CIN: U17100WB2010PTC150716

ARTIMAS FASHIONS PUT. LTD.

(Formerly A.P. Apartments Put. Ltd.)

39, Kali Krishna Tagore Street, Kolkata -700007 Tel: 2259 8155

DIRECTOR'S REPORT

To the Members,

Your Directors have pleasure in submitting their 9th Annual Report of the Company together with the Audited Statements of Accounts for the year ended 31st March, 2019.

1. FINANCIAL RESULTS

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

Particulars	Year ended 31st	Year ended 31st
	March 2019	March 2018
Revenue from Operations	1,60,000.00	
Other Income	-	45000.00
Total Income	1,60,000.00	45000.00
Less: Expenses	24,586,008.57	31,674.00
Profit/(Loss) before taxation	24,426,008.57	13,326.00
Tax Expenses		
Less: Current Income Tax	-	4,000.00
Less: Deferred Tax	(91,157.20)	-
Profit/(Loss) after tax	(24,334,851.37)	9,326.00
Add: Balance B/F from the previous year	(38823.00)	(48,149.00)
Balance Profit / (Loss) C/F to the next year	(24,373,674.37)	(38,823.00)

2. INDIAN ACCOUNTING STANDARDS

The Ministry of Corporate Affairs (MCA) vide its notification in the Official Gazette dated 16 February 2015, notified the Indian Accounting Standards ('Ind AS") applicable to certain classes of companies, which has replaced the existing Indian GAAP prescribed under Section 133 of the Companies Act, 2013 read with rule 7 of the Companies Account Rules, 2014. The Company is a wholly owned subsidiary of Lux Industries Limited and hence Indian Accounting Standards ('Ind AS') shall be applicable on the Company. Accordingly the aforesaid financial highlights are based on the Company's Indian Accounting standards ('Ind AS') Audited Standalone Financial Statements for the year 31st March, 2019 prepared in accordance with the Accounting Standards as notified under Section 133 of the Companies Act, 2013.

3. OPERATIONS OF THE COMPANY AND OUTLOOK FOR THE CURRENT YEAR

Your Directors wish to present the details of Business operations done during the year under review:

The total income for the year ended 31.03.2019 is Rs. 1,60,000.00.

4. TRANSFER TO RESERVE

The Company has not transferred any amount to the General Reserve during the financial year under review.

5. SHARE CAPITAL

During the year under review, there were no changes in the Share Capital of the Company.

6. HOLDING COMPANY

The Company is the Wholly Owned Subsidiary of Lux Industries Limited.

7. DIVIDEND

Your Directors regret their inability to propose any dividend for the year under review.

8. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no dividend declared and paid last year.

9. MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENT RELATE AND THE DATE OF THE REPORT

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statements relate on the date of this report.

10. TRANSFER OF SHARES

During the year under review, there were no transfer of Shares in the Company.

11. BOARD OF DIRECTORS

Composition and number of meetings attended

Serial No.	Name of Director	DIN	Executive/ Non Executive	Independent/ Non Independent	No. of Board meetings attended
1.	Mr. Ashok Kumar Todi	00053599	Non –Executive Director	Non Independent	10
2.	Mr. Pradip Kumar Todi	00246268	Non –Executive Director	Non Independent	10
3.	Mr. Nischal Puri	02830389	Executive Director	Non Independent	10

Provisions relating to annual evaluation of Board/ Committees are not applicable to your Company.

The provisions relating to appointment of KMPs as required under Section 203 of the Companies Act, 2013 are not applicable to the Company as the Company's paid up capital is below the thresh hold limit specified therein.

12. NUMBER OF BOARD MEETING CONDUCTED DURING THE YEAR UNDER REVIEW

The Company had Ten Board Meeting during the financial year under review which were held on-

- 1. 16th April, 2018
- 2. 07th May, 2018
- 3. 18th June, 2018
- 4. 26th June, 2018
- 5. 25th August, 2018
- 6. 05th October, 2018
- 7. 02nd November, 2018
- 8. 14th November, 2018
- 9. 19th December, 2018
- 10. 12th March, 2019

13. DIRECTORS RESPOSNSIBILITY STATEMENT

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

- In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- the directors had selected such accounting policies and applied them consistently and made
 judgments and estimates that are reasonable and prudent so as to give a true and fair view of the
 state of affairs of the company at the end of the financial year and of the profit and loss of the
 company for that period;
- The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- The directors had prepared the annual accounts on a going concern basis; and
- The directors, in the case of a listed company, had laid down internal financial controls to be
 followed by the company and that such internal financial controls are adequate and were
 operating effectively. Internal financial control means the policies and procedures adopted by the
 Company 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.
- The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

14. STATEMENT CONCERNING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY OF THE COMPANY

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

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

The provisions of Section 134(m) of the Companies Act, 2013 do not apply to our Company. There was no foreign exchange inflow or Outflow during the year under review.

16. DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions are not applicable.

17. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013 AND DEPOSITS UNDER CHAPTER V OF THE COMPANIES ACT, 2013

Your Company has not accepted any deposits from public, or its employees, during the year under review. There were no other deposits falling under Rule 2(1)(c) of the Companies (Acceptance of Deposits) Rules, 2014 at the beginning of the year, during the year and at the end of the year. There are no deposits which are not in compliance with the requirement of Chapter V of the Companies Act, 2013.

Your Company has not made any loans, investments and guarantees which are required to be disclosed in the annual accounts of the Company pursuant to Section 186 of the Companies Act, 2013.

19. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

During the year the Company has entered into a Lease Agreement with Lux Industries Limited for Commercial use of Ground Floor of building owned by Lux Industries Limited at Chickrand, Hoogly for a period of 5 years on a monthly rent of Rs. 15,000 effective from date of execution i.e. 25/08/2018.

The Statement of Related Party Transaction enclosed in the notes to financial statements.

20. ACQUISITION OF BRAND NAME

During the year, the Company has entered into an agreement for acquisition of Brand Name 'ACTIMAXX' owned by Mr. Nischal Puri.

21. PARTICULARS OF EMPLOYEES

The particulars of employees as required under Companies Act, 2013 read with rule 5(2) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 are not applicable, as none of the employees, either employed throughout the financial year or part of the financial year, who was in receipt of remuneration aggregate of such sum as prescribed under the rules as amended up to date.

22. STATUTORY AUDITORS

M/s Anju Kiran & Associates, Chartered Accountants (ICAI Firm Registration Number 326587E), are the Statutory Auditors of the Company, who hold office until the conclusion of the ensuing Annual General Meeting and are eligible for re-appointment.

At the AGM to be held on 04th September, 2019, M/s Anju Kiran & Associates Chartered Accountants (ICAI Firm Registration Number 326587E), will be re-appointed as Statutory Auditors of the

Company to hold office till the conclusion of the AGM for a term of five consecutive years i.e., 31st March, 2024.

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

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

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

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

25. EXTRACT OF ANNUAL RETURN

Pursuant to Rule 8 of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of the Annual Return as on 31st March 2019 in form MGT-9 is annexed as **Annexure 1** and forms part of this report.9

26. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company has no Subsidiary, Joint Ventures and Associate Companies.

27. DISCLOSURE FOR PREVENTION OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

Your Company believes in providing a safe and harassment free workplace for every women working with the company. The Company endeavors to create and provide an environment that is free from discrimination and harassment including sexual harassment.

28. DISCLOSURE OF COMPOSITION OF AUDIT COMMITTEE AND PROVIDING VIGIL MECHANISM

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

29. SHARES

The Company has not bought back any of its securities during the year under review.

a. SWEAT EQUITY

The Company has not issued any Sweat Equity Shares during the year under review.

b. BONUS SHARES

No Bonus Shares were issued during the year under review.

c. EMPLOYEES STOCK OPTION PLAN

The Company has not provided any Stock Option Scheme to the employees.

30. ACKNOWLEDGEMENTS

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

For and on behalf of the Board

✓ ASHOK KUMAR TODI

Dub law Erb.

(DIRECTOR) DIN: 00053599

Place: Kolkata Date: 15/04/2019 fraif donne Tot'
PRADIP KUMAR TODI

(DIRECTOR) DIN: 00246268

FORM NO. MGT 9

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

ANNEXURE C TO BOARD'S REPORT

EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31/03/2019

REGISTRATION & OTHER DETAILS:

i	CIN	U70100WB2010PTC150716			
ii	Registration Date	28/06/2010			
iii	Name of the Company	ARTIMAS FASHIONS PRIVATE LIMITED			
iv	Category of the Company	PRIVATE COMPANY			
v	Address of the Registered office & co	ntact details			
	Address:	39, KALI KRISHNA TAGORE STREET, KOLKATA - 700 007			
	Town / City:	Kolkata			
	State:	West Bengal - 700007			
	Country Name :	India			
	Telephone (with STD Code) :	033-40402121			
	Fax Number :	033-40012001			
	Email Address:	info@luxinnerwear.com			
	Website, if any:				
vi	Whether listed company	No			
vii	Name and Address of Registrar & Tr	ansfer Agents (RTA):-			
	Name of RTA:	MAHESHWARI DATAMATICS PVT. LTD			
	Address :	23, R.N. MUKHERJEE ROAD, 5TH FLOOR			
	Town / City :	KOLKATA			
	State :	WEST BENGAL			
	Pin Code:	700001			
	Telephone :	033 22482248			
	Fax Number :				
	Email Address:	mdpldc@yahoo.com			

PRINCIPAL BUSINESS ACTIVITY OF THE COMPANY All the business activities contributing 10 % or more of the total turnover

Manufacturing Activity

Sl. No.	Name and Description of main products / services	NIC Code of the Product / service	% to total turnover of the company
1	Manufacturing Activity	14309	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

No. of Companies for which information is being filled

S. No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY /ASSOCIATE	% of shares held	Applicable Section
1	LUX INDUSTRIES LIMITED	L17309WB1995PLC 073053	HOLDING	99	2(46)

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

i. Category-wise Share Holding

Category of	No. of	Shares held at	the beginning of	the year	No. of S	Shares held at the	end of the ye	ar	% Change
Shareholders	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	during the year
A. Promoter s								5111110	<u> </u>
(1) Indian									
a) Individual/ HUF	-	200	200	1.00%	-	200	200	1.00%	-
b) Central Govt	-	-	-	-	-			-	_
c) State Govt(s)	-	_	_	-	_	_	_		
d) Bodies Corp.	_	19800	19800	99.00%	_	19800	19800	99.00%	
e) Banks / FI	_	-	-	-	-	- 19800	19000		
f) Any other		-	-	_	-	-	-	-	-
(2) Foreign									
a) NRI - Individual/	-	-	-						
b) Other - Individual/	_			-	-	-	-		
		-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-		-	-	-	-
A) Banks / FI	-	-	-	-		-	-	-	-
.) Any Others	_	-	-	-	-	-	-	_	-
Total shareholding of									
Promoter (A)	-	20000	20000	100%		20000	20000	100%	-
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	- '	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-		-	-	-	-	-	-
d) State Govt(s)	-	-	_		-		-	_	-
e) Venture Capital	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	_	-	-	-	-	_
g) FIIs	-	-	-	-	_		_		_
h) Foreign Venture	_	-	-	-	-	-	_	_	_
i) Others (specify)	-	-	-		_	-	_	-	_
Sub-total (B)(1):-	-	-	-	-	-	-	_	_	-
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	-	-	-						
ii) Overseas	_		-			-	-	-	-
b) Individuals		-	-	-	-	-	-	-	-
) Individual									
shareholders holding									
nominal share capital	-	-	-	-	_	_	_	_	_
ii) Individual									
shareholders holding	j								
nominal share capital in									
excess of Rs 1 lakh		-	-	_	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	- 1	_	-
Sub-total (B)(2):-	-	-	-	-	-	-	-	-	-
Total Public Shareholding									
(B)=(B)(1)+(B)(2)	-	-	-			-	-	-	-
C. Shares held by									
Custodian for GDRs &	ļ			İ				İ	
ADRs		_	_					l	
	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)									
`/	-	20000	20000	100%	-	20000	20000	100%	_

ii Shareholding of Promoters

		Shareholding at the beginning of the year		Share holding at the end of the year			% change in	
SI No.	Shareholder's Name	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	share holding during the year
1	Ashok Kumar Todi	100	0.50%	-	100	0.50%	-	0.00%
2	Pradip Kumar Todi	100	0.50%	-	100	0.50%	-	0.00%
4	Lux Industries Limited	19800	99.00%	-	19800	99.00%	-	0.00%
	TOTAL	20000	100%	-	20000	100%	-	0.00%

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

NO CHANGE IN PROMOTER'S SHAREHOLDING

Shareholding of Directors and Key Managerial Personnel:

	0 V 1 V 1 V 1 V 1 V 1 V 1 V 1 V 1 V 1 V		he beginning of the ear	Cumulative Shareholding during the year		
	S. No.: 1 Mr.Ashok Kumar Todi	No. of shares % of total shares of the company		No. of shares	% of total shares of the company	
At the beginning of	of the year	100.00	0.50%	100.00	0.50%	
Changes During th	ne Year					
Increase						
Date	Reason for Increase					
	Allotment	-	-	_	-	
	Bonus	-	-	-		
	Sweat	_	-	-		
	Other(Nominee Shareholder)	-	0.00%		0.00%	
Decrease						
Date	Reason for Decrease					
	Transfer	_	0.00%	-	0.00%	
	Other	-	-	-	-	
At the End of the y	/ear	100.00	0.50%	100.00	0.50%	

S. No.: 2 Mr. Pradip Kumar Todi			he beginning of the ear	Cumulative Shareholding during the year		
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company	
At the beginning o	f the year	100.00	0.50%	100.00	0.50%	
Changes During th	e Year					
Increase						
Date	Reason for Increase					
	Allotment	-		-	-	
	Bonus	-	-	-	-	
	Sweat	-	-	-	_	
	Other(Nominee Shareholder)	-	0.00%	-	0.00%	
Decrease						
Date	Reason for Decrease					
	Transfer	-	0.00%	-	0.00%	
	Other	-	_	_	_	
At the End of the y	ear	100.00	0.50%	100.00	0.50%	

S. No.: 3 Mr. Nischal Puri		1	the beginning of the year	Cumulative Shareholding during the year		
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company	
At the beginning o	f the year		0.00%	_	0.00%	
Changes During th	e Year					
Increase						
Date	Reason for Increase					
	Allotment	-	_	-	•	
	Bonus	-	_			
	Sweat		_	-	-	
	Other(Nominee Shareholder)	-	0.00%	-	0.00%	
Decrease						
Date	Reason for Decrease					
	Transfer	-	0.00%	-	0.00%	
	Other	-		-	_	
At the End of the y	rear	-	0.00%	_	0.00%	

INDEBTEDNESS

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

Indebtedness at the beginning of the financial year	Loans	Unsecured Loans	Deposits	Total Indebtness	
i) Principal Amount	0	30,000.00	-	30,000.00	
ii) Interest due but not paid	-	-	_	-	
iii) Interest accrued but not due	-	_	-	_	
Total (i+ii+iii)	0	30,000.00	-	30,000.00	
Change in Indebtedness during the	Secured	Unsecured	D •		
financial year	Loans	Loans	Deposits	Total Indebtness	
* Addition	0	32,029,774.00	-	32,029,774.00	
* Reduction		-	_	_	
Net Change	0	32,029,774.00	_	32,029,774.00	
Indebtedness at the end of the	Secured	Unsecured	D'4-	T-4-17. 1.14	
financial year	Loans	Loans	Deposits	Total Indebtness	
i) Principal Amount	0	32,059,774.00	-	32,059,774.00	
ii) Interest due but not paid	_	-	_	-	
iii) Interest accrued but not due	-	-	-	-	
Total (i+ii+iii)	0	32,059,774.00	_	32,059,774.00	

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(Amount in Lacs)

Sl. no.	Particulars of Remuneration	Name of MD/W	TD/ Manager	Tradal Association
51. 110.	Tarticulars of Kentuneration			Total Amount
	Designation	Whole-time Director	Whole-time Director	
1	Gross salary	0	0	0
	(a) Salary as per provisions	0	0	0
	contained in section 17(1) of			,
	the Income-tax Act, 1961			
	(b) Value of perquisites u/s	-	-	-
	17(2) Income-tax Act, 1961			
	(c) Profits in lieu of salary	-	-	-
	under section 17(3) Income-			
	tax Act, 1961			
2	Stock Option	-	-	_
3	Sweat Equity	•	•	_
4	Commission	_	-	
	- as % of profit	-	•	_
	- others, specify	Ma	-	_
5	Others, please specify	-	-	-
	Total (A)	0	0	0
	Ceiling as per the Act	(10% of Net Pro	ofit Calculated as per Section	on 198)

B. Remuneration to other directors:

Sl. no.	Particulars of Remuneration	Name of Director	rs	Total Amount
1	Independent Directors			
	Fee for attending board	-	-	-
	committee meetings			
	Commission	-	-	_
	Others, please specify	-	-	-
	Total (1)	-	-	-
2	Other Non-Executive			
	Fee for attending board	-	-	-
	committee meetings			
	Commission	-	-	_
	Others, please specify	-	-	-
	Total (2)	-	-	-
	Total (B)=(1+2)	-	-	-
	Total Managerial Remuneration	-	-	-
	Overall Ceiling as per the Act	-	-	_

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

Sl. no.	Particulars of Remuneration	Key Managerial Personnel		
51, 110,	1 at ticulars of Remuneration		Total	
1	Gross salary		-	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	_	-	
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	_	_	
2	Stock Option	-	_	
3	Sweat Equity	-	_	
4	Commission			
	- as % of profit	-	-	
	- others, specify	-	_	
5	Others, please specify	•••	-	
	Total	-	-	

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Туре	Section of the Companies Act	Brief Descriptio n	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]				
A. COMPANY								
Penalty		-	-	-				
Punishment	-	_	-					
Compounding	-		₩	-				
B. DIRECTORS								
Penalty	-	-	-	•				
Punishment	_	-	livi	•				
Compounding	-	-	-	-				
C. OTHER OFFICERS IN DEFAULT								
Penalty	_	_	-	-				
Punishment	-	-	•	•				
Compounding	_		-	-				

ARTIMAS FASHIONS PVT. LTD.

Alub Cocco English

Director

ARTIMAS FASHIONS PVT. LTD.

Director