

JFLL/CS/NSE/2019-2020/50

Date: 31.08.2020

To,
Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex, Bandra East,
Mumbai-400051.
NSE Trading Symbol: **JETFREIGHT**

ISIN: INE982V01017

Subject: Annual General Meeting- AGM Notice & Annual Report for the FY 2019-2020.

Dear Sir/ Madam,

The 14th Annual General Meeting of the Members of the Company is scheduled to be held on Tuesday, September 22, 2020 at 11.30 a.m. through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) to transact the business as mentioned in the AGM Notice.

In compliance with Reg 30 & Reg. 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the Annual Report of the Company along with the Notice of AGM for the Financial Year 2019-2020 which is being sent/dispatched to the Shareholders by the permitted mode within the Statutory time frame prescribed.

The Annual Report containing the Notice is also uploaded on the Company's website-
<http://www.jetfreight.in/wp-content/uploads/2020/08/Annual-Report-2019-2020.pdf>

Kindly take it on your records.

Thanks & Regards,
For **Jet Freight Logistics Limited**

SHRADDHA
PRAKASH MEHTA
Digitally signed by SHRADDHA
PRAKASH MEHTA
Date: 2020.08.31 18:00:09
+05'30'

Shraddha Mehta
Company Secretary & Compliance Officer

REGD. OFFICE : C-706, Pramukh Plaza, Cardinal Gracious Road, Opp. Holy Family Church, Chakala, Andheri East,
Mumbai : 400099 • Tel : 022 - 61043700 • Email : info@jetfreight.in • Website : www.jetfreight.in



Jet Freight Logistics Limited

An NSE Listed Company & ISO 9001:2015 Certified
CIN: L63090 MH 2006 PLC 161114
IATA No.: 14/3-4781
www.jetfreight.in

JFLL/CS/NSE/2019-2020/50

Date: 31.08.2020

To,
Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex, Bandra East,
Mumbai-400051.
NSE Trading Symbol: **JETFREIGHT**

ISIN: INE982V01017

Subject: Proof of commencement of dispatch.

Dear Sir/ Madam,

In compliance with Reg. 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please be noted that we are commencing dispatch of Annual Report for the Financial Year 2019-2020 to the shareholders of the Company by electronic mode as one of the permitted mode today i.e. 31.08.2020.

This is for your reference and records.

Thanks & Regards,
For Jet Freight Logistics Limited

SHRADDHA
PRAKASH MEHTA

Digitally signed by
SHRADDHA PRAKASH MEHTA
Date: 2020.08.31 18:01:19
+05'30'

Shraddha Mehta
Company Secretary & Compliance Officer

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Mumbai : 400099 • Tel : 022 - 61043700 • Email : info@jetfreight.in • Website : www.jetfreight.in**

**BRANCHES: Mumbai | Delhi | Bengaluru | Chennai | Hyderabad | Kolkata | Cochin | Ahmedabad | Thiruvananthapuram | Calicut | Lucknow |
Goa | Mangaluru | A WOS in Dubai**



JET FREIGHT LOGISTICS LIMITED

**Annual Report
2019 - 2020**





Late Mr. Francis Joseph Theknath
Founder Chairman of Jet Freight Logistics Limited



*Message from
Managing Director*

Dear Fellow Shareowners,

It is once again a moment of great honour for me to communicate with my esteemed stakeholders on the journey so far in the last one year since I communicated with you all. I hope this message finds you safe and in good health. The year gone by had its own ups and downs but overall I can say with confidence that we have been able to weather the storm and I am sure with the kind of support from all my stakeholders, we would be able to address all the future challenges also.

As they say, crisis comes with an opportunity. It is a matter of capitalising on this opportunity and taking our company to the next level.

My narrative on the financials results of the company is fully optimistic in spite of a dip in the crucial numbers due Covid-19 impact being felt world over by the last quarter of Financial Year 2019-2020. Gross margins have shrunk from 8.66% to 5.39% as compared to previous year. Low volumes accompanied with increase in the freight rates have dented the margins. Further we have not been adequately incentivised by the airlines due to low volumes which would have otherwise directly added to our margins.

The Airlines are barely flying owing to CoVID-19 Pandemic globally. Thus, we had significant drops in the top-line freight from January. The airline capacity will not improve drastically atleast till March, 2021.

Having said that due to our negotiation strength with all major airlines we should be able to address this issue in times to come. Volume generation would be based on the demand for which we have already geared up in terms of recruiting additional sales and marketing staff.

Serving customer with top most service experience and not to let go any business, we have embarked on a journey of backward integration in terms of chartering freighters and providing additional capacity to our clients. I am confident that with this initiative we would be serving client to the maximum with zero regrets on account of non availability of space.

With the unlocking happening across India and increase in mobility within the country, the company would be able to capitalise on improving margins for our Express cargo business. Once the international movement starts happening, a further boost would be received in terms of volumes from international markets like US, UAE and Europe where we have a good foothold. With the kind of cargo, we cater to i.e. perishable, I do not see demand not going back to Pre-CoVID levels, once the pandemic related restrictions are lifted nationally and internationally.

It is also our endeavour to do business in these situation with selected clients with good repute and having a history of timely payment. In this process of doing business with selected KYC compliant clients only, your company compromised on the volumes rather then adding further receivables and elongating the working capital cycle.

As prudence demands, we have been trying to manage our finance cost which did increase in the current year. However, as a best business practise we have adopted a model of doing business with selected KYC compliant clients only, with an eye on the management of our day's sales outstanding maximum upto 60 days.

All our efforts would be made in the direction of tapping the borrowing at concessional rates as offered by Government of India under its various schemes for MSME. As always, our bankers have been a pillar of support in our business and would be the case in future also.

With all the above initiatives and efforts in the direction of business growth, I am sure that your company would able to withstand all future challenges.

As they say when the going gets tough the tough gets going. With the kind of tsunami in the name of CoVID-19 has covered the entire world, it would be the survival of the fittest in these situation. To withstand these tough economic situations would not be easy for many businesses. Hence, it would also be an opportunity for investors to identify the companies with strong fundamentals and I am confident that your company would be one of them. No better parameter for any investors to onboard such companies in their portfolio.

I close my speech by placing on records my sincere thanks to all my stakeholders i.e. government of India, Banker, customers, vendors, employees and all the people who have been a part of this journey. It is not possible to achieve any results without the overwhelming support of all these stakeholders.

Once again I wish and pray to God almighty that we get rid of this pandemic and once again our country and this world becomes a better place to live with no more people dying.

I sign off by leaving you all with the words from one of the famous albums of the Legend Michael Jackson "Heal the world, make this better place for you and me and for entire world"

Warm Regards,

Richard F. Theknath
Managing Director

Board of Directors & Key Managerial Personnel



Richard Francis Theknath



Dax Francis Theknath



Agnes Francis Theknath



Nikhil Sunil Arya



Sneh Sandeep Velani



Kamalika Guha Roy



Dr. Yasho Verdhan Verma



Jabir Shabbir Contractor



Prasad Prabhakar Gothivarekar



Shraddha Prakash Mehta

CORPORATE INFORMATION

Board of Directors

Mr. Richard F Theknath	Managing Director
Mr. Dax F Theknath	Whole-Time Director
Mrs. Agnes F Theknath	Non-Executive Director
Mr. Nikhil S Arya	Independent Director (Resigned wef 03.06.2019)
Ms. Sneh Sandeep Velani	Independent Director (Resigned wef 20.01.2020)
Ms. Kamalika Guha Roy	Additional Director in the category of an Independent Director (Appointed wef 13.09.2019)
Dr. Yasho Verdhan Verma	Additional Director in the category of an Independent Director (Appointed wef 09.03.2020)

Chief Financial Officer

Mr. Jabir S Contractor (Resigned wef 30.09.2019)
Mr. Prasad Prabhakar Gothivarekar
(Appointed wef 15.11.2019)

Bankers

Kotak Mahindra Bank Limited
SBI Bank
Deutsche Bank AG

Company Secretary & Compliance Officer

Ms. Shraddha P Mehta

Registered Office

C/706, Pramukh Plaza,
Opp. Holy Family Church, Chakala,
Andheri East, Mumbai-400099
Phone: +91-22-61043700
Email ID: ir@jetfreight.in
Website: www.jetfreight.in
CIN:L63090MH2006PLC161114

Statutory Auditors

M/s. S. C. Mehra & Associates LLP,
42, First Floor, Singh Ind. Estate No. 3,
Near Big Cinema Movie Star,
Off. S.V. Road, Ram Mandir West,
Mumbai-400104.

Registrar and Share Transfer Agent

Bigshare Services Private Limited,
1st Floor, Bharat Tin Works Building,
Opp. Vasant oasis apartments (Next To Keys Hotel),
Marol Maroshi Road, Andheri East,
Mumbai – 400059.
Phone: +91 22–62638200

Secretarial Auditors

Parikh & Associates
111, 11th Floor, Sai Dwar CHS Ltd
Sab TV Lane, Opp Laxmi Indl Estate,
Off Link Road, Andheri West
Mumbai : 400053.

Internal Auditors

M/s SGCO & Co. LLP
Chartered Accountants.
4A Kaledonia, 2nd Floor, Sahar Road, Near Andheri Station,
Andheri (East), Mumbai – 400 069.

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NOTICE

Notice is hereby given that the 14th Annual General Meeting of the members of Jet Freight Logistics Limited will be held on Tuesday, September 22, 2020 at 11.30 a.m. through Video Conferencing (VC)/Other Audio-Visual Means (OAVM), to transact the following business as:

Ordinary Business:

1. To receive, consider and adopt the audited Financial Statements of the Company on a standalone basis, for the financial year ended 31st March, 2020 including audited Balance Sheet as at 31st March, 2020 and the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date along with the Reports of the Directors' and Auditors' thereon.
2. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020, together with the Report of the Auditors thereon.
3. To appoint a Director in place of **Mr. Richard Theknath (DIN: 01337478)**, who retires by rotation and being eligible, offers himself for re-appointment.

Special Business:

4. **Appointment of Ms. Kamalika Guha Roy, (DIN: 08014285) as an Independent Director.**

To consider and, if thought fit, to pass the following resolution as a **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule IV of the Act, Ms. Kamalika Guha Roy (**DIN:08014285**) who was appointed as an Additional Director in the category of Independent Director of the Company, by the Board of Directors with effect from September 13, 2019 and who holds office until the date of this Annual General Meeting, be and is hereby appointed as an Independent Director for a term of 5 years up to September 12, 2024 and whose office shall not be liable to retire by rotation.

5. **Appointment of Dr. Yasho Verdhan Verma, (DIN: 06389278) as an Independent Director.**

To consider and, if thought fit, to pass the following resolution as a **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule IV of the Act, Dr. Yasho Verdhan Verma (**DIN: 06389278**) who was appointed as an Additional Director in the category of Independent Director of the Company, by the Board of Directors with effect from March 09, 2020 and who holds office until the date of this Annual General Meeting, be and is hereby appointed as an Independent Director for a term of 5 years up to March 08, 2025 and whose office shall not be liable to retire by rotation.

By Order of the Board of Directors
Jet Freight Logistics Limited

Date: 27th August, 2020

Place: Mumbai

NOTES:

1. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts concerning the business under Item Nos. 4 to 5 of the Notice, is annexed hereto. The relevant details, pursuant to Regulations 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at this Annual General Meeting ("AGM") are also annexed.
2. In view of the global outbreak of the COVID-19 pandemic, the Ministry of Corporate Affairs ('MCA') has vide its General Circular No. 20/2020 dated May 5, 2020 in relation to 'Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM) read with General Circular No. 14/2020 dated April 8, 2020 and the General Circular No. 17/2020 dated April 13, 2020 in relation to 'Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID-19' collectively referred to as 'MCA Circulars') and the Securities and Exchange Board of India ('SEBI') vide its circular dated May 12, 2020 in relation to 'Additional relaxation in relation to compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – COVID-19 pandemic' ('SEBI Circular') permitted the holding of the AGM through VC or OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Act, SEBI Listing Regulations and MCA Circulars & SEBI Circular, the 14th AGM of the Company is being held through VC/OAVM on Tuesday, September 22, 2020 at 11.30 a.m. The deemed venue for the 14th AGM will be C/706, Pramukh Plaza, Opp. Holy Family Church, Chakala, Andheri East, Mumbai-400099.

3. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS AND SEBI CIRCULAR THROUGH VC/OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS AND SEBI CIRCULAR, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ROUTE MAP AND ATTENDANCE SLIP ARE NOT ANNEXED TO THIS NOTICE.**
4. The Members can join the AGM in the VC/OAVM mode 30 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The Members will be able to view the proceedings on the Central Depository Services (India) Limited ('CDSL') website at www.evotingindia.com. The facility of participation at the AGM through VC/OAVM will be made available to all the shareholders of the Company.
5. Institutional Investors, who are Members of the Company, are encouraged to attend the 14th AGM through VC/OAVM mode and vote electronically. Pursuant to the provisions of the Act, the Institutional/Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorisation etc., authorising its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorisation shall be sent to the Scrutinizer at ir@jetfreight.in with a copy marked to helpdesk.evoting@cdslindia.com
6. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
7. In case of joint holders, the Member whose name appears as the first holder in the order of the names as per the Register of Members of the Company will be entitled to vote at the meeting.
8. In line with the MCA Circular dated May 5, 2020 and SEBI Circular dated May 12, 2020, the Notice of the AGM along with Annual Report for the FY 2019-2020 is being sent **only through electronic mode** to those Members whose e-mail addresses are registered with the Company/Depositories. The Notice convening the 14th AGM has been uploaded on the website of the Company at www.jetfreight.in and may also be accessed from the relevant section of the website of the National Stock Exchange of India Limited at www.nseindia.com. The Notice is also available on the website of CDSL at www.evotingindia.com
9. Members may pursuant to section 72 of the Companies Act 2013 read with Rule 19 of the Companies (Share Capital and Debentures) Rules 2014 file nomination in prescribed form SH-13 with the respective depository participant.
10. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
11. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts.

12. PROCESS FOR REGISTERING E-MAIL ADDRESS:

One-time registration of e-mail address with RTA for receiving the Annual Report for the FY 2019-2020 and cast votes electronically:

The Company has made special arrangements with RTA for registration of e-mail address of those Members who wish to receive the Annual Report for the FY 2019-2020 and cast votes electronically. Eligible Members whose e-mail addresses are not registered with the Company/DPs are required to provide the same to RTA on or before 5.00 p.m. (IST) on Tuesday, September 15, 2020.

Process to be followed for one-time registration of e-mail address is as follows:

- Visit the link: <https://bigshareonline.com/InvestorRegistration.aspx>
- Enter the DP ID & Client ID, PAN details and Name.
- System will verify the Client ID and PAN details.
- On successful verification, system will allow you to enter your e-mail address and mobile number.
- Enter your e-mail address and mobile number.
- The system will then ask for you to generate the OTP
- Once the OTP is entered, the system will confirm the e-mail address on successful verification.
- Your complete details are registered with the Company.

13. INSTRUCTIONS FOR E-VOTING AND JOINING THE AGM ARE AS FOLLOWS:

Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the SEBI Listing Regulations (as amended) and the MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with CDSL for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a Member using remote e-voting system as well as remote e-voting during the AGM will be provided by CDSL.

Members of the Company holding shares as on the cut-off date of Friday, September 18, 2020 may cast their vote by remote e-voting. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting before the AGM as well as remote e-voting during the AGM. Any person who acquires shares of the Company and becomes a Member of the Company after the dispatch of the Notice and holding shares as on the cut-off date i.e. Friday, September 18, 2020, may obtain the User ID and Password by sending a request at helpdesk.evoting@cdslindia.com or ir@jetfreight.in.

The remote e-voting period commences on Saturday, September 19, 2020 at 9.00 a.m. (IST) and ends on Monday, September 21, 2020 at 5.00 p.m. (IST). The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e. Friday, September 18, 2020.

Members will be provided with the facility for voting through electronic voting system during the VC/OAVM proceedings at the AGM and Members participating at the AGM, who have not already cast their vote on the resolution(s) by remote e-voting, will be eligible to exercise their right to vote on such resolution(s) upon announcement by the Chairman. Members who have cast their vote on resolution(s) by remote e-voting prior to the AGM will also be eligible to participate at the AGM through VC/OAVM but shall not be entitled to cast their vote on such resolution(s) again.

The remote e-voting module on the day of the AGM shall be disabled by CDSL, for voting 15 minutes after the conclusion of the Meeting.

14. THE INTRUCTIONS FOR SHAREHOLDRES FOR REMOTE E-VOTING ARE AS UNDER:

The shareholders should log on to the e-voting website www.evotingindia.com

Click on "Shareholders" module.

Now enter your User ID

- For CDSL: 16 digits beneficiary ID,
- For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

OR

Alternatively, if you are registered for CDSL's **EASI/EASIEST** e-services, you can log-in at <https://www.cdslindia.com> from **Login - Myeasi** using your login credentials. Once you successfully log-in to CDSL's **EASI/EASIEST** e-services, click on **e-Voting** option and proceed directly to cast your vote electronically.

- a) Next enter the Image Verification as displayed and Click on Login.

If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

If you are a first time user follow the steps given below:

For Shareholders holding shares in Demat Form and Physical Form	
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- b) After entering these details appropriately, click on "SUBMIT" tab.
- c) Shareholders 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.
- d) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- e) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- f) 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.
- g) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- h) 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.
- i) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- j) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- k) If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- l) Shareholders can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

15. PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

For Demat shareholders -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to **Company/RTA email id**.

16. INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

- i. Shareholder will be provided with a facility to attend the EGM/AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
- ii. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
- iii. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- iv. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- v. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at shraddha@jetfreight.in. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at shraddha@jetfreight.in. These queries will be replied to by the company suitably by email.
- vi. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

17. INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM/EGM ARE AS UNDER: -

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for Remote e-voting.

2. Only those shareholders, who are present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM/AGM.
3. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
4. Shareholders who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.

18. Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should 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.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; ir@jetfreight.in, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.
- If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or contact Mr. Nitin Kunder (022- 23058738) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).
- All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

19. Other Instructions:

- The e-voting period commences on Saturday, September 19, 2020 (9:00 a.m. IST) and ends on Monday, September 21, 2020 (5:00 p.m. IST). During this period, Members holding shares in dematerialized form, as on Friday, September 18, 2020 i.e. cut-off date, may cast their vote electronically
- The Board of Directors has appointed Ms. Jigyasa Ved (Membership No. FCS 6488 and CP No. 6018) or failing her, Ms. Sarvari Shah (Membership No. FCS 9697 and CP No. 11717) of M/s. Parikh & Associates, Practising Company Secretaries, as the Scrutinizer to scrutinize the remote e-voting process before and during the AGM in a fair and transparent manner.
- The Scrutinizer shall immediately after the conclusion of voting at the AGM, unblock and count the votes cast during the AGM, and votes cast through remote e-voting and make, not later than 48 hours of conclusion of the AGM, a consolidated Scrutinizer’s Report of the total votes cast in favor or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same.
- The results declared along with the Scrutinizer’s Report shall be placed on the website of the Company www.jetfreight.in and on the website of CDSL www.evotingindia.com immediately after the result is declared by the Chairman or any other person authorized by the Chairman and the same shall be communicated to National Stock Exchange of India Limited, where the shares of the Company are listed.

**By Order of the Board of Directors
Jet Freight Logistics Limited**

**Date: 27th August, 2020
Place: Mumbai**

**Shraddha Mehta
Company Secretary & Compliance Officer**

Explanatory Statement under Section 102 of the Companies Act, 2013:

Item No 4:

Pursuant to Section 161 of the Companies Act, 2013, read with the Articles of Association of the Company, Ms. Kamalika Guha Roy, (DIN: 08014285) was appointed as an Additional Director in the category of Independent Director, not liable to retire by rotation, by the Board with effect from September 13, 2019 to September 12, 2024 based on the recommendation of the Nomination & Remuneration Committee. Pursuant to the provisions of Section 161 of the Companies Act, 2013, Ms. Kamalika Guha Roy will hold office upto the date of the ensuing Annual General Meeting and is eligible to be appointed as a Director. In accordance with the provisions of Section 149 read with Schedule IV to the Act, appointment of an Independent Director requires approval of members.

A brief profile of the Independent Director to be appointed is given below:

Ms. Kamalika Guha Roy having DIN: 08014285 is an MCA (Masters of Computer Applications) who specializes in building technology-driven start-ups from scratch. In her 17+ years long career she has mentored several start-ups build products and teams from ground zero including her own. She started her career with a service-based technology company and gradually moved towards tech-enabled product companies, the combination of both helped her grow an enormous techno-functional knowledge-base in diverse business domains like retail, e-commerce, logistics, supply chain, finance, media services, distribution, food-tech, ed-tech, gaming, and many more. In January, 2018, she incorporated a technology start-up moving on from a 15 year-long corporate career and leaving behind a lucrative pay package. Her start-up is committed to building end-to-end scalable software products using multi-stack technologies and cloud computing for new-age enterprises. Kamalika, a strategic leader and thinker but above all, she is a dreamer who believes that she can accomplish her dreams through hard work, integrity, and sincerity.

The Board considers that her association would be of immense benefit to the Company and it is desirable to continue to avail services of Ms. Kamalika Guha Roy as an Independent Director. Accordingly, the Board recommends the resolution, for the approval by the shareholders of the Company as an ordinary resolution.

Ms. Kamalika Guha Roy fulfils the conditions specified in the Section 149(6) and other applicable provisions of the Companies Act, 2013 read with Schedule IV, the rules made there under to be appointed as an Independent Director of the Company.

Further details and current directorship of the Director is provided in the Annexure I to this Notice.

Ms. Kamalika Guha Roy does not hold any shares of the Company.

Except Ms. Kamalika Guha Roy, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 4.

Item No 5:

Pursuant to Section 161 of the Companies Act, 2013, read with the Articles of Association of the Company, Dr. Yasho Verdhan Verma, (DIN: 06389278) was appointed as an Additional Director in the category of Independent Director, not liable to retire by rotation, by the Board with effect from March 09, 2020 to March 08, 2025 based on the recommendation of the Nomination & Remuneration Committee. Pursuant to the provisions of Section 161 of the Companies Act, 2013, Dr. Yasho Verdhan Verma will hold office upto the date of the ensuing Annual General Meeting and is eligible to be appointed as Director. In accordance with the provisions of Section 149 read with Schedule IV to the Act, appointment of an Independent Director requires approval of members.

A brief profile of the Independent Director to be appointed is given below:

He is an Engineering graduate, Masters in personnel Management & Industrial Relations and Ph.D in organizational Behavior from IIT, Kharagpur. He started his career with TATA Steel in Jamshedpur and worked there for around 12 years. He has served as the CEO of MIRC Electronics Limited and also served in various capacities in LG Electronics India such as Director (Home Appliances), Chief Operating Officer of Indian Operations and Vice President (Human Resources). The Chairman further informed that presently, he is a member of Executive Board of FORE School of Management, Delhi and was a Director of Dena Bank.

The Board considers that his association would be of immense benefit to the Company and it is desirable to continue to avail services of Dr. Yasho Verdhan Verma as an Independent Director. Accordingly, the Board recommends the resolution, for the approval by the shareholders of the Company as an ordinary resolution.

Dr. Yasho Verdhan Verma fulfils the conditions specified in the Section 149(6) and other applicable provisions of the Companies Act, 2013 read with Schedule IV, the rules made there under to be appointed as an Independent Director of the Company.

Further details and current directorship of the Director is provided in the Annexure I to this Notice.

Dr. Yasho Verdhan Verma does not hold any shares of the Company.

Except Dr. Yasho Verdhan Verma, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 5.

**By Order of the Board of Directors
Jet Freight Logistics Limited**

**Date: 27th August, 2020
Place: Mumbai**

**Shraddha Mehta
Company Secretary & Compliance Officer**

“Annexure I”

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT 14th ANNUAL GENERAL MEETING [Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of the Secretarial Standard-2]

Name of the Director	Ms. Kamalika Guha Roy	Dr. Yasho Verdhan Verma
Date of Birth	05.05.1979	11.12.1957
Date of first appointment	13.09.2019	09.03.2020
Qualification	MCA (Masters of Computer Applications)	Engineering graduate, Masters in personnel Management & Industrial Relations and Ph.D in organizational Behavior from IIT, Kharagpur
Shareholding of directors	Nil	Nil
Directors Inter-se relationship & the KMP	No Relation	No Relation
Years of experience	17+ years	33 years
No. of Board Meeting attended in FY 2019-2020	3	Not Applicable
Area of expertise in specific functional areas/ Brief resume of Director	<p>Ms. Kamalika Guha Roy having DIN: 08014285 is an MCA (Masters of Computer Applications) who specializes in building technology-driven start-ups from scratch. In her 17+ years long career she has mentored several start-ups build products and teams from ground zero including her own. She started her career with a service-based technology company and gradually moved towards tech-enabled product companies, the combination of both helped her grow an enormous techno-functional knowledge-base in diverse business domains like retail, e-commerce, logistics, supply chain, finance, media services, distribution, food-tech, ed-tech, gaming, and many more. In January, 2018, she incorporated a technology start-up moving on from a 15 year-long corporate career and leaving behind a lucrative pay package. Her start-up is committed to building end-to-end scalable software products using multi-stack technologies and cloud computing for new-age enterprises. Kamalika, a strategic leader and thinker but above all, she is a dreamer who believes that she can accomplish her dreams through hard work, integrity, and sincerity.</p>	<p>He is an Engineering graduate, Masters in personnel Management & Industrial Relations and Ph.D in organizational Behavior from IIT, Kharagpur. He started his career with TATA Steel in Jamshedpur and worked there for around 12 years. He has served as the CEO of MIRC Electronics Limited and also served in various capacities in LG Electronics India such as Director (Home Appliances), Chief Operating Officer of Indian Operations and Vice President (Human Resources). The Chairman further informed that presently, he is a member of Executive Board of FORE School of Management, Delhi and was a Director of Dena Bank.</p>
Terms and conditions of appointment/ re-appointment & Remuneration sought for	Refer item No. 4	Refer item No. 5
Details of remuneration last drawn (2019-2020)	Not Applicable	Not Applicable
Directorship in other public companies	Nil	Panasonic AVC Networks India Company Limited, Rinac India Limited

Name of the Director	Ms. Kamalika Guha Roy	Dr. Yasho Verdhan Verma
Memberships / Chairmanships of committees of other public companies	Nil	Chairman of Audit Committee of Panasonic AVC Networks India Company Limited
Justification for choosing the appointee for appointment as Independent Director	The Board considers that her association would be of immense benefit to the Company and it is desirable to continue to avail services of Ms. Kamalika Guha Roy as an Independent Director.	The Board considers that his association would be of immense benefit to the Company based on the number of experience he has and also he has a good business strategic thinker. It is desirable to continue to avail services of Dr. Yasho Verdhan Verma as an Independent Director.

Name of the Director	Mr. Richard F Theknath
Date of Birth	05.10.1979
Date of first appointment	13.04.2006
Qualification	FMBA
Shareholding of directors	2650294 equity shares
Directors Inter-se relationship & the KMP	Brother of Mr. Dax Theknath & Son of Agnes Theknath, Directors
Years of experience	23
No. of Board Meeting attended in FY 2019-2020	8
Area of expertise in specific functional areas/ Brief resume of Director	During the 23 years of his career with jet freight, he has pioneered a new culture in the organization that is felicitous for an organization to be competitive in the industry. He has been working closely with the Jet freight team and has taken personal interest in creating and developing a committed, hardworking and skilled set of employees for his organization. Under his directorship, Jet Freight has received numerous awards one of them was for being No. 1 agent for 10 consecutive years, from various airlines like Air India, Cathay Pacific, Saudia Airlines, Gulf Air, Emirates etc.
Terms and conditions of appointment/ re-appointment & Remuneration sought for	Not Applicable
Details of remuneration last drawn (2019-2020)	Rs. 1,24,11,885/- per annum
Directorship in other public companies	Jet Freight Express Private Limited (WOS of the Company which is a deemed public company)
Memberships of Committees in other public companies	Nil

DIRECTOR'S REPORT

Dear Members,

The Directors have pleasure in presenting this 14th Annual Report on the affairs of the Company together with the Audited Statement of Accounts for the Financial Year ended on 31st March, 2020. The consolidated performance of the Company and its subsidiaries has been referred to wherever required.

FINANCIAL HIGHLIGHTS/ PERFORMANCE OF THE COMPANY:

The financial results for the year ended 31st March, 2020 and the corresponding figures for the last year are as under: -

(Rs. in lakhs)

Particulars	Consolidated		Standalone	
	Financial Year 2019-2020	Financial Year 2018-2019	Financial Year 2019-2020	Financial Year 2018-2019
Total Income (Gross)	30418.48	34394.93	30046.33	33787.59
Less : Expenses	30885.32	32983.46	30351.80	32754.54
Profit before interest, Depreciation and Tax	-466.84	1411.47	-305.47	1033.05
Less : Interest	445.74	339.01	435.64	336.38
Profit before Depreciation and Tax	-912.58	1072.46	-741.11	696.67
Less : Depreciation	129.54	88.77	-126.60	88.54
Profit before Tax	-1042.11	983.68	-867.70	608.13
Less : Provision for Taxation	-13.30	-176.60	-10.76	177.23
Profit after Tax	-1028.82	807.08	-856.94	430.90
Add : Balance B/F from Previous Year	1799.47	1081.66	1423.29	1081.66
Less: Issue of bonus shares	--	103.82	--	103.82
Less: Interim Dividend paid	--	5.80	--	5.80
Add: Income Tax Adjustments of prior years	--	20.35	--	20.35
Amount Available for Appropriation	770.65	1799.47	566.34	1423.29
APPROPRIATIONS:				
Transfer to General Reserve	--	--	--	--
Balance carried to Balance Sheet	770.65	1799.47	566.34	1423.29

IMPACT ON BUSINESS OWING TO COVID-19 PANDEMIC:

The CoVID-19 Pandemic has very adversely affected freight forwarding industry as a whole and more particularly the profitability of the company. The company is into international freight forwarding and mainly into perishable goods. This business is cyclical in the sense that January to March is peak season. The Company has major markets in Middle East, Europe & US. Early outbreak of COVID-19 in these markets since January 2020 has affected volumes of the Business to major extent, due to which company was not able to meet targets of the business in terms of volumes which would have enabled company to get additional incentives. Airline Incentives is one of the major source of income for the Company and the Company was consistently surpassing airline targets in the past. This year incentive figures are very minimal causing heavy loss.

The Company has done major nationwide expansion in terms of employment recruitment. But Company has not achieved volume due to this CoVID-19 Pandemic. Due to shortfall in revenue on account of lower volumes coupled with increased payroll cost of newly recruited business development team, has impacted the profitability of the company.

OVERVIEW OF AIR CARGO:

Industry-wide cargo capacity declined by 42.0% annually, stemming from the evaporation of the belly capacity of passenger aircraft. Airlines raised freighters capacity – notably by converting passenger aircraft into freighters – to meet demand. The capacity crunch is however likely to have led to some pent-up demand for air cargo. This drove the cargo load factor up 11.5 pts year-on-year in April to an all-time high level.

With COVID-19 having reached most regions of the world, lockdowns and travel restrictions were widespread in April 2020. This has depressed manufacturing activity and goods demand as well as affected cargo capacity. As a result, industry-wide cargo tonne kilometres (CTKs) contracted 27.7% year-on-year. This is the sharpest fall in the history of our industry-wide series started in 1990, worse than declines seen during the Global Financial Crisis (e.g. - 23.9% in January 2009).

Policies aiming at battling COVID-19 have also caused delays in the transportation and treatment of shipments. As indicated by the supplier delivery times component of the Manufacturing PMI – in which a value below 50 means longer delivery times – those delays increased in key exporting economies.

DIGITALISATION HERALDS A YOUTHFUL FUTURE FOR AIR CARGO

WITH technology transforming the business landscape worldwide, attracting young innovators has become critical for the future growth and prosperity of the global air cargo industry, writes Thelma Etim.

A report published by INSEAD, one of the world's leading graduate business schools, confirms that digitalisation, along with further globalisation, have ignited the demand for entrepreneurial talent.

"Entrepreneurship appears to be a decisive talent to succeed; all types of organizations have to attract and enhance entrepreneurial talent, in an era where ecosystems around the globe are drastically reshaped by digital transformation," observes Felipe Monteiro, INSEAD affiliate professor of strategy, academic director, and co-editor of the 2019 Global Talent Competitiveness Index report.

It finds that Switzerland continues to lead the ranking as the nation attracting the most talent, whilst Singapore and the United States are second and third respectively, as they were last year.

The top three is followed by Scandinavian countries, with Norway in fourth place, then Denmark, Finland, and Sweden seventh. Yemen finished at the bottom of this year's index at 125th, just below Congo, 124th, and Burundi 123rd. Abdulla Mohamed Shadid, managing director of Etihad Cargo, believes the airfreight division of Etihad Airways is in a position to entice new talent due to the airline's acute focus on digitalisation and on-going expansive training models.

EMERGENCE OF E-COMMERCE PROPELS DEMAND FOR AIR FREIGHT SERVICES

Despite being a costlier mode of transportation, the increasing demand for perishables, chemicals, and valuables, as well as the rising demand for just-in-time production of goods, has created a massive demand for air freight services. Presently, air freight is being impacted by the rise of e-commerce from both B2B and B2C perspectives. The evolving e-commerce has put pressure on sales channels for faster delivery and an optimum supply chain. This scenario brings opportunities for the third-party logistics and warehousing services to integrate with the air e-commerce channel. Owing to the continued growth in online shopping, many third-party logistics (3PLs) are offering more multi-modal services, which include air cargo service as a critical mode of transportation. Furthermore, the growth in the overall cross-border e-commerce is anticipated to boost the demand for the air cargo industry.

MIGRATION FROM NSE EMERGE PLATFORM TO NSE MAIN BOARD

The Company has received shareholder's approval by way of Special Resolution through Postal Ballot and E-voting on Thursday, May 09, 2019 for Migration from NSE Emerge Platform to NSE Main Board. However, the Company is yet to make till date, an application to National Stock Exchange for in principle approval and listing of such equity shares on Main Board.

INCREASE IN BORROWING POWERS OF THE BOARD AND AUTHORIZATION LIMIT TO SECURE THE BORROWINGS UNDER SECTION 180(1)(C) AND 180(1)(A) OF THE COMPANIES, ACT, 2013:

The Company has received shareholder's approval by way of Special Resolution at their 13th Annual General Meeting held on September 12, 2019 for increasing borrowing limits from Rs. 50 crores to Rs. 100 Crores, keeping in view the Company's existing and future additional financial requirements to support its business operations. For this purpose, the Company may, from time to time, raise finance from various Banks and/or Financial Institutions and/ or any other lending institutions and/or Bodies Corporate and/or such other persons/ individuals as may be considered fit, 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).

In order to facilitate securing the borrowings made by the Company, it would be necessary to create charge on the assets or whole or part of the undertaking of the Company. Further, Section 180(1)(a) of the Companies Act, 2013 provides for the power to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company which is also increased from Rs. 50 crores to Rs. 100 Crores at their 13th Annual General Meeting held on September 12, 2019.

DEALING WITH BANKS AND FINANCIAL INSTITUTIONS:

The Company had a cordial relationship with the bankers during the year whereby the required support in terms of enhancement in the working capital limits was adequately provided by the bankers. Multiple banking arrangements was entered into during the year in order to diversify the sources of funding required for growth. All the banks i.e State Bank of India and Kotak Mahindra Bank Limited are keen in supporting our future growth and would standby us in terms of their commitment to be a valued stakeholder of our company. In addition, the Company has availed Overdraft facility amounting to INR 8 Crores and Term Loan amounting to INR 2.7 Crores from Deutsche Bank AG during the Financial Year 2019-2020.

TRANSFER TO RESERVES:

The Company has made no transfer to reserves for the Financial Year 2019-2020.

DEPOSITORY SYSTEM:

The Company's equity shares are available for dematerialization through National Securities Depository Limited and Central Depository Services India Limited.

CHANGE IN THE NATURE OF BUSINESS:

During the year under review, there were no material changes in the nature of business of the company.

WHOLLY OWNED SUBSIDIARIES:

The Company has 2 wholly owned subsidiaries as on March 31, 2020. There are no associates or joint venture companies within the meaning of Section 2(6) of the Companies Act, 2013 ("Act"). There has been no material change in the nature of the business of the subsidiaries.

The Company has incorporated its two Wholly Owned Subsidiary (WOS) - Jet Freight Logistics FZCO on 01.04.2018 & Jet Freight Express Private Limited on 17.06.2018.

Pursuant to the provisions of Section 129(3) of the Act, a statement containing the salient features of financial statements of the Company's subsidiaries in Form AOC-1 is attached to the financial statements of the Company.

Further, pursuant to the provisions of Section 136 of the Act, the financial statements of the Company, consolidated financial statements along with relevant documents and separate audited financial statements in respect of subsidiaries, are available on the website of the Company <http://www.jetfreight.in/investor-relations>.

CORPORATE SOCIAL RESPONSIBILITY:

The Company has in place a CSR policy which provides guidelines to conduct CSR activities of the Company. The CSR policy is available on the website of the Company www.jetfreight.in. During the year, the Company was required to spend an amount of Rs. INR 13.30 lacs on CSR activities in the focused areas such as gender equality, education, aiding pregnant women through a Registered Trust named The Saved Pearl Foundation. However, the Company could not spend as it was facing the situation of liquidity constraints in its Business Operations. The Annual Report on CSR activities, in terms of Section 135 of the Companies Act, 2013 ('Act'), is annexed to this report (Annexure C).

During the Financial Year 2019-2020, the Committee met one time viz. on January 10, 2020.

DETAILS OF DIRECTORS OR KEY MANAGERIAL PERSONNEL:

- The Composition of Board of Directors and the details of Key Managerial Personnel for the Financial Year 2019-2020 are as follows:

Sr. No	Name of the Person	Category	With effect from and Tenure
1	Mr. Richard F Theknath	Managing Director & Key Managerial Personnel	20.06.2016 – for a period of 5 years
2	Mr. Dax F Theknath	Whole-Time Director & Key Managerial Personnel	20.06.2016 – for a period of 5 years
3	Mrs. Agnes F Theknath	Non -Executive Director	26.09.2012
4	Mr. Nikhil Sunil Arya	Independent Director	Resigned wef 03.06.2019.
5	Ms. Kamalika Guha Roy	Additional Director in the category of an Independent Director	11.09.2019 – for a period of 5 years.
6	Ms. Kamalika Guha Roy	Additional Director in the category of an Independent Director	Appointed 11.09.2019 upto the date of next AGM i.e. 13 th AGM held on September 12, 2019 and accordingly ceased as a Director of the Company on 12.09.2019.
7	Ms. Kamalika Guha Roy	Additional Director in the category of an Independent Director	Appointed again wef 13.09.2019– for a period of 5 years.
8	Ms. Sneha Sandeep Velani	Independent Director	Resigned wef 20.01.2020.
9	Dr. Yasho Verdhan Verma	Additional Director in the category of an Independent Director	09.03.2020 – for a period of 5 years.
10	Mr. Jabir S Contractor	Chief Financial Officer (Key Managerial Personnel)	Resigned wef 30.09.2019.
11	Mr. Prasad Prabhakar Gothivarekar	Chief Financial Officer (Key Managerial Personnel)	15.11.2019 – for a period of 5 years.

Sr. No	Name of the Person	Category	With effect from and Tenure
12	Ms. Shraddha P Mehta	Company Secretary & Compliance Officer (Key Managerial Personnel)	19.07.2016
13	Rex Quality Products Private Limited	Related Party	AAFCC7118P
14	Jet Logistix (OPC) Private Limited	Related Party	AADCJ8246M
15	Jet Freight Express Private Limited	Related Party	AAECJ2839D
16	Jet Freight Logistics FZCO	Related Party	--
17	R2D Freight Private Limited	Related Party	AAJCR5140G

➤ **Retire by Rotation:**

Pursuant to the provisions of section 152 of the Companies Act, 2013, the office of Mr. Richard F Theknath, (DIN: 01337478) Director is liable to retire by rotation at this Annual General Meeting, and being eligible, he has offered himself for re-appointment. Accordingly, the proposal for his re-appointment has been included in the Notice convening the Annual General Meeting of the Company.

A brief resume of directors seeking appointment/re-appointment consisting nature of expertise in specific functional areas and name of companies in which they hold directorship and/or membership/ chairmanships of committees of the respective Boards, shareholding and relationship between directorship inter-se as stipulated under Reg. 36(3) of the SEBI (LODR) Regulations, 2015, are given in the section of notice of AGM forming part of the Annual Report.

➤ **Cessation:**

Mr. Nikhil Sunil Arya & Ms. Sneh Sandeep Velani stepped down as Independent Director of the Company with effect from 03.06.2019 & 20.01.2020.

The Board expresses its gratitude towards Mr. Nikhil Sunil Arya & Ms. Sneh Sandeep Velani for their contributions to the Company. The Board acknowledges that the Company has immensely benefitted from their relevant knowledge and experience. The Board deeply appreciates Mr. Nikhil Sunil Arya & Ms. Sneh Sandeep Velani invaluable dedication and support during their period with the Company.

Mr. Jabir S Contractor resigned wef September 30, 2019 as a Chief Financial Officer (Key Managerial Personnel) of the Company. The contribution of Mr. Jabir Contractor to the welfare and growth of the company was acknowledged and placed on record by the Board of Directors of the Company.

➤ **Appointment:**

Based on the recommendations of the NRC, the Board of Directors appointed Mr. Prasad Prabhakar Gothivarekar as a Chief Financial Officer for a period of 5 years with effect from November 15, 2019.

Based on the recommendations of the NRC, Ms. Kamalika Guha Roy who was appointed as an Additional Director at the Meeting of the Board of Directors held on September 11, 2019 upto the date of next AGM i.e. 13th AGM held on September 12, 2019 and accordingly ceased as a Director of the Company on September 12, 2019. The Board of Directors of the Company have at their Meeting held on September 13, 2019, discussed and approved her appointment again, subject to approval of the shareholders, as an Additional Director in the category of an Independent Director pursuant to Section 161 of the Companies Act, 2013 and the rules made thereunder who shall hold office upto the date of next AGM (i.e. 14th AGM).

Based on the recommendations of the NRC, the Board of Directors appointed Dr. Yasho Verdhan Verma as an Additional Director in the category of Independent Director for a period of 5 years with effect from March 09, 2020 subject to approval of the shareholders at the upcoming 14th Annual General Meeting of the Company.

The profile and particulars of experience, attributes, and skills that qualify Ms. Kamalika Guha Roy & Dr. Yasho Verdhan Verma for Board memberships, are disclosed in the said Notice.

COMMITTEES OF THE BOARD:

I. The Board has constituted various committees in accordance with the provisions of the Companies Act, 2013, the details of which are given as under:

1. Audit Committee,
2. Nomination and Remuneration Committee,
3. Stakeholders Relationship Committee,
4. Corporate Social Responsibility Committee.

1. Audit Committee :

The Company had initially constituted an Audit Committee, as per the provisions of Section 177 of the Companies Act, 2013, vide resolution passed in the meeting of the Board of Directors held on July 25, 2016.

The committee presently comprises the following three (3) directors:

Composition of Audit Committee:

Name of the Director	Status	Nature of Directorship
Ms. Kamalika Guha Roy	Chairman	Additional Director in the category of an Independent Director
Dr. Yasho Verdhan Verma	Member	Additional Director in the category of an Independent Director
Mrs. Agnes Francis Theknath	Member	Non-Executive Director

During the Financial Year 2019-2020, the Audit Committee of the Board of Directors met Four times viz. on 29.05.2019, 08.08.2019, 14.11.2019 and 10.01.2020.

During the year under review, there were no instances when the recommendations of the Audit Committee were not accepted by the Board.

2. Nomination and Remuneration Committee

The Company has constituted a Nomination and Remuneration Committee. The constitution of the Nomination and Remuneration Committee as per the provisions of Section 178 of the Companies Act, 2013 was approved by a Meeting of the Board of Directors held on July 25, 2016.

The Board has framed the Nomination & Remuneration Committee which ensures effective compliances as mentioned in section 178 of the Companies Act 2013.

Composition of Nomination and Remuneration Committee:

Name of the Director	Status	Nature of Directorship
Ms. Kamalika Guha Roy	Chairman	Additional Director in the category of an Independent Director
Dr. Yasho Verdhan Verma	Member	Additional Director in the category of an Independent Director
Mrs. Agnes Francis Theknath	Member	Non-Executive Director

During the Financial Year 2019-2020, the Nomination and Remuneration Committee of the Board of Directors met five times viz. on 29.05.2019, 11.09.2019, 13.09.2019, 14.11.2019 and 09.03.2020.

3. Stakeholders Relationship Committee

The Company has constituted a Stakeholder's Relationship Committee to redress the complaints of the shareholders. The Stakeholder's Relationship Committee was constituted as per the provisions of Section 178(5) of the Companies Act, 2013 vide resolution passed at the meeting of the Board of Directors held on October 23, 2016.

Composition of Stakeholder's Relationship Committee:

Name of the Director	Status	Nature of Directorship
Mrs. Agnes Francis Theknath	Chairperson	Non-Executive Women Director
Ms. Kamalika Guha Roy	Member	Additional Director in the category of an Independent Director
Mr. Dax Francis Theknath	Member	Whole-Time Director

During the Financial Year 2019-2020, the Stakeholder's Relationship Committee of the Board of Directors met Two times viz. on 29.05.2019 and 14.11.2019.

4. Corporate Social Responsibility Committee:

The Company has constituted a Corporate Social Responsibility (CSR) Committee, as per the provisions of Section 135 of the Companies Act, 2013, vide resolution passed in the meeting of the Board of Directors held on February 28, 2018.

The committee presently comprises the following three (3) directors:

Composition of CSR Committee:

Name of the Director	Status	Nature of Directorship
Mr. Dax Francis Theknath	Chairman	Whole-Time Director
Ms. Kamalika Guha Roy	Member	Additional Director in the category of an Independent Director
Dr. Yasho Verdhan Verma	Member	Additional Director in the category of an Independent Director

During the Financial Year 2019-2020, the Corporate Social Responsibility Committee of the Board of Directors met once viz. on 10.01.2020.

II. The Board constitutes additional functional committees, from time to time, depending upon the business needs.

CREDIT RATING OF THE COMPANY:

Your company got a two notch rating upgrade by Brickworks Rating Agency from BB+ to BBB- which is as investment grade based on its financial results for FY 2017-2018. However, such rating was continued in the FY 2019-2020.

MATERIAL CHANGES BETWEEN THE END OF FINANCIAL YEAR AND DATE OF THE BOARD REPORT:

The following activities have been carried out by the Company from the end of the Financial Year till the date of signing of the Directors Report affecting the financial position of the Company detailed as under -:

- The Company has availed Rs. 99 Lakhs from State Bank of India as an additional Working Capital Limit by way of ad-hoc facility to cope with temporary cash flow mismatch due to CoVID-19 Pandemic.
- In April, 2020, your company has received CRISIL BBB- /Stable (Reaffirmed) rating from CRISIL on its Long Term Bank Facilities and CRISIL A3 (Reaffirmed) on its Short Term Bank Facilities.

VIGIL MECHANISM:

A fraud and corruption free environment in a company is the objective and in view of that, a Vigil Mechanism (Whistle Blower) Policy has been adopted by the Board for directors and employees, which is uploaded on the website of the company www.jetfreight.in pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013. No complaint of this nature has been received by the Audit Committee during the year under review.

EXTRACT OF THE ANNUAL RETURN IN FORM MGT-9:

As per the requirements of Section 92(3) of the Act and Rules framed thereunder, the extract of the annual return for FY 2019-2020 is given in **Annexure A** in the prescribed Form No. MGT-9, which is a part of this report. The same is available on <http://www.jetfreight.in/wp-content/uploads/2020/08/MGT-9-Extract-of-Annual-Return-for-the-FY-2019-2020.pdf>

STATUTORY AUDITOR:

The Members of the Company at their 13th Annual General Meeting held on September 12, 2019 appointed M/s S. C. Mehra & Associates LLP (R. No. 106156W/ W100305), Statutory Auditors of the Company for the another period of five years i.e. commencing from the conclusion of the 13th AGM till the conclusion of 18th Annual General Meeting.

M/s. S. C. Mehra & Associates LLP has audited the book of accounts of the Company for the Financial Year ended March 31, 2020 and have issued the Auditors' Report thereon. There are no qualifications or reservations or adverse remarks or disclaimers in the said Report.

In terms of the provisions relating to statutory auditors forming part of the Companies Amendment Act, 2017 notified on May 07, 2018, ratification of appointment of Statutory Auditors at every AGM is no more a legal requirement. Accordingly, the Notice convening the ensuing AGM does not carry any resolution on ratification of appointment of Statutory Auditors.

AUDITORS' REPORT:

The report of the Statutory Auditors on Standalone & Consolidated Financial Statements forms a part of the Annual Report. There are no specifications, reservations, adverse remarks on disclosure by the Statutory Auditors in their report. They have not reported any incident of fraud to the Audit Committee of the Company during the year under review.

SECRETARIAL AUDITOR:

Section 204 of the Companies Act, 2013 inter-alia requires every listed company to annex with its Board's report, a Secretarial Audit Report given by a Company Secretary in practice, in the prescribed form. The Board appointed Parikh & Associates (Registration No. P1988MH009800), Practicing Company Secretaries, as Secretarial Auditor to conduct Secretarial Audit of the Company for the Financial Year 2019-2020 and their report is annexed to this report as '**Annexure-B**'.

There are no qualifications or reservations or adverse remarks or disclaimers in the said Report.

The Board has also appointed Parikh & Associates as Secretarial Auditor to conduct Secretarial Audit of the Company for Financial Year 2020-2021.

INTERNAL FINANCIAL CONTROL WITH REFERENCE TO FINANCIAL STATEMENTS

The Company has adequate financial control procedure commensurate with its size and nature of business. These controls include well defined policies, guidelines, standard operating procedure, authorization and approval procedures. The internal financial control of the company are adequate to ensure the accuracy and completeness of the accounting records, timely preparation of reliable financial information, prevention and detection of frauds and errors, safeguarding of the assets, and that the business is conducted in an orderly and efficient manner.

DEPOSITS:

The Company has not invited/ accepted any deposits from the public during the year ended March 31, 2020. Hence, there were no unclaimed or unpaid deposits as on March 31, 2020.

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

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

NUMBER OF MEETING OF THE BOARD:

During the Financial Year 2019-2020, the Board of Directors met eight times viz. on 05.04.2019, 29.05.2019, 08.08.2019, 11.09.2019, 13.09.2019, 14.11.2019, 10.01.2020 and 09.03.2020.

THE NAMES OF COMPANIES WHICH HAVE BECOME OR CEASED TO BE ITS SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES DURING THE FINANCIAL YEAR 2019-2020:

The Company does not have any Subsidiaries, Joint Ventures or Associate companies during the financial year 2019-2020 except for the WOS as mentioned above in this report.

DIRECTORS' RESPONSIBILITY STATEMENT:

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

- (i) in the preparation of the annual accounts for the financial year ended 31st March, 2020, the applicable accounting standards read with requirements set out under Schedule III to the Act have been followed along with proper explanation relating to material departures;
- (ii) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at March 31, 2020 and of the profit and loss of the company for that period;
- (iii) the Directors 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 fraud and other irregularities;
- (iv) the Directors have prepared the annual accounts on a going concern basis;
- (v) the Directors have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- (vi) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

RISK MANAGEMENT:

The Company has developed and implemented a Risk Management Policy which identifies major risks which may threaten the existence of the Company. The same has also been adopted by our Board and is also subject to its review from time to time. Risk mitigation process and measures have been also formulated and clearly spelled out in the said policy.

A STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTORS UNDER SUB-SECTION (6) OF SECTION 149 OF THE COMPANIES ACT, 2013:

The Company has received necessary declarations from Mr. Nikhil Sunil Arya, Ms. Sneh Sandeep Velani, Former Independent Directors and Ms. Kamalika Guha Roy, Dr. Yasho Verdhan Verma, Independent Directors of the company pursuant to the requirement of section 149(7) of the Companies Act 2013, that they fulfil the criteria of independence laid down in section 149(6) of the Companies Act 2013.

COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION INCLUDING CRITERIA FOR DETERMINING QUALIFICATIONS, POSITIVE ATTRIBUTES, INDEPENDENCE OF A DIRECTOR AND OTHER MATTERS PROVIDED UNDER SUB-SECTION (3) OF SECTION 178:

A policy known as "Appointment criteria for Directors & Senior Management and their Remuneration Policy" approved by the Nomination and Remuneration Committee and Board is followed by the Company on remuneration of Directors and Senior Management employees as required under Section 178(3) of the Companies Act, 2013 and Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014. The Policy aims at attracting and retaining high caliber personnel from diverse educational fields and with varied experience to serve on the Board for guiding the Management team to enhanced organizational performance.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013:

Particulars of loans given, investments made, guarantees given and securities provided along with the purpose for which the loan or guarantee or security is proposed to be utilized by the recipient under the provisions of Section 186 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 amended from time to time, are forming part of the notes to the financial statements provided in this Annual Report.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES REFERRED TO IN SUB-SECTION (1) OF SECTION 188 OF THE COMPANIES ACT, 2013:

The particulars of material contracts or arrangements made with related parties referred to in section 188(1) of the Companies Act 2013, in the prescribed form AOC-2 is appended as '**Annexure D**' to the Boards' Report.

PARTICULARS OF EMPLOYEE:

Details in terms of the provisions of Section 197 of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration) Rules 2014, the names and other particulars of the employee are appended as '**Annexure E**' to the Boards' Report.

The ratio of remuneration of each Director to the median employee's remuneration and other details in terms of Section 197(12) of the Companies Act, 2013 read along with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed herewith as '**Annexure E**' and forms part of this Report.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:

The information under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 for the year ended March 31, 2020 is given below:

A. Conservation of Energy:**i) The steps taken or impact on conservation of energy:**

The operations of the Company do not involve high energy consumption. However, the Company has for many years now been laying great emphasis on the Conservation of Energy and has taken several measures including regular monitoring of consumption, implementation of viable energy saving proposals, improved maintenance of systems etc.

ii) The steps taken by the Company for utilizing alternate sources of energy: Nil**iii) The capital investment on energy conservation equipments: Nil****B. Technology Absorption:****i) The efforts made towards technology absorption : Nil****ii) The benefits derived like product improvement, cost reduction, product development or import substitution: Nil****iii) In case of imported technology (imported during the last three years reckoned from the beginning of the Financial Year):**

a) the details of technology	Nil
b) the year of Import	
c) whether the technology been fully absorbed	
d) If not fully absorbed, areas where this has not taken place, reasons therefore and future plan of action	

iv) The expenditure incurred on Research and Development during the year included in the manufacturing cost.- Nil**C. Foreign Exchange Earnings and Outgo:**

(Figures in Rupees)

Particulars	2019-2020	2018-2019
Foreign Exchange Earnings	10,20,44,390	5,61,24,500
Foreign Exchange outgo	1,32,67,764	67,14,109

FORMAL ANNUAL EVALUATION MADE BY THE BOARD OF ITS OWN PERFORMANCE AND THAT OF ITS COMMITTEES AND INDIVIDUAL DIRECTORS:

Pursuant to Section 134(3) read with Rule 8(4) of the Companies (Account) Rules, 2014 & Section 178(2) of the Companies Act, 2013, a formal annual evaluation needs to be conducted by the Board of its own performance and that of its committees and individual directors. Schedule IV to the Companies Act 2013 states that the performance evaluation of Independent Directors shall be done by the entire Board of Directors, excluding the Director being evaluated.

The Board based on evaluation criteria recommended by the 'Nomination and Remuneration Committee' and 'Code for Independent Directors' evaluated the performance of Board members.

The Board after due discussion and taking into consideration of the various aspects such as Knowledge and skills, Competency, Financial literacy, Attendance at the Meeting, Responsibility towards the Board, Qualifications, Experience, Fulfillment of functions assigned to him, Ability to function as a team, Initiative Availability & Attendance, Commitment, Contribution; expressed their satisfaction with the evaluation process and performance of the Board.

DISCLOSURES UNDER THE SEXUAL HARRASMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

The Company has been employing women employees in various cadres within its Registered Office and its Branches. The Company has in place a policy against Sexual Harassment in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. Internal Complaint Committees is set up to redress complaints if received and are monitored on regular basis. During the year under review, the Company did not receive any complaint regarding sexual harassment.

SECRETARIAL STANDARDS:

The Company has in place proper systems to ensure compliance with the provisions of the applicable secretarial standards issued by The Institute of Company Secretaries of India and such systems are adequate and operating effectively

AWARDS & ACHIEVEMENTS:

Your Company has a long list of Awards and Recognition from the Airlines during its long legacy of three decades. The Company has been felicitated at various forums by valuable stakeholders in the business. To highlight a few of its achievements during the Financial Year 2019-2020, a list is as given below:

Sr. No.	Airline	Awarded for	Year
1	Cathay Pacific	Ranked 5 in Air Cargo	2019
2	Cargo Connect	Perishable & Time Sensitive Cargo Agent of the Year	2020
3	Emirates	Top Cargo Agent-Bangalore	2019

IMPACT ANALYSIS OF MAJOR EVENTS DURING THE YEAR ON THE COMPANY PERFORMANCE:

- Digital Drive:

Etihaad Cargo has continued to digitise its offering by becoming the latest carrier to sign up to the cargo.one booking platform. Starting this week, freight forwarders will be able to instantly book cargo space on Etihaad’s aircraft through the digital platform.

Etihaad Aviation Group’s managing director cargo and logistics services Abdulla Mohamed Shadid told Air Cargo News this is the latest step in the cargo carrier’s digital development, which it started just over one year ago when it went live with the IBS iCargo system. “As we have navigated the last 12 months, the journey has been quite remarkable and our customers’ keenness to move to online booking has been beyond our expectations,” he said.

Claussen added that Etihaad Cargo is not the first Middle East-based carrier to put its capacity on cargo.one, but the addition will help expand the number of origins and destinations that forwarders using the platform are able to access because of the number of connection the airline offers from Abu Dhabi.

Your Company has also benefitted with such a booking platform as our exports are mainly to gulf countries.

- Gross margins:

The company is fully optimistic for financial results in spite of a dip in the crucial numbers due Covid-19 impact being felt world over by the last quarter of Financial Year 2019-2020. Gross margins have shrunk from 8.66% to 5.39% as compared to previous year. Low volumes accompanied with increase in the freight rates have dented the margins. Further, we have not been adequately incentivized by the airlines due to low volumes which would have otherwise directly added to our margins.

ACKNOWLEDGEMENTS

Your Directors take this opportunity to place on record their appreciation and sincere gratitude to the Government of India, Government of Maharashtra, Bankers to the Company, the Airlines, customer, its employees/consultants for their valuable support and look forward to their continued co-operation in the years to come.

Your Directors acknowledge the support and co-operation received from the employees and all those who have helped in the day to day management.

For and on behalf of the Board of Directors
For **JET FREIGHT LOGISTICS LIMITED**

Richard Theknath
Managing Director
DIN : 01337478

Dax Theknath
Whole-time Director
DIN: 01338030

Place: **MUMBAI**
Dated: **27.08.2020**

Form No. MGT-9:**EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON 31.03.2020.**

[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:

CIN	L63090MH2006PLC161114
Registration Date	13.04.2006
Name of the Company	Jet Freight Logistics Limited
Category Sub-Category of the Company	Company Limited By Shares Indian Non-Government Company (Public Listed Company)
Address of the Registered office of the and contact details	C/706, Pramukh Plaza, Cardinal Gracious Road, Opp. Holy Family Church, Chakala, Andheri East, Mumbai-400099. Phone No. +91 22 61043700
Whether listed company	Yes
Name, Address and Contact details of Registrar and Transfer Agent, if any	Bigshare Services Private Limited, 1 st Floor, Bharat Tin Works Building, Opp. Vasant oasis apartments (Next To Keys Hotel), Marol Maroshi Road, Andheri East, Mumbai – 400059. Phone: +91 022 – 62638200

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated:-

Sr. No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the company
1	Freight Air Transport	5120	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sr. No.	Name And Address Of The Company	CIN/GLN	Holding/ Subsidiary /Associate	% of shares held	Applicable Section
1.	Jet Freight Logistics FZCO DAFZA 2W Building, 4th Floor 405-B, P.O. Box 54362, Dubai Airport Freezone.	Not Applicable	Subsidiary	100	2(87)
2.	Jet Freight Express Private Limited C/706, Pramukh Plaza, Cardinal Gracious Road, Opp. Holy Family Church, Chakala, Andheri East, Mumbai-400099.	U62100MH2018PTC310863	Subsidiary	100	2(87)

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

i. Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year- 01.04.2019				No. of Shares held at the end of the year- 31.03.2020				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter									
• Indian									
a) Individual/ HUF	7996940	0	7996940	68.93	8028940	0	8028940	69.21	0.28
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
Sub-Total(A)(1)	7996946	0	7996946	68.93	8028946	0	8028946	69.21	0.28
• Foreign									
g) NRIs-Individuals	-	-	-	-	-	-	-	-	-
h) Other-Individuals	-	-	-	-	-	-	-	-	-
i) Bodies Corp.	-	-	-	-	-	-	-	-	-
j) Banks / FI	-	-	-	-	-	-	-	-	-
k) Any Other....	-	-	-	-	-	-	-	-	-
Sub-Total(A)(2)	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoters (1+2)	7996946	0	7996946	68.93	8028946	0	8028946	69.21	0.28
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks /FI	-	-	-	-	-	-	-	-	-
c) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt.(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total(B)(1)	-	-	-	-	-	-	-	-	-
2.Non Institutions									
a) Bodies Corp.									
(i) Indian	100000	0	100000	0.86	188000	0	188000	1.62	0.76
(ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
(i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	796732	0	796732	6.87	619200	0	619200	5.34	(1.53)
(ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	2532000	0	2532000	21.83	2512000	0	2512000	21.65	(0.17)
c) HUF	0	0	0	0.00	130800	0	130800	1.13	1.13
d) Trusts	12000	0	12000	0.10	12000	0	12000	0.10	0.00
e) Clearing Members	139268	0	139268	1.20	80000	0	80000	0.69	(0.51)
f) Others (Non Resident Indians Repat)	20000	0	20000	0.17	20000	0	20000	0.17	0.00
g) Others (Non Resident Indians Non Repat)	4000	0	4000	0.03	10000	0	10000	0.09	0.05
Sub-total(B)(2)	3604000	0	3604000	31.07	3572000	0	3572000	30.79	(0.28)
Total Public Shareholding (B)=(B)(1)+(B)(2)	3604000	0	3604000	31.07	3572000	0	3572000	30.79	(0.28)
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	11600946	0	11600946	100.00	11600946	0	11600946	100.00	(0.00)

Mr. Richard Francis Theknath purchased 32,000 equity shares through open market during the FY 2019-2020 which comprises to 0.28% of the paid up share capital of the Company.

ii. **Shareholding of Promoters (including Promoter Group):**

Sr. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Richard F. Theknath	2618294	22.57	3.02	2650294	22.85	10.34	0.28
2	Dax F. Theknath	2384000	20.55	4.31	2384000	20.55	6.46	--
3	Agnes F. Theknath	2994642	25.81	25.77	2994642	25.81	25.77	--
4	Arlene R. Theknath	4	0	-	4	0	-	--
5	Christina D. Theknath	2	0	-	2	0	-	--
6	Elizabeth Muriel Dias	2	0	-	2	0	-	--
7	Achamma Coutinho	2	0	-	2	0	-	--

iii. **Change in Promoters' Share holding (please specify, if there is no change):**

Sr. no		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.					
2.	At the beginning of the year	7996946	68.93	8028946	69.21
3.	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase/ decrease (e.g. allotment / transfer / bonus/ sweat equity etc)	Mr. Richard Francis Theknath purchased 32,000 equity shares through open market during the FY 2019-2020 which comprises to 0.28% of the paid up share capital of the Company.			
4.	At the End of the year	7996946	68.93	8028946	69.21

iv. **Shareholding Pattern of top ten Shareholders (other than Directors, Promoters & Holders of GDRs & ADRs):**

Sr. No.	Name	No. of Shares at the beginning/ End of the year	Date	Increase/ Decrease in share-holding	Reason	Number of Shares	Percentage of total shares of the company
1	MUKUL MAHAVIR AGARWAL	1024000	30-Mar-2019	0		1024000	8.83
		1024000	31-Mar-2020	0		1024000	8.83
2	RASHMI AGARWAL	128000	30-Mar-2019	0		128000	1.10
		128000	31-Mar-2020	0		128000	1.10
3	NIDHI BIYANI	124000	30-Mar-2019	0		124000	1.07
			05-Apr-2019	-4000	Sell	120000	1.03
		120000	31-Mar-2020	0		120000	1.03
4	LAXMI KANT BIYANI	104000	30-Mar-2019	0		104000	0.90
		104000	31-Mar-2020	0		104000	0.90
5	SWAPNEEL A SHAH	100000	30-Mar-2019	0		100000	0.86
		100000	31-Mar-2020	0		100000	0.86
6	VINOD SOMANI	96000	30-Mar-2019	0		96000	0.83
			05-Apr-2019	-4000	Sell	92000	0.79
			03-May-2019	-4000	Sell	88000	0.76
			07-Jun-2019	-88000	Sell	0	0.00
			31-Mar-2020	0		0	0.00

Sr. No.	Name	No. of Shares at the beginning/ End of the year	Date	Increase/ Decrease in share-holding	Reason	Number of Shares	Percentage of total shares of the company
7	SHIV KUMAR GARG	56000	30-Mar-2019	0		56000	0.48
			03-May-2019	4000	Buy	60000	0.52
			12-Jul-2019	4000	Buy	64000	0.55
			28-Feb-2020	20000	Buy	84000	0.72
			20-Mar-2020	8000	Buy	92000	0.79
		92000	31-Mar-2020	0		92000	0.79
8	HARYANA REFRACTORIES PRIVATE LIMITED	0	30-Mar-2019			0	0.00
			21-Jun-2019	52000	Buy	52000	0.45
			30-Aug-2019	40000	Buy	92000	0.79
		92000	31-Mar-2020	0		92000	0.79
9	KAILASH CHANDRA KABRA	12000	30-Mar-2019	0		12000	0.10
			07-Jun-2019	4000	Buy	16000	0.14
			28-Jun-2019	4000	Buy	20000	0.17
			12-Jul-2019	4000	Buy	24000	0.21
			15-Nov-2019	8000	Buy	32000	0.28
			29-Nov-2019	4000	Buy	36000	0.31
			27-Dec-2019	4000	Buy	40000	0.34
			17-Jan-2020	8000	Buy	48000	0.41
			31-Jan-2020	4000	Buy	52000	0.45
			07-Feb-2020	4000	Buy	56000	0.48
			14-Feb-2020	8000	Buy	64000	0.55
			06-Mar-2020	8000	Buy	72000	0.62
			20-Mar-2020	4000	Buy	76000	0.66
		76000	31-Mar-2020	0		76000	0.66
10	EDELWEISS CUSTODIAL SERVICES LIMITED	0	30-Mar-2019			0	0.00
			26-Jul-2019	80000	Buy	80000	0.69
			30-Sep-2019	-80000	Sell	0	0.00
			03-Jan-2020	80000	Buy	80000	0.69
			20-Mar-2020	-8000	Sell	72000	0.62
		72000	31-Mar-2020	0		72000	0.62

Note: The above information is based on the weekly beneficiary position received from Depositories.

v. Shareholding of Directors & Key Managerial Personnel:

Sl. No	Name of shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the company	No of shares	% of total shares of the company
1	Mr. Richard F Theknath Managing Director	2618294	22.57	2650294	22.85
2	Mr. Dax F Theknath Whole-time Director	2384000	20.55	2384000	20.55
3	Mrs. Agnes F Theknath Non-Executive Director	2994642	25.81	2994642	25.81

Note: Except above stated, none of the other Director and KMP hold any shares in the Company as on 31.03.2020.

V. INDEBTEDNESS

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

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total
Indebtedness at the beginning of the financial year				
i) Principal Amount	67055771	27148731	Nil	94204502
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i+ii+iii)	67055771	27148731	Nil	94204502
Change in Indebtedness during the financial year				
- Addition	--	12480088	Nil	600876
- Reduction	-11879212	--	Nil	Nil
Net Change	-11879212	12480088	Nil	600876
Indebtedness at the end of the financial year				
i) Principal Amount	78934983	14668643	Nil	93603626
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i+ii+iii)	78934983	14668643	Nil	93603626

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:**A. Remuneration to Managing Director, Whole-time Directors, Manager, Key Managerial Personnel:**

Sl. No.	Particulars of Remuneration	Managing Director	Whole-Time Director	Chief Financial Officer	Chief Financial Officer	Company Secretary	Total Amount
		Richard Theknath	Dax Theknath	Jabir Contractor ¹	Prasad Prabhakar Gothivarekar ²	Shraddha Mehta	
1.	Gross salary						
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	12411885	9494228	1206206	1329600	676665	25118585
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0	0	0	0	0	0
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961.	0	0	0	0	0	0
2.	Stock Option	0	0	0	0	0	0
3.	Sweat Equity	0	0	0	0	0	0
4.	Commission - as % of profit - others, specify	0	0	0	0	0	0
5.	Others, please specify	0	0	0	0	0	0
	Total(A)	12411885	9494228	1206206	1329600	676665	25118585
	Ceiling as per the Act	Within Schedule V of the Act	Within Schedule V of the Act	--	--	--	--

1. Mr. Jabir Contractor resigned wef 30.09.2019.

2. Mr. Prasad Prabhakar Gothivarekar resigned wef 15.11.2019.

B. Remuneration to other Directors:

Particulars of Remuneration	Name of Independent Directors				Total Amount
	Nikhil Sunil Arya ¹	Sneh Sandeep Velani ²	Kamalika Guha Roy ³	Dr. Yasho Verdhan Verma ⁴	
Fee for attending board/ committee meetings	20,000	45000	80000	--	145000
·Commission	0	0	0	0	0
·Others, please specify	0	0	0	0	0
Total(1)	20,000	45000	80000	--	145000
<u>Other Non-Executive Directors</u>	0	0	0	0	0
Fee for attending board / committee meetings					
·Commission	0	0	0	0	0
·Others, please specify	0	0	0	0	0
Total(2)	0	0	0	0	0
Total(B)=(1+2)	20,000	45000	80000	--	145000

1. *Mr. Nikhil Sunil Arya resigned wef 03.06.2019.*
2. *Ms. Sneh Sandeep Velani resigned wef 20.01.2020.*
3. *Ms. Kamalika Guha Roy who was appointed wef 11.09.2019 was holding directorship till the upcoming AGM held on 12.09.2019. Hence she was appointed again wef 13.09.2019.*
4. *Dr. Yasho Verdhan Verma was appointed wef 09.03.2020.*

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:- NONE

RICHARD THEKNATH
MANAGING DIRECTOR
DIN: **01337478**

DAX THEKNATH
WHOLE-TIME DIRECTOR
DIN: **01338030**

Place: Mumbai

Date : 27.08.2020

FORM No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2020

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

To,
The Members,
Jet Freight Logistics Limited

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Jet Freight Logistics Limited (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

The Company is listed on the SME Emerge Platform of National Stock Exchange of India Ltd (NSE).

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company, the information to the extent provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, the explanations and clarifications given to us and the representations made by the Management and considering the relaxations granted by The Ministry of Corporate Affairs warranted due to the spread of the COVID-19 pandemic, we hereby report that in our opinion, the Company has during the audit period covering the financial year ended on 31st March, 2020, generally complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records made available to us and 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;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act')
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; (Not applicable to the Company during the audit period)
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amendments from time to time;
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not applicable to the Company during the audit period)
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable to the Company during the audit period)
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not applicable to the Company during the audit period) and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not applicable to the Company during the audit period)

(vi) Other laws specifically applicable to the Company namely;

1. Customs Act, 1962.
2. The Carriage by Air Act, 1972.
3. The Multimodal Transportation of Goods Act, 1993.
4. International Air Transport Association, 1945.
5. IATA Dangerous Goods Regulations

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India with respect to board and general meetings.
- (ii) The Listing Agreements entered into by the Company with NSE Limited read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, standards etc. mentioned above. The Company has not spent any amount as against the amount of Rs. 13.30 lakhs to be spent during the year towards Corporate Social Responsibility.

We further report that:

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

Adequate notice was 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.

Decisions at the Board Meetings were taken unanimously.

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 during the audit period the Company had following events which had bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

We further report that during the audit period the Company no events occurred which had bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc.

For Parikh & Associates
Company Secretaries

Signature:
Jigyasa N. Ved
Partner
FCS No: 6488
CP No: 6018

Place: Mumbai
Date: 27.08.2020

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
Jet Freight Logistics Limited

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

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process 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 procedure 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 Parikh & Associates
Company Secretaries

Signature:
Jigyasa N. Ved
Partner
FCS No: 6488
CP No: 6018

Place: Mumbai
Date: 27.08.2020

Annual Report on Corporate Social Responsibility Activities

[Pursuant to Section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014]

1. Overview of the Corporate Social Responsibility ('CSR') Policy:

Our CSR Policy ('Policy') was adopted via resolution No. 01/2017-2018 passed by circulation by the Members of the Board on March 19, 2018 in terms of provisions of section 175 of the Companies Act, 2013 which was subsequently ratified by the Board of Directors at their Meeting held on March 27, 2018. The Policy is available on the Company's website www.jetfreight.in. The guidelines for our CSR activities are outlined in the Policy. Our CSR activities focuses on initiatives such as gender equality, education, aiding pregnant women.

2. Composition of CSR Committee:

To guide the CSR activities of the Company, we have in place a Corporate Social Responsibility Committee that comprises of:

Name of the Director	Status	Nature of Directorship
Mr. Dax Francis Theknath	Chairman	Whole-Time Director
Ms. Kamalika Guha Roy	Member	Additional Director in the category of an Independent Director
Dr. Yasho Verdhan Verma	Member	Additional Director in the category of an Independent Director

3. Financial Details:

Particulars	Amount (Rs. in lakhs)
Average net profit of the Company for last three financial years	664.93
Prescribed CSR expenditure (2% of the average net profits)	13.30
Details of CSR spent during the financial year:	
(a) Total amount to be spent for the financial year	13.30
(b) Amount spent	--
(c) Amount unspent, if any	13.30

4. In case the company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof, the company shall provide the reasons for not spending the amount in its Board report:

In view of the global Pandemic i.e. CoVID-19, the Company faced the delay in the recovery of the receivables in the last quarter of the FY 2019-2020 coupled with the low business volumes. Due to this, the Company faced a situation of liquidity constraints in its Business Operations. However, adequate provision has been made in the books of accounts for spending the amount as approved by Board of Directors in the future years.

Sl. No.	CSR project or activity identified	Sector in which the project is covered	Location of project/activity (District & State)	Amount outlay	Amount spent on the projects or programs during Direct or overheads	Cumulative expenditure upto current reporting period	Amount spent: Direct or through implementing agency
1	Gender equality, education, aiding pregnant women	Promoting gender equality, empowering women	Mumbai in the state of Maharashtra	Rs. 13,30,000	--	--	--

5. Responsibility Statement:

We hereby affirm that the CSR Policy, as approved by the Board, has been implemented and the Corporate Social Responsibility Committee monitors the implementation of CSR activities in compliance with the CSR objectives and CSR Policy of the Company.

Place: MUMBAI
Dated: 27.08.2020

DAX FRANCIS THEKNATH
Chairman of CSR Committee
DIN: 01338030

RICHARD FRANCIS THEKNATH
Managing Director
DIN: 01337478

Form AOC-2

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

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis:

SN	Name (s) of the related party & nature of relationship	Nature of contracts/ arrangements/ transaction	Duration of the contracts/ arrangements/ transaction	Salient terms of the contracts or arrangements or transaction including the value, if any	Justification for entering into such contracts or arrangements or transactions	Date of approval by the Board	Amount paid as advances, if any	Date on which the special resolution was passed in General meeting as required under first proviso to section 188
Not Applicable								

2. Details of material contracts or arrangements or transactions at Arm's length basis:

SN	Name (s) of the related party & nature of relationship	Nature of contracts/ arrangements/ transaction	Duration of the contracts/ arrangements/ transaction	Salient terms of the contracts or arrangements or transaction including the value, if any	Date of approval by the Board	Amount paid as advances, if any
1	Jet Freight Express Private Limited (A private company in which a Director is a Director)	Availing of services of domestic freight forwarding	FY 2019-2020	Rs. 44,40,841	29.01.2019	Nil
2	Jet Logistix (OPC) Private Limited (A private company in which a Director is a Director)	Availing of the CHA services. (Custom Housing Agency)	FY 2019-2020	Rs. 1,20,00,000	29.01.2019	Nil
3	Rex Quality Products Private Limited (A private company in which a Director is a Director)	Rendering of services of Freight Forwarding	FY 2019-2020	Nil	29.01.2019	Nil
4	Jet Freight Logistics FZCO (A Wholly Owned Subsidiary- WOS)	Availing of Cargo Handling Support Services/ Market & Business Development Services	From 15.11.2019 till 31.03.2020	Rs. 3,08,308	14.11.2019	Nil
5	Jet Freight Express Pvt. Ltd. (A Wholly Owned Subsidiary- WOS)	Rendering of Sub-Agency Services	FY 2019-2020	Rs. 42,98,134	29.05.2019	Nil
6	R2D Freight Private Limited (A private company in which a Director is a Director)	Rendering Sub Agency Services	From 01.06.2019 till 31.03.2020	Rs. 12,15,46,505	29.05.2019	Nil

SN	Name (s) of the related party & nature of relationship	Nature of contracts/ arrangements/ transaction	Duration of the contracts/ arrangements/ transaction	Salient terms of the contracts or arrangements or transaction including the value, if any	Date of approval by the Board	Amount paid as advances, if any
7	Jet Logistix (OPC) Private Limited (A private company in which a Director is a Director)	Leasing of property of any kind	FY 2019-2020	Monthly Rent: Rs. 7,000	13.11.2017	Nil
8	Rex Quality Products Private Limited (A private company in which a Director is a Director)	Leasing of property of any kind	FY 2019-2020	Monthly Rent: Rs. 7,000	13.11.2017	Nil
9	Jet Freight Express Pvt. Ltd. (A Wholly Owned Subsidiary- WOS)	Leasing of property of any kind	FY 2019-2020	Monthly Rent: Rs. 7,000	14.11.2018	Nil
10	R2D Freight Private Limited (A private company in which a Director is a Director)	Leasing of property of any kind	FY 2019-2020	Monthly Rent: Rs. 12,000	29.05.2019	Nil
11	R2D Freight Private Limited (A private company in which a Director is a Director)	Purchase of software license/ Subscription Fees for the use of the software license	FY 2019-2020	Nil	14.11.2019	Nil

Note: The Details mentioned in serial no. 1-6 are at arm's length and in ordinary course of business & serial no. 7-11 are at arm's length but not in ordinary course of business as per Section 188 of the Companies Act, 2013 and the rules made thereunder.

For and on behalf of the Board of Directors
For **JET FREIGHT LOGISTICS LIMITED**

Place: **MUMBAI**
Dated: **27.08.2020**

Richard Theknath **Dax Theknath**
Managing Director **Whole-time Director**

PARTICULARS OF EMPLOYEES AND RELATED DETAILS

[Pursuant to section 197(12) of the Companies Act 2013 read with Rules 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014]

The ratio of the remuneration of each Director/KMP to the median employee's remuneration of the Company for the Financial Year:

No.	Requirements	Disclosures
1	The ratio of remuneration of each Director to the Median remuneration of employees for the financial year.	Name of the Director & Designation
		Mr. Richard F Theknath, Managing Director (MD)
		Mr. Dax F Theknath, Whole-Time Director (WTD)
		Mrs. Agnes F Theknath, Non-Executive Director.
		Mr. Nikhil S Arya, Independent Director (Resigned wef 03.06.2019) .
		Ms. Sneh Sandeep Velani, Additional Director in the category of Independent Director appointed wef 30.03.2019 and resigned wef 20.01.2020.
		Ms. Kamalika Guha Roy, Additional Director in the category of Independent Director appointed wef 13.09.2019.
		Ratio to Median
		34.54:1
		26.42:1
		Nil
		0.06:1
		0.13:1
		0.22:1
		NA
2	Percentage increase in Remuneration of each director CFO, CEO, CS in the Financial Year	Name & Designation
		Mr. Richard F Theknath, Managing Director (MD)
		Mr. Dax F Theknath, Whole-Time Director (WTD)
		Mr. Jabir S Contractor, Chief Financial Officer (CFO) resigned wef 30.09.2019
		Mr. Prasad Prabhakar Gothivarekar, Chief Financial Officer (CFO) appointed wef 15.11.2019
		Ms. Shraddha P Mehta, Company Secretary & Compliance Officer (CS)
		% increase in Remuneration
		22.22%
		110%
		14.20%
		NA
		32.08%
3	The Percentage increase in the median remuneration of employees in the financial year	In the Financial year, there was an increase of 18.80% in the median remuneration of employees.
4	The Number of permanent employees on the rolls of the Company	There were 167 employees as on 31 st March, 2020.
5	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.	The average percentage increase made in the salaries of total employees other than the Key Managerial Personnel is around 11.28%, while the average increase in the remuneration of the Key Managerial Personnel is in the range of 59.85%. Increase in remuneration of the Managing Director and Whole-Time Director is decided based on the individual performance, inflation, prevailing industry trends and benchmarks.
6	Affirmation that the remuneration is as per the remuneration policy of the Company.	It is confirmed that the remuneration is paid as per the remuneration policy of the Company.

Note: The provisions of the Section 197(12) of the Companies Act 2013 read with Rules 5(2) and Rule 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 is not applicable to the Company.

For and on behalf of the Board of Directors
For **JET FREIGHT LOGISTICS LIMITED**

Place: MUMBAI
Dated: 27.08.2020

Richard Theknath Dax Theknath
Managing Director Whole-time Director

MANAGEMENT DISCUSSION AND ANALYSIS

1. Overview of Indian Air Cargo Industry:

The logistics market in India is forecasted to grow at a CAGR of 10.5% upto 2025. Logistics industry has been awarded infrastructure status which has made it easier for investment inflows and has become major growth driver. Grant of infrastructure status to logistics, the introduction of the E-Way Bill, and GST implementation are set to streamline the logistics sector in India. Setting up of a logistics division under the Department of Commerce, technology upgrades, and development of dedicated freight corridors and logistics parks are also major moves to upgrade the logistics landscape. Air cargo industry has shown improvement over the years. Online freight platforms and aggregators are on the rise in Indian logistic market. Online platforms have increased competition and lowered freight costs with real-time data availability and a transparent value chain. It is imperative for logistics service providers to innovate and adapt to the transforming logistics landscape.

Increasing investments and trade points toward a healthy outlook for the Indian freight sector. Freight traffic on airports in India has the potential to reach 17 million tones by FY40. Lack of supporting infrastructure, automated material handling systems, and high manual process interference are some key areas where the Indian air cargo industry lags its global peers. The air transport remained the most affected as passenger traffic nearly remained nil in April-May 2020 and the actual volume of passenger traffic is still negligible compared to the normal traffic. Air Freight traffic remained muted at around 15% of the normal air freight volumes in May 2020, impacted by the overall weakness in economic activity, lack of manpower, and significant erosion in overall available belly-load freight capacity with many passenger aircraft grounded.

2. Company Business Outlook:

During the year, the company has placed more emphasis on general cargo business and reducing its dependence on perishable cargo. The ratio of general cargo to total cargo is improved from 18% to 22%

Operations of JFL were also heavily affected by the coronavirus pandemic and the subsequent lockdowns. During recent pandemic, there were several restrictions put on the movement of goods due to nationwide lock down. The sea and road transport, post the unlock, has been moving towards moderate recovery while air transport is severely stressed. However, the company is seeing growth potential in handling pharma cargo during the current pandemic and targeting customers like Cipla, Cadilla, Mayer etc. to its portfolio.

For a more aggressive growth, the company would definitely require funding from various sources. With the establishment of Dubai operations, the management would consider availing funding in foreign currency by evaluation of all the possible options. This would result in saving in interest cost as foreign currency loan would be available at quite a cheap rate as compared to domestic funding.

Domestic Cargo business which was an erstwhile division of Jet Freight has been shifted to a separate company incorporated as its wholly owned subsidiary w.e.f June 17, 2018 in order to give the business vertical more visibility and recognition in the Domestic markets.

Our key assets i.e. Human resources is being retained and nurtured by motivating them adequately at all levels. Quality of manpower is also maintained with highly experience manpower being appointed with relevant experience in the industry.

Inorganic growth of business is also something which the management is keen to pursue in days to come. There are loads of good opportunities for consolidation of business, thereby providing the required scale to the existing business.

3. Key Risks Identified:

Restriction on passenger movement owing to CoVID 19 pandemic has reduced number of flights flying from and to India. That has put a severe constraint on cargo movement. Your company is moving most of its cargo on these passenger flights. Due to its limited availability, the rates were skyrocketed putting pressure on the margins. Freighter rates are not comparable to passenger flights resulting in complete stoppage of perishable movement which constitutes almost 70% of company's total cargo movement. Hence the company is now shifting focus from perishable to general cargo. The company has also decided to diversify into Sea Freight forwarding to mitigate the risks related to Air transportation.

- Stretched working capital would be a scenario which the company may have to face due to its diversification strategy. Adequacy of funds for expansion would be the key to future growth.
- Delay in the Exporters refund on account of GST poses a threat to the working capital availability for the company.
- Company's diversification in different verticals would expose the company to various internal and external risks.
- With the diversification in new geographic it is envisaged that consequently political and currency risk would also come into play.

4. Risk Mitigation Strategy:

The Board of Directors have a vision to achieve the growth as envisaged in its business plan. Hence to be realistic, adequate arrangements for funds have been made in terms of entering into factoring service for quick realisation of funds against receivables. In order to diversify on financing risks the company has embarked on multi banking facility by borrowing from multiple banks. A good mix of public, private and foreign banks has been maintained which gives a flexibility of financing. A foreign bank in the portfolio would help the company to raise funds overseas and at a competitive rate.

Skilled Manpower is very crucial for the growth of the company. Hence identification and recruitment of manpower skilled to handle various cargo is pre-requisite for the success of the business. In that direction, your company is having proper HR department in place to minimise the attrition rate and the existing manpower is provided with adequate training and grooming by conducting training programmes and sponsoring them for various trade related programmes.

5. Opportunities:

During this pandemic time, the passenger capacity has not come back to more than 10-20%, the cargo capacity has reached to almost 70%. We expect that the recovery of the passenger segment will take a longer time and that will lead to more availability of aircraft for cargo. We expect the cargo sector doing well in the current situation in terms of extended capacity.

With India gaining preference over China post- COVID-19, there is a strong prospect of Goa emerging as a logistics hub of India, by pooling the "Make in India" and "Atmanirbhar" campaign.

Better availment of incentives from airlines, an area wherein the company is exploring by giving maximum tonnage to the airlines. This would result directly in improving the operating margin of the business. Hence acquiring bigger market share with horizontal expansion in terms of new branches, better cost management would shield the company's margin from future business risks like GST or any other change in government policies.

There lies a huge opportunity in the domestic cargo business which would facilitate the growth of E-commerce business in India. Capitalising on E-commerce growth, the company envisages a good revenue visibility over the next few years to come.

In today's scenario, data has to travel before the cargo reaches. Data and technology are going to be the keys to success. Company has already started its digital platform last year for procuring order which would in turn facilitate the new business acquisition. It would provide a seamless trade experience to its shippers/exporters by giving them quick quotes with least manual intervention and within the shortest turnaround time, the shipment would get executed. There is increasing trend in acquiring orders from digital platform.

6. Segment-wise Performance:

The company operates in a single segment.

7. Internal Control Systems and their adequacy:

Your Company has a proper adequate internal control system and code of conduct to ensure that all the assets are safe guarded and protected against the loss from unauthorized use or disposition and that transactions are authorized, recorded and reported correctly.

The Management reviews the adequacy of the control systems on the monthly basis and on the basis of which our Internal Auditor assesses such control systems. The internal control is designed to ensure that the financial and other records are reliable for preparing financial statements and other data and for maintaining accountability of assets.

8. Discussion on financial performance with respect to operational performance:

The CoVID-19 pandemic has very adversely affected the financial performance of the company. In order to achieve targeted volumes to maximise on airline incentives, your company has reduced its normal margin. But the outbreak of corona virus affected the volumes in the last quarter of the year which is generally a peak season. Therefore, the company could not achieve expected target to get maximum incentive resulting low operational margin. To mitigate the risks factors referred above that impacts the operations of the company, the company has taken various cost reduction measures, digitalised platforms and focused on optimization of resource deployment to achieve reasonable performance.

9. Material developments in Human Resources/Industrial Relations front, including number of people employed:

Total 167 number of employees were employed as on March 31, 2020.

10. Details of significant changes (i.e. change of 25% or more as compared to the immediately previous financial year) in key financial ratios, along with detailed explanations therefore, including:

- Debtors Turnover: 8%
- Inventory Turnover: N/A
- Interest Coverage Ratio: -134 (Interest coverage ratio has deteriorated by 134% due to compression in the profitability as compared to previous year)
- Current Ratio: -22%
- Debt Equity Ratio: 61%
- (Debt Equity ratio has deteriorated by 61% due to increase in trade payables and reduction in the profitability as compared to previous year.
- Operating Profit Margin (%): -38%
(The operating profit margin is reduced due to reduction in volume on account of CoVID19 pandemic which has resulted in substantial reduction in airline incentives.)
- Net Profit Margin (%): -244%
(The explanation for the fall in the net profit margin stands same as given above for the fall in the Operating profit margin coupled with recruitment of additional manpower to fuel growth.)
- Return on Net Worth (%): -292%

For and on behalf of the Board of Directors
For **JET FREIGHT LOGISTICS LIMITED**

Place: MUMBAI
Dated: 27.08.2020

Richard Theknath **Dax Theknath**
Managing Director **Whole-time Director**

INDEPENDENT AUDITOR'S REPORT

To,
The Members of,
Jet Freight Logistics Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of Jet Freight Logistics Limited (hereinafter referred to as the 'Holding Company') and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), which comprise the consolidated Balance Sheet as at March 31, 2020, and the consolidated Statement of Profit and Loss and the consolidated Cash flow Statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated 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 their consolidated state of affairs of the Company as at March 31, 2020, of the consolidated profit/loss and its consolidated cash flows for the year then ended.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by ICAI, and we have fulfilled our other ethical responsibilities in accordance with the provisions of the Companies Act, 2013. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

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

1. COVID-19 pandemic has very adversely affected freight forwarding industry as a whole and more particularly the profitability of the company. The company is into international freight forwarding and mainly into perishable goods. This business is cyclical in the sense that January to March is peak season. The Company has major markets in Middle East, Europe & US. Early outbreak of COVID-19 in these markets since January 2020 has affected volumes of the Business to major extent. Due to which company was not able to meet targets of the business in terms of volumes which would have enabled company to get additional incentives. Airline Incentives is major source of income for the Company and the Company was consistently surpassing airline targets in the past. This year incentive figures are very minimal causing heavy loss.
2. Company has done major nationwide expansion and the new teams were recruited. But Company has not achieved volume due to this COVID-19 pandemic. Due to shortfall in revenue on account of lower volumes coupled with increased payroll cost of newly recruited business development team, has impacted the profitability of the company.

Information Other than the Consolidated Financial Statements and Auditor's Report Thereon

The Holding Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Corporate Governance and Shareholders Information, but does not include the Consolidated Financial Statements and our auditor's report thereon.

Our opinion on the Consolidated Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information and in doing so, consider whether the other information is materially inconsistent with the Consolidated Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Companies Act, 2013 that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group 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 Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are responsible for overseeing the financial reporting process of the Group.

Auditor's Responsibility for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risk of material misstatement of the Consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company and its subsidiary companies which are incorporated in India, has adequate internal financial controls systems in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the Consolidated Financial Statements.

Materiality is the magnitude of misstatement in the Consolidated Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatement in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we may have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

We did not audit the financial statements / financial information of subsidiaries, whose financial statements / financial information reflect total assets of Rs.5,49,80,220/- as at 31st March, 2020, total revenues of Rs. 3,72,15,033/-and net cash flows amounting to Rs.9,91,586/- for the year ended on that date, as considered in the consolidated financial statements. These financial statements / financial information have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements / financial information certified by the Management.

Report on Other Legal and Regulatory Requirements

As required by Section 143(3) of the Act, we report, to the extent applicable, 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 of the aforesaid consolidated financial statements.
- (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
- (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- (d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act.
- (e) On the basis of the written representations received from the directors of the Holding Company as on 31st March, 2020 taken on record by the Board of Directors of the Holding Company and thereports of the statutory auditors of its subsidiary companies, associate companies and jointly controlled companies incorporated in India, none of the directors of the Group companies, its associate companies and jointly controlled companies incorporated in India is disqualified as on 31st March, 2020 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate report in Annexure "A".
- (g) In our opinion and according to the information and explanations given to us, the company has paid / provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Companies Act.
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

- ii. The Group did not have any material foreseeable losses on long-term contracts including derivative contracts.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiary companies incorporated in India.

Limitation on Scope due to covid-19 : We wish to highlight that due to the COVID 19 induced restrictions on physical movement and strict timelines, the entire audit team could not visit the company's office for undertaking the required audit procedures as stated in SAP and therefore caused inherent limitation on audit procedures.

The opinion expressed in the present report is after considering information, facts and inputs made available to us through electronic means by the company's management.

Thus the same has put a limitation on scope of our audit and we wish to bring to the attention of users towards the same.

For **S C Mehra & Associates LLP**
Chartered Accountants
FRN 106156W

CA Suresh Mehra
Partner
M No: 039730
UDIN: 20039730AAAAEL5105

Place: Mumbai
Date: 17.07.2020

Annexure – A to the Independent Auditor’s Report

Report on the Internal Financial Controls Over Financial Reporting under Clause (l) of Sub-Section 3 of Section 143 of the Companies Act, 2013 (‘the Act’)

In conjunction with our audit of the Consolidated Financial Statements of **Jet Freight Logistics Limited** (“The Company”) and its subsidiaries (the Company and its subsidiaries together referred to as “the Group”) as at and for the year ended March 31, 2020, we have audited the internal financial controls over financial reporting of the Holding Company and its Subsidiary Companies incorporated in India, as at that date.

Management’s Responsibility for Internal Financial Controls

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

Auditor’s Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the “Guidance Note”) issued by ICAI 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 issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note required 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, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgment, including the assessment of the risk of material misstatement of the Consolidated Financial Statements, whether due to fraud or error.

We believe that the audit evidence obtained by us and the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Holding Company, its subsidiaries 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 Statement 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 expenditure of the Company are being made only in accordance with authorization of management and directors of the Company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company’s assets that could have a material effect on the Financial Statements.

Inherent Limitation of Internal Financial Controls Over Financial Reporting

Because of the inherent limitation 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 procedure may deteriorate.

Opinion

In our opinion, the Company and its Subsidiary Companies, which are Companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial reporting were operating effectively as at March 31, 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 Accountant of India(ICAI).

Other Matters

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting in so far as it relates to Financial Statements of Subsidiary Companies are based on the corresponding reports of the auditors of such Companies.

For **S C Mehra & Associates LLP**
Chartered Accountants
FRN 106156W

CA Suresh Mehra
Partner
M No: 039730
UDIN: 20039730AAAEL5105

Place: Mumbai
Date: 17.07.2020

Consolidated Balance Sheet as at March 31, 2020

(Amount in Rs.)

Particulars	Note No.	As at March 31, 2020	As at March 31, 2019
<u>EQUITY AND LIABILITIES</u>			
Shareholders' Fund			
Share Capital	3	116,009,460	116,009,460
Reserves and Surplus	4	80,402,019	179,929,811
		196,411,479	295,939,271
Non-Current Liabilities			
Long-Term Borrowings	5	93,703,626	94,204,502
Deferred Tax Liabilities (net)	6	5,056,365	6,386,075
Long-Term Provisions	7	9,062,229	4,828,113
		107,822,220	105,418,690
Current Liabilities			
Short-Term Borrowings	8	264,663,587	326,221,416
Trade Payables	9	281,779,643	174,820,661
Other Current Liabilities	10	58,838,812	56,336,543
Short-Term Provisions	11	1,525,834	4,462,331
		606,807,876	561,840,951
TOTAL		911,041,575	963,198,912
<u>ASSETS</u>			
Non-Current Assets			
<u>Fixed Assets:</u>			
	12		
Tangible Assets		119,079,605	127,987,466
Intangible Assets		25,532,375	25,783,768
Capital Work in Progress		7,552,136	-
Non-Current Investment	13	-	1,271,538
Long-Term Loans and Advances	14	4,514,330	2,057,930
Other Non-Current Assets	15	146,500,319	86,833,942
		303,178,765	243,934,644
Current Assets			
Trade Receivables	16	553,264,987	679,420,901
Cash and Cash Equivalents	17	35,432,664	24,047,123
Short-Term Loans and Advances	18	19,165,159	15,608,350
Other Current Assets	19	-	187,894
		607,862,810	719,264,268
TOTAL		911,041,575	963,198,912

The accompanying notes are an integral part of the financial statements.

This is the Balance Sheet referred to in our report of even date.

For S C Mehra & Associates LLP

Chartered Accountants
Firm No. 106156W/ W100305

CA S C Mehra

Partner
Membership No. 039730

For and on behalf of Board of Directors

Richard Theknath
Managing Director
DIN No.- 01337478

Shraddha Mehta
Company Secretary

Dax Theknath
Whole-Time Director
DIN No. - 01338030

Prasad Gothivarekar
Chief Financial Officer

Place : Mumbai
Date : July 17, 2020

Place : Mumbai
Date : July 17, 2020

Consolidated Statement Of Profit And Loss for the Year Ended March 31, 2020

(Amount in Rs.)

Particulars	Note No.	As at March 31, 2020	As at March 31, 2019
Revenue:			
Revenue from Operations	20	3,035,028,839	3,435,881,816
Other Income	21	6,819,131	3,611,120
Total Revenue		3,041,847,970	3,439,492,936
Expenses:			
Purchases	22	2,871,505,788	3,138,200,833
Employee Benefits Expenses	23	130,129,263	95,150,049
Finance Costs	24	44,574,028	33,901,988
Depreciation and Expenses	12	12,953,616	8,877,109
Other Expenses	25	86,896,594	64,995,153
Total Expenses		3,146,059,289	3,341,125,132
Profit Before Tax			
		(104,211,319)	98,367,804
Tax Expenses:			
Current Tax		-	17,666,807
Deferred Tax		(1,329,710)	(6,678)
Profit After Tax			
		(102,881,609)	80,707,674
Earnings Per Share (Rs.) [Nominal value per share : Rs. 10/-]			
- Basic Earning Per Share (Weighted Average)		(8.87)	9.07
- Diluted Earning Per Share		(8.87)	9.07

The accompanying notes are an integral part of the financial statements.
This is the Statement of Profit and Loss referred to in our report of the even date.

For S C Mehra & Associates LLP

Chartered Accountants
Firm No. 106156W/ W100305

CA S C Mehra

Partner
Membership No. 039730

Place : Mumbai
Date : July 17, 2020

For and on behalf of Board of Directors

Richard Theknath
Managing Director
DIN No.- 01337478

Shraddha Mehta
Company Secretary

Place : Mumbai
Date : July 17, 2020

Dax Theknath
Whole-Time Director
DIN No. - 01338030

Prasad Gothivarekar
Chief Financial Officer

Consolidated Cash Flow Statement For The Year Ended March 31, 2020

(Amount in Rs.)

NO.	PARTICULARS	As at March 31, 2020		For the Year ended March 31, 2019	
A.	Cash Flows From Operating Activities:				
	Profit Before Taxation	(104,211,319)		98,367,804	
	Adjustments for:				
	Depreciation	12,953,616		8,877,109	
	Interest Income	(6,615,411)		(3,170,679)	
	Rent Income	(360,000)		(314,000)	
	Finance Cost	44,574,028		33,637,767	
	(Profit) / Loss on Sale of Fixed Assets	(2,898)		1,215,366	
	(Profit) / Loss on Foreign Exchange Rate Difference (Unrealised)	16,660		(17,039)	
	Operating Profit Before Working Capital Changes	(53,645,324)		138,596,328	
	<u>Adjustments for Working Capital Changes:</u>				
	(Increase)/Decrease in Trade Receivables	126,155,913		(127,612,424)	
	(Increase)/Decrease in Short term Loans & Advances	(3,556,810)		(7,222,561)	
	(Increase)/Decrease in Other Non-Current Assets	(55,507,346)		(24,784,199)	
	Increase/(Decrease) in Trade Payables	106,958,982		41,574,436	
	Increase/(Decrease) in Other Current Liabilities	2,502,269		(15,403,194)	
	Increase/(Decrease) in Short term provisions	(2,936,497)		1,495,077	
	Increase/(Decrease) in Long term Provisions	4,234,116		(2,083,780)	
	(Increase)/Decrease in Other Current Assets	187,895		(25,612)	
	Opening Reserve & surplus foreign currency translation Reserve	3,337,158		-	
	Increase/(Decrease) in DTL	(1,329,711)		56,195	
	Cash Flows From Operations	126,400,644		4,590,265	
	Add: Adjustment for Income Tax of Earlier years	-		2,035,340	
	Less: Income Tax Paid	(1,329,710)		17,723,002	
	Net Cash Flows From (Used in) Operating Activities		127,730,355		(11,097,398)
B.	Cash Flows From Investing Activities:				
	Purchase of Fixed Assets	(11,364,349)		(50,264,106)	
	Loans & Advances	(2,456,399)		4,622,872	
	Interest Received on Fixed Deposit	6,615,411		3,170,679	
	Proceeds from Sale of Fixed Assets	20,750		3,610,000	
	Rent Income	360,000		314,000	
	Investment during the year	1,271,538		(3,940,238)	
	Investment in FDs	(4,159,031)		(34,746,866)	
	Net Cash Flows From (Used in) Investing Activities		(9,712,081)		(77,233,659)

(Amount in Rs.)

NO.	PARTICULARS	As at March 31, 2020		For the Year ended March 31, 2019	
C.	Cash Flow From Financing Activities:				
	Proceeds from Issue of Equity shares	-		2,688,700	
	Issue Expenses	-		-	
	Secured Loans taken	-		-	
	Unsecured Borrowings from Directors	(12,380,089)		19,233,288	
	Repayment of Secured loans	11,879,212		(5,239,267)	
	Increase/(Decrease) in Short Term Borrowings	(61,557,829)		121,396,912	
	Finance Cost	(44,574,028)		(33,637,767)	
	Interim Dividend Paid	-		(580,047)	
	Net Cash Flows From (Used in) Financing Activities		(106,632,733)		103,861,819
	Net Increase/(Decrease) in Cash and Cash Equivalents		11,385,541		15,530,762
	Cash and Cash Equivalents at the Beginning		24,047,123		8,516,361
	Cash and Cash Equivalents at the End		35,432,664		24,047,123

For S C Mehra & Associates LLPChartered Accountants
Firm No. 106156W/ W100305**CA S C Mehra**Partner
Membership No. 039730Place : Mumbai
Date : July 17, 2020**For and on behalf of Board of Directors****Richard Theknath**
Managing Director
DIN No.- 01337478**Shraddha Mehta**
Company SecretaryPlace : Mumbai
Date : July 17, 2020**Dax Theknath**
Whole-Time Director
DIN No. - 01338030**Prasad Gothivarekar**
Chief Financial Officer

Significant Accounting Policies and notes to the Consolidated Financial Statements for the year ended March 31, 2020

1 **CORPORATE INFORMATION**

Jet Freight Logistics Limited and its subsidiaries (collectively referred to as “the Company”), is primarily engaged in the business of freight Forwarding for handling Perishable, General and time sensitive cargo and handling general and other kinds of cargo. The Company is offering a wide range of Supply Chain services such as Air Cargo Door-to-Door (Air Cargo DTD) services, Surface Parcel Delivery (SPD) Services to its customers, Third Party Warehousing.

The Jet Freight Logistics Limited is a public limited company. The Company was incorporated in 2006 and status of the Company has been changed from Private Company to Public company with effect from July 16, 2016.

Jet freight logistics offers wide variety of services to its clients. Apart from Perishable, Time Sensitive and General Cargo, Company's service includes Custom Clearance, Logistics Solution, Shipment of Hazardous cargo and ODC consignments.

2 **SIGNIFICANT ACCOUNTING POLICIES**

A **BASIS OF ACCOUNTING**

These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention on accrual basis. Pursuant to section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014, till the standards of accounting or any addendum thereto are prescribed by Central Government in consultation and recommendation of the National Financial Reporting Authority, the existing Accounting Standards notified under the Companies Act, 1956 shall continue to apply.

Consequently, these financial statements have been prepared to comply in all material aspects with the accounting standards notified under Section 211(3C) of the Companies Act, 1956, [Companies (Accounting Standards) Rules, 2006, as amended] and other relevant provisions of the Companies Act, 2013.

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

B **BASIS OF CONSOLIDATION**

The consolidated financial statements include Jet Freight Logistics Ltd. and its subsidiaries. Subsidiaries are entities controlled by the Company. Control exists when the Company (a) has ownership, directly or indirectly, of more than one half of the voting power of an enterprise, or (b) has control of the composition of the board of directors in the case of a company or of the composition of the corresponding governing body in case of any other enterprise, or (c) has a substantial interest in voting power and the power to direct, by statute or agreement, the financial and/or operating policies of the enterprise.

Inter-company transactions and balances including unrealised profits are eliminated in full on consolidation.

C **USE OF ESTIMATES**

The preparation of financial statements in conformity with Generally Accepted Accounting Principles (GAAP) requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, reported amounts of revenues and expenses and the disclosure of contingent liabilities on the date of the financial statements. Actual results could differ from those estimates. Any revision to accounting estimates is recognized in the period in which such revisions are made.

D **REVENUE RECOGNITION**

- (i) Freight Income are recognized on the basis of completion of transport as per contractual terms.
- (ii) Dividend Income is recognised when right to receive the Dividend is established.
- (iii) Interest Income is recognised on accrual basis.

E **FIXED ASSETS**

Fixed Assets are stated at cost of acquisition, including any attributable cost of bringing the asset to its working condition for its intended use, less accumulated depreciation. The cost of fixed asset includes taxes, duties, freight and other incidental expenses related to acquisition and installation of respective asset.

Subsequent expenditures related to an item of fixed asset are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance.

Significant Accounting Policies and notes to the Consolidated Financial Statements for the year ended March 31, 2020

Items of fixed assets that have been retired from active use and are held for disposal are stated at the lower of their net book value and net realisable value and are shown separately in the financial statements under the head 'Other current assets'. Any expected loss is recognized immediately in the Statement of Profit and Loss.

Losses arising from the retirement of, and gains or losses arising from disposal of fixed assets which are carried at cost or revalued amount are recognised in the Statement of Profit and Loss.

F DEPRECIATION AND AMORTISATION

Depreciation is provided on Straight Line method at the rates and in the manner prescribed in Schedule II of the Companies Act, 2013 over their useful life.

Depreciation on Assets acquired / disposed off during the year is provided on pro-rata basis with reference to the date of addition/ disposal.

Individual assets costing less than Rs.5,000 are fully depreciated in the year of purchase.

G FOREIGN CURRENCY TRANSACTIONS

These consolidated financial statements are presented in Indian rupees, which is the functional currency of Jet Freight Logistics Limited.

Transactions in foreign exchange are accounted at the exchange rate prevailing at the date of such transactions. Gains/ Losses arising out of settlement of the foreign currency transaction are accounted for in the Profit and Loss Account.

For the purpose of Consolidation, the assets and liabilities of the Company's foreign operations are translated to Indian rupees at the exchange rate prevailing on the balance sheet date, and the income and expenses at the average rate of exchange for the respective months. Exchange differences arising on such translation are recognised as Currency Translation Reserve under Equity.

H CURRENT AND DEFERRED TAX

Tax expense for the period, comprising current tax and deferred tax, are included in the determination of the net profit or loss for the period. Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the taxation laws prevailing in the respective jurisdictions.

Deferred tax is recognised for all the timing differences, subject to the consideration of prudence in respect of deferred tax assets. Deferred tax assets are recognised and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date. At each Balance Sheet date, the group reassesses unrecognised deferred tax assets, if any.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle the asset and the liability on a net basis. Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off assets against liabilities representing current tax and where the deferred tax assets and the deferred tax liabilities relate to taxes on income levied by the same governing taxation laws.

Minimum Alternative Tax (MAT) credit is recognised as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period.

I IMPAIRMENT OF ASSETS

At each balance sheet date, the Company assesses whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount. If the carrying amount of the asset exceeds its recoverable amount, an impairment loss is recognised in the profit and loss account to the extent the carrying amount exceeds recoverable amount.

J PRIOR PERIOD ITEMS

All identifiable items of Income and Expenditure pertaining to prior period are accounted through "Prior Period Items" on the face of statement of Profit and Loss.

K RELATED PARTY TRANSACTIONS

Disclosure of transactions with Related Parties, as required by Accounting Standard 18 "Related Party Disclosures" has been set out in a separate note. Related parties as defined under clause 3 of the Accounting Standard 18 have been identified on the basis of representations made by key managerial personnel and information available with the Company.

Significant Accounting Policies and notes to the Consolidated Financial Statements for the year ended March 31, 2020

L EARNING PER SHARE

The Company reports basic and diluted earnings per share (EPS) in accordance with the Accounting Standard 20 issued by the Institute of Chartered Accountants of India. The Basic EPS has been computed by dividing the profit available to equity shareholders by the weighted average number of equity shares outstanding during the accounting year. The Diluted EPS has been computed by dividing adjusted net profit by the weighted average number of equity shares and dilutive potential equity shares outstanding at the end of the year.

M PROVISIONS AND CONTINGENT LIABILITIES

Provisions: Provisions are recognised when there is a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance sheet date and are not discounted to its present value.

Contingent Liabilities: Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

N BORROWING COST

Borrowing costs that are attributable to the acquisition or construction of the qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for the intended use. All other borrowing costs are charged to revenue.

O The following subsidiary companies are considered in the consolidated financial statements:

Sr. No.	Name of the Subsidiary Company	Country of incorporation	% of holding either directly or through subsidiaries As at March 31, 2020
1	Jet Freight Express Private Limited	India	100
2	Jet Freight Logistics FZCO	UAE	100

Notes Forming Part of the Consolidated Balance Sheet as at March 31, 2020

(Amount in Rs.)

NOTE 3 SHARE CAPITAL	As at March 31, 2020		As at March 31, 2019	
	Number of Shares	Value of Shares	Number of Shares	Value of Shares
Authorized Share capital				
Equity Shares of Rs. 10/- each.	12,000,000	120,000,000	12,000,000	120,000,000
Issued, subscribed & paid-up capital				
Equity Shares of Rs.10/- each fully paid-up	11,600,946	116,009,460	5,800,473	58,004,730
Add : Bonus Share of Rs.10/- Eash issued on September 17, 2018	-	-	5,800,473	58,004,730
TOTAL	11,600,946	116,009,460	11,600,946	116,009,460

Reconciliation of Shares	As at March 31, 2020		As at March 31, 2019	
	Number of Shares	Value of Shares	Number of Shares	Value of Shares
Equity Shares of Re.10/- each fully paid-up				
Balance as at beginning of the year	11,600,946	116,009,460	5,800,473	58,004,730
Add : Bonus Share	-	-	5,800,473	58,004,730
Balance as at Closing of the year	11,600,946	116,009,460	11,600,946	116,009,460

List of Shareholders holding more than 5% Equity share capital	As at March 31, 2020		As at March 31, 2019	
	Number of Shares	% of Holding	Number of Shares	% of Holding
Equity Shares of Re.10/- each fully paid-up				
Richard Theknath	2,650,294	22.85	2,618,294	22.57
Dax Theknath	2,384,000	20.55	2,384,000	20.55
Agnes Teknath	2,994,642	25.81	2,994,642	25.81
Mukul Agrawal (Partner/Beneficial Owner) on behalf of M/s Param Capital	1,024,000	8.83	1,024,000	8.83

Terms/ rights attached to Equity Shares :-

The company has only one class of equity shares having a par value of Rs.10 per share. Each holder of equity shares is entitled to one vote per share and equity shares does not have any preferential right towards dividend distribution and in case of liquidation. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company in proportion to the number of equity shares held by the shareholders, after distribution of all preferential amounts.

NOTE 4 RESERVES & SURPLUS	As at March 31, 2020	As at March 31, 2019
Surplus in the Statement of Profit & Loss Account		
Balance as at beginning of the year	179,946,849	108,166,213
Add: Profit for the year	(102,881,609)	80,707,674
Less: Interim Dividend paid		(580,047)
Less: Utilized for issue of Bonus shares		(10,382,331)
Add: Income tax adjustments of Prior years		2,035,340
Balance as at Closing of the year	77,065,241	179,946,849
Securities Premium		
Balance as at beginning of the year	-	47,622,399
Less: Utilized for Bonus Share		47,622,399
Balance as at Closing of the year	-	-
Opening Reserve & surplus foreign currency translation Reserve	3,337,158	
Foreign Currency Translation Reserve	(379)	(17,039)
TOTAL	80,402,019	179,929,811

Notes Forming Part of the Consolidated Balance Sheet as at March 31, 2020 (Contd...)

(Amount in Rs.)

NOTE 5 LONG TERM BORROWINGS	As at March 31, 2020	As at March 31, 2019
Secured		
<u>Term Loan from Banks</u>		
KOTAK MAHINDRA BANK LOAN	43,476,482	26,791,273
KOTAK MAHINDRA BANK LAP - 17706780	29,241,251	32,513,974
<u>Vehicle Loans</u>		
HDFC BANK LIMITEDAD-KMB-0000047385472	-	68,718
KOTAK MAHINDRA BANK LOAN A/C CF14430448	182,076	309,037
AXIS BANK MERCEDES- AUR086103685293	3,560,052	4,136,827
YES BANK BMW ALN000100442914	2,475,122	3,235,942
TOTAL (A)	78,934,983	67,055,771
Unsecured		
<u>From Directors</u>		
	14,768,643	27,148,731
TOTAL (B)	14,768,643	27,148,731
TOTAL (A+B)	93,703,626	94,204,502

(a) Terms of repayment for Secured Term Borrowings including repayable within 1 year of Rs. 1.45 cr.

Nature of Security	Terms of Repayment
1. Rupee term loan amounting to Rs. 113.59 lacs from Kotak Mahinda Bank secured against the following :- 1) entire present & future currnt assets of the company. 2) Personal properties of Mrs Agnes Theknath (Director).	Repayable in 79 monthly installments. Last installment due in February 2023. Rate of interest 11%.
2. Rupee term loan amounting to Rs. 113.52 lacs from Kotak Mahinda Bank secured against the following :- 1) entire present & future currnt assets of the company. 2) Personal properties of Mrs Agnes Theknath (Director).	Repayable in 78 monthly installments. Last installment due in January 2023. Rate of interest 11%.
3. Rupee term loan amounting to Rs. 40.29 lacs from Kotak Mahindra Bank secured against the following:- 1) Entire present & future currnt assets of the company. 2) Personal properties of Mrs Agnes Theknath (Director).	Repayable in 75 monthly installments. Last installment due in October 2022. Rate of interest 11%.
4. Rupee LAP loan amounting to Rs. 325.89 lacs From Kotak Mahindra Bank secured against the following:- 1) Pramukh Plaza Property has been mortgaged against term Loan.	Repayable in 120 monthly installments. Last installment due in May 2027. Rate of interest 11%.
5. Rupee Vehicle loan amounting to Rs. 3.10 lacs from Kotak Mahindra Bank Limited is secured against the Honda Car	Repayable in 60 monthly installments. Last installment due in June 2022. Rate of interest 11.62%.
6. Rupee Vehicle loan amounting to Rs. 41.37 lacs from Axis Bank Limited is secured against the Mercedes Benz Car	Repayable in 84 monthly installments. Last installment due in December 2025. Rate of interest 9.11%.
7. Rupee Vehicle loan amounting to Rs. 32.36 lacs from Yes Bank is secured against the BMW 520D Car.	Repayable in 60 monthly installments. Last installment due in December 2023. Rate of interest 8.85%.
8. Rupee Vehicle loan amounting to Rs. 0.69 lacs from HDFC Bank Limited is secured against the Honda CRV Car.	Repayable in 36 monthly installments. Last installment due in May 2020. Rate of interest 12%.
9. Rupee LAP loan amounting to Rs. 263.90 lacs From Deutsche Bank secured against the following:- Flat no. 6031 & 702, 6th & 7th Floor, Satnam ,Bandra-west. Property has been mortgaged against term Loan	Repayable in 180 monthly installments. Last installment due in June 2034. Rate of interest 10.90 %
10. Lien Over FD of Rs.549.00Lakhs.	
11. Pledging of 49.40 Lacs Equity share of Director.	
12. Rate of interest on Unsecured Loan from Mr. Dax Francis Theknath, Whole-Time Director is charged @ 7% for the amount upto Rs. 3.5 Crores and is charged @ 11% for the amount more than Rs. 3.5 Crores upto 30th September'2019.	

Notes Forming Part of the Consolidated Balance Sheet as at March 31, 2020 (Contd...)

(Amount in Rs.)

NOTE 6 DEFERRED TAX LIABILITIES (NET)	As at March 31, 2020	As at March 31, 2019
Deferred Tax Liabilities arising on account of Timing differences in :		
Depreciation	7,442,990	9,281,620
Deferred Tax Assets arising on account of Timing differences in :		
Provision for Gratuity	(1,231,247)	(1,772,311)
Provision for Leave Encashment	(767,927)	(1,057,692)
Other Disallowances as per Income Tax act	572,611	
Business losses and unabsorbed depreciation	(960,062)	(65,541)
TOTAL	5,056,365	6,386,076

NOTE 7 LONG-TERM PROVISIONS	As at March 31, 2020	As at March 31, 2019
Provision for Gratuity	5,598,852	2,972,251
Provision For Leave Encashment	3,463,377	1,855,862
TOTAL	9,062,229	4,828,113

NOTE 8 SHORT TERM BORROWINGS	As at March 31, 2020	As at March 31, 2019
From Bank - Cash Credit	264,663,588	326,221,416
(Secured by hypothecation of book debts, Fixed Deposits and personal property of director's as well as personal guarantee of directors)		
TOTAL	264,663,588	326,221,416

NOTE 9 TRADE PAYABLES	As at March 31, 2020	As at March 31, 2019
Trade Payables	281,779,643	174,820,661
TOTAL	281,779,643	174,820,661

Note: In the absence of the information available with the company, the amount due to the the suppliers who are registered under Micro, Small & Medium Enterprises Development Act, 2006 have not been given.

NOTE 10 OTHER CURRENT LIABILITIES	As at March 31, 2020	As at March 31, 2019
Secured (Refer Note 5a)		
Current maturities of long-term debt	14,535,110	12,811,723
Unsecured		
Creditors for expenses	18,464,262	24,129,482
TDS Payable	11,256,283	8,176,233
Profession Tax Payable	72,131	9,643
P F Payable Employee	279,512	247,658
P F Payable Employer	307,039	268,297
ESIC Payable	25,768	72,438
LWF Payable	8,041	6,140
Salary Payable	6,770,701	7,094,463
Output Gst CGST Payable	1,956,222	1,112,105
Output Gst IGST Payable	3,913,951	1,908,916
Output Gst SGST Payable	938,879	453,788
Output GST RCM Payable	310,913	45,656
TOTAL	58,838,812	56,336,543

Notes Forming Part of the Consolidated Balance Sheet as at March 31, 2020 (Contd...)

(Amount in Rs.)

NOTE 11 SHORT TERM PROVISIONS	As at March 31, 2020	As at March 31, 2019
Provision for Gratuity	780,375	1,959,199
Provision for Leave Encashment	745,459	1,635,112
Staff Payable	-	339,660
Accrued Audit Fees	-	132,090
Accrued Others	-	396,270
TOTAL	1,525,834	4,462,331

NOTE 12 - Fixed Assets

(Amount in Rs.)

PARTICULARS	RATE	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		As at April 1, 2019	Addition	Adjustments/ Deduction	As at March 31, 2020	As at April 1, 2019	For the year ended	Adjustments/ (Deduction)	As at March 31, 2020	As at March 31, 2020	As at March 31, 2019
TANGIBLE											
Building	2.00%	63,672,664	-	-	63,672,664	2,490,769	1,273,453		3,764,222	59,908,442	61,181,895
Office Equipments	19.00%	5,936,582	346,892	(2,490)	6,280,984	2,735,650	1,106,417	(2,490)	3,839,578	2,441,407	3,200,932
Vehicles	11.88%	17,231,818	43,945	(23,767)	17,251,996	1,784,006	2,047,898	(19,665)	3,812,239	13,439,757	15,447,812
Computers	31.67%	8,355,895	2,963,141	(13,750)	11,305,286	5,327,267	1,816,744		7,144,012	4,161,447	3,028,628
Furniture and Fixture	9.50%	38,183,956	355,383		38,539,339	20,973,424	3,647,067		24,620,490	13,918,849	17,210,532
Leasehold Improvement	9.50%	28,504,866			28,504,866	587,199	2,707,963		3,295,162	25,209,704	27,917,667
TOTAL (A)		161,885,781	3,709,361	(40,007)	165,555,135	33,898,315	12,599,542	(22,155)	46,475,703	119,079,605	127,987,466
INTANGIBLE											
Computer Software		829,334	-	-	829,334	815,274	4,000	-	819,273.73	10,060	14,060
License		27,675,860	-	-	27,675,860	2,014,453	291,520	-	2,305,972.56	25,369,888	25,661,408
Trademarks		114,000	102,680		216,680	5,700	58,553		64,253.18	152,427	108,300
TOTAL (B)		28,619,194	102,680	-	28,721,874	2,835,426	354,073	-	3,189,499	25,532,375	25,783,768
Capital Work in Progress		-	7,552,136	-	7,552,136	-	-	-	-	7,552,136	-
TOTAL (C)		-	7,552,136	-	7,552,136	-	-	-	-	7,552,136	-
TOTAL (A) + (B) + (C)		190,504,975	11,364,177	(40,007)	201,829,146	36,733,741	12,953,616	(22,155)	49,665,202	152,164,116	153,771,234
As at March 31, 2019		147,984,130	50,264,106	(7,743,261)	190,504,975	30,774,527	8,877,109	(2,917,895)	36,733,741	153,771,234	-

Useful Life note :

Depreciation on tangible assets is provided on the straight-line method over the useful lives of assets estimated by the Management. Depreciation for assets purchased / sold during a period is proportionately charged. Intangible assets are amortized over their respective individual estimated useful lives on a straight-line basis, commencing from the date the asset is available to the Company for its use. The Management estimates the useful lives for the tangible fixed assets as follows :

Asset Category	Useful Life
Buildings	50 years
Office Equipments	5 years
Vehicles	8 years
Computers and Computer Software	3-6 years
Furniture and Fixture	10 years
Leasehold Improvement	10 years
Others	Useful life over which management expects to use the assets

Notes Forming Part of the Consolidated Balance Sheet as at March 31, 2020 (Contd...)

(Amount in Rs.)

NOTE 13 NON-CURRENT INVESTMENTS	As at March 31, 2020	As at March 31, 2019
Non-Trade Investment (Un-Quoted)		
Life Insurance Corporation of India-Gratuity Fund	-	1,271,538
TOTAL	-	1,271,538

NOTE 14 LONG-TERM LOANS AND ADVANCES	As at March 31, 2020	As at March 31, 2019
Security Deposit		
Unsecured, Considered Goods	4,514,329	2,057,930
TOTAL	4,514,329	2,057,930

NOTE 15 OTHER NON-CURRENT ASSETS	As at March 31, 2020	As at March 31, 2019
Accrued Interest on FD	203,407	358,491
Fixed Deposits with maturity more than 12 months	57,004,400	52,845,369
TDS Receivable (Net of Provision)	89,292,512	33,630,082
TOTAL	146,500,319	86,833,942

NOTE 16 TRADE RECEIVABLES	As at March 31, 2020	As at March 31, 2019
Unsecured, considered good		
- Period exceeding six months from due dates	172,325,615	149,009,757
- Others	380,939,372	530,411,144
TOTAL	553,264,987	679,420,901

NOTE 17 CASH AND CASH EQUIVALENTS	As at March 31, 2020	As at March 31, 2019
Cash and Cash Equivalents		
Cash on Hand	764,827	854,604
Balances with banks		
- In current account	15,154,495	4,421,030
Other Bank Balances		
Fixed deposits with maturity period more than 3 months but less than 12 month	19,513,342	18,771,489
TOTAL	35,432,664	24,047,123

NOTE 18 SHORT TERM LOANS AND ADVANCES	As at March 31, 2020	As at March 31, 2019
Advances recoverable in cash or in kind or for value to be received	8,372,169	9,515,701
GST Receivable	5,453,917	3,495,594
Advances to vendors	19,639	2,000
Capital advances recoverable in nature	2,500,000	2,500,000
Deposit	50,000	60,000
Prepaid Expenses	2,769,434	35,055
TOTAL	19,165,159	15,608,350

Notes Forming Part of the Consolidated Balance Sheet as at March 31, 2020 (Contd...)

(Amount in Rs.)

NOTE 19 OTHER CURRENT ASSETS	As at March 31, 2020	As at March 31, 2019
Balance with Government Authorities	-	25,612
Advance, Deposits & Prepayment	-	162,282
TOTAL	-	187,894

NOTE 20 REVENUE FROM OPERATIONS	As at March 31, 2020	As at March 31, 2019
Sales		
Sales/Income	3,035,028,839	3,435,881,816
TOTAL	3,035,028,839	3,435,881,816

NOTE 21 OTHER INCOME	As at March 31, 2020	As at March 31, 2019
Profit on Sale of Fixed Assets	2,898	-
Miscellaneous Income	34,263	8,435
Foreign Exchange Translation Adjustment A/c (Gain/ Loss)	(193,441)	118,006
Interest Income	6,615,411	3,170,679
Rent Income	360,000	314,000
TOTAL	6,819,131	3,611,120

NOTE 22 PURCHASES	As at March 31, 2020	As at March 31, 2019
Purchases & Expenses	2,304,705,101	2,627,267,907
Other Direct Expenses	566,800,688	510,932,926
TOTAL	2,871,505,789	3,138,200,833

NOTE 23 EMPLOYEES BENEFIT EXPENSES	As at March 31, 2020	As at March 31, 2019
Salary, Bonus & Other Allowances	97,816,803	73,412,683
Employer Contribution to Provident Fund	3,517,108	2,741,535
Remuneration to Directors	21,906,113	16,809,300
Gratuity Expenses	2,819,250	(2,201,337)
Leave Encashment	717,862	1,859,576
Staff Welfare Expenses	3,352,127	2,528,292
TOTAL	130,129,263	95,150,049

NOTE 24 FINANCE COSTS	As at March 31, 2020	As at March 31, 2019
Bank Interest	32,357,674	18,847,738
Interest on Term Loan	8,739,779	11,633,500
Interest on Car Loans	1,098,619	1,779,476
Bank Charges	2,377,956	1,641,273
TOTAL	44,574,028	33,901,988

Notes Forming Part of the Consolidated Balance Sheet as at March 31, 2020 (Contd...)

	(Amount in Rs.)	
NOTE 25 OTHER EXPENSES	As at March 31, 2020	As at March 31, 2019
Administration Expenses	139,701	104,254
Agency Fees	-	6,500
Auditors Remuneration*	1,192,085	1,020,490
License Fees	87,000	320,624
Bad Debts	17,279,589	1,263,547
Business Promotion Expenses	6,747,845	6,703,523
Communication Expenses	2,760,513	2,776,904
Director Sitting Fees	145,000	160,000
Electricity Charges	1,595,431	1,734,782
Foreign Exchange Loss	1,033,680	(89,161)
Housekeeping Expenses	347,916	457,169
Professional Fees	12,425,056	11,228,396
Insurance Expenses	560,121	1,447,794
Interest on GST	761,337	733,171
Late Filing fees-GST	269,308	330,550
Interest on Profession Tax	10,543	-
Interest on TDS	1,557,074	2,875,075
Corporate Social Responsibility (Note No.29)	1,330,000	1,033,434
GST expense account-CGST	1,133,374	1,203,653
GST expense account-SGST	1,133,374	1,420,004
GST expense account-IGST	329,917	463,085
Membership & Subscription	1,503,387	1,181,458
Office Expenses	6,520,620	5,263,351
Contract labour management charges	1,391,927	-
Property Tax Expenses	334,738	3,140
Printing & Stationery	2,799,154	3,734,009
Postage & Courier Expenses	709,438	567,437
Loss on Sale of Fixed Asset	-	1,215,366
Repairs & Maintainance	2,483,667	2,452,764
Rent, Rates & Taxes	10,204,267	7,410,487
Staff Recruitment Charges	1,708,449	1,111,722
Travelling Expenses	3,835,218	2,819,441
Miscellaneous Expenses	4,566,865	4,042,187
Total	86,896,594	64,995,153

*Auditors Remuneration		
Audit Fees		
Audit Fees	943,752	782,090
Tax Audit Fees	150,000	125,000
Taxation and Other Matters	98,333	113,400
Total	1,192,085	1,020,490

Notes Forming Part of the Consolidated Balance Sheet as at March 31, 2020 (Contd...)

26 Contingent Liabilities :-

(Amount in Rs.)

The Company has issued bank guarantees in favour of customers / vendors for the purpose of its business.

Details of outstanding guarantees as on the Balance Sheet date are given below:

Name of the Company	As at March 31, 2020	As at March 31, 2019
Air India Ltd.	8,000,000	500,000
IATA	450,000	450,000
Emirates	12,000,000	12,000,000
Red Express Transport Services Limited		411,442
Cathay Pacific Airways Ltd.	3,000,000	3,000,000
Qatar Airways	10,300,000	10,300,000
Indigo Air	500,000	
Thai Airways International PCL	1,500,000	
Lufthansa Cargo	1,150,000	500,000
Government Medical Sotres	50,000	50,000
Total	36,950,000	27,211,442
Less: Margin Money as Fixed Deposit	7,385,000	6,755,000
	29,565,000	20,456,442

27 In the opinion of the management, current assets, loans and advances have a value at least equal to the amount at which they are stated in the balance sheet if realised in the ordinary course of business.

28 Related Party Disclosures:

The Disclosure required under Accounting Standard 18 in respect of Related Party transactions and balances is given in the table and explanations given hereunder:

(i) Nature of relationship :-

Description	Name
Key Managerial Personnel (KMP)	Richard Theknath (Managing Director)
	Dax Theknath (Whole -Time Director)
	Agnes Theknath (Director)
	Prasad Prabhakar Gothivarekar, Chief Financial Officer (appointed w.e.f. November 15, 2019)
	Jabir Shabbir Contractor, Chief Financial Officer (resigned w.e.f. September 30, 2019)
	Shraddha Mehta (Company Secretary)
Enterprise in which KMP are able to exercise Significant Influence*	Jet Logistix (OPC) Pvt Ltd
	Rex Quality Products Private Limited
	Sprint Jet Freight LLC
	R2D Freight Pvt Ltd

Note : The list of Related Parties are as identified by the Management and relied upon by the Auditor.

Notes Forming Part of the Consolidated Balance Sheet as at March 31, 2020 (Contd...)

(Amount in Rs.)

(ii) Details of Related Party Transactions are as follows:-

Sr. No.	Nature of the Transaction	Nature of Relationship	As at March 31, 2020	As at March 31, 2019
1	Remuneration			
	Mr. Richard Theknath	Managing Director	12,411,885.00	10,800,000
	Mr. Dax Theknath	Whole-Time Director	9,494,228.00	6,009,300
	Prasad Prabhakar Gothivarekar (appointed w.e.f. November 15, 2019)	Chief Financial Officer (KMP)	1,206,206.85	-
	Jabir Shabbir Contractor (resigned w.e.f. September 30, 2019)	Chief Financial Officer (KMP)	1,329,600.00	2,100,458
	Ms. Shraddha Mehta	Company Secretary (KMP)	676,665.50	529,550
2	Loan Taken			
	Mr. Dax Theknath	Whole-Time Director	35,954,466	59,856,470
3	Loan Repaid			
	Mr. Dax Theknath	Whole-Time Director	21,285,823	43,598,565
4	Freight Income			
	Rex Quality Products Pvt Ltd.	Enterprise in which KMP are able to exercise Significant Influence	-	1,463,880
5	Interest on Loan Paid / Credited			
	Mr. Dax Theknath	Key Managerial Personnel (KMP)	1,418,085	1,132,643
6	Rent Income			
	Rex Quality Products Pvt Ltd.	Enterprise in which KMP are able to exercise Significant Influence	84,000	84,000
	R2D Freight Pvt Ltd	Enterprise in which KMP are able to exercise Significant Influence	108,000	-
	Jet Logistix (OPC) Pvt Ltd	Enterprise in which KMP are able to exercise Significant Influence	84,000	84,000
7	Rendering Sub Agency Services			
	R2D Freight Pvt Ltd	Enterprise in which KMP are able to exercise Significant Influence	121,546,505	-
8	Agency Charges incurred			
	Jet Logistix (OPC) Pvt Ltd	Enterprise in which KMP are able to exercise Significant Influence	12,000,000	4,800,000

(iii) Balances at the year end:

Sr No.	Nature of the Transaction	Nature of Relationship	As at March 31, 2020	As at March 31, 2019
1	Loans & Advances Taken			
	<u>From Directors</u>			
	Mr. Dax Theknath	Whole-Time Director	14,668,643	27,148,731
2	Loans Given			
	Jet Logistix (OPC) Pvt Ltd	Enterprise in which KMP are able to exercise Significant Influence	-	9,383,077
3	Trade Receivable			
	Sprint Jet Freight LLC	Enterprise in which KMP are able to exercise Significant Influence	6,398,246	1,250,855
	Rex Quality Products Pvt Ltd.	Enterprise in which KMP are able to exercise Significant Influence	8,455,532	8,909,339

Note :Related parties transactions are as identified by the management and relied upon by the Auditors.

Notes Forming Part of the Consolidated Balance Sheet as at March 31, 2020 (Contd...)

(Amount in Rs.)

29 Segment Reporting:

The company has determined that it operates in a single line of business viz. Freight Forwarders and also in a single geographic environment i.e. within India, therefore, the information required by the Accounting standard 17 on segment reporting is not applicable to the company.

30 Corporate Social Responsibility (CSR):

(a) CSR amount required to be spend as per section 135 of the companies Act,2013 read with schedule VII thereof by the company during the year is Rs.13,30,000/-

Details of Amount spent towards CSR given below.

1. Promoting Gender Equality ,Education and Aiding Pregnant Women.
2. The above amount of Rs.13,30,000/- is yet to be spent through The Saved Pearl Foundation which is a related party.

31 Employee Benefit :

The Company has classified the various benefits provided to employees as under

I Defined Contribution Plans

During the year, the Company has recognised the following amounts in the Statement of Profit and Loss:	As at March 31, 2020	As at March 31, 2019
- Employers' Contribution to Provident Fund	3,517,108	2,741,535
- Employers' Contribution to Employees' State Insurance	442,212	646,344
TOTAL	3,959,320	3,387,879

II Defined Benefit Plans

Contribution to Gratuity Fund (funded Defined Benefit Plan)

The components of the net gratuity cost for the years ended March 31, 2020 and March 31, 2019 as per Actuarial Valuation are as follows:

a) Major Assumptions	As at March 31, 2020	As at March 31, 2019
Discount Rate	6.55%	6.55%
Salary Escalation Rate	6%	6%
Employee Attrition Rate	10.00%	22%

b) Change in Present Value of Obligation	As at March 31, 2020	As at March 31, 2019
Opening Present Value of Obligation	4,931,450	7,361,249
Current Service Cost	986,831	815,403
Interest Cost	323,694	481,821
Benefit Paid	(355,961)	(228,462)
Actuarial Loss/ (gain) on Obligations	493,213	(3,498,561)
CLOSING PRESENT VALUE OF OBLIGATION	6,379,227	4,931,450

Particulars	As at March 31, 2020	As at March 31, 2019
	Gratuity	
Current Service Cost	986,831	815,403
Interest Cost	323,694	481,821
Actuarial (Gain)/ Loss	493,213	- 3,498,561
Expenses Recognized in Profit and Loss Account	1,803,738	- 2,201,337

Notes Forming Part of the Consolidated Balance Sheet as at March 31, 2020 (Contd...)

(Amount in Rs.)

32 Transactions in Foreign Currency

i) Expenditure in Foreign Currency

Particulars	As at March 31, 2020	As at March 31, 2019
Traveling and Lodging & Boarding Reimbursement	1,287,822	385,820
Import of Air Freight Services	11,979,942	16,328,289
	13,267,764	16,714,109

ii) Earnings in Foreign Exchange (Accrual Basis)

Particulars	As at March 31, 2020	As at March 31, 2019
Export of Air Freight Services	102,044,390	56,124,500
	102,044,390	56,124,500

33 Earnings Per Share:

The computation of the Earnings per share has been arrived at as follows

Particulars	As at March 31, 2020	As at March 31, 2019
(a) Net Profit after tax available for Equity shareholders.	(85,694,346)	80,707,674
(b) Weighted average number of Equity Shares for Basic EPS	11,600,946	8,899,356
(c) Weighted average number of Equity Shares for Diluted EPS	11,600,946	8,899,356
(d) Nominal Value of Equity Shares (in Rs.)	10	10
(e) Basic Earnings per Equity Share (in Rs.)	(7.39)	9.07
(f) Diluted Earnings per Equity Share (in Rs.)	(7.39)	9.07

For S C Mehra & Associates LLP

Chartered Accountants
Firm No. 106156W/ W100305

CA S C Mehra

Partner
Membership No. 039730

Place : Mumbai
Date : July 17, 2020

For and on behalf of Board of Directors

Richard Theknath
Managing Director
DIN No.- 01337478

Shraddha Mehta
Company Secretary

Place : Mumbai
Date : July 17, 2020

Dax Theknath
Whole-Time Director
DIN No. - 01338030

Prasad Gothivarekar
Chief Financial Officer

INDEPENDENT AUDITOR'S REPORT

To the Members of **Jet Freight Logistics Limited**

Report on the Audit of Financial Statements

Opinion

We have audited the financial statements of **Jet Freight Logistics Limited** ("the Company"), which comprise the balance sheet as at March 31, 2020, the statement of Loss and Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone 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 March 31, 2020, and Loss and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

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

1. COVID-19 pandemic has very adversely affected freight forwarding industry as a whole and more particularly the profitability of the company. The company is into international freight forwarding and mainly into perishable goods. This business is cyclical in the sense that January to March is peak season. The Company has major markets in Middle East, Europe & US. Early outbreak of COVID-19 in these markets since January 2020 has affected volumes of the Business to major extent. Due to which company was not able to meet targets of the business in terms of volumes which would have enabled company to get additional incentives. Airline Incentives is major source of income for the Company and the Company was consistently surpassing airline targets in the past. This year incentive figures are very minimal causing heavy loss.

2. Company has done major nationwide expansion and the new teams were recruited. But Company has not achieved volume due to this COVID-19 pandemic. Due to shortfall in revenue on account of lower volumes coupled with increased payroll cost of newly recruited business development team, has impacted the profitability of the company.

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors' report.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

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

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and Cash Flow Statement of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and

design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement 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.

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls systems in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatement in the standalone Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatement in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

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 "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

As required by Section 143(3) of the Act, we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books
- c) The Balance Sheet, the Statement of Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of the written representations received from the directors as on 31st March 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2020 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. 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 derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

Limitation on Scope due to covid-19 : We wish to highlight that due to the COVID 19 induced restrictions on physical movement and strict timelines, the entire audit team could not visit the company's office for undertaking the required audit procedures as stated in SAP and therefore caused inherent limitation on audit procedures.

The opinion expressed in the present report is after considering information, facts and inputs made available to us through electronic means by the company's management.

Thus the same has put a limitation on scope of our audit and we wish to bring to the attention of users towards the same.

For S. C. Mehra Associates LLP
Chartered Accountants
Firm Registration No.106156W

Place: Mumbai

Date:17.07.2020

UDIN: 20039730AAAAEJ3177

CA S.C.Mehra
Partner
M. No. 039730

ANNEXURE A TO INDEPENDENT AUDITORS' REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF JET FREIGHT LOGISTICS LIMITED FOR THE YEAR ENDED MARCH 31, 2020

[Referred to in paragraph under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditors' Report]

- i. In respect of its Fixed Assets:
 - a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - b) As explained to us Fixed assets have been physically verified by the management during the year in accordance with the phased program of verification adopted by the management which, in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
 - c) The title deeds of the immovable properties held by the company are in the name of the company.
 - ii. The company is Service Company, thus clause 3(ii) of the order is not applicable to the company.
 - iii. According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not granted any loans, secured or unsecured to Companies, Firms, Limited Liability Partnerships (LLP) or other parties except Loan to Wholly Own Subsidiaries. covered in the register maintained under.
 - (a) The terms and conditions of the grant of such loans are not prejudicial to the company's interest;
 - (b) The schedule of repayment of principal and payment of interest (if any) has been stipulated and the repayments or receipts are regular;
 - (c) As there is no amount is overdue, thus clause 3(iii) (c) of the order is not applicable to the company.
- iv. In our opinion and according to the information and explanations given to us, the Company has not either directly or indirectly, granted any loan to any of its directors or to any other person in whom the director is interested (except Loan to Wholly Own Subsidiaries), in accordance with the provision of section 185 of the Act and the Company has not made investments through more than two layers of investment companies in accordance with the provisions of section 186 of the Act. The provisions of section 185 and 186 of the Companies Act, 2013 have been complied with.
- v. In our opinion and according to the information and explanations given to us, there are no amounts outstanding which are in the nature of deposits as on March 31, 2020 and the Company has not accepted any deposits during the year.
- vi. The provision of sub-section (1) of section 148 of the Act are not applicable to the Company as the Central Government of India has not specified the maintenance of cost records for any of the products of the Company. Accordingly, the provision stated in paragraph 3(vi) of the Order are not applicable to the Company.
- vii. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing with appropriate authorities undisputed statutory dues including income-tax, goods and service tax, cess and any other statutory dues applicable to it.
According to the information and explanations given to us, no undisputed amounts are payable in respect of income-tax, goods and service tax and any other statutory dues which were applicable to the company were in arrears, as at March 31, 2020 for a period of more than six months from the date they became payable.
- (b) According to the information and explanation given to us and the records of the Company examined by us, there is a demand of Income Tax of Rs. 2,44,83,022/-(Net amount payable) for A.Y. 2017-18 against which an appeal has been filed by company.
- viii. In our opinion and according to the information and explanations given by the management, we are of the opinion that, the company has not defaulted in repayment of dues to financial institutions or banks or debenture holders during the year.
- ix. In our opinion, according to the information explanation provided to us, no money has been raised by way of term loans during the year. The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the provisions stated in paragraph 3(ix) of the Order are not applicable to the Company.
- x. During the course of our audit, examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees.
- xi. According to the information and explanations given to us, we report that managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with schedule V to the Companies Act.
- xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, the provisions stated in paragraph 3(xii) of the Order are not applicable to the Company.

- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 188 of the Act where applicable and details of such transaction have been disclosed in the financial statement as required by the applicable accounting standards. Further, the Company is not required to constitute audit committee under section 177 of the Act.
- xiv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, the provisions stated in paragraph 3 (xiv) of the Order are not applicable to the Company.
- xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with them. Accordingly, provisions stated in paragraph 3(xv) of the Order are not applicable to the Company.
- xvi. 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 stated in paragraph clause 3 (xvi) of the Order are not applicable to the Company.

For S. C. Mehra Associates LLP
Chartered Accountants
Firm Registration No.106156W

Place: Mumbai

Date:17.07.2020

UDIN: 20039730AAAAEJ3177

CA S.C.Mehra
Partner
M. No. 039730

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF JET FREIGHT LOGISTICS LIMITED

[Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' in the Independent 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 with reference to financial statements of **Jet Freight Logistics Limited** ("the Company") as of March 31, 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 with reference to financial statements 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) (the "Guidance Note"). 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 Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. 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 internal financial controls with reference to financial statements 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 internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls With Reference to Financial Statements

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

Inherent Limitations of Internal Financial Controls With Reference to Financial Statements

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

Opinion

In our opinion, the Company has, in all material respects, an internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2020, based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note.

Place: Mumbai

Date: 17.07.2020

UDIN: 20039730AAAAEJ3177

For S. C. Mehra Associates LLP
Chartered Accountants
Firm Registration No.106156W

CA S.C.Mehra
Partner
M. No. 039730

Balance Sheet as at March 31, 2020

(Amount in Rs.)

Particulars	Note No.	As at March 31, 2020	As at March 31, 2019
<u>EQUITY AND LIABILITIES</u>			
Shareholders' Fund			
Share Capital	3	116,009,460	116,009,460
Reserves and Surplus	4	56,633,864	142,311,550
		172,643,324	258,321,010
Non-Current Liabilities			
Long-Term Borrowings	5	93,603,626	94,204,502
Deferred Tax Liabilities (net)	6	5,372,989	6,448,948
Long-Term Provisions	7	8,910,665	3,556,575
		107,887,280	104,210,025
Current Liabilities			
Short-Term Borrowings	8	264,663,587	326,121,416
Trade Payables	9	273,853,683	197,311,347
Other Current Liabilities	10	57,459,905	46,344,220
Short-Term Provisions	11	1,504,383	3,594,311
		597,481,558	573,371,294
TOTAL		878,012,162	935,902,329
<u>ASSETS</u>			
Non-Current Assets			
<u>Fixed Assets:</u>			
	12		
Tangible Assets		118,152,705	127,838,582
Intangible Assets		25,379,948	25,675,468
Capital Work in Progress		7,552,136	-
Non-Current Investment	13	2,705,360	2,688,700
Long-Term Loans and Advances	14	11,603,804	10,019,636
Other Non-Current Assets	15	146,159,558	86,833,942
		311,553,511	253,056,328
Current Assets			
Trade Receivables	16	515,754,307	646,018,189
Cash and Cash Equivalents	17	34,441,078	21,139,776
Short-Term Loans and Advances	18	16,263,266	15,688,036
		566,458,651	682,846,001
TOTAL		878,012,162	935,902,329

The accompanying notes are an integral part of the financial statements.

This is the Balance Sheet referred to in our report of even date.

For S C Mehra & Associates LLP

Chartered Accountants
Firm No. 106156W/ W100305

CA S C Mehra

Partner
Membership No. 039730

Place : Mumbai
Date : July 17, 2020

For and on behalf of Board of Directors

Richard Theknath
Managing Director
DIN No.- 01337478

Shraddha Mehta
Company Secretary

Place : Mumbai
Date : July 17, 2020

Dax Theknath
Whole-Time Director
DIN No. - 01338030

Prasad Gothivarekar
Chief Financial Officer

Statement Of Profit And Loss for the Year Ended March 31, 2020

(Amount in Rs.)

Particulars	Note No.	As at March 31, 2020	As at March 31, 2019
Revenue:			
Revenue from Operations	19	2,997,848,069	3,375,156,257
Other Income	20	6,784,868	3,602,685
Total Revenue		3,004,632,937	3,378,758,942
Expenses:			
Purchases	21	2,841,272,973	3,124,212,614
Employee Benefits Expenses	22	116,625,229	92,376,159
Finance Costs	23	43,563,758	33,637,767
Depreciation and Expenses	12	12,659,719	8,854,426
Other Expenses	24	77,281,564	58,865,560
Total Expenses		3,091,403,243	3,317,946,526
Profit Before Tax		(86,770,306)	60,812,416
Tax Expenses:			
Current Tax		-	17,666,807
Deferred Tax		(1,075,960)	56,195
Profit After Tax		(85,694,346)	43,089,414
Earnings Per Share (Rs.) [Nominal value per share : Rs. 10/-]			
- Basic Earning Per Share (Weighted Average)		(7.39)	4.84
- Diluted Earning Per Share		(7.39)	4.84

The accompanying notes are an integral part of the financial statements.

This is the Statement of Profit and Loss referred to in our report of the even date.

For S C Mehra & Associates LLP

Chartered Accountants
Firm No. 106156W/ W100305

CA S C Mehra

Partner
Membership No. 039730

Place : Mumbai
Date : July 17, 2020

For and on behalf of Board of Directors

Richard Theknath
Managing Director
DIN No.- 01337478

Shraddha Mehta
Company Secretary

Place : Mumbai
Date : July 17, 2020

Dax Theknath
Whole-Time Director
DIN No. - 01338030

Prasad Gothivarekar
Chief Financial Officer

Cash Flow Statement For The Year Ended March 31, 2020

(Amount in Rs.)

NO.	PARTICULARS	As at March 31, 2020		For the Year ended March 31, 2019	
A.	Cash Flows From Operating Activities:				
	Profit Before Taxation	(86,770,306)		60,812,416	
	Adjustments for:				
	Depreciation	12,659,719		8,854,426	
	Dividend Income	-		-	
	Interest Income	(6,615,411)		(3,170,679)	
	Rent Income	(360,000)		(314,000)	
	Finance Cost	43,563,758		33,637,767	
	(Profit) / Loss on Sale of Fixed Assets	(2,898)		1,215,366	
	(Profit) / Loss on Foreign Exchange Rate Difference (Unrealised)	16,660		(17,039)	
	Operating Profit Before Working Capital Changes	(37,508,478)		101,018,257	
	Adjustments for Working Capital Changes:				
	(Increase)/Decrease in Trade Receivables	130,263,882		(71,511,754)	
	(Increase)/Decrease in Short term Loans & Advances	(575,230)		(7,059,506)	
	(Increase)/Decrease in Other Non-Current Assets	(55,166,585)		(24,784,199)	
	Increase/(Decrease) in Trade Payables	76,542,336		22,721,990	
	Increase/(Decrease) in Other Current Liabilities	11,115,685		(15,417,794)	
	Increase/(Decrease) in Short term provisions	(2,089,928)		1,495,077	
	Increase/(Decrease) in Long term Provisions	5,354,090		(2,083,780)	
	Increase/(Decrease) in DTL	(1,075,959)		56,195	
	Cash Flows From Operations	126,859,813		4,434,485	
	Add: Adjustment for Income Tax of Earlier years	-		2,035,340	
	Less: Income Tax Paid	(1,075,960)		17,723,002	
	Net Cash Flows From (Used in) Operating Activities		127,935,773		(11,253,178)
B.	Cash Flows From Investing Activities:				
	Purchase of Fixed Assets	(10,248,137)		(49,984,239)	
	Loans & Advances	(1,584,168)		4,622,872	
	Interest Received on Fixed Deposit	6,615,412		3,170,679	
	Proceeds from Sale of Fixed Assets	20,751		3,610,000	
	Rent Income	360,001		314,000	
	Dividend Income	-		-	
	Investment during the year	(16,660)		(3,940,238)	
	Investment in FDs	(4,159,031)		(34,746,866)	
	Net Cash Flows From (Used in) Investing Activities		(9,011,833)		(76,953,792)

(Amount in Rs.)

NO.	PARTICULARS	As at March 31, 2020		For the Year ended March 31, 2019	
C.	Cash Flow From Financing Activities:				
	Unsecured Borrowings from Directors	(12,480,089)		18,890,547	
	Repayment of Secured loans	11,879,212		(5,239,267)	
	Increase/(Decrease) in Short Term Borrowings	(61,458,002)		121,396,919	
	Finance Cost	(43,563,759)		(33,637,767)	
	Interim Dividend Paid	-		(580,047)	
	Net Cash Flows From (Used in) Financing Activities		(105,622,638)		100,830,385
	Net Increase/(Decrease) in Cash and Cash Equivalents		13,301,302		12,623,415
	Cash and Cash Equivalents at the Beginning		21,139,776		8,516,361
	Cash and Cash Equivalents at the End		34,441,078		21,139,776

For S C Mehra & Associates LLP
Chartered Accountants
Firm No. 106156W/ W100305

CA S C Mehra
Partner
Membership No. 039730

Place : Mumbai
Date : July 17, 2020

For and on behalf of Board of Directors

Richard Theknath
Managing Director
DIN No.- 01337478

Shraddha Mehta
Company Secretary

Place : Mumbai
Date : July 17, 2020

Dax Theknath
Whole-Time Director
DIN No. - 01338030

Prasad Gothivarekar
Chief Financial Officer

Significant Accounting Policies and notes to the Financial Statements for the year ended March 31, 2020

1 CORPORATE INFORMATION

The Jet Freight Logistics Limited (“The Company”) is a public limited company. The Company was incorporated in 2006 and status of the Company has been changed from Private Company to Public company with effect from July 16, 2016. The company is primarily engaged in the business of freight Forwarding for handling Perishable, General and time sensitive cargo and handling general and other kinds of cargo.

Jet freight logistics offers wide variety of services to its clients. Apart from Perishable, Time Sensitive and General Cargo, Company’s service includes Custom Clearance, Logistics Solution, Shipment of Hazardous cargo and ODC consignments.

2 SIGNIFICANT ACCOUNTING POLICIES

A BASIS OF ACCOUNTING

These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention on accrual basis. Pursuant to section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014, till the standards of accounting or any addendum thereto are prescribed by Central Government in consultation and recommendation of the National Financial Reporting Authority, the existing Accounting Standards notified under the Companies Act, 1956 shall continue to apply.

Consequently, these financial statements have been prepared to comply in all material aspects with the accounting standards notified under Section 211(3C) of the Companies Act, 1956, [Companies (Accounting Standards) Rules, 2006, as amended] and other relevant provisions of the Companies Act, 2013.

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

B USE OF ESTIMATES

The preparation of financial statements in conformity with Generally Accepted Accounting Principles (GAAP) requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, reported amounts of revenues and expenses and the disclosure of contingent liabilities on the date of the financial statements. Actual results could differ from those estimates. Any revision to accounting estimates is recognized in the period in which such revisions are made.

C REVENUE RECOGNITION

- (i) Freight Income are recognized on the basis of completion of transport as per contractual terms.
- (ii) Dividend Income is recognised when right to receive the Dividend is established.
- (iii) Interest Income is recognised on accrual basis.

D FIXED ASSETS

Fixed Assets are stated at cost of acquisition, including any attributable cost of bringing the asset to its working condition for its intended use, less accumulated depreciation. The cost of fixed asset includes taxes, duties, freight and other incidental expenses related to acquisition and installation of respective asset.

Subsequent expenditures related to an item of fixed asset are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance.

Items of fixed assets that have been retired from active use and are held for disposal are stated at the lower of their net book value and net realisable value and are shown separately in the financial statements under the head ‘Other current assets’. Any expected loss is recognized immediately in the Statement of Profit and Loss.

Losses arising from the retirement of, and gains or losses arising from disposal of fixed assets which are carried at cost or revalued amount are recognised in the Statement of Profit and Loss.

E DEPRECIATION AND AMORTISATION

Depreciation is provided on Straight Line method at the rates and in the manner prescribed in Schedule II of the Companies Act, 2013 over their useful life.

Depreciation on Assets acquired / disposed off during the year is provided on pro-rata basis with reference to the date of addition/ disposal.

Individual assets costing less than Rs.5,000 are fully depreciated in the year of purchase.

F FOREIGN CURRENCY TRANSACTIONS

Transactions in foreign exchange are accounted at the exchange rate prevailing at the date of such transactions. Gains/ Losses arising out of settlement of the foreign currency transaction are accounted for in the Profit and Loss Account.

G CURRENT AND DEFERRED TAX

Tax expense for the period, comprising current tax and deferred tax, are included in the determination of the net profit or loss for the period. Current tax is measured at the amount expected to be paid to the tax authorities in accordance with the taxation laws prevailing in the respective jurisdictions.

Deferred tax is recognised for all the timing differences, subject to the consideration of prudence in respect of deferred tax assets. Deferred tax assets are recognised and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date. At each Balance Sheet date, the group reassesses unrecognised deferred tax assets, if any.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle the asset and the liability on a net basis. Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off assets against liabilities representing current tax and where the deferred tax assets and the deferred tax liabilities relate to taxes on income levied by the same governing taxation laws.

Minimum Alternative Tax (MAT) credit is recognised as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period.

H IMPAIRMENT OF ASSETS

At each balance sheet date, the Company assesses whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount. If the carrying amount of the asset exceeds its recoverable amount, an impairment loss is recognised in the profit and loss account to the extent the carrying amount exceeds recoverable amount.

I PRIOR PERIOD ITEMS

All identifiable items of Income and Expenditure pertaining to prior period are accounted through "Prior Period Items" on the face of statement of Profit and Loss.

J RELATED PARTY TRANSACTIONS

Disclosure of transactions with Related Parties, as required by Accounting Standard 18 "Related Party Disclosures" has been set out in a separate note. Related parties as defined under clause 3 of the Accounting Standard 18 have been identified on the basis of representations made by key managerial personnel and information available with the Company.

K EARNING PER SHARE

The Company reports basic and diluted earnings per share (EPS) in accordance with the Accounting Standard 20 issued by the Institute of Chartered Accountants of India. The Basic EPS has been computed by dividing the profit available to equity shareholders by the weighted average number of equity shares outstanding during the accounting year. The Diluted EPS has been computed by dividing adjusted net profit by the weighted average number of equity shares and dilutive potential equity shares outstanding at the end of the year.

L PROVISIONS AND CONTINGENT LIABILITIES

Provisions: Provisions are recognised when there is a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance sheet date and are not discounted to its present value.

Contingent Liabilities: Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

M BORROWING COST

Borrowing costs that are attributable to the acquisition or construction of the qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for the intended use. All other borrowing costs are charged to revenue.

Notes forming part of the Balance Sheet as at March 31, 2020

(Amount in Rs.)

NOTE 3 SHARE CAPITAL	As at March 31, 2020		As at March 31, 2019	
	Number of Shares	Value of Shares	Number of Shares	Value of Shares
Authorized Share capital				
Equity Shares of Rs. 10/- each.	12,000,000	120,000,000	12,000,000	120,000,000
Issued, subscribed & paid-up capital				
Equity Shares of Rs.10/- each fully paid-up	11,600,946	116,009,460	5,800,473	58,004,730
Add : Bonus Share of Rs.10/- Eash issued on September 17,2018	-	-	5,800,473	58,004,730
TOTAL	11,600,946	116,009,460	11,600,946	116,009,460

Reconciliation of Shares	As at March 31, 2020		As at March 31, 2019	
	Number of Shares	Value of Shares	Number of Shares	Value of Shares
Equity Shares of Re.10/- each fully paid-up				
Balance as at beginning of the year	11,600,946	116,009,460	5,800,473	58,004,730
Add : Bonus Share	-	-	5,800,473	58,004,730
Balance as at Closing of the year	11,600,946	116,009,460	11,600,946	116,009,460

List of Shareholders holding more than 5% Equity share capital	As at March 31, 2020		As at March 31, 2019	
	Number of Shares	% of Holding	Number of Shares	% of Holding
Equity Shares of Re.10/- each fully paid-up				
Richard Theknath	2,650,294	22.85	2,618,294	22.57
Dax Theknath	2,384,000	20.55	2,384,000	20.55
Agnes Teknath	2,994,642	25.81	2,994,642	25.81
Mukul Agrawal (Partner/Beneficial Owner) on behalf of M/s Param Capital	1,024,000	8.83	1,024,000	8.83

Terms/ rights attached to Equity Shares :-

The company has only one class of equity shares having a par value of Rs.10 per share. Each holder of equity shares is entitled to one vote per share and equity shares does not have any preferential right towards dividend distribution and in case of liquidation. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company in proportion to the number of equity shares held by the shareholders, after distribution of all preferential amounts.

Notes forming part of the Balance Sheet as at March 31, 2020 (Contd...)

(Amount in Rs.)

NOTE 4 RESERVES & SURPLUS	As at March 31, 2020	As at March 31, 2019
<u>Surplus in the Statement of Profit & Loss Account</u>		
Balance as at beginning of the year	142,328,589	108,166,213
Add: Profit for the year	(85,694,346)	43,089,414
Less: Interim Dividend paid		(580,047)
Less: Utilized for issue of Bonus shares		(10,382,331)
Add: Income tax adjustments of Prior years		2,035,340
Balance as at Closing of the year	56,634,243	142,328,589
<u>Securities Premium</u>		
Balance as at beginning of the year	-	47,622,399
Less: Utilized for Bonus Share		47,622,399
Balance as at Closing of the year	-	-
Foreign Currency Translation Reserve	(379)	(17,039)
TOTAL	56,633,864	142,311,550

NOTE 5 LONG TERM BORROWINGS	As at March 31, 2020	As at March 31, 2019
Secured		
<u>Term Loan from Banks</u>		
KOTAK MAHINDRA BANK LOAN	43,476,482	26,791,273
KOTAK MAHINDRA BANK LAP - 17706780	29,241,251	32,513,974
<u>Vehicle Loans</u>		
HDFC BANK LIMITEDAD-KMB-0000047385472	-	68,718
KOTAK MAHINDRA BANK LOAN A/C CF14430448	182,076	309,037
AXIS BANK MERCEDES- AUR086103685293	3,560,052	4,136,827
YES BANK BMW ALN000100442914	2,475,122	3,235,942
TOTAL (A)	78,934,983	67,055,771
Unsecured		
<u>From Directors</u>		
	14,668,643	27,148,731
TOTAL (B)	14,668,643	27,148,731
TOTAL (A+B)	93,603,626	94,204,502

Notes forming part of the Balance Sheet as at March 31, 2020 (Contd...)

(Amount in Rs.)

(a) Terms of repayment for Secured Term Borrowings including repayable within 1 year of Rs. 1.45 cr.

Nature of Security	Terms of Repayment
1. Rupee term loan amounting to Rs. 113.59 lacs from Kotak Mahindra Bank secured against the following :- 1) entire present & future currnt assets of the company. 2) Personal properties of Mrs Agnes Theknath (Director).	Repayable in 79 monthly installments. Last installment due in February 2023. Rate of interest 11%.
2. Rupee term loan amounting to Rs. 113.52 lacs from Kotak Mahindra Bank secured against the following :- 1) entire present & future current assets of the company. 2) Personal properties of Mrs Agnes Theknath (Director).	Repayable in 78 monthly installments. Last installment due in January 2023. Rate of interest 11%.
3. Rupee term loan amounting to Rs. 40.29 lacs from Kotak Mahindra Bank secured against the following:- 1) Entire present & future current assets of the company. 2) Personal properties of Mrs Agnes Theknath (Director).	Repayable in 75 monthly installments. Last installment due in October 2022. Rate of interest 11%.
4. Rupee LAP loan amounting to Rs. 325.89 lacs From Kotak Mahindra Bank secured against the following:- 1) Pramukh Plaza Property has been mortgaged against term Loan.	Repayable in 120 monthly installments. Last installment due in May 2027. Rate of interest 11%.
5. Rupee Vehicle loan amounting to Rs. 3.10 lacs from Kotak Mahindra Bank Limited is secured against the Honda Car	Repayable in 60 monthly installments. Last installment due in June 2022. Rate of interest 11.62%.
6. Rupee Vehicle loan amounting to Rs. 41.37 lacs from Axis Bank Limited is secured against the Mercedes Benz Car	Repayable in 84 monthly installments. Last installment due in December 2025. Rate of interest 9.11%.
7. Rupee Vehicle loan amounting to Rs. 32.36 lacs from Yes Bank is secured against the BMW 520D Car.	Repayable in 60 monthly installments. Last installment due in December 2023. Rate of interest 8.85%.
8. Rupee Vehicle loan amounting to Rs. 0.69 lacs from HDFC Bank Limited is secured against the Honda CRV Car.	Repayable in 36 monthly installments. Last installment due in May 2020. Rate of interest 12%.
9. Rupee LAP loan amounting to Rs. 263.90 lacs From Deutsche Bank secured against the following:- Flat no. 6031 & 702 ,6th & 7th Floor , Satnam ,Bandra-west. Property has been mortgaged against term Loan	Repayable in 180 monthly installments. Last installment due in June 2034. Rate of interest 10.90 %
10. Lien Over FD of Rs.549.00Lakhs.	
11. Pledging of 49.40 Lacs Equity share of Director.	
12. Rate of interest on Unsecured Loan from Mr. Dax Francis Theknath, Whole-Time Director is charged @ 7% for the amount upto Rs. 3.5 Crores and @ 11% for the amount Exceeding Rs. 3.5 Crores upto 30th September'2019.	

NOTE 6 DEFFERD TAX LIABILITIES (NET)	As at March 31, 2020	As at March 31, 2019
Deferred Tax Liabilities arising on account of Timing differences in :		
Depreciation	7,411,749	9,278,952
Deferred Tax Assets arising on account of Timing differences in :		
Provision for Gratuity	(1,270,833)	(1,772,311)
Provision for Leave Encashment	(767,927)	(1,057,692)
TOTAL	5,372,989	6,448,949

Notes forming part of the Balance Sheet as at March 31, 2020 (Contd...)

(Amount in Rs.)

NOTE 7 LONG-TERM PROVISIONS	As at March 31, 2020	As at March 31, 2019
Provision for Gratuity	5,554,339	1,700,713
Provision For Leave Encashment	3,356,326	1,855,862
TOTAL	8,910,665	3,556,575

NOTE 8 SHORT TERM BORROWINGS	As at March 31, 2020	As at March 31, 2019
From Bank - Cash Credit (Secured by hypothecation of book debts, Fixed Deposits and personal property of director's as well as personal guarantee of directors)	264,663,588	326,121,416
TOTAL	264,663,588	326,121,416

NOTE 9 TRADE PAYABLES	As at March 31, 2020	As at March 31, 2019
Trade Payables	273,853,683	197,311,347
TOTAL	273,853,683	197,311,347

Note: In the absence of the information available with the company, the amount due to the the suppliers who are registered under Micro, Small & Medium Enterprises Development Act, 2006 have not been given.

NOTE 10 OTHER CURRENT LIABILITIES	As at March 31, 2020	As at March 31, 2019
Secured (Refer Note 5a)		
Current maturities of long-term debt	14,535,110	12,811,723
Unsecured		
Creditors for expenses	18,144,854	14,151,759
TDS Payable	10,991,652	8,161,633
Profession Tax Payable	72,131	9,643
P F Payable Employee	279,512	247,658
P F Payable Employer	307,039	268,297
ESIC Payable	25,768	72,438
LWF Payable	8,041	6,140
Salary Payable	6,163,431	7,094,463
Output Gst CGST Payable	1,818,554	1,112,105
Output Gst IGST Payable	3,899,743	1,908,916
Output Gst SGST Payable	903,158	453,788
Output GST RCM Payable	310,913	45,656
TOTAL	57,459,906	46,344,220

NOTE 11 SHORT TERM PROVISIONS	As at March 31, 2020	As at March 31, 2019
Provision for Gratuity	780,287	1,959,199
Provision for Leave Encashment	724,096	1,635,112
TOTAL	1,504,383	3,594,311

Notes forming part of the Balance Sheet as at March 31, 2020 (Contd...)

(Amount in Rs.)

NOTE 12 - FIXED ASSETS

PARTICULARS	RATE	GROSS BLOCK				DEPRECIATION				NET BLOCK	
		As at April 1, 2019	Addition	Adjustments/ Deduction	As at March 31, 2020	As at April 1, 2019	For the year ended	Adjustments/ (Deduction)	As at March 31, 2020	As at March 31, 2020	As at March 31, 2019
TANGIBLE											
Building	2.00%	63,672,664	-	-	63,672,664	2,490,769	1,273,453		3,764,222	59,908,442	61,181,895
Office Equipments	19.00%	5,936,582	238,922	(2,490)	6,173,014	2,735,650	1,091,518	(2,490)	3,824,678	2,348,336	3,200,932
Vehicles	11.88%	17,231,818	43,945	(23,767)	17,251,996	1,784,006	2,047,898	(19,665)	3,812,239	13,439,757	15,447,812
Computers	31.67%	8,190,028	2,211,935	(13,750)	10,388,213	5,310,284	1,606,514		6,916,798	3,471,588	2,879,744
Furniture and Fixture	9.50%	38,183,956	201,199		38,385,155	20,973,424	3,636,853		24,610,277	13,774,878	17,210,532
Leasehold Improvement	9.50%	28,504,866			28,504,866	587,199	2,707,963		3,295,162	25,209,704	27,917,667
TOTAL (A)		161,719,914	2,696,001	(40,007)	164,375,908	33,881,332	12,364,199	(22,155)	46,223,376	118,152,705	127,838,582
INTANGIBLE											
Computer Software		829,334	-	-	829,334	815,273	4,000	-	819,273	10,061	14,061
License		27,675,860	-	-	27,675,860	2,014,453	291,520	-	2,305,973	25,369,888	25,661,408
TOTAL (B)		28,505,194	-	-	28,505,194	2,829,726	295,520	-	3,125,246	25,379,949	25,675,469
Capital Work in Progress		-	7,552,136	-	7,552,136	-	-	-	-	7,552,136	-
Total (C)		-	7,552,136	-	7,552,136	-	-	-	-	7,552,136	-
TOTAL (A) + (B)		190,225,108	10,248,137	(40,007)	200,433,238	36,711,058	12,659,719	(22,155)	49,348,622	151,084,790	153,514,051
As at March 31, 2019		147,984,130	49,984,239	(7,743,261)	190,225,108	30,774,527	8,854,426	(2,917,895)	36,711,058	153,514,050	117,209,603

Useful Life note :

Depreciation on tangible assets is provided on the straight-line method over the useful lives of assets estimated by the Management. Depreciation for assets purchased / sold during a period is proportionately charged. Intangible assets are amortized over their respective individual estimated useful lives on a straight-line basis, commencing from the date the asset is available to the Company for its use. The Management estimates the useful lives for the tangible fixed assets as follows :

Asset Category	Useful Life
Buildings	50 years
Office Equipments	5 years
Vehicles	8 years
Computers and Computer Software	3-6 years
Furniture and Fixture	10 years
Leasehold Improvement	10 years
Others	Useful life over which management expects to use the assets

NOTE 13 NON-CURRENT INVESTMENTS	As at March 31, 2020	As at March 31, 2019
Non-Trade Investment (Un-Quoted)		
Jet Freight Logistics FZCO (100% Subsidiary)	205,360	188,700
25000 Equity Share of Jet Freight Express Pvt. Ltd.(100% subsidiary)	2,500,000	2,500,000
TOTAL	2,705,360	2,688,700

Note: The change in investment in Jet Freight Logistics FZCO is due to fluctuation in the exchange rate.

Notes forming part of the Balance Sheet as at March 31, 2020 (Contd...)

(Amount in Rs.)

NOTE 14 LONG-TERM LOANS AND ADVANCES	As at March 31, 2020	As at March 31, 2019
Security Deposit		
Unsecured, Considered Goods	11,603,804	10,019,636
TOTAL	11,603,804	10,019,636

NOTE 15 OTHER NON-CURRENT ASSETS	As at March 31, 2020	As at March 31, 2019
Accrued Interest on FD	203,407	358,491
Fixed Deposits with maturity more than 12 months	57,004,400	52,845,369
TDS Receivable (Net of Provision)	88,951,751	33,630,082
TOTAL	146,159,558	86,833,942

NOTE 16 TRADE RECEIVABLES	As at March 31, 2020	As at March 31, 2019
Unsecured, considered good		
- Period exceeding six months from due dates	171,505,392	149,009,757
- Others	344,248,915	497,008,433
TOTAL	515,754,307	646,018,190

NOTE 17 CASH AND CASH EQUIVALENTS	As at March 31, 2020	As at March 31, 2019
Cash and Cash Equivalents		
Cash on Hand	472,913	433,300
Balances with banks		
-In current account	14,454,823	1,934,987
Other Bank Balances		
Fixed deposits with maturity period more than 3 months but less than 12 month	19,513,342	18,771,489
TOTAL	34,441,078	21,139,776

NOTE 18 SHORT TERM LOANS AND ADVANCES	As at March 31, 2020	As at March 31, 2019
Advances recoverable in cash or in kind or for value to be received	8,289,710	9,690,443
GST Receivable	5,453,917	3,495,594
Advances to vendors	19,639	2,000
Capital advances recoverable in nature	2,500,000	2,500,000
TOTAL	16,263,266	15,688,037

Notes forming part of the Balance Sheet as at March 31, 2020 (Contd...)

(Amount in Rs.)

NOTE 19 REVENUE FROM OPERATIONS	As at March 31, 2020	As at March 31, 2019
Sales		
Sales/Income	2,997,848,069	3,375,156,257
TOTAL	2,997,848,069	3,375,156,257

NOTE 20 OTHER INCOME	As at March 31, 2020	As at March 31, 2019
Profit on Sale of Fixed Assets	2,898	
Foreign Exchange Translation Adjustment A/c (Gain/ Loss)	(193,441)	118,006
Interest Income	6,615,411	3,170,679
Rent Income	360,000	314,000
TOTAL	6,784,868	3,602,685

NOTE 21 PURCHASES	As at March 31, 2020	As at March 31, 2019
Purchases & Expenses	2,274,472,285	2,613,279,688
Other Direct Expenses	566,800,688	510,932,926
TOTAL	2,841,272,973	3,124,212,614

NOTE 22 EMPLOYEES BENEFIT EXPENSES	As at March 31, 2020	As at March 31, 2019
Salary, Bonus & Other Allowances	84,723,055	70,638,793
Employer Contribution to Provident Fund	3,517,108	2,741,535
Remuneration to Directors	21,906,113	16,809,300
Gratuity Expenses	2,674,714	(2,201,337)
Leave Encashment	589,448	1,859,576
Staff Welfare Expenses	3,214,791	2,528,292
TOTAL	116,625,229	92,376,159

NOTE 23 FINANCE COSTS	As at March 31, 2020	As at March 31, 2019
Bank Interest	31,503,609	18,847,738
Interest on Term Loan	8,739,779	11,369,279
Interest on Car Loans	1,098,619	1,779,476
Bank Charges	2,221,751	1,641,273
TOTAL	43,563,758	33,637,767

Notes forming part of the Balance Sheet as at March 31, 2020 (Contd...)

(Amount in Rs.)

NOTE 24 OTHER EXPENSES	As at March 31, 2020	As at March 31, 2019
Administration Expenses	139,701	104,254
Auditors Remuneration*	998,333	838,400
License Fees	87,000	320,624
Bad Debts	17,279,589	1,263,547
Business Promotion Expenses	6,741,335	6,703,523
Communication Expenses	2,231,758	2,626,152
Director Sitting Fees	145,000	160,000
Electricity Charges	1,554,139	1,734,782
Foreign Exchange Loss	956,713	(89,161)
Housekeeping Expenses	347,916	457,169
Professional Fees	11,712,904	9,918,572
Insurance Expenses	444,532	1,342,009
Interest on GST	716,271	733,171
Late Filing fees-GST	269,308	330,550
Interest on Profession Tax	10,543	-
Interest on TDS	1,535,003	2,875,075
Corporate Social Responsibility (Note No.29)	1,330,000	1,033,434
GST expense account-CGST	1,133,374	1,203,653
GST expense account-SGST	1,133,374	1,420,004
GST expense account-IGST	329,917	463,085
Membership & Subscription	1,503,387	1,181,458
Office Expenses	5,497,168	5,263,351
Property Tax Expenses	334,738	3,140
Printing & Stationery	2,773,481	3,734,009
Postage & Courier Expenses	703,302	567,437
Loss on Sale of Fixed Asset	-	1,215,366
Repairs & Maintainance	2,483,667	2,452,764
Rent, Rates & Taxes	6,251,433	4,853,907
Staff Recruitment Charges	1,692,384	1,111,722
Travelling Expenses	3,329,925	1,850,308
Miscellaneous Expenses	3,615,369	3,193,256
Total	77,281,564	58,865,560

*Auditors Remuneration		
Audit Fees		
Audit Fees	750,000	600,000
Tax Audit Fees	150,000	125,000
Taxation and Other Matters	98,333	113,400
Total	998,333	838,400

Notes forming part of the Balance Sheet as at March 31, 2020 (Contd...)

(Amount in Rs.)

25 Contingent Liabilities :-

The Company has issued bank guarantees in favour of customers / vendors for the purpose of its business.

Details of outstanding guarantees as on the Balance Sheet date are given below:

Name of the Company	As at March 31, 2020	As at March 31, 2019
Air India Ltd.	8,000,000	500,000
IATA	450,000	450,000
Emirates	12,000,000	12,000,000
Red Express Transport Services Limited	-	411,442
Cathay Pacific Airways Ltd.	3,000,000	3,000,000
Qatar Airways	10,300,000	10,300,000
Indigo Air	500,000	
Thai Airways International PCL	1,500,000	
Lufthansa Cargo	1,150,000	500,000
Government Medical Sotres	50,000	50,000
Total	36,950,000	27,211,442
Less: Margin Money as Fixed Deposit	7,385,000	6,755,000
	29,565,000	20,456,442

26 In the opinion of the management, current assets, loans and advances have a value at least equal to the amount at which they are stated in the balance sheet if realised in the ordinary course of business.

27 Related Party Disclosures:

The Disclosure required under Accounting Standard 18 in respect of Related Party transactions and balances is given in the table and explanations given hereunder:

(i) Nature of relationship :-

Description	Name
Key Managerial Personnel (KMP)	Richard Theknath (Managing Director)
	Dax Theknath (Whole -Time Director)
	Agnes Theknath (Director)
	Prasad Prabhakar Gothivarekar, Chief Financial Officer (appointed w.e.f. November 15, 2019)
	Jabir Shabbir Contractor, Chief Financial Officer (resigned w.e.f. September 30, 2019)
	Shraddha Mehta (Company Secretary)
Wholly Owned Subsidiary	Jet Freight Logistics FZCO
	Jet Freight Express Pvt. Ltd.
Enterprise in which KMP are able to exercise Significant Influence*	Jet Logistix (OPC) Pvt Ltd
	R2D Freight Pvt Ltd
	Rex Quality Products Private Limited

Note : The list of Related Parties are as identified by the Management and relied upon by the Auditor.

Notes forming part of the Balance Sheet as at March 31, 2020 (Contd...)

(Amount in Rs.)

(ii) Details of Related Party Transactions are as follows:-

Sr No.	Nature of the Transaction	Nature of Relationship	As at March 31, 2020	As at March 31, 2019
1	Remuneration			
	Mr. Richard Theknath	Managing Director	12,411,885.00	10,800,000
	Mr. Dax Theknath	Whole-Time Director	9,494,228.00	6,009,300
	Prasad Prabhakar Gothivarekar (appointed w.e.f. November 15, 2019)	Chief Financial Officer (KMP)	1,206,206.85	-
	Jabir Shabbir Contractor (resigned w.e.f. September 30, 2019)	Chief Financial Officer (KMP)	1,329,600.00	2,100,458
	Ms. Shraddha Mehta	Company Secretary (KMP)	676,665.50	529,550
	Note: There has been a pay cut in the remuneration of all the KMPs for the month of March'2020 due to CoVID-19 Pandemic.			
2	Loan Taken			
	Mr. Dax Theknath	Whole-Time Director	35,954,466	59,856,470
3	Loan Repaid			
	Mr. Dax Theknath	Whole-Time Director	21,285,823	43,598,565
4	Loans Given			
	Jet Freight Logistics FZCO	Wholly Owned Subsidiary	-	8,435,610
	Jet Freight Express Pvt Ltd	Wholly Owned Subsidiary	11,418,901	-
5	Loans Repaid			
	Jet Freight Express Pvt Ltd	Wholly Owned Subsidiary	5,023,756	-
6	Freight Income			
	Rex Quality Products Pvt Ltd.	Enterprise in which KMP are able to exercise Significant Influence	-	1,463,880
7	Interest on Loan Paid / Credited			
	Mr. Dax Theknath	Key Managerial Personnel (KMP)	1,418,085	1,132,643
8	Interest on Loan received / Accrued			
	Jet Freight Logistics FZCO	Wholly Owned Subsidiary	293,565	226,551
	Jet Freight Express Pvt Ltd	Wholly Owned Subsidiary	252,398	-
9	Rent Income			
	Rex Quality Products Pvt Ltd.	Enterprise in which KMP are able to exercise Significant Influence	84,000	84,000
	Jet Logistix (OPC) Pvt Ltd	Enterprise in which KMP are able to exercise Significant Influence	84,000	84,000
	R2D Freight Pvt Ltd	Enterprise in which KMP are able to exercise Significant Influence	108,000	-
	Jet Freight Express Pvt. Ltd.	Wholly Owned Subsidiary	84,000	28,000
10	Rental Deposit Received			
	Jet Freight Express Pvt Ltd	Wholly Owned Subsidiary	-	50,000
11	Marketing Support Services/ Cargo & Freight Handling Services Payable			

Notes forming part of the Balance Sheet as at March 31, 2020 (Contd...)

(Amount in Rs.)

Sr No.	Nature of the Transaction	Nature of Relationship	As at March 31, 2020	As at March 31, 2019
	Jet freight Logistics FZCO	Wholly Owned Subsidiary	308,308	20,000,000
12	Agency Charges incurred			
	Jet Logistix (OPC) Pvt Ltd	Enterprise in which KMP are able to exercise Significant Influence	12,000,000	4,800,000
13	Rendering Sub Agency Services			
	R2D Freight Pvt Ltd	Enterprise in which KMP are able to exercise Significant Influence	121,546,505	-
	Jet Freight Express Pvt. Ltd.	Wholly Owned Subsidiary	4,298,134	-
14	Availing of Services of Domestic Freight Forwarding			
	Jet Freight Express Pvt. Ltd.	Wholly Owned Subsidiary	4,440,841	-

(iii) Balances at the year end:

Sr No.	Nature of the Transaction	Nature of Relationship	As at March 31, 2020	As at March 31, 2019
1	Loans & Advances Taken			
	<u>From Directors</u>			
	Mr. Dax Theknath	Whole-Time Director	14,668,643	27,148,731
2	Loans Given			
	Jet Logistix (OPC) Pvt Ltd	Enterprise in which KMP are able to exercise Significant Influence	-	9,383,077
	Jet Freight Express Pvt Ltd	Wholly Owned Subsidiary	6,395,145	
	Jet Freight Logistics FZCO	Wholly Owned Subsidiary	9,266,293	7,961,706
3	Trade Receivable			
	Jet Freight Logistics FZCO	Wholly Owned Subsidiary	3,954,434	3,301,816
	Jet Freight Express Pvt. Ltd.	Wholly Owned Subsidiary	222,310	-
	Rex Quality Products Pvt Ltd.	Enterprise in which KMP are able to exercise Significant Influence	8,455,532	8,909,339
4	Trade Payable			
	Jet Freight Logistics FZCO	Wholly Owned Subsidiary	4,832,527	19233870

Note :Related parties transactions are as identified by the management and relied upon by the Auditors.

28 Segment Reporting:

The company has determined that it operates in a single line of business viz. Freight Forwarders and also in a single geographic environment i.e. within India, therefore, the information required by the Accounting standard 17 on segment reporting is not applicable to the company.

Notes forming part of the Balance Sheet as at March 31, 2020 (Contd...)**(Amount in Rs.)****29 Corporate Social Responsibility (CSR):**

- (a) CSR amount required to be spend as per section 135 of the companies Act,2013 read with schedule VII thereof by the company during the year is Rs.13,30,000/-

Details of Amount spent towards CSR given below.

- Promoting Gender Equality ,Education and Aiding Pregnant Women.
- The above amount of Rs.13,30,000/- is yet to be spent through The Saved Pearl Foundation which is a related party.

30 Employee Benefit :

The Company has classified the various benefits provided to employees as under

I Defined Contribution Plans

During the year, the Company has recognised the following amounts in the Statement of Profit and Loss:

	As at March 31, 2020	As at March 31, 2019
- Employers' Contribution to Provident Fund	3,517,108	2,741,535
- Employers' Contribution to Employees' State Insurance	442,212	646,344
TOTAL	3,959,320	3,387,879

II Defined Benefit Plans**Contribution to Gratuity Fund (funded Defined Benefit Plan)**

The components of the net gratuity cost for the years ended March 31, 2020 and March 31, 2019 as per Actuarial Valuation are as follows:

a) Major Assumptions	As at March 31, 2020	As at March 31, 2019
Discount Rate	6.55%	6.55%
Salary Escallation Rate	6%	6%
Employee Attrition Rate	10.00%	22%

b) Change in Present Value of Obligation	As at March 31, 2020	As at March 31, 2019
Opening Present Value of Obligation	4,931,450	7,361,249
Current Service Cost	942,230	815,403
Interest Cost	323,694	481,821
Benefit Paid	(355,961)	(228,462)
Actuarial Loss/ (gain) on Obligations	493,213	(3,498,561)
CLOSING PRESENT VALUE OF OBLIGATION	6,334,626	4,931,450

(Amount in Rs.)

Particulars	As at March 31, 2020	As at March 31, 2019
	Gratuity	
Current Service Cost	942,230	815,403
Interest Cost	323,694	481,821
Actuarial (Gain)/ Loss	493,213	- 3,498,561
Expenses Recognized in Profit and Loss Account	1,759,137	- 2,201,337

31 Transactions in Foreign Currency

i) Expenditure in Foreign Currency

Particulars	As at March 31, 2020	As at March 31, 2019
Traveling and Lodging & Boarding Reimbursement	1,287,822	385,820
Import of Air Freight Services	11,979,942	16,328,289
Total	13,267,764	16,714,109

ii) Earnings in Foreign Exchange (Accrual Basis)

Particulars	As at March 31, 2020	As at March 31, 2019
Export of Air Freight Services	102,044,390	56,124,500
Total	102,044,390	56,124,500

32 Earnings Per Share:

The computation of the Earnings per share has been arrived at as follows

Particulars	As at March 31, 2020	As at March 31, 2019
(a) Net Profit after tax available for Equity shareholders.	(85,694,346)	43,089,414
(b) Weighted average number of Equity Shares for Basic EPS	11,600,946	8,899,356
(c) Weighted average number of Equity Shares for Diluted EPS	11,600,946	8,899,356
(d) Nominal Value of Equity Shares (in Rs.)	10	10
(e) Basic Earnings per Equity Share (in Rs.)	(7.39)	4.84
(f) Diluted Earnings per Equity Share (in Rs.)	(7.39)	4.84

33 Previous year figures have been recasted/ restated /regrouped where necessary to conform to current's year classification.

For S C Mehra & Associates LLP

Chartered Accountants
Firm No. 106156W/ W100305

CA S C Mehra

Partner
Membership No. 039730

Place : Mumbai
Date : July 17, 2020

For and on behalf of Board of Directors

Richard Theknath
Managing Director
DIN No.- 01337478

Shraddha Mehta
Company Secretary

Place : Mumbai
Date : July 17, 2020

Dax Theknath
Whole-Time Director
DIN No. - 01338030

Prasad Gothivarekar
Chief Financial Officer

Statement pursuant to first proviso to sub-section (3) of section 129 of the Companies Act, 2013, read with rule 5 of Companies (Accounts) Rules, 2014 in the prescribed Form AOC-1 relating to subsidiary companies.

(Rs. in Lakhs)

Sr. No.	Subsidiary	Country	Reporting currency	Exchange Rate	Share Capital	Reserves & Surplus	Total Assets	Total Liabilities	Investments	Turnover	Profit/ (Loss) Before Tax	Tax Expense/ (Credit)	Profit/ (Loss) after tax	Profit/ (Loss) for the year	Proposed dividend & tax thereon	% of shareholding
1	Jet Freight Express Pvt. Ltd.	India	INR	1.00	25.00	(74.21)	39.94	89.14	-	-	(70.29)	(0.63)	(70.92)	(70.92)	-	100.00
2	Jet Freight Logistics FZCO	UAE	AED	20.536	2.05	308.85	565.57	254.66	-	220.48	(104.12)	-	(104.12)	(104.12)	-	100.00

For S C Mehra & Associates LLP

Chartered Accountants
Firm No. 106156W/ W100305

CA S C Mehra

Partner
Membership No. 039730

Place : Mumbai
Date : July 17, 2020

For and on behalf of Board of Directors

Richard Theknath
Managing Director
DIN No.- 01337478

Dax Theknath
Whole-Time Director
DIN No. - 01338030

Shraddha Mehta
Company Secretary

Prasad Gothivarekar
Chief Financial Officer

Place : Mumbai
Date : July 17, 2020



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