th January, 2016 and at 26th Annual General Meeting of the Company held on 28th September, 2019 under section 186 of the Companies Act, 2013 for granting loans, giving guarantee, providing security or making investment in any body corporate in excess of higher of 60% of paid-up share capital, free reserves and securities premium account or 100% of free reserves and securities premium account subject to a maximum amount of **Rs. 50,00,00,000/- (Rupees Fifty Crores Only)** and **Rs. 60,00,00,000/- (Rupees Sixty Crores Only)** respectively.

However, the members are informed that Company possesses surplus funds and is desirous to make the optimum use of the available surplus funds by making investment in other body corporates or granting loans, giving guarantees or providing securities to other persons or other body corporates as and when required and accordingly the Board of Directors of the Company in their 6/2020 Board Meeting held on 1st October,2020 have decided and approved to exceed the limit of granting loans, giving guarantee, providing securities or making investment in any body corporate or persons in excess of higher of 60% of paid-up share capital, free reserves and securities premium account or 100% of free reserves and securities premium account subject to a limit upto **Rs. 61,00,00,000/- (Rupees Sixty One Crores Only)** respectively .

Further, Pursuant to Section 186 and other applicable provisions of the Companies Act, 2013 and Rules made thereunder, the above stated limits can be exceed/increase with the final approval of the shareholders via special resolution to be passed by them at the ensuing 27th Annual General Meeting of the Company.

Therefore, the approval of the shareholders is accorded for the abovesaid purpose.

All the documents referred to in the Notice of 27th Annual General Meeting of the Company and Explanatory statement including copy of the Board Resolution thereof are available for inspection by the members of the company at the Company's Registered office during the Business Hours of the Company between 10:00 A.M. to 6:00 P.M. on all working Days (except Sundays, Public and Gazetted Holidays) from the date of circulation of this notice upto the date of 27th Annual General Meeting and also during the 27th Annual General Meeting of the Company.

Accordingly, the Board of Directors recommends the special resolution as set out in Item No. 5 of the Notice of the 27th AGM for the approval of the Shareholders.

None of the Directors, ~~Manager~~, Key Managerial Personnel of the Company and their relatives as contemplated in the provisions of Section 102 of the Companies Act, 2013 is/are, in any way, financially or otherwise, concerned or interested in the proposed resolution, except to the extent of their Shareholding in the Company, if any.

By Order of the Board of Directors
For USS GLOBAL LIMITED
(Formerly known as Surnidhi Investment Limited)

Date: 01/10/2020
Place: New Delhi
Registered Office:
1502, 15th Floor, RG Trade Tower,
Netaji Subhash Place, Pitam Pura,
New Delhi – 110034
Website: www.ussglobaltld.com
Email: surnidhiinvestmentltd@gmail.com
CIN: L74900DL1993PLC056491

Mohit Gupta
Managing Director
(DIN: 02366798)

DISCLOSURE RELATING TO DIRECTORS PURSUANT TO REGULATION 26(4), 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARDS (SS) - 2

	Re-Appointment
Name of Director	Mr. Ruchir Jain (DIN: 03151017)
Date of Birth	9 th May, 1980
Age	40 years
Nationality	Indian
Date of Appointment on Board	26 th March, 2011
Category	Non – Executive Director (Non – Independent Director)
Qualifications	Graduate in Commerce
Nature of Expertise in specific functional areas	Expert in Marketing and trading of tyres and related products thereof having a rich experience of more than 12 years
Terms and Conditions of Appointment /Re - Appointment	As per the resolution set out in Item No. 2 of the Notice convening the 27 th Annual General Meeting Re – Appointment as a Non – Executive Director, liable to retire by rotation
Remuneration Last Drawn	-
Remuneration Proposed to be paid	He is entitled to sitting fees for attending Meeting of Board/Committees and Commission on Profit as may be approved by the shareholders time to time within the Limits as prescribed under the Companies Act, 2013 as per the resolution set out in Item No. 2 of the Notice convening the 27 th Annual General Meeting
Directorship held in other Companies (excluding foreign Companies)	Nil
Disclosure of relationships between Directors/Managers/KMP inter –se	None
Relationship with other Companies (excluding foreign Companies)	Nil
Committee position held in other Companies	Nil
No. of Shares held in the Company	
(a) Own	Nil
(b) For other persons on a beneficial basis	Nil
Attendance During the Financial Year	
Board Meetings	5/7
Annual General Meeting	1/1
Extra Ordinary General Meetings	NA

The proposal for re-appointment of Mr. Ruchir Jain (DIN : 03151017), as a Director, has been approved by the Board pursuant to the recommendation of the Nomination & Remuneration Committee considering his skills, experience, knowledge and positive outcome of performance evaluation.

DIRECTOR'S REPORT

TO THE MEMBERS,

The Board of Directors are immensely pleased to submit the 27th (Twenty Seventh) Annual Report on the business and operations of the Company(USS Global Limited (Formerly Known as Surnidhi Investment Limited) together with the Audited Financial Statements for the Financial Year ended 31st March, 2020.

1.FINANCIAL SUMMARY/HIGHLIGHTS

The performance of the Company for the Financial Year ended 31st March, 2020 as compared to the Previous Financial Year ended 31st March,2019 is summarized below:

(Amount in Rupees)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Revenue from Operations	70,73,637	49,66,946
Other Income	1,36,970	4,33,553
Total Income	72,10,607	54,00,499
Total Expenses	57,54,698	83,09,544
Profit/(Loss) before Financial Charges & Depreciation	14,55,909	-29,09,045
Less : Finance Costs	0	0
Profit /(Loss) before provision for Tax	14,55,909	-29,09,045
Tax Expenses		
Current Tax	2,26,042	45,540
MAT Credit	-1,33,252	16,260
Tax Paid for earlier years	—	—
Profit/(Loss) after tax	13,63,118	-29,70,845

The Financial Statements of the Company for the Financial Year ended 31st March,2020 and 31st March,2019 respectively have been prepared in accordance with Schedule III of the Companies Act, 2013 and in accordance with the Indian Accounting Standards (Ind AS).

2.STATE OF THE COMPANY'S AFFAIRS

The Company is focusing in the Business of generating Interest Income and Consultancy Services and Business Related thereof. In the 1st quarter ended 30th June, 2020 the Company has earned a Total Income of **Rs. 14,70,824/-** as compared to **Rs. 23,42,235/-** for the corresponding period of last Financial year.

3.REVIEW OF OPERATIONS

During the year under review, the Total revenue generated from business and operations of your Company is Rs. 70,73,637/- as compared to Rs. 49,66,946/- generated during the previous financial year. The Company has earned a Profit of **Rs. 13,63,118/-** in the Current Financial Year ended 31st March,2020 as compared to a Net Loss of **(Rs. 29,70,845/-)** incurred during the Previous Financial Year ended 31st March, 2019.

The Company is continuously looking forward for the new avenues for its future growth & success and is expecting to earn better profits in the ensuing years.

4.GLOBAL HEALTH PANDEMIC COVID-19

The World Health Organization declared a global pandemic of the Novel Coronavirus disease (COVID-19) in the Month of March,2020. Due to this, the revenues and profitability of the Company are likely to be slightly impacted. Further, the Company focuses on liquidity, supported by a strong Balance Sheet and acceleration in cost optimization initiatives, which would help in navigating any near-term challenges in the demanding environment.

However, In enforcing social distancing to prevent the spread of the disease, our office have been operating with all the social distancing norms for extended period of time and manage our operations by taking utmost care of its staff and work force like proper sanitization in the office at regular intervals, mandatory mask wearing, thermal check at the entry gate, maintaining proper hygiene etc.

5.SHARE CAPITAL

As on 31st March, 2020, The Authorised Share Capital was Rs. 5,50,00,000/- (Rupees Five Crores Fifty Lakhs Only) consisting of 55,00,000 equity shares of Rs. 10/- each fully paid up.

The paid-up Equity Share Capital as on 31st March, 2020 was Rs. 5,00,00,000/- (Rupees Five Crores Only) consisting of 50,00,000 equity shares of Rs. 10/- each fully paid up.

This is to inform to the members that during the Financial Year 2019-20, There was no public issue, right issue, bonus issue or preferential issue etc was made. Further, The Company has not issued shares with differential voting rights or sweat equity shares.

Therefore, there are no changes made in the Authorised Share Capital and Paid- up Share Capital were made during the Financial Year ended 31st March, 2020.

6. LIQUIDITY

Our principal sources of liquidity are cash and cash equivalents, current investments and the cash flow that we generate from our operations. We continue to be debt-free and maintain sufficient cash to meet our strategic and operational requirements. We understand that liquidity in the Balance Sheet has to balance between earning adequate returns and the need to cover financial and business requirements. Liquidity enables us to be agile and ready for meeting unforeseen strategic and business needs.

7. CHANGE IN NATURE OF BUSINESS

During the Financial year 2019-20, there has been no change in the nature of business of the Company.

8. PUBLIC DEPOSITS

During the Financial Year, The Company has not accepted any fixed deposits, including from the public, within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014, as amended. No amount on account of Principal or interest or public deposit was outstanding as on the date of Balance Sheet.

However, during the Financial Year, The Company has taken Rs. 21,50,000/- and repaid Rs. 2,50,000/- from/to its Managing Director. A Declaration in writing in this regard, to the effect that the amount is not being given out of funds acquired by him by borrowing or accepting loans or deposits from others have already been received by the Company at the time of receiving money from him.

9. DECLARATION OF DIVIDEND

The Board of Directors of your Company after considering holistically the relevant circumstances of the Company, has decided that it would be prudent in the best interest of the Company to not to recommend any Dividend for the Financial Year 2019-20.

10. TRANSFER TO GENERAL RESERVES

The Company has not transferred any amount to any reserve during the Financial Year ended 31st March, 2020.

11. TRANSFER TO INVESTOR EDUCATION AND PROTECTION FUND

During the Financial year 2019-20, no amount has been transferred to Investor Education and Protection Fund.

12. HOLDING, SUBSIDIARY, ASSOCIATE AND JOINT VENTURE COMPANIES

Your Company did not have/become/Ceased to have any Holding, Subsidiary, Associate and Joint venture Company(ies) during the financial year under review.

13. EXTRACT OF ANNUAL RETURN

Pursuant to the section 92(3) and section 134(3)(a) of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, as amended, an extract of the Annual Return in Form MGT-9 as on 31st March, 2020 is annexed as **Annexure – I** to the Board Report and forms the part of the Board Report and further, the Annual Return of the Company is available on the website of the Company at www.ussglobaltd.com.

14. NUMBER OF BOARD MEETINGS AND ANNUAL GENERAL MEETING AND OTHER GENERAL MEETINGS

The Company has conducted Seven (7) Board Meetings during the Financial Year ended 31st March, 2020, the details of which are given below:

S.No.	Day	Date
1.	Monday	1 st April, 2019
2.	Tuesday	30 th April, 2019
3.	Tuesday	28 th May, 2019
4.	Wednesday	14 th August, 2019
5.	Wednesday	23 rd October, 2019
6.	Wednesday	13 th November, 2019
7.	Monday	10 th February, 2020

The intervening gap between the two Board Meetings did not exceed 120 days as prescribed under the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

However, During the Financial Year, The 26th Annual General Meeting of the Company was held on 28th September, 2019. No other Meeting(s), except to the above stated were conducted during the Financial Year 2019-20.

15. BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

The Board of the Company is duly constituted with proper balance of Executive Directors, Woman Director, Non-Executive Directors and Independent Directors. The Company recognizes and embraces the importance of a diversified Board composition for its success.

DIRECTORS

Pursuant to the provisions of Section 152 of the Companies Act, 2013 and Articles of Association of the Company, Mr. Ruchir Jain (DIN : 03151017), Director of the Company, retires by rotation, and being eligible, has offered himself for re-appointment at the 27th Annual General Meeting.

Based on the performance evaluation and recommendation of the Nomination and Remuneration Committee, the Board recommends his re-appointment.

A resolution seeking shareholders' approval for his re-appointment as set out in Item No. 2 of the accompanied Notice forms a part of the notice. Shareholders are requested to consider and approve the same.

KEY MANAGERIAL PERSONNEL

Pursuant to the provisions of Section 203 of the Companies Act, 2013, the Key Managerial Personnel of the Company as on March 31st, 2020 are as below :

S.No.	Name of Key Managerial Personnel	Designation
1.	Mr. Mohit Gupta (DIN : 02366798)	Managing Director
2.	Ms. Poonam (ACS : 34664)	Company Secretary & Compliance officer
3.	Mr. Sanjay Sharma (PAN : EZVPS9064J)	Chief Financial Officer (CFO)

There are no changes made in the Composition of Board and Key Managerial Personnel during the Financial Year 2019-20.

16. STATUTORY AUDITORS

This is to inform to the members of the Company that M/s. Nishant & Associates (FRN : 027083N), Chartered Accountants, New Delhi, were appointed as the Statutory Auditors of the Company at the 23rd Annual General Meeting of the Company held on 27th September, 2016 for a period of Five years on a remuneration as approved by the Board and mutually agreed with the Statutory Auditors.

In this regard, a Letter from the Statutory Auditors has been obtained showing their consent to be continue as the Statutory Auditors of the Company. They have further confirmed that they are not disqualified from continuing as Statutory Auditors of the Company.

The Auditors have also confirmed that they have subjected themselves to the peer review process of Institute of Chartered Accountants of India (ICAI) and hold a valid certificate issued by the Peer Review Board of the ICAI.

REPORT OF STATUTORY AUDITORS

There has been no qualifications, reservations, adverse remark or disclaimer remark given by the Auditors in their Audit Report and the same does not require any comments and explanations.

The Report given by the Auditors on the Financial Statements of the Company for the Financial Year ended 31st March, 2020 is the part of this 27th Annual Report.

INSTANCES OF FRAUDS REPORTED BY THE STATUTORY AUDITORS

There have been no instances of frauds reported by the auditors under Section 143(12) of the Companies Act, 2013 and the Rules framed thereunder, either to the Company or to the Central Government.

17. SECRETARIAL AUDITORS AND THEIR REPORT

Pursuant to the Provisions of Section 204 of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended, The Board of Directors of the Company in their Meeting have appointed **M/s. Pradeep Debnath & Co. (COP No. : 7313), Company Secretaries**, as the Secretarial Auditors of the Company to conduct the Secretarial Audit for the Financial Year ended 31st March, 2020.

A Report on the Secretarial Audit in Form MR - 3, is annexed herewith (**Annexure – II**) and forms the part of the Board Report.

There are no qualifications, reservations, adverse remarks given by the Secretarial Auditors in the Secretarial Audit Report.

18. COST AUDIT AND COST RECORDS

The provisions of Section 148 of the Companies Act, 2013 relating to maintenance of Cost Records and Cost Audit is not applicable to your Company during the period under review.

19. DECLARATION BY INDEPENDENT DIRECTORS

The Company has received necessary declarations from each Independent Director under Section 149(7) of the Companies Act, 2013, that he / she meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013, Regulation 16(1)(b) of the SEBI (LODR) Regulations, 2015 and Regulation 25 of the SEBI (LODR) Regulations, 2015, and are independent. Independent Directors have also confirmed compliance with the Code of Conduct laid down under Schedule IV of the Companies Act, 2013.

The Company has also received from all Independent Directors a declaration of compliance of Rule 6 (1) & (2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, as amended, regarding online registration with the 'Indian Institute of Corporate Affairs at Manesar' for inclusion of name in the Data Bank of Independent Directors. With regard to online proficiency self-assessment test of the Independent Directors, the declarations are already submitted by Independent Directors that they will comply with the applicable norms and will appear/pass the exam before the prescribed timeline.

For the purpose of Rule 8(5)(iii) of the Companies (Accounts) Rules, 2014, there were no Independent Directors appointed during the financial year ended 31st March, 2020.

20. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

The Company has not availed any Loan during the Financial Year 2019-20 and is a debt free Company.

Further, The Company has given Loan to some entities during the Financial Year 2019-20. The details of the same is stated in **Note 2** of the Financial Statements of the Company.

Further, Pursuant to Section 186 of the Companies Act, 2013, the Company is desirous to increase its Limits to Make Investments, Give Loans, Guarantees, Provide Security(ies) in Connection with the Loan upto Rs. 61,00,00,000/- (Rupees Sixty One Crores Only). Therefore, a Resolution in this regard has been proposed in Item No. 5 of the Notice of the 27th Annual General Meeting of the Company for the approval of the shareholders.

And Further, Pursuant to Section 180(1)(C) of the Companies Act, 2013, the Company is also desirous to increase its Borrowing Limits upto Rs. 61,00,00,000/- (Rupees Sixty One Crores only). Therefore, a Resolution in this regard has also been proposed in Item No. 3 of the Notice of 27th Annual General Meeting of the Company for shareholders approval.

21. RELATED PARTY TRANSACTIONS

During the Financial year 2019-20, the Company did not enter into any transaction, contract or arrangement with its Promoters, Key Managerial Personnel and other related parties that could be considered material (i.e. transactions exceeding ten percent of the annual Consolidated Turnover of the Company as per the last Audited Financial Statements of the Company entered into individually or taken together with previous transactions) in accordance with Section 188 of the Companies Act, 2013 and SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 dealing with related party transactions. Accordingly, the disclosure of related party transactions in Form AOC-2 is not required.

22. NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee of the Company consists of the following persons:

Mr. Sanjay Kumar Sharma	Chairman
Mr. Atul Tandon	Member
Mr. Mohit Gupta	Member
Mr. Ruchir Jain	Member

23. AUDIT COMMITTEE

Your Company has Constituted an Audit Committee pursuant to Section 177 of the Companies Act, 2013 read with SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 consisting of the following persons:

Mr. Sanjay Kumar Sharma	Chairman
Mr. Atul Tandon	Member
Mr. Mohit Gupta	Member

All the recommendations made by the Audit Committee were accepted by the Board during the Financial Year.

24. DEPOSITORY SYSTEM

Your Company's Equity Shares are available for dematerialization through National Securities Depository Limited(NSDL) and Central Depository Services(India) Limited. As on 31st March, 2020, 67.178% of the Equity Shares of your Company were held in demat form.

25. CORPORATE GOVERNANCE

Good governance practices forms part of the business strategy at USS Global Limited(Formerly Known as Surnidhi Investment Limited). The Company is committed to focus on long term value creation and protecting stakeholders interests by applying proper care, skill and diligence to business decisions. Apart from adhering to the requirements set by Government regulations, the Company has also implemented several best governance practices.

However, Since the Paid-up Equity Share Capital of the Company does not exceed Rs. 10 Crores and the Net worth does not exceed Rs. 25 Crores at the end of the financial year of the Company i.e. 31st March,2020, the quarterly and yearly Report on Corporate Governance is not applicable on the Company as per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

26. LISTING OF SHARES

The Equity Shares of the Company are Listed in **Metropolitan Stock Exchange of India Limited (MSEI)** w.e.f. **30th December, 2014**. The applicable annual listing fees have been paid to the Stock Exchange i.e. **Metropolitan Stock Exchange of India Limited (MSEI)** within the prescribed time period as specified in SEBI(LODR) Regulations, 2015.

27. POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION

Pursuant to provisions of the Company's Act 2013, the Nomination and Remuneration Committee ('NRC') has formulated a Remuneration Policy for the appointment and determination of remuneration of the Directors, Key Managerial Personnel, Senior Management and other employees of the Company. The NRC has also developed the criteria for determining the qualifications, positive attributes and independence of Directors and for making payments to Executive and Non-Executive Directors of the Company.

The Current Policy of the Company is to have an appropriate mix of Executive, Non-Executive and Independent Directors to maintain the balance of the Board and separate its functions of governance and management. Presently, there are Five Directors in the Board of the Company, One of whom is Executive Director, Four are Non-Executive Directors and Three are Independent Directors (who are Non – Executive).

The policy on Directors' Appointment and Remuneration is available on the Company's website at www.ussglobaltd.com.

The Nomination and Remuneration Committee (NRC) takes into consideration the best remuneration practices in the industry while fixing appropriate remuneration packages and for administering the long-term incentive plans.

The Company affirm that the remuneration paid to the directors is as per the terms laid out in the Nomination and Remuneration Policy of the Company.

28. PERFORMANCE EVALUATION OF THE BOARD OF DIRECTORS, ITS INDIVIDUAL MEMBERS AND ITS COMMITTEES

The evaluation of all the Directors, Committees, Chairman of the Board and the Board as a whole was conducted based on the criteria and framework adopted by the Board and Nomination and Remuneration Committee of the Company .

A formal evaluation of the performance of the Board, it's Committees, the Chairman and the Individual Directors was carried during the Financial Year. Led by the Nomination & Remuneration Committee, the evaluation was carried out by using individual questionnaires covering, amongst others, composition of Board, representation of shareholder interest and enhancing shareholder value, experience and expertise to provide feedback, level of engagement and contribution, independence of judgment, safeguarding the interest of the Company, effective deployment of knowledge and guidance to top management on business strategy, governance, risk and understanding of the organization's strategy, conduct as per company values & beliefs, preparation & contribution at Board meetings, leadership etc.

Further, the Committees were evaluated in terms of receipt of appropriate material for agenda topics in advance with right information and insights to enable them to perform their duties effectively.

In a separate meeting of Independent Directors, performance of Non-Independent Directors, the Board as a whole and of the Chairman of the Company was evaluated, taking into account the views of Executive Directors and Non - Executive Directors. The above criteria are based on the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India.

29. VIGIL MECHANISM/WHISTLE BLOWER POLICY

The Company has formulated a Whistle Blower Policy/Vigil Mechanism Policy, which lays down the process to convey genuine concerns to the management and seek resolution towards the same without fear of retaliation.

This policy covers reporting of any violation, wrongdoing or non-compliance, unethical behaviour, including without limitation, those relating to the Code of Conduct , suspected incident of fraud and any incident involving leak or suspected leak of Unpublished Price Sensitive Information (UPSI) or unethical use of UPSI that could adversely impact your Company's operations, business performance and/ or reputation.

The purpose of this policy is to provide a framework to promote responsible and secure whistle blowing. It protects every employee/director of the Company who intend to raise a concern about serious irregularities within the Company.

The Chairman of the Audit Committee of the Company looks into the complaints raised in this regard. A report on functioning of the mechanism including the complaints received and actions taken is presented to the Audit Committee on quarterly basis.

The Whistle-Blower Policy is available on the Company's website at www.ussglobaltd.com.

30. INTERNAL FINANCIAL CONTROL ADEQUACY AND RISK MANAGEMENT

Your Company has a robust and well embedded system of Internal Controls. There is proper and adequate system of Internal Controls to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposal, prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and that transactions are authorized, recorded and reported correctly. These internal control system has been designed to ensure that financial and other records are reliable for preparing financial and other statements and for maintaining accountability of assets. The Management has also assessed the effectiveness of the Company's internal control over financial reporting. Based on the assessment, the internal financial controls were adequate and operating effectively.

The internal audit function provides assurance to the Board regarding the adequacy and efficacy of internal controls, advises management on the shifting of risk and controls landscape and helps anticipate and mitigate emerging risks. The Company ensures adherence to all internal control policies and procedures as well as compliance with all regulatory guidelines in respect to the internal control systems.

Further, In order to mitigate the risks, Your Company had put a risk management framework in place post a comprehensive review of its risk management process. The review involved understanding the financial risk, operational risk, marketing risk, external risk and regulatory risks associated with the Company Business, existing risk management initiatives, zero-based identification and assessment of risk associated with the Company Business and also the relative control measures and arriving at the desired counter measures keeping in mind the risk appetite of the organization. The Risks are periodically reviewed and various mitigating actions have been recommended at regular intervals. Further, appropriate steps are taken by the Board to mitigate such risks.

Self-declaration checklists on statutory obligations and audits are some of the mechanisms to monitor and manage the risks and compliance in the Company at regular intervals.

31. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION BETWEEN THE END OF THE FINANCIAL YEAR AND DATE OF REPORT

During the Financial Year 2019-20, there have been no material changes and commitments, affecting the financial position of the Company which occurred between the end of the Financial year to which the Financial Statements relate and date of this Report.

However, due to COVID-19 Pandemic , the revenues and profitability of the Company are likely to be slightly impacted as stated above .

32. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS/COURTS/TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND THE COMPANY'S OPERATION IN FUTURE

There are no significant material orders passed by the Regulators/Courts/Tribunals or any statutory Authority(ies) which would impact the going concern status of the Company and its future operations.

33. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report, stating details of the overall industry structure and developments, performance and state of affairs as stipulated under Regulation 34(2)(e) read with Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, is annexed as **Annexure - III** and forms a part of the Board Report.

34. CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Provisions relating to Corporate Social Responsibility as prescribed under Section 135 of the Companies Act, 2013 are not applicable to the Company.

35. PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

The Company aims at providing a workplace that enables employees to work without gender bias and sexual harassment. To achieve this objective, the Company regularly organises awareness sessions to sensitise the employees and conduct themselves in a professional manner.

Further, During the Financial Year, no grievances regarding sexual harassment among women employees has been reported to the Management/Board of the Company.

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

Your Company is a provider of Consultancy Services, Investment and Lending services, so Disclosure required under section 134(3)(m) read with Rule 8(3) of the Companies (Accounts) Rules, 2014, as amended, is not applicable on the Company.

During the Financial year 2019-20, there was no Foreign Exchange Earnings and outgo of the Company.

37. PARTICULARS OF EMPLOYEES

During the Financial Year ended 31st March, 2020, none of the employees was in receipt of remuneration exceeding limits specified under the provisions of Section 197 of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel), Rules, 2014, as amended.

Further, The information required under Rule 5(2) and Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not being sent along with this report. Members who are interested in obtaining these particulars may write to the Company Secretary & Compliance Officer at the Registered Office of the Company at 1502, 15th Floor, RG Trade Tower, Netaji Subhash Place, Pitam Pura, New Delhi – 110034 or may e-mail at surnidhiinvestmentltd@gmail.com during the business hours on all working days up to the date of the 27th Annual General Meeting of the Company.

38. DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to Section 134(3)(c) and 134(5) of the Companies Act, 2013, the Board of Directors of the Company confirm that:

- (a) In the preparation of the Financial Statements for the Financial Year Ended 31st March, 2020, the applicable accounting standards have been followed and there are no material departures.
- (b) That they have selected such accounting policies and applied them consistently and made such judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2020, and the statement of profit and loss of the company for year ended on that date.
- (c) That they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting the fraud and other irregularities.
- (d) That they have prepared the annual accounts on a going concern basis.
- (e) That they have laid down the Internal Financial controls to be followed by the Company and such internal financial controls are adequate and are operating effectively.
- (f) That they have devised the proper systems in place to ensure compliance of all laws applicable to the Company and that such systems are adequate and operating effectively.

39. COMPLIANCE WITH SECRETARIAL STANDARDS

As per Section 118(10) of the Companies Act, 2013, Your Company is in compliance with the applicable Secretarial Standards (SS) viz. SS-1 & SS-2 on Meetings of the Board of Directors and General Meetings respectively during the Financial Year.

40. ACKNOWLEDGEMENT AND APPRECIATION

Your Directors wishes to acknowledge their sincere gratitude to all the Customers, Government Authorities, Stock Exchanges, Financial Institutions, Banks, Business Constituents and Shareholders for the assistance, co-operation and their continued support to the company during the Financial Year.

The Board of Directors also wishes to place their immense gratitude to all the employees for their resilience and unwavering commitment and hard work for the Company during the Financial Year. The Directors appreciate and value the contribution made by every member of the USS family.

The Board would like to reiterate its commitment to continue to build the organization into a successful enterprise in all aspects.

For and on behalf of the Board of Directors
USS Global Limited
(Formerly Known as Surnidhi Investment Limited)

Date : 1st October, 2020
Place : New Delhi

Mohit Gupta
Managing Director
(DIN: 02366798)

Sanjay Kumar Sharma
Director
(DIN: 03154904)

ANNEXURE –I

FORM NO. MGT-9

EXTRACT OF ANNUAL RETURN

As on Financial Year ended 31st March, 2020

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

I. REGISTRATION AND OTHER DETAILS:

1.	CIN	L74900DL1993PLC056491
2.	Registration Date	16/12/1993
3.	Name of the Company	USS GLOBAL LIMITED (Formerly known as Surnidhi Investment Limited)
4.	Category/Subcategory of the Company	PUBLIC COMPANY LIMITED BY SHARES/ INDIAN NON- GOVERNMENT COMPANY
5.	Address of the Registered Office & Contact Details	1502, 15 th FLOOR, RG TRADE TOWER, NETAJI SUBHASH PLACE, PITAM PURA, NEW DELHI - 110034 Ph: 011-45824477, Email: surnidhiinvestmentltd@gmail.com Website: www.ussglobalttd.com
6.	Whether Listed Company	YES
7.	Name, Address & Contact details of the Registrar & Transfer Agent, if any.	ALANKIT ASSIGNMENTS LIMITED Address: Alankit House, 4E/2, Jhandewalan Extension, New Delhi-110055 Tel No: 011-42541234, 011-23541234 Fax No.: 011-23552001, 011-42541201 Email ID: info@alankit.com Website: www.alankit.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

All the Business Activities contributing 10% or more of the total turnover of the Company shall be stated:

S. No.	Name and Description of main Products / Services	NIC Code of the Product/ Service	% to total turnover of the Company
1.	Interest Income	649- Other Credit Granting	74.73%
2.	Consultancy Services	702- Management Consultancy Activities	7.07%

III. PARTICULARS OF HOLDING, SUBSIDIARY, JOINT VENTURE AND ASSOCIATE COMPANIES :

S. NO.	NAME & ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/SUBSIDIARY/ ASSOCIATE COMPANY	% OF SHARES HELD	APPLICABLE SECTION
The Company does not have any Holding, Subsidiary, Joint Venture and Associate Company(ies)					

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as a percentage of Total Equity)
A. Category-wise Share Holding:

Category of Shareholders	No. of Shares held at the beginning of the Financial Year (as on 1 st April, 2019)				No. of Shares held at the end of the Financial Year (as on 31 st March, 2020)				% Change during the year
	Demat	Physical	Total	% of total Shares	Demat	Physical	Total	% of total Shares	
A.PROMOTERS									
(1) INDIAN									
a) Individual/HUF	32,60,200	98,700	33,58,900	67.178%	33,58,900	0	33,58,900	67.178%	Nil
b) Central Govt.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) State Govt. (s)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) Bodies Corp.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
e) Banks / FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
f) Any Other....	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub-Total (A) (1)	32,60,200	98,700	33,58,900	67.178%	33,58,900	0	33,58,900	67.178%	Nil
(2) Foreign									
a) NRIs - Individuals	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b) Other – Individuals	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) Bodies Corp.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) Banks / FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
e) Any Other...	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub-Total (A) (2)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total Share holding of Promoter (A) = (A)(1)+ (A)(2)	32,60,200	98,700	33,58,900	67.178%	33,58,900	0	33,58,900	67.178%	Nil
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b) Banks / FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) Central Govt.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) State Govt.(s)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
e) Venture Capital Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
f) Insurance Companies	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
g) FIs/FPIs	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
h) Foreign Venture Capital Funds/ Institutional Investors	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
i) Others (specify)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub-total (B)(1)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil

Category of Shareholders	No. of Shares held at the beginning of the Financial Year (as on 1 st April, 2019)				No. of Shares held at the end of the Financial Year (as on 31 st March, 2020)				% Change during the year
	Demat	Physical	Total	% of total Shares	Demat	Physical	Total	% of total Shares	
2. Non Institutions									
a) Bodies Corporate									
i) Indian	Nil	4,500	4,500	0.090%	Nil	4,500	4,500	0.090%	Nil
ii) Overseas	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	Nil	2,11,200	2,11,200	4.224%	Nil	2,11,200	2,11,200	4.224%	Nil
ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	Nil	14,25,400	14,25,400	28.508%	Nil	14,25,400	14,25,400	28.508%	Nil
Others (specify)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub-total (B)(2)	Nil	16,41,100	16,41,100	32.822%	Nil	16,41,100	16,41,100	32.822%	Nil
Total Public Shareholding (B)=(B)(1)+(B)(2)	Nil	16,41,100	16,41,100	32.822%	Nil	16,41,100	16,41,100	32.822%	Nil
C. Shares held by Custodian for GDRs & ADRs	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Grand Total (A+B+C)	32,60,200	17,39,800	50,00,000	100%	33,58,900	16,41,100	50,00,000	100%	Nil

B. Shareholding of Promoters:

S.No.	Shareholder's Name	Shareholding at the beginning of the Financial Year (as on 1 st April, 2019)			Shareholding at the End of the Financial Year (as on 31 st March, 2020)			
		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	% Change in the Shareholding during the year
1.	Mohit Gupta	33,58,900	67.178%	—	33,58,900	67.178%	—	Nil
	TOTAL	33,58,900	67.178%	—	33,58,900	67.178%	—	Nil

C. Change in Promoters' Shareholding (Please specify, if there is no change)

S.No.	Shareholders Name	Shareholding at the beginning of the Financial Year (as on 1 st April, 2019)		Increase(+) Decrease(-) In Shareholding				Cumulative Shareholding during the year (01/04/2019 to 31/03/2020)	
		No. of Shares	% of Total Shares of the Company	Date	No. of Shares	% of Total Shares of the Company	Reason	No. of Shares	% of Total Shares of the Company
1	Mohit Gupta	33,58,900	67.178%	—	—	—	—	33,58,900	67.178%

Note

There are no Changes in the Shareholding of Promoters during the Financial Year 2019-20

D. Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

S.No.	Shareholder's Name	Shareholding at the beginning of the Financial Year 1 st April,2019		Increase(+) Decrease(-) In Shareholding				Cumulative Shareholding during the year (01/04/2019 to 31/03/2020)	
		No. of Shares	% of total Shares of the Company	Date	No. of Shares	% of Total Shares of the Company	Reason	No. of Shares	% of Total Shares of the Company
1.	Surendra Kumar Agarwal	1,00,000	2.00%	—	—	—	—	1,00,000	2.00%
2.	Amit	1,00,000	2.00%	—	—	—	—	1,00,000	2.00%
3.	Sita Ram	1,00,000	2.00%	—	—	—	—	1,00,000	2.00%
4.	Mehandra Kumar	1,00,000	2.00%	—	—	—	—	1,00,000	2.00%
5.	Vinod Kumar Gupta	97,700	1.95%	—	—	—	—	97,700	1.95%
6.	Vaibhav Gupta	97,400	1.94%	—	—	—	—	97,400	1.94%
7.	Ayush Agarwal	95,800	1.92%	—	—	—	—	95,800	1.92%
8.	Naresh Agarwal	95,500	1.91%	—	—	—	—	95,500	1.91%
9.	Nathu Lal	95,200	1.90%	—	—	—	—	95,200	1.90%
10.	Pramod Gupta	92,700	1.85%	—	—	—	—	92,700	1.85%

E. Shareholding of Directors and Key Managerial Personnel:

S.No.	Director's / KMP Name	Shareholding at the beginning of the Financial Year 01/04/2019		Increase(+) Decrease(-) In Shareholding				Cumulative Shareholding during the year (01/04/2019 to 31/03/2020)	
		No. of Shares	% of total Shares of the Company	Date	No. of Shares	% of Total Shares of the Company	Reason	No. of Shares	% of Total Shares of the Company
DIRECTORS									
1.	Atul Tandon (DIN: 03073791)	0	0.00%	—	—	—	—	0	0.00%
2.	Ruchir Jain (DIN: 03151017)	0	0.00%	—	—	—	—	0	0.00%
3.	Sanjay Kumar Sharma (DIN: 03154904)	0	0.00%	—	—	—	—	0	0.00%
4.	Naina Talwar (DIN: 07680338)	0	0.00%	—	—	—	—	0	0.00%
KEY MANAGERIAL PERSONNEL									
1.	Mohit Gupta Managing Director (DIN: 02366798)	33,58,900	67.178%	—	—	—	—	33,58,900	67.178%
2.	Poonam Company Secretary & Compliance Officer PAN: BYTPP8594C	0	0.00%	—	—	—	—	0	0.00%
3.	Sanjay Sharma Chief Financial Officer PAN: EZVPS9064J	0	0.00%	—	—	—	—	0	0.00%

V. INDEBTEDNESS:-

The Company has not availed any Loan during the financial year and is debt free Company.

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

S. No.	Particulars of Remuneration	Name of MD/WTD/Manager	Total Amount
		Mr. Mohit Gupta (Managing Director) (DIN: 02366798)	
1.	Gross salary	₹ 6,60,000	₹ 6,60,000
	(a) Salary as per provisions contained in section 17(1) of the Income-Tax Act, 1961	₹ 3,60,000	₹ 3,60,000
	(b) Value of perquisites u/s 17(2) of the Income-Tax Act, 1961	₹ 3,00,000	₹ 3,00,000
	(c) Profits in lieu of salary u/s 17(3) of the Income-Tax Act, 1961	Nil	Nil
2.	Stock Option	Nil	Nil
3.	Sweat Equity	Nil	Nil
4.	Commission - as % of profit - others, specify	Nil — —	Nil — —
5.	Others, please specify	Nil	Nil
	Total (A)	₹ 6,60,000	₹ 6,60,000
	Ceiling as per the Companies Act, 2013	Remuneration paid to the Managing Director is within the ceiling Limit as prescribed under the Companies Act, 2013.	

B. Remuneration to other Directors:

S.No.	Particulars of Remuneration	Name of Directors	Total Amount
	Independent Directors		
	<ul style="list-style-type: none"> • Fee for attending Board / Committee Meetings • Commission • Others, please specify 	NIL.....
	Total (1)		
	Other Non-Executive Directors		
	<ul style="list-style-type: none"> • Fee for attending Board/ Committee Meetings • Commission • Others, please specify 	NIL.....
	Total (2)		
	Total (B)=(1+2)		
	Total Managerial Remuneration		
	Overall Ceiling as per the Companies Act, 2013		

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

S. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary & Compliance Officer Ms. Poonam (ACS: 34664) PAN : BYTPP8594C	Chief Financial Officer Mr. Sanjay Sharma PAN : EZVPS9064J	Total
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-Tax Act, 1961	—	₹ 5,15,000	₹ 5,05,000	₹ 10,20,000
	(b) Value of perquisites u/s 17(2) of the Income-Tax Act, 1961	—	—	—	—
	(c) Profits in lieu of salary u/s 17(3) of the Income-Tax Act, 1961	—	—	—	—
2.	Stock Option	—	—	—	—
3.	Sweat Equity	—	—	—	—
4.	Commission	Nil	Nil	Nil	Nil
	- As % of profit -others, specify	— —	— —	— —	— —
5.	Others, please specify	—	—	—	—
	Total	—	₹ 5,15,000	₹ 5,05,000	₹ 10,20,000

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act, 2013	Brief Description	Details of Penalty/Punishment/Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give details)
A. COMPANY					
Penalty		NIL.....		
Punishment					
Compounding					
B. DIRECTORS					
Penalty		NIL.....		
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty		NIL.....		
Punishment					
Compounding					

ANNEXURE-II

Form MR - 3

SECRETARIAL AUDIT REPORT

(For The Financial Year Ended on 31st March, 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
USS GLOBAL LIMITED
L74900DL1993PLC056491
REGD. OFF: 1502, 15TH FLOOR,
RG TRADE TOWER, NETAJI SUBHASH PLACE,
PITAMPURA, NEW DELHI-110034**

We have conducted the Secretarial Audit of the compliances of applicable statutory provisions and the adherence to good corporate practices by **USS GLOBAL LIMITED** (hereinafter called the Company) having its Registered Office at 1502, 15th Floor, RG Trade Tower, Netaji Subhash Place, Pitampura, New Delhi-110034. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the 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 secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on **31st March, 2020** complied with the statutory provisions except to the extent of anything mentioned herein-under and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company 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 to the extent applicable;
- (ii) The Companies Act, 1956 (the Act) and the Rules made thereunder to the extent applicable;
- (iii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made there under;
- (iv) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (v) Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

- (vi) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable to the Company:-
- (a) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 including the provisions with regard to disclosures and maintenance of records required under the said Regulations;
 - (c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 (upto 14th May, 2015) and Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (effective from 15th May, 2015).
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014.
 - (e) SEBI (Stock Brokers and Sub Brokers) Regulations, 1992 and Circulars issued there under.
 - (f) Stock exchange and clearing corporations (SECC) Regulations and The Rules, Bye-laws, Regulations and Circulars there under.
 - (g) Regulation 46 under chapter IV (Obligations of Listed Entity which has listed its specified securities) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
- (vii) Other laws applicable to the Company:-

Labour Laws:

1. Shops and Commercial Establishment Act, 1958 read with Shops and Commercial establishment Rules with respect to office situated at :-
 - (a) 1502, 15th Floor, RG Trade Tower, Netaji Subhash Place, Pitampura, New Delhi-110034
2. Maternity Benefits Act, 1961 read with State Maternity Benefit Rules framed there under;
3. Equal Remuneration Act, 1976 and Equal Remuneration Rules, 1976;
4. Child Labour(Prohibition and Regulation)Act, 1986 read with Child Labour(Prohibition and Regulation) Rules,1988;
5. Payment of Gratuity Act, 1972 and Employees State Insurance Act, 1948.

We have also examined compliances with the applicable clauses of the followings:

- (i) Secretarial Standards with respect to Board of Directors (SS-1) and General Meetings (SS-2) issued by the Institute of Company Secretaries of India and made effective from 1st July, 2015.
- (ii) The Listing Agreements entered into by the Company with the Metropolitan Stock Exchange of India Limited (MSEI) and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (effective from 1st December, 2015).

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

We Further Report That

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Woman Directors, Non-Executive Directors and Independent Directors. There is no change in the composition of the Board of Directors during the period under review.

Adequate notices is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings are carried by Requisite Majority as recorded in the minutes of the Meetings of the Board of Directors or Committees of the Board, as the case may be.

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

We Further Report That the company has realised the settlement Amounts pursuant to the order received by DELHI MEDIATION CENTER, ROHINI DISTRICT COURTS, DELHI.

As per the Audited Financial Statements for the Year ended 31st March, 2020 and MRL provided by the Management of the Company, the Company is not falling under the category of deemed NBFC pursuant to Provisions of Section 45 IA of the RBI Act, 1934 read with respective Regulation and circular issued by RBI.

We Further Report That during the audit period, except to the aforesaid, the Company has no specific event/actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

**For Pradeep Debnath & Co.
Company Secretaries**

UDIN: F006654B000652805
Place : New Delhi
Date : 03.09.2020

Pradeep Kumar Debnath
(Proprietor)
FCS: 6654
COP:7313

Note: This report is to be read with our letter of even date which is annexed as 'ANNEXURE -A' and forms an integral part of this report.

Annexure-A

**To,
THE MEMBERS
USS GLOBAL LIMITED
L74900DL1993PLC056491
REGD. OFF: 1502, 15TH FLOOR,
RG TRADE TOWER, NETAJI SUBHASH PLACE,
PITAMPURA, NEW DELHI-110034**

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on random test basis to ensure that correct facts are reflected in Secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For Pradeep Debnath & Co.
Company Secretaries**

**Pradeep Kumar Debnath
(Proprietor)
FCS: 6654
COP:7313**

**UDIN: F006654B000652805
Place : New Delhi
Date : 03.09.2020**

Annexure - III

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

{(Pursuant to Regulation 34(2)(e) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)}

1) INTRODUCTION

Global economies have been severely impacted by the recent Pandemic, leading to uncertainties in the operating environment. The continued spread of COVID-19 could adversely affect workforces, customers, economies and financial markets globally, potentially leading to further economic downturn.

The COVID-19 Pandemic struck, causing an unprecedented health crisis and impacting large sections of the population.

All major countries are expected to witness a decline in the Gross Domestic Product (GDP) in 2020, GDP is estimated to contract by 4.5% for 2020, following an extended lockdown and slow recovery. In purview of the economic downturn and health crisis caused by the pandemic, economic growth in India is expected to decline by 4.5% in 2020 before bouncing back to 6.0% in 2021.

The extent and shape of recovery will, however, depend on multiple factors like the duration of the pandemic stimulus or financial easing by governments across the globe, liquidity and viability of business enterprises, return of consumer confidence and easing of geo-political issues.

However, The Government of India continued emphasis on wide-ranging reforms which are aimed at improving productivity and incentivising private investments.

In this regard, The Company's continued focus on corporate governance and on enhancing the efficiency curve with the use of talent and teamwork will enable it to lead the way for the industry.

2) INDUSTRY STRUCTURE AND DEVELOPMENTS

The company mainly focus on -

- **Investment Related Services**
- **Consultancy Activities**

that strengthen the business of company and future growth aspects.

Your Company's business model focuses on entering into corporate relationship and meeting the business needs by offering value added services through its vast area of operations, expertise, and experience.

Further, Your Company's Vision and business strategy are aligned with the needs of Economy.

3) OPPORTUNITIES & THREATS

Financial Sector of India is intrinsically strong, operationally sundry and exhibits competence and flexibility besides being sensitive to India's economic aims of developing a market oriented, industrious and viable economy. The financial sector of India allows Most Favored Nation (MFN) reputation to all international banks and firms offering financial facilities. The financial sector generates a good portion of its revenue from loans and mortgages. These gain value in an environment where interest rates drops. When rates are low, the economic conditions open up the doors for more capital projects and investment. For a Financial Services industry that often leads other sectors in key areas like technology and risk management, being average or just slightly ahead of the field is an unusual position.

The finance Industry provides a fillip to infrastructure, employment generation, wealth creation and access to financial services for the rural and weaker sections of society.

Your Company being financing Company, always evaluates benefits in relation to emerging markets, small business agency support or an availability of capital funding.

However, The Company has to face various threats as under mentioned:

- High cost of funds
- Limited range of products and services
- Slow industrial growth
- Stiff competition with NBFCs as well as with banking sector
- Dependency on Global Economy
- Fluctuation in Currency
- Social- Political Environment
- Liquidity crunch due to the stress in the banking/NBFC sector impacted customers' afford ability.
- Economic volatility

The duration of this lockdown is uncertain at this point of time and resumption of full-fledged operations will depend upon directives issued by the Government Authorities. While this has adversely impacted the Company's performance, we continue to closely monitor the situation and take appropriate action, as necessary to scale up operations, in due compliance with the applicable regulations.

4) SEGMENT-WISE OR PRODUCT-WISE PERFORMANCE

The company is engaged in single business segment, which basically involves generating interest income and consultancy services related thereto.

5) OUTLOOK

The outlook going forward will depend, in addition to other factors, on how COVID-19 continues to affect the global economy.

Although the projections for 2021 are encouraging, in the short term, the economic cost of the lockdown could prolong economic recovery in India even as the country unlocks and reopens for business.

The Company has an established leadership position in the industry. It remained focused on managing through the unprecedented global challenges of the COVID-19 pandemic and historic decline in Industry.

The Company aims to make optimum utilization of the opportunities that it shall come across during the conduct of its business activities to ensure maximum utilization of the shareholder's wealth and is building up its network to play a significant role from time to time.

6) RISK AND CONCERNS

Risk is an inherent aspect of any business, the Company, being a financial company is exposed to various numerous risks that are particular to its business and the environment within which it operates, including interest rate volatility, economic cycle, credit risk and market risk.

As the duration and magnitude of the financial impact of these events on the Company continue to evolve, Your Company had put a risk management framework in place post a comprehensive review of its risk management process. The review involved understanding the existing risk management initiatives, zero-based identification and assessment of risks in the various businesses as also the relative control measures and arriving at the desired counter measures keeping in mind the risk appetite of the organization. The Risks are periodically reviewed and various mitigating actions have been recommended at regular intervals. Further, Appropriate steps are taken by the Board to mitigate such risks.

The Company has the overall responsibility of ensuring that an effective risk management framework is aligned to its objectives.

Self-declaration checklists on statutory obligations and audits are some of the mechanisms used to monitor and manage the risks and compliance in the Company.

7) INTERNAL CONTROLS SYSTEMS AND THEIR ADEQUACY

Your Company has a proper and adequate system of Internal Controls, to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposal and that transactions are authorized, recorded and reported correctly.

The internal control is supplemented by an extensive programme of internal, external audits and periodic review by the management. The system is designed to adequately ensure that financial and other records are reliable for preparing financial information and other data and for maintaining accountability of assets.

The internal audit function provides assurance to the Board regarding the adequacy and efficacy of internal controls, advises management on the shifting risk and controls landscape and helps anticipate and mitigate emerging risks. The internal audit plan focuses on critical risks that matter and is aligned to the business objectives. Moreover, the Company continuously upgrades these systems in line with the best available practices.

The Company ensures adherence to all internal control policies and procedures as well as compliance with all regulatory guidelines in respect to the internal control systems.

8) SAFETY FIRST

As a response to COVID-19, we have activated our COVID-19 Global Crisis Management task force in early March 2020. Most of our employees were quickly asked to work from home.

In parallel, we fulfilled our commitment towards Environment, Health and Safety (EHS) which is integral to our operations. We are focused on creating a safe and enabling working environment at our office. Wearing of face mask and gloves are mandatory at office Premises. Further, use of Sanitizers are necessitate at the Premises. The sitting arrangements are made keeping in view the Safety norms guidelines as issued by Ministry of Health Affairs (MHA). We have also put in place Safety Management Systems to help prevent workplace accidents.

Awareness is created about various issues and are communicated on regular basis to employees.

9) DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

The Company earned a Net Profit of Rs. 13,63,118/- during the Current Financial year ended 31st March, 2020 as compared to the loss of Rs. (29,70,845)/- incurred in the previous Financial Year ended 31st March, 2019.

Your Company continues to sustain its commitment to higher level of quality business services and is hopeful for better performance and earning more profits in the upcoming years.

10) DEBT EQUITY RATIO

The Company is a debt free Company as on 31 March, 2020. However, the Company shall always adhere to the best possible practices to be in compliant with the permissible limit of the debt equity ratio i.e. 2:1 as prescribed under the Companies Act, 2013 read with rules made there under and other regulations and legislations made in this regard.

11) DETAILS OF ANY CHANGE IN RETURN ON NET WORTH AS COMPARED TO THE PREVIOUS FINANCIAL YEAR ALONG WITH A DETAILED EXPLANATION THEREOF

The Company earned a Net Worth of Rs. 7,67,14,123/- during the Current Financial Year ended 31st March,2020 as Compared to the Net Worth of Rs.7,53,51,005/- earned during the Previous Financial Year ended 31st March, 2019.

The Change in the Net worth is due to increase in Income and Profitability of the Company which leads to increase in Return on Equity and Net Worth accordingly.

12) HUMAN RESOURCES MANAGEMENT AND DEVELOPMENT

USS Global continually enhances its human capital by acquiring the best talent available in the market it operates in, providing a supportive and vibrant workplace to engage that talent, investing in upskilling individuals with the latest Innovative skills, and giving them a career paths matching their aspirations.

The Company recognizes people as its most valuable asset and it has built an open, transparent and meritocratic culture to nurture this asset. The Company believes in retaining high calibre employees while engaging and nurturing them to achieve greater heights in the area of operations and believes in transforming the workforce and providing a stimulating work environment which is flexible, nurtures social contract, fosters innovation, and builds a result oriented and high performance culture.

The Company has a team of vigilant and experienced industry professionals and employees to support its business operations. The employee relationship with the company remained harmonious throughout the year.

Moreover, Your Company does not engage in any form of child labour/forced labour/involuntary labour and does not adopt any discriminatory employment practices.

By the Order of the Board of Directors

**For USS Global Limited
(Formerly Known as Surnidhi Investment Limited)**

**Place: New Delhi
Date: 01/10/2020**

**Mohit Gupta
Managing Director
(DIN: 02366798)**

**Sanjay Kumar Sharma
Director
(DIN:03154904)**

MANAGING DIRECTOR, CFO CERTIFICATION IN TERMS OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, AS AMENDED

**TO,
THE BOARD OF DIRECTORS
USS GLOBAL LIMITED (FORMERLY KNOWN AS SURNIDHI INVESTMENT LIMITED)
1502, 15TH FLOOR, RG TRADE TOWER,
NETAJI SUBHASH PLACE, PITAM PURA,
NEW DELHI – 110034**

Dear Members of the Board,

Sub: Compliance Certificate in terms of Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

1. We, **Mohit Gupta, Managing Director, and Sanjay Sharma, Chief Financial Officer (CFO) of USS Global Limited (Formerly Known as Surnidhi Investment Limited)**, have reviewed the Balance Sheet, Statement of Profit & Loss, Statement of Changes in Equity and Cash Flow Statement and all notes, schedules and significant Accounting Policies thereof, for the Financial Year ended **31st March, 2020** and certify that to the best of our knowledge and belief:
 - a) These Statements do not contain any materially untrue statement or omit any material fact necessary to make the statements made or contain Statements that might be misleading;
 - b) These Statements together present a true and fair view of the Company's Affairs and are in compliance with the existing Accounting Standards, applicable Laws and Regulations.
2. We further certify that, to the best of our knowledge and belief, no transactions have been entered into by the Company during the year which is fraudulent, illegal or violative of the Company's Code of Conduct.
3. We are responsible for establishing and maintaining disclosure controls and procedures and internal controls for financial reporting for the Company, and we have :
 - a) Designed such disclosure controls and procedures or caused such disclosure controls and procedures to be designed under our supervision to ensure that material information relating to the Company is made known to us by others within the Company, particularly during the period in which this report is being prepared.
 - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Financial Statements for external purposes in accordance with Indian Accounting Standards (Ind AS).
 - c) Evaluated the effectiveness of the internal control system and procedures of the Company pertaining to financial reporting.
 - d) Disclosed in the Report any change in the Company's internal control over financial reporting that occurred during the Company's most recent fiscal year that has materially affected, or is reasonably likely to materially affect, the Company's internal control over financial reporting.

4. We have disclosed based on our most recent evaluation of the Company's internal control over financial reporting to the Company's Auditors and the Audit Committee of the Company :
 - a) Any deficiencies, in the design or operation of internal controls, if any, which could adversely affect the Company's ability to record, process, summarize and report financial data of which we are aware and the steps we have taken or propose to be taken to rectify these deficiencies.
 - b) Significant changes in internal control over financial reporting ,if any, during the year covered by this Report.
 - c) All significant changes, if any, in accounting policies during the year and that the same have been disclosed in the notes to the Financial Statements and;
 - d) Any Instances of significant fraud of which we are aware, that involve the management or employees who have a significant role in the Company's internal controls system over financial reporting.
5. We further declare that all Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct.

Date : 29th July, 2020
Place : New Delhi

Mohit Gupta
Managing Director
DIN : 02366798

Sanjay Sharma
Chief Financial Officer
(CFO)

**DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL
WITH THE COMPANY'S CODE OF CONDUCT OF BOARD OF DIRECTORS
AND SENIOR MANAGEMENT**

**(Pursuant to Regulation 34(3) and Schedule V of the SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015, as amended)**

To,
**THE BOARD OF DIRECTORS
USS GLOBAL LIMITED
(FORMERLY KNOWN AS SURNIDHI INVESTMENT LIMITED)
1502, 15TH FLOOR, RG TRADE TOWER,
NETAJI SUBHASH PLACE, PITAMPURA,
NEW DELHI-110034**

This is to confirm that in respect of the Financial Year ended 31st March, 2020, The members of the Board of Directors and Senior Management Personnel have affirmed compliance with the Code of Conduct of Board of Directors and Senior Management.

Further, The Code of Conduct of Board of Directors and Senior Management Personnel of the Company is made available at the Company's website at www.ussglobaltd.com.

**Place : New Delhi
Date : 29/07/2020**

**Mohit Gupta
Managing Director
DIN : 02366798**

INDEPENDENT AUDITOR'S REPORT

To,
The Members
USS Global Limited
(Formerly known as Surnidhi Investment Limited)
New Delhi-110034

Report on the Audit of Ind AS Financial Statements

We have audited the accompanying Ind AS financial statements of **USS Global Limited** ("the company"), which comprise the Balance Sheet as at **31st March 2020**, the Statement of Profit and Loss, the Statement of Changes in Equity and the Cash Flow Statement for the year then ended, and a summary of Significant Accounting Policies and other explanatory information.

Management's Responsibility for the Ind AS Financial Statements

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

This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the 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 control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Auditor's Responsibility

Our responsibility is to express an opinion on these Ind AS financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit of the Ind AS financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give true and fair view, in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the Ind AS financial statements.

We are also responsible to 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 entity's ability to continue as a going concern, if we conclude that a material uncertainty exists, we are required to draw attention in the auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate to modify the opinion. Our conclusions are based on the audit evidence obtained up to the date of the Auditor's Report. However, future events or conditions may cause an entity to cease to continue as a going concern.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at 31st March 2020, its profit/loss and its cash flows for the year ended on that date.

Emphasis of Matter

The Company has considered the possible effects that may result from COVID-19 on the carrying amounts of financial assets, inventory, receivables, loans and advances, property plant and equipment, intangibles etc as well as liabilities accrued. In developing the assumptions relating to the possible future uncertainties in the economic conditions because of this pandemic, the Company has used internal and external information. Having reviewed the underlying data and based on current estimates, the Company does not expect any material impact on the carrying amount of these assets and liabilities. The impact of COVID-19 on the Company's financial statements may differ from that estimated as at the date of approval of these financial statements and the Company will continue to closely monitor any material changes to future economic conditions. The Company has also evaluated the impact of the same on the aforementioned risks i.e. credit risk, liquidity risk, market risk, currency risk and interest risk and does not foresee any material impact on account of the same.

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure a statement on the matters Specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion proper books of accounts 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, the Statement of Changes in Equity and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.
 - e) On the basis of 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 Companies Act, 2013.
 - f) In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014:
 - i. The Company does not have any pending litigations which would impact its financial position
 - ii. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which required to be transferred by the Company to the Investor Education and Protection Fund.

For Nishant & Associates

Chartered Accountants

(FRN : 027083N)

(Nishant Agarwal)

Proprietor

(M No.: 527403)

Place: New Delhi

Date: 29/07/2020

UDIN: 20527403AAAAAL3932

Annexure - A to the Auditors' Report

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' of our Report of even date to the members of USS Global Limited(Formerly known as Surnidhi Investment Limited) on the accounts of the company for the year ended 31st March, 2020]

On the basis of such checks as we considered appropriate and according to the information and Explanations given to us during the course of our audit, we report that:

(i) In respect of Fixed Assets / Investment in Property:

- (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The fixed assets were verified by the Management during the year.
- (c) The title deeds of the Immovable Properties are held in the name of the Company.

(ii) In respect of its inventory:

There were no inventories.

(iii) In respect of loans, secured or unsecured, granted to the parties covered in register maintained under section 189 of the Companies Act, 2013:

According to the information and explanations given to us, the Company has not granted loans to companies, firms or other parties covered in the Register maintained under Section 189 of the Companies Act, 2013.

(iv) In respect of Loans to Directors and Investments by the Company:

The provisions of sections 185 and 186 of the Companies Act, 2013 had been complied with wherever required.

(v) In respect of Deposits:

The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2014 with regard to the deposits accepted from the public are not applicable.

(vi) In respect of Cost Records:

As informed to us, the Central Government has not prescribed maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the Company.

(vii) In respect of statutory dues:

- (a) According to the records of the company and information and explanations given to us, the Company has generally been regular in depositing undisputed statutory dues, including Goods & Service Tax, Income-tax, Tax deducted at source, Service Tax, Cess and other material statutory dues applicable to it, with the appropriate authorities.
- (b) According to the information and explanations given to us, there were no undisputed amounts payable in respect of Goods & Service Tax, Income-tax, Wealth Tax, Custom Duty, Excise Duty, VAT, Cess and other material statutory dues in arrears /were outstanding as at 31st March, 2020 for a period of more than six months from the date they became payable.

(viii) In respect of Repayment of Loans:

In our opinion and according to the information and explanations given to us, the Company has no dues towards the Banks.

(ix) In respect of IPO(Initial Public Offer) and FPO(Further Public Offer):

Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised any money by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.

(x) In respect of frauds on the company:

Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.

(xi) In respect of Managerial Remuneration:

Based upon the audit procedures performed and the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V of the Companies Act, 2013.

(xii) In respect of Nidhi Company:

In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 3 (xii) of the Order are not applicable to the Company.

(xiii) In respect of Related Party Transactions:

In our opinion, all transactions with the related parties, if any, are in compliance with the provisions of the Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.

(xiv) In respect of Private Placement of Shares:

The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and thus this clause is not applicable.

(xv) In respect of Non cash Transactions with the Director or related Persons:

Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with them. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.

(xvi) In respect of Registration under RBI Act:

In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

For Nishant & Associates

Chartered Accountants

(FRN : 027083N)

(Nishant Agarwal)

Proprietor

(M No.: 527403)

Place: New Delhi

Date: 29/07/2020

UDIN: 20527403AAAAAL3932

Annexure - B to the Auditors' Report

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

We have audited the Internal Financial Controls over financial reporting of **USS Global Limited (Formerly known as Surnidhi Investment Limited)** as on 31st March 2020 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

- (1) pertain to the maintenance of records that in reasonable 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 Over Financial Reporting

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

Opinion

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

For Nishant & Associates

Chartered Accountants
(FRN : 027083N)

(Nishant Agarwal)

Proprietor
(M No.: 527403)
Place: New Delhi
Date: 29/07/2020
UDIN: 20527403AAAAAL3932

Notes to the financial statements for the year ended 31st March, 2020

1. Significant accounting policies

a. Basis of preparation and presentation

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013, (the 'Act') and other relevant provisions of the Act. With effective from April 1, 2016, the Company has adopted all the IND AS standards and the adoption is carried out in accordance with IND AS 101, First time adoption of Indian Accounting Standards, with effective from April 1, 2015 as the transition date. The transition was carried out from Indian accounting principles generally accepted in India described under section 133 of the Companies Act, 2013 read with rule 7 of the Companies (Accounts) Rules, 2014, (IGAAP) which was the previous GAAP. These financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency. The financial statements have been prepared on the historical cost basis.

b. Use of estimates and judgments

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income, expenses and other comprehensive income (OCI) that are reported and disclosed in the financial statements and accompanying notes. Actual results may differ from these estimates. These estimates and judgment are based on the management's best knowledge of current events, historical experience, actions that the Company may undertake in the future and on various other estimates and judgments that are believed to be reasonable under the circumstances. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized prospectively.

c. Current/ Non-Current classification

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Schedule III of the Companies Act, 2013. Based on the nature of services and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

Assets

An asset is classified as current when it satisfies any of the following criteria:

- 1) It is expected to be realized in or is intended for sale or consumption in the company's normal operating cycle;
- 2) It is held primarily for the purpose of being traded;
- 3) It is expected to be realized within 12 months after the reporting date; or
- 4) It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date. Current assets include the current portion of non-current financial assets. All other assets are classified as non-current.

Liabilities

A liability is classified as current when it satisfies any of the following criteria:

- 1) It is expected to be settled in the company's normal operating cycle;
- 2) It is held primarily for the purpose of being traded;
- 3) It is due to be settled within 12 months after the reporting date; or
- 4) The company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

Current Liabilities include current portion of non-current financial liabilities. All other liabilities are classified as non-current.

d. Property

Recognition and measurement

Items of property are measured at cost, which includes capitalized borrowing costs. Cost of an item of property comprises its purchase price. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the Statement of Profit and Loss when the asset is derecognized.

e. Employee benefits

Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognized for the amount expected to be paid, if the Company has a present legal or constructive obligation to pay the amount as a result of past service provided by the employee and the amount of obligation can be estimated reliably.

f. Revenue

Interest income

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the interest rate applicable.

g. Financial instruments

i. Recognition and Initial Measurement

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability of another entity. Trade receivables are initially recognized when they are originated. All other financial assets and financial liabilities are initially recognized when the Company becomes a party to the contractual provisions of the instrument. A financial asset or financial liability is initially measured at fair value plus for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

ii. Classification and subsequent measurement

Financial assets

On initial recognition, a financial asset is classified as measured at amortized cost or at FVTPL. Financial Assets are not reclassified subsequent to their initial recognition, except if and in the period the Company Changes its business model for managing financial assets. A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at FVTPL:

- The asset is held within a business model whose objective is to hold assets to collect contractual cash Flows; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets. All financial assets are not classified as measured at amortized cost as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortized cost at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial Assets: Business model assessment

The Company makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

- The stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realizing cash flows through the sale of the assets;
- How the performance of the portfolio is evaluated and reported to the Company's management;
- The risk that affects the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- How managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- The frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity. Transfers of financial assets to third parties in transactions that does not qualify for derecognition is not considered sales for this purpose, consistent with the Company's continuing recognition of the assets. Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

Financial Assets: Assessment whether contractual cash flows are solely payments of Principal and Interest

For the purposes of this assessment, 'Principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin. In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Company considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable interest rate features;
- prepayment and extension features; and
- terms that limit the Company's claim to cash flows from specified assets (e.g. non-recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criteria if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding. Additionally, for a financial asset acquired at a significant discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest is treated as consistent with this criteria if the fair value of the prepayment feature is insignificant at initial recognition. Financial assets at amortized cost are measured at amortized cost using the effective interest method. Interest income recognized in Statement of Profit and Loss. Subsequent measurement and gains and losses Financial assets at FVTPL. These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognized in Statement of Profit and Loss. Financial assets at amortized cost These assets are subsequently measured at amortized cost using the effective interest method. The amortized cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognized in Statement of Profit and Loss. Any gain or loss on derecognition is recognized in Statement of Profit and Loss.

Financial Liabilities

Financial Liabilities are classified as measured at amortized cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held for trading. Financial Liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in Statement of Profit and Loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expenses and foreign exchange gains and losses are recognized in Statement of Profit and Loss. Any gain or loss on derecognition is also recognized in Statement of Profit and Loss.

iii. Derecognition

Financial Assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset. If the Company enters into transactions whereby it transfers assets recognized on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognized.

Financial Liabilities

The Company derecognizes a financial liability when its contractual obligations are discharged or cancelled, or expire. The Company also derecognizes a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognized at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognized in Statement of Profit and Loss.

iv. Derivative Financial Instruments

Foreign exchange forward contracts are purchased to mitigate the risk of changes in foreign exchange rates associated with forecast transactions denominated in certain foreign currencies. The Company recognizes all derivatives as assets or liabilities measured at their fair value. The changes by marked to market then at each reporting date and the related gains (losses) are recognized in the Statement of Profit and Loss.

v. Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis to realize the assets and settle the liabilities simultaneously.

h. Measurement of fair values

In determining the fair value of its financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date. All methods of assessing the fair value results in general approximation of value and such value may never actually be realized. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability either directly (i.e. as prices) or indirectly (i.e. derived from prices).

.

- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs) When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability falls into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The Company recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

i. Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprises cash at banks and on hand, which are not subject to the risk of changes in value. Also for the purpose of the statement of cash flows, cash and cash equivalents consists of cash at banks and on hand.

j. Earnings per share

Basic earnings per share are 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 year. For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to the equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

k. Provisions

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future obligation at pre-tax rate that reflects current market assessments of the time value of money risks specific to liability. They are not discounted where they are assessed as current in nature. Provisions are not made for future operating losses. Provisions are reviewed at each balance sheet date.

l. Business combinations under common control

Business combinations arising from transfers of interests in entities that are under the control of the shareholder that controls the Company are accounted for as if the acquisition had occurred at the beginning of the earliest comparative period presented or, if later, at the date that common control was established; for this purpose comparatives are revised. Business combinations involving entities or businesses under common control are accounted for using the pooling of interests method. Under pooling of interests method, the asset and liabilities of the combining entities are reflected at their carrying amounts, the only adjustments that are made are to harmonize accounting policies. The identity of the reserves is preserved and they appear in the financial statements of the Company in the same form in which they appeared in the financial statements of the previous entity. The difference, if any, between the consideration and the amount of share capital of the acquired entity is transferred to capital reserve.

m. Taxation

Income tax comprises current and deferred tax. It is recognized in Statement of Profit and Loss except to the extent that it relates to a business combination or to an item recognized directly in equity or in other comprehensive income.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date. Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously.

BALANCE SHEET AS AT 31st MARCH, 2020

Amount in Rs.

	Notes	As at 31 st March, 2020	As at 31 st March, 2019
ASSETS			
Non-current assets			
Property, Plant and Equipment	1	1,901,843	9,677,000
Financial Assets			
(i) Loans	2	70,457,965	41,812,647
Other non-current assets	3	-	21,000,000
Total Non-current Assets		72,359,808	72,489,647
Current assets			
Inventories		-	-
Financial Assets			
(i) Investments	4	223,042	5,958,254
(ii) Cash and cash equivalents	5	368,254	1,353,665
Current Tax Assets (Net)		863,770	680,389
Other current assets	6	6,037,743	1,923,688
Total Current Assets		7,492,809	9,915,996
Total Assets		79,852,617	82,405,643
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	7	50,000,000	50,000,000
Other Equity	8	26,714,123	25,351,005
Total Equity		76,714,123	75,351,005
Liabilities			
Non-current Liabilities			
Other Financial Liabilities	9	-	6,700,000
Total Non-current Liabilities		-	6,700,000
Current Liabilities			
Financial Liabilities			
Borrowings		745,853	-
Trade Payables		-	-
Other Financial Liabilities		-	-
Other Current Liabilities	10	2,392,641	354,638
Provisions		-	-
Total Current Liabilities		3,138,494	354,638
Total Liabilities		3,138,494	7,054,638
Total Equity and Liabilities		79,852,617	82,405,643

Significant Accounting Policies and accompanying notes are part of the Financial statements

As per our Report of even date

For and on behalf of the Board of Directors

 For Nishant & Associates
 Chartered Accountants
 Firm Registration Number: 027083N

Mohit Gupta
 Managing Director
 DIN : 02366798

Sanjay Kumar Sharma
 Director
 DIN : 03154904

Nishant Agarwal
 Proprietor
 M. No. : 527403
 Place : New Delhi
 Date : 29th July, 2020

Poonam
 Company Secretary
 ACS : 34664

Sanjay Sharma
 Chief Financial Officer

UDIN : 20527403AAAAAL3932

Statement of Profit and Loss for the year ended 31st March, 2020

Amount is Rs.

	Notes	Year ended 31 st March, 2020	Year ended 31 st March, 2019
INCOME			
Revenue from operations		7,073,637	4,966,946
Other Income	11	136,970	433,553
Total Income		7,210,607	5,400,499
EXPENSES			
Cost of materials consumed		-	-
Employee benefit expenses	12	4,498,139	4,063,865
Finance costs		-	-
Depreciation and amortisation expense	1	79,470	-
Other expenses	13	1,177,089	4,245,679
Total Expenses		5,754,698	8,309,544
Profit before Tax		1,455,909	-2,909,045
Tax expense:			
Current tax		226,042	45,540
Mat credit		-133,252	16,260
Tax paid for earlier years		-	-
Profit/ (Loss) for the year		1,363,118	-2,970,845
Other Comprehensive Income			
Items that will not be reclassified to profit or loss		-	-
Total Other Comprehensive Income		-	-
Total Comprehensive Income for the year		-	-
Earning per equity share of face value of Rs. 10 each			
Basic (in Rs.)	14	0.27	-0.59
Diluted (in Rs.)	14	0.27	-0.59

Significant Accounting Policies and accompanying notes are part of the Financial statements

As per our Report of even date

For Nishant & Associates

Chartered Accountants

Firm Registration Number: 027083N

Nishant Agarwal

Proprietor

M. No. : 527403

Place : New Delhi

 Date :29th July, 2020

UDIN: 20527403AAAAAL3932
For and on behalf of the Board of Directors
Mohit Gupta

Managing Director

DIN : 02366798

Poonam

Company Secretary

ACS : 34664

Sanjay Kumar Sharma

Director

DIN : 03154904

Sanjay Sharma

Chief Financial Officer

Cash Flow Statement for the year ended 31st March, 2020

(Amount in Rs.)

	2019-20	2018-19
A: CASH FLOW FROM OPERATING ACTIVITIES		
Profit before tax as per Statement of Profit and Loss Adjusted for:	1,455,909	-2,909,045
Depreciation	79,470	-
Profit on sale of land	-1,023,000	-
Loss on sale of land	-	3,163,019
Profit on sale of mutual funds	-264,788	-545,231
Operating profit before working capital changes Adjusted for:	247,591	-291,257
Increase (-) /decrease in short term loans and advances	-	-
Increase (-) /decrease in other current assets	-4,297,436	-1,881,011
Increase (-) /decrease in Long term loans and advances	-28,645,318	8,995,134
Decrease (-) /increase in current liabilities	745,853	-
Decrease (-) /increase in other current liabilities	2,038,002	35,014
Cash used in operations	-29,911,308	6,857,880
Taxes paid (net)	-92,790	-61,800
Net cash used in operating activities	-30,004,098	6,796,080
B: CASH FLOW FROM INVESTING ACTIVITIES		
Receipt for Property, Plant and Equipment	10,700,000	2,800,000
Purchase of Property, Plant and Equipment	-1,981,313	-
Net Withdrawal of/ (Investment in) Mutual Funds	6,000,000	-400,000
Increase (-) /decrease in other Non-current assets	21,000,000	-11,000,000
Net cash generated from investing activities	35,718,687	-8,600,000
C: CASH FLOW FROM FINANCING ACTIVITIES		
Increase/decrease(-) in long term borrowings	-6,700,000	2,500,000
Interest paid	-	-
Net cash generated from financing activities	-6,700,000	2,500,000
Net increase / (decrease) in cash and cash equivalents	-985,411	696,080
Opening balance of cash and cash equivalents	1,353,665	657,585
Closing balance of cash and cash equivalents (Refer Note 5)	368,254	1,353,665

As per our Report of even date

For and on behalf of the Board of Directors

For Nishant & Associates
Chartered Accountants
Firm Registration Number: 027083N

Mohit Gupta
Managing Director
DIN : 02366798

Sanjay Kumar Sharma
Director
DIN : 03154904

Nishant Agarwal
Proprietor
M. No. : 527403
Place : New Delhi

Poonam
Company Secretary
ACS : 34664

Sanjay Sharma
Chief Financial Officer

 Date : 29th July, 2020

UDIN 20527403AAAAAL3932

Statement of Changes in Equity for the year ended 31st March, 2020

A. Equity Share Capital				Amount in Rs.
Balance at the beginning of 1st April, 2019	Changes in equity share capital during the year 2019-20	Balance as at 31st March, 2020	Changes in equity share capital during the year 2018-19	Balance as at 31st March, 2019
50,000,000	-	50,000,000	—	50,000,000
B. OTHER EQUITY				Amount in Rs.
	Equity component of compound Financial Instruments	Reserve and Surplus	Other Comprehensive Income	Total
		Retained Earnings	Remeasurements of the defined benefit plans	
Balance at the beginning of 1st April, 2019				
Total Comprehensive Income for the year				
Balance as at the end of 31st March, 2020				
Balance at the beginning of 1st April, 2018				
Total Comprehensive Income for the year				
Balance as at the end of 31st March, 2019				

As per our Report of even date

For Nishant & Associates

Chartered Accountants

Firm Registration Number: 027083N

Nishant Agarwal

Proprietor

M. No. : 527403

Place : New Delhi

 Date : 29th July, 2020

UDIN : 20527403AAAAAL3932

For and on behalf of the Board of Directors
Mohit Gupta

Managing Director

DIN : 02366798

Poonam

Company Secretary

ACS : 34664

Sanjay Kumar Sharma

Director

DIN : 03154904

Sanjay Sharma

Chief Financial Officer

Notes to the Financial Statements for the year ended 31st March, 2020
Note: 1 - Property, Plant and Equipment

Date of Purchase / Put to use	Particulars	Original Cost (Rs)	Dep charged upto 31.03.2019	WDV as on 01.04.2019	Life as per AS-6	Life as per Co. Act, 2013	Useful Life Taken	Life Used till 31/03/2019	Remaining Life	Salvaged value	Depreciable amount over whole life	Rate of Dep.	Dep for the Year 2019-20	Adjusted in Profit & Loss Statement	WDV as on 31.03.2020
VEHICLES															
14/2/2020	MG Hector	1,981,313	-	1,981,313		8.00	8.00	0.00	8.00	99,066	1,882,247	0.31	79,470	-	1,901,843
LAND															
	Land at Kundli	9,677,000		9,677,000										9,677,000	-
	Total	11,658,313	-	11,658,313						99,066	1,882,247		79,470	9,677,000	1,901,843

Amount in Rs.

2. Financial Assets	As at 31st March, 2020	As at 31st March, 2019
(i) Loans		
(Unsecured and Considered Good) Other than Security Deposits and Loans to Related Parties	70,457,965	41,812,647
Total	70,457,965	41,812,647

Amount in Rs.

3. Other non-current assets	As at 31st March, 2020	As at 31st March, 2019
(Unsecured and Considered Good) Advance given against property Balance with Banks in Deposit account	- -	10,000,000 11,000,000
Total	-	21,000,000

Amount in Rs.

4. Financial Assets	As at 31st March, 2020	As at 31st March, 2019
(I) Investments		
Investment in Quoted Equity shares at cost Apollo Tyres Limited (7500 Equity shares)	93,750	93,750
Investment in Mutual Fund at cost JM Finance Dynamic Debt Fund	129,292	5,864,504
Total	223,042	5,958,254
Aggregate Value of Quoted Investment		
Book Value	93,750	93,750
Market Value	595,125	1,670,625

Amount in Rs.

5. Cash and cash equivalents	As at 31st March, 2020	As at 31st March, 2019
Cash and cash equivalents		
- Cash on hand	328,772	283,259
- Balances with Banks in current account	39,482	1,070,406
	368,254	1,353,665
Other Bank Balances		
- Balance in deposit account with Banks	-	11,000,000
	-	11,000,000
Less: Balance under Non current assets	-	11,000,000
Total	368,254	1,353,665

Notes to the Financial Statements for the year ended 31st March, 2020

		Amount in Rs.	
6. Other current assets		As at 31 st March, 2020	As at 31 st March, 2019
(Unsecured, considered good)			
Input GST		204,368	157,207
Mat Credit		293,375	205,665
Interest accrued on FD with Yes Bank		-	360,816
Other Receivables		5,540,000	1,200,000
	Total	6,037,743	1,923,688

		Amount in Rs.	
7. Equity Share capital		As at 31st March, 2020	As at 31st March, 2019
(a) Authorised Share Capital:			
55,00,000 (Previous Year 55,00,000) Equity Shares of Rs.10/- each with voting rights		55,000,000	55,000,000
(b) Issued, Subscribed and paid up capital			
50,00,000 (Previous Year 50,00,000) Equity Shares of Rs.10/- each with voting rights		50,000,000	50,000,000
	Total	50,000,000	50,000,000

The Company has only one class of equity shares having par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share held. All the equity shares rank pari passu in all respects including but not limited to entitlement for dividend, bonus issue and right issue. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all liabilities, in proportion to their shareholding.

Details of shares held by each shareholder holding more than 5% shares :

Particulars	31st March, 2020	31st March, 2019
	Number of Shares	Number of Shares
Mohit Gupta	3,358,900	3,358,900

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

Particulars	31st March, 2020	31st March, 2019
	Number of Shares	Number of Shares
Equity Shares opening balance	5,000,000	5,000,000
Add : Shares issued during the year	-	-
Equity Shares closing balance	5,000,000	5,000,000

Notes to the Financial Statements for the year ended 31st March, 2020

Amount in Rs.

8. Other Equity	As at 31 st March, 2020	As at 31 st March, 2019
a) Capital Reserves		
Opening balance as per last Balance Sheet	932,000	932,000
Add: Addition during the year	-	-
Closing balance	932,000	932,000
b) General Reserves		
Opening balance as per last Balance Sheet	12,618,987	12,618,987
Add: Profit for the year	-	-
Closing balance	12,618,987	12,618,987
c) Retained Earnings		
Opening balance as per last Balance Sheet	11,800,018	14,770,863
Add: Profit for the year	1,363,118	-2,970,845
Closing balance	13,163,136	11,800,018
d) Other Comprehensive Income	-	-
	-	-
Total Other Equity	26,714,123	25,351,005

Amount in Rs.

9. Other Financial Liabilities	As at 31 st March, 2020	As at 31 st March, 2019
Advance against sale of property	-	6,700,000
Total	-	6,700,000

Amount in Rs.

10. Other Current Liabilities	As at 31 st March, 2020	As at 31 st March, 2019
Other payables		
Statutory dues	17,383	11,883
Salary Payable	415,500	309,500
Audit Fees Payables	-	19,910
Others	1,959,758	13,345
Total	2,392,641	354,638

Notes to the Financial Statements for the year ended 31st March, 2020

Amount in Rs.

11. Other Income	Year ended 31 st March, 2020	Year ended 31 st March, 2019
Interest on Fixed Deposit	101,198	400,873
Dividend	18,720	17,280
Interest on IT Refund	17,052	15,400
Total	136,970	433,553

Amount in Rs.

12. Employee Benefit Expenses	Year ended 31 st March, 2020	Year ended 31 st March, 2019
Salaries and wages	4,498,139	4,063,865
Total	4,498,139	4,063,865

Notes to the Financial Statements for the year ended 31st March, 2020

Amount in Rs.

13. Other Expenses	Year ended 31 st March, 2020	Year ended 31 st March, 2019
Advertisement Expenses	41,832	39,824
DMAT Charges	11,800	1,000
Annual Fees	9,000	9,000
Audit Fees	-	19,910
Bad Debts	-	149
Bank charges	682	1,167
Courier Charges	54,703	101,247
Donation	10,000	-
Electricity charges	81,027	80,156
E-voting charges	5,000	5,000
Filing Fees	4,800	8,400
Interest on TDS	160	12
Late Fees On GST	20	-
Interest on Loans and advances	50,828	80,250
Listing Fees	55,000	55,000
Maintenance charges	56,064	56,064
Printing & Stationery	19,000	17,000
Professional Charges	53,000	-
Loss on sale of property	-	3,163,019
Rent	615,192	585,900
Rounded Off	3	5
Short & Excess	1	-
Tax Paid for the Earlier Years	2	-
Water Expenses	7,200	5,400
Website Maintenance Expenses	101,775	17,176
Total	1,177,089	4,245,679

14. EARNING PER SHARE (EPS)	2019-20	2018-19
i) Net profit after tax as per Statement of Profit and Loss attributable to Equity Shareholders (Rs. in lakh)	1,363,118	-2,970,845
ii) Weighted average number of equity shares used as denominator for calculating basic EPS	5,000,000	5,000,000
iii) Total weighted average potential equity shares	-	-
iv) Weighted average number of equity shares used as denominator for calculating diluted EPS	5,000,000	5,000,000
v) Basic Earning per Share (Rs.)	0.27	-0.59
vi) Diluted Earning per Share (Rs.)	0.27	-0.59
vii) Face Value per Equity Share (Rs.)	10	10

Notes to the Financial Statements for the year ended 31st March, 2020

15 Related party disclosures

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

a) Name of the Related Party and nature of relationship (Rs.)

(i) Transactions with Key Management Personnel	Nature of Relationship	March 31, 2020	March 31, 2019
Mr. Mohit Gupta	Managing Director		
- Remuneration paid		660,000	660,000
- Loans taken		2,150,000	300,010
- Loans repaid		250,000	300,010
- Year end balance		1,900,000	Nil
Ms. Poonam - Remuneration paid	Company Secretary	515,000	445,000
Mr. Sanjay Sharma - Remuneration Paid	Chief Financial Officer (CFO)	505,000	410,000
Mr. Atul Tandon	Director	-	-
Mr. Ruchir Jain	Director	-	-
Mr. Sanjay Kumar Sharma	Director	-	-
Ms. Naina Talwar	Director	-	-
(ii) Transactions with Related Parties other than KMP	Nature of Relationship	March 31, 2020	March 31, 2019
Mr. Murari Lal Gupta	Relative of Director		
- Loans taken/repaid		5,000,000	-
- Year end Balance		Nil	-
Golconda Estates Private Limited	Company under common Control		
- Loans received		1,100,000	-
- Loans repaid		400,000	-
- Interest charged on loan received		44,771	-
- Year end Balance		744,771	-
Jai Balaji Business Services Private Limited	Company under common Control		
- Loans taken/repaid		900,000	-
- Interest charged on loan received		1,082	-
- Year end Balance		1,082	-

16 Contingent Liabilities

There are no contingent liabilities existing as on 31st March, 2020 (Previous Year Rs. Nil)

17 Foreign Exchange Exposure

There are no Foreign exchange transactions for the year ended 31st March, 2020.

18 Impact of Covid-19

The Company has considered the possible effects that may result from COVID-19 on the carrying amounts of financial assets, inventory, receivables, loans and advances, property plant and equipment, intangibles etc as well as liabilities accrued. In developing the assumptions relating to the possible future uncertainties in the economic conditions because of this pandemic, the Company has used internal and external information. Having reviewed the underlying data and based on current estimates, the Company does not expect any material impact on the carrying amount of these assets and liabilities. The impact of COVID-19 on the Company's financial statements may differ from that estimated as at the date of approval of these financial statements and the Company will continue to closely monitor any material changes to future economic conditions. The Company has also evaluated the impact of the same on the aforementioned risks i.e. credit risk, liquidity risk, market risk, currency risk and interest risk and does not foresee any material impact on account of the same.

As per our Report of even date

For Nishant & Associates
Chartered Accountants
Firm Registration Number: 027083N

Nishant Agarwal

Proprietor

M. No. : 527403

Place : New Delhi

Date : 29th July, 2020

UDIN : 20527403AAAAAL3932

For and on behalf of the Board of Directors

Mohit Gupta

Managing Director

DIN : 02366798

Poonam

Company Secretary

ACS : 34664

Sanjay Kumar Sharma

Director

DIN : 03154904

Sanjay Sharma

Chief Financial Officer

USS GLOBAL LIMITED

(Formerly known as SURNIDHI INVESTMENT LIMITED)

Regd office : 1502, 15th Floor, RG Trade Tower, Netaji Subhash Place, Pitam Pura, New Delhi – 110034

Phone: 011- 45824477, **website:** www.ussglobaltd.com

E-mail: surnidhiinvestmentltd@gmail.com

CIN: L74900DL1993PLC056491

ATTENDANCE SLIP

27th Annual General Meeting - 9th November, 2020

Folio No..... DP ID.....

No. of Shares held..... Client ID.....

I/We certify that I am a *Member/Proxy/Authorised Representative for the Member(s) of the Company.

I hereby record my presence at the **27TH ANNUAL GENERAL MEETING** of the Company at the Registered Office of the Company situated at **1502, 15th Floor, RG Trade Tower, Netaji Subhash Place, Pitam Pura, New Delhi – 110034** on **Monday, 9th November, 2020** at **3:30 P.M.**

Name of the * Member/Proxy/Authorised Representative :
(In BLOCK Letters)

Signature of the *Member/ Proxy/ Authorised Representative :

Notes :

1. Please fill all details and hand over the duly signed Attendance Slip at the entrance of the Meeting Venue.
2. Members are requested to bring copies of the 27th Annual Report to the 27th Annual General Meeting along with their one Identity Proof.
3. The Route Map to reach 27th Annual General Meeting (AGM) venue is given overleaf.

***Strike out whichever is not applicable**

USS GLOBAL LIMITED

(Formerly known as **SURNIDHI INVESTMENT LIMITED**)

Regd office : 1502, 15th Floor, RG Trade Tower, Netaji Subhash Place, Pitam Pura, New Delhi – 110034

Phone: 011- 45824477, **website:** www.ussglobaltd.com

E-mail: surnidhiinvestmentltd@gmail.com

CIN: L74900DL1993PLC056491

Form No. MGT-11

Proxy Form

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014)

Name of the member (s):	
Registered Address	
E-mail ID:	
Folio No. /Client ID:	
DP ID:	

I/We, being the member (s) holding..... shares of the above mentioned Company, hereby appoint

- Name :Address
- E-mail id :Signature :or failing him/her
- Name :Address
- E-mail id :Signature :or failing him/her
- Name :Address
- E-mail id :Signature :or failing him/her

As my/ our proxy to attend and vote for me/us and on my/our behalf at the **27th Annual General Meeting** of the Company to be held on **Monday, 9th November, 2020 at 3:30 P.M.** at the Registered Office of the Company situated at **1502, 15th Floor, RG Trade Tower, Netaji Subhash Place, Pitam Pura, New Delhi – 110034** or at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution	Type of Resolution	Please mention no. of shares	
			For	Against
Ordinary Business				
1.	Adoption of the Audited Financial Statements of the Company for the Financial Year ended 31 st March, 2020 including the Audited Balance sheet, Statement of Profit and Loss and Cash Flow Statement on that date and the reports of the Board of Directors and Auditors thereon.	Ordinary		
2.	Re-appointment of Mr. Ruchir Jain (DIN: 03151017) , Director, who retires by rotation.	Ordinary		
Special Business				
3.	Increase in the Borrowing Limits of the Company pursuant to section 180(1)(C) of the Companies Act, 2013.	Special		
4.	Approval for Raising Security, Creation of Charges/Mortgages/Hypothecation/Pledge on the immovable and movable properties of the Company in connection with the borrowings of the Company pursuant to section 180(1)(A) of the Companies Act, 2013.	Special		
5.	Increase in the limits to make Investments, give Loans, guarantee, providing security in connection with Loan pursuant to section 186 of the Companies Act, 2013.	Special		

Signed this.....day of.....2020

Signature of the Shareholder.....

Signature of the Proxy holder(s).....

Affix
Revenue
Stamp of
Rs. 1/-

Notes:

*This form of Proxy in order to be effective, should be duly completed and deposited at the Registered Office of the Company or e-mail at surnidhiinvestmentltd@gmail.com not less than 48 hours before the Commencement of the Meeting.

*Please Complete all details before submission.

ROUTE MAP



USS GLOBAL LIMITED

(Formerly Known as Surnidhi Investment Limited)

CIN: L74900DL1993PLC056491

Regd. Office : 1502, 15th Floor, RG Trade Tower,
Netaji Subhash Place, Pitam Pura, New Delhi-110034

Phone No.: 011-45824477

E-mail : surnidhiinvestmentltd@gmail.com