



Date: 04.09.2019

The Manager – Listing
Department of Corporate Services-CRD
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai-400001

The Head – Listing & Compliance
Metropolitan Stock Exchange of India Limited
Vibgyor Tower, 4th floor, Plot No. C 62,
G-Block, Opp. Trident Hotel, Bandra Kurla
Complex, Bandra (E),
Mumbai-400098

Ref.: BSE Scrip Code: 522289 & MSEI Code: IFMIMPX

Subject: Submission of Annual Report of the Company for the financial year 2018-19 as per Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

Dear Sir/Madam,

Pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting of the Annual Report for the financial year 2018-19.

We hope you will find the same in order.

Kindly take the above information on your records.

Thanking you,

Yours faithfully,

For NMS Resources Global Limited
(Formerly 'IFM Impex Global Limited')


Abhinav Srivastava
(Company Secretary)

[Formerly "IFM Impex Global Limited"]

CIN: L74110DL1986PLC025457

REGISTERED OFFICE: 48, Hasanpur, I.P. Extension, East Delhi, DL 110092

PHONE: +91 11 22248139 | E-MAIL ID: info@nmsresourcesglobal.com | WEBSITE: www.nmsresourcesglobal.com



NMS
RESOURCES GLOBAL LIMITED

33rd
ANNUAL REPORT
2018-19



BOARD OF DIRECTORS

Mr. Om Pal Yadav	Managing Director
Mr. Sanjay Kumar Gupta	Executive Director
Mr. Ravinder Dixit	Independent Director
Mrs. Udita Gupta	Woman Director
Mr. Chandan Singh	Independent Director
Mr. Abhineet Srivastava	CFO & Company Secretary

Board of Committees

AUDIT COMMITTEE

Mr. Chandan Singh	Chairman
Mr. Om Pal Yadav	Member
Mr. Ravinder Dixit	Member
Mr. Abhineet Srivastava	Secretary

NOMINATION AND REMUNERATION COMMITTEE

Mr. Chandan Singh	Chairman
Mr. Ravinder Dixit	Member
Mr. Om Pal Yadav	Member

STAKEHOLDERS RELATIONSHIP COMMITTEE

Mr. Om Pal Yadav	Chairman
Mr. Chandan Singh	Member
Mr. Ravinder Dixit	Member

RISK MANAGEMENT COMMITTEE

Mr. Sanjay Kumar Gupta	Chairman
Mr. Chandan Singh	Member
Mr. Om Pal Yadav	Member

COMPANY SECRETARY & COMPLIANCE OFFICER

Mr. Abhineet Srivastava



CORPORATE INFORMATION

CORPORATE IDENTITY NUMBER (CIN)

L74110DL1986PLC025457

BANKERS

Canara Bank,
HDFC Bank Limited

AUDITORS

M/s. N Kantan & Associates
Chartered Accountants
158, 1st Floor D-288/10
Wadhwa Complex, Near Laxmi Nagar
Metro Station, Delhi 110092
Tel No.: 011-40583785

INTERNAL AUDITOR

M/s Anju Gupta & Company
Chartered Accountants
#1558, Sector 31, HBC
Gurgaon- 122001

REGISTRAR AND SHARE TRANSFER AGENT (RTA)

M/s Skyline Financial Services Private Limited
1st Floor, D-153A, Okhla Industrial Area, Phase I,
New Delhi - 110 020
Tel No. 011 2681 2682, 40450193

REGISTERED OFFICE

H.No. 48, Hasanpur, I.P. Extension
Delhi East Delhi DL 110092

COMPLIANCE OFFICER

Mr. Abhineet Srivastava

33RD ANNUAL GENERAL MEETING

Day: Monday
Date: 30th September, 2019
Time: 09:30 AM
Venue: 419, Udyog Sadan, MCD Canteen,
Patparganj Industrial Area, New Delhi
110092



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NMS RESOURCES GLOBAL LIMITED

(Formerly 'IFM IMPEX GLOBAL LTD')

R.O.: H.No. 48, Hasanpur, I.P. Extension Delhi East Delhi - 110092

CIN: L74110DL1986PLC025457

Tel. No. +91 011 22248139,

Email id: corp.affairs.ifm@gmail.com,

Website: www.nmsresourcesglobal.com

NOTICE OF 33RD ANNUAL GENERAL MEETING

NOTICE is hereby given that the 33rd Annual General Meeting of the Members of NMS Resources Global Limited (Formerly 'IFM Impex Global Limited') will be held on Monday, 30th September, 2019 at 09:30 A.M. at 419, Udyog Sadan, MCD Canteen, Patparganj Industrial Area, New Delhi 110092 to transact the following businesses:

ORDINARY BUSINESSSES:

ITEM NO. 1 – ADOPTION OF FINANCIAL STATEMENTS

To receive, consider and adopt the financial statements of the Company for the financial year ended on 31st March 2019, including Audited Balance Sheet as at 31st March, 2019 and the Profit & Loss Account for the year ended on that date, together with the report of the Directors and Auditors thereon.

ITEM NO. 2 – APPOINTMENT OF DIRECTOR

To appoint a director in place of Mr. Om Pal Yadav (DIN: 01607006) who retires by rotation and being eligible to offer himself for re-appointment.

“RESOLVED THAT Mr. Om Pal Yadav having DIN (01607006), who retire by rotation in terms of section 152 of companies Act, and being eligible be and is hereby re-appointed as a Director of the Company whose office shall be liable to retirement by rotation.”

SPECIAL BUSINESS

ITEM NO- 3- APPOINTMENT OF MR. SANJAY KUMAR GUPTA AS WHOLE TIME DIRECTOR OF THE COMPANY

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

“RESOLVED THAT pursuant to Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force and as may be enacted from time to time of the said Act) and in terms of the Memorandum and Articles of Association of the Company, consent of the Company be and hereby accorded to appoint Mr. Sanjay Kumar Gupta (DIN: 01219963) as a Whole Time Director of the Company for a period of Five years with effect from 25th July, 2019 to 24th July, 2024, with the liberty given to the Board of Directors to alter and vary the terms and conditions of the said appointment and/or remuneration in such manner as may be agreed to by and between the Company and Mr. Sanjay Kumar Gupta (DIN: 01219963) provided however such alterations are within the maximum limits laid down in the Companies Act, 2013 for the time being in force.”

“RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and are hereby authorised to take such steps and do all other acts, deeds and things as may be necessary or desirable to give effect to this resolution.”



ITEM NO-4- APPOINTMENT OF MRS. UDITA GUPTA AS THE DIRECTOR OF THE COMPANY

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

"RESOLVED THAT pursuant to the provisions of Sections 152, 161 and other applicable provisions, if any, 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), Mrs. Udit Gupta (DIN: 06545020), who was appointed as an Additional Director by the Board of Directors of the Company and who holds office as such up to the date of this Annual General Meeting be and is hereby appointed as a Director of the Company."

"RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and are hereby authorised to take such steps and do all other acts, deeds and things as may be necessary or desirable to give effect to this resolution."

ITEM NO- 5 APPOINTMENT OF MR. CHANDAN SINGH AS AN INDEPENDENT DIRECTOR OF THE COMPANY

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and other applicable provisions, if any, 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), and pursuant to the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any modification or amendment thereof, Mr. Chandan Singh (DIN: 06957479), who was appointed as an Additional Director of the Company with effect from 25th July, 2019 under Section 161 of the Act. He is a non-executive Independent Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company for a term upto five consecutive years commencing from 25th July, 2019 to 24th July 2024 and shall not be liable to retire by rotation."

"RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and are hereby authorised to take such steps and do all other acts, deeds and things as may be necessary or desirable to give effect to this resolution."

ITEM NO. 6 ALTERATION OF OBJECT CLAUSE OF THE COMPANY

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

"RESOLVED THAT pursuant to provisions of Section 13 and other applicable provisions, if any of the Companies Act, 2013, (including any statutory modifications or re-enactment thereof, for the time being in force) and the rules framed thereunder, if any, consent of the members of the Company be and is hereby accorded, subject to the approval of the Registrar of Companies, NCT of Delhi & Haryana, for the insertion of new sub clause no. 15 to Clause (A) of Part III of the Memorandum of Association of the Company as follows:

15. To carry on the business of consultancy, liasoning, marketing, soliciting to act as Engineering & Procurement contractors in relation to and to erect, construct, supervise, maintain, alter, repair, pull down, either alone or jointly with other companies or persons, works of all descriptions, including water works, Water Resource Planning, Water Needs and Demands Analysis, Bulk Water, Reservoirs and Dams, water treatment plants and to undertake turnkey projects of every description and to undertake the supervision of any plant and factory.



“FURTHER RESOLVED THAT the Board of Directors be and is hereby authorised to take necessary steps to obtain confirmation of requisite authority in respect of the aforesaid alteration of the Object Clause of the Memorandum of Association of the Company and to agree to such modification, terms and conditions in the proposed new sub-clause as may be directed by the said authority and to modify the same accordingly.”

ITEM NO. 7 APPROVAL OF LIMITS FOR THE LOANS, GUARANTEES AND INVESTMENT BY THE COMPANY AS PER SECTION 186 OF THE COMPANIES ACT, 2013

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

“RESOLVED THAT pursuant to the provisions of Section 186 and any other applicable provisions of the Companies Act, 2013 (“the Act”) and Rules made there under (including any statutory modification(s) thereof for the time being in force and as may be enacted from time to time), consent of members be and is hereby accorded to the Board of Directors to give loans to/ invest in shares, debentures and securities etc., to give corporate guarantees, on behalf of the Company, up to a sum not exceeding Rs. 200 crore (Rupees Two Hundred Crores only) in aggregate in Joint Ventures, subsidiaries or any other associate companies’/ body corporate / SPVs/JVs or other form of entity / entities which the Company may be required to form or acquire or as may be approved by the Board of Directors, from time to time, and as they may deem fit, notwithstanding the fact that the said loans/ investments/ guarantees together with the loans / investments / guarantees already made/ provided may exceed 60% of its paid up share capital, free reserves or 100% of its free reserves whichever is more.”

“RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorized to do all such acts, deeds and things as may be appropriate and necessary in the best interest of the Company and its shareholders for the purpose of making loans/ investments/ giving guarantees etc. on behalf of the Company, from time to time or may authorize the officials of the company to give effect to the foregoing resolution.”

Reg. Office:
H.No. 48, Hasanpur
I.P. Extension Delhi
Delhi - 110092

By Order of the Board of Director
NMS RESOURCES GLOBAL LIMITED

Date: 29.08.2019
Place: New Delhi

Abhineet Srivastava
(Company Secretary)

NOTES:

1. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“Act”) setting out material facts concerning the business under Item no. 3 to 7 of the Notice, Is annexed hereto. The relevant details, pursuant to Regulations 26(4) and 36(4) of the Securities and Exchange Board of India (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. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE "MEETING") IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.***

A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

3. Corporate members are requested to send to the Company, a duly certified copy of the Board Resolution, authorizing their representative to attend and vote at the Annual General Meeting.
4. The Register of Members and Share Transfer Books of the Company will remain closed from **Monday, September 23, 2019 to Monday, September 30, 2019 (both days inclusive).**
5. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. Members are requested to write their folio number/ DP ID/Client ID in the attendance slip for attending the meeting.
7. 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 their PAN to their Depository Participants with whom they are maintaining their Demat accounts. Members holding shares in physical form can submit their PAN to the Company / RTA.
8. As a measure of economy and a step toward green initiative, Members are requested to bring their copy of Annual Report to the meeting. Members/ Proxies should bring the attendance slip duly filled in and signed for attending the meeting.
9. To promote green initiative, members are requested to register their e-mail addresses through their Depository Participants for sending the future communications by e-mail. Members holding the shares in physical form may register their e-mail addresses through the RTA, giving reference of their Folio Number.
10. The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose e-mail IDs are registered with the Company or the Depository Participant(s). Physical copy of the Notice of AGM, Annual Report and Attendance Slip are being sent to those Members who have not registered their e-mail IDs with the Company or Depository Participant(s). Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic



mode are requested to print the Attendance Slip and submit a duly filled in Attendance Slip at the registration counter to attend the AGM.

11. Pursuant to Section 108 of the Companies Act, 2013, read with the relevant Rules of the Act, the Company is pleased to provide the facility to Members to exercise their right to vote by electronic means. The e-voting period will commence at on 09:00 a.m. on Friday, 27th September, 2019 and will end at 5.00 p.m. on Sunday, 29th September, 2019. The Company has appointed Mr. Nitesh Kumar Singh, Practicing Company Secretary, having Membership No. 40930 to act as the Scrutinizer, for conducting the scrutiny of the votes cast. The Members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given note no. 15.
12. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 will be available for inspection by the Members at the Annual General Meeting.
13. The facility for voting through ballot will also be made available at the AGM, and members attending the AGM who have not already cast their vote by remote e-voting will be able to exercise their right at the AGM. Shareholders who have not cast their vote electronically, by remote e-voting may only cast their vote at the AGM through ballot paper.
14. At the 32nd AGM held on September 29, 2018 the members approved appointment of M/s N Kantan & Associates, Chartered Accountants (Firm Registration No. 014757C) as Statutory Auditors of the Company to hold office for a period of five years from the conclusion of that AGM till the conclusion of the 37th AGM, subject to ratification of their appointment by Members at every AGM, if so required under the Act. The requirement to place the matter relating to appointment of auditors for ratification by Members at every AGM has been done away by the Companies (Amendment) Act, 2017 with effect from May 7, 2018. Accordingly, no resolution is being proposed for ratification of appointment of statutory auditors at the 33rd AGM.
15. In terms of Section 108 of the Companies Act, 2013 Read with the rule 20 of the Companies (Management & Administration) Rules, 2014 it is mandatory on the part of the Company to provide e-Voting facility. Company is providing facility for Voting by electronic means and the business may be transacted through such voting.

The instructions for members for voting electronically are as under:-

- (i) **The voting period begins on 09:00 a.m. on Friday, 27th September, 2019 and will end at 5.00 p.m. on Sunday, 29th September, 2019. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date day, Monday, 23rd September 2019, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.**
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,



- c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN*	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department(Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the Folio number / Client ID in the PAN field. • In case the Folio Number/Client ID is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with Folio/ Client ID 1 then enter RA00000001 in the PAN field.
DOB#	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account in DD/MM/YYYY format.

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN of NMS Resources Global Limited on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.



- (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Note for Non-Individual Shareholders & Custodians:
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporate.
 - 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 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.

Please follow all steps from sl. no. (i) to sl. no. (xviii) above to cast vote.

In case you have any queries or issues regarding e-voting, 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.

Reg. Office:
H.No. 48, Hasanpur
I.P. Extension Delhi
Delhi – 110092

Date: 29.08.2019
Place: New Delhi

By Order of the Board of Director
NMS RESOURCES GLOBAL LIMITED

Sd/-
Abhineet Srivastava
(Company Secretary)



Explanatory Statement

(Pursuant to section 102 of the Companies Act, 2013)

As required by Section 102 of the Companies Act, 2013 ("Act"), the following explanatory statement sets out all material facts relating to the business mentioned under Item Nos. 3 to 7 of the accompanying Notice:

The following Statement sets out all material facts relating to the Special Business mentioned in the Notice:

ITEM NO: 3

Mr. Sanjay Kumar Gupta (DIN: 01219963) is proposed to be appointed as whole Time Director of the company. The duties of the Whole time Director shall be discharged subject to the superintendence, control and direction of the Board and he shall perform on behalf of the company in the ordinary course of business including all such acts, deeds, and things, which in the ordinary course of business, he may consider necessary or proper or are in the interest of the company.

In view of his extensive experience, knowledge and dedicated efforts made for the Company, Board is considering his involvement, a necessity for Company's future growth.

Therefore, after consideration of all facts and circumstances, the Board recommends appointment of Mr. Sanjay Kumar Gupta (DIN: 01219963) as Whole Time Director by members of the Company.

Except, Mr. Sanjay Kumar Gupta (DIN: 01219963), none of the Director(s) is/are interested in the said resolution.

Terms & Conditions

- 1. Designation:** Whole Time Director
- 2. Term:** 5 years starting with effect from 25th July, 2019
- 3. Salary:** INR 4,50,000 P.A.

Brief Profile of Mr. Sanjay Kumar Gupta

He is very dynamic personality; he is having experience more than 15 years in the Skill India projects and also having experience of engineering projects. He is an active investor and advisor to startups in the areas of Training, Construction, Infrastructure Consultancy, Information Technology, HRD and Marketing as well.

Keeping in view the experience and expertise, the Board of Directors recommends the proposed Ordinary Resolution for his appointment set out at Item No.3 for your approval.

Except Mr. Sanjay Kumar Gupta, None of the Directors, Key Managerial Personnel or their relatives are concerned or interested, financially or otherwise in the Resolution set out at Item No. 3 of the Notice calling AGM.

ITEM NO: 4

Your Board, on recommendation by Nomination and Remuneration Committee, at its meeting held on August 14, 2019 has appointed Mrs. Udit Gupta (DIN: 06545020) as an Additional Director on the Board of Company to hold office till the next Annual General Meeting of the Company and therefore, her office is liable to be vacated at this Annual General Meeting. Your Board recommends appointment of Mrs. Udit Gupta (DIN: 06545020) as a Non-Executive Director of the Company and the term is liable to retire by rotation. A brief profile of Mrs. Udit Gupta is attached herewith.



Except Mrs. Udit Gupta, None of the Directors, Key Managerial Personnel or their relatives are concerned or interested, financially or otherwise in the Resolution set out at Item No. 4 of the Notice calling AGM.

Terms & Conditions

- 1. Designation:** Non-Executive Director
- 2. Salary:** INR 3,50,000 P.A.

Brief Profile of Mrs. Udit Gupta

She is having experience in the field of Business Management and Administration more than 10 years. She is very professional and has strong business acumen.

Keeping in view the experience and expertise, the Board of Directors recommends the proposed Ordinary Resolution for her appointment set out at Item No. 4 for your approval.

ITEM NO- 5

Your Board, on recommendation by Nomination and Remuneration Committee, at its meeting held on July 25, 2019 has appointed Mr. Chandan Singh (DIN: 06957479) as an Additional Director on the Board of Company to hold office till the next Annual General Meeting of the Company and therefore, his office is liable to be vacated at this Annual General Meeting. Your Board recommends appointment of Mr. Chandan Singh (DIN: 06957479) as an Independent Director of the Company for a period of 5 (Five) years, w.e.f. July 25, 2019 and the term is not liable to retire by rotation. A brief resume of Mr. Chandan Singh (DIN: 06957479) is attached herewith.

Mr. Chandan Singh has submitted a declaration to the Company to the effect that he meets the criteria of independence as provided under Section 149(6) of the Act.

Brief Profile of Mr. Chandan Singh

Mr. Chandan Singh graduated with a Bachelor of Commerce and in degree followed by MBA from Punjab Technical University in Finance and also PGPM from Institute of Management and Development, New Delhi. He has more than 9 years of experience of Business Management, Finance, Accounts, Audit, Skill Development, Payroll, Infrastructure, Consultancy etc.

In the opinion of the Board, Mr. Chandan Singh fulfils the conditions specified in the Act and the Rules framed there under for appointment as Non-Executive Independent Director and he is independent of the management. Mr. Chandan Singh has submitted, a declaration in prescribed Form DIR-8 to the effect that he is not disqualified from being appointed as Director in terms of Section 164 of the Act, consent to act as Director in prescribed Form DIR-2 and disclosure of interest in prescribed Form MBP-1. If appointed, Mr. Chandan Singh will act as an Independent Non Executive Director, not liable to retire by rotation.

Keeping in view the experience and expertise, the Board of Directors recommends the proposed Ordinary Resolution for his appointment set out at Item No.5 for your approval.

None of the Directors, Key Managerial Personnel or their relatives are concerned or interested, financially or otherwise in the Resolution set out at Item No. 5 of the Notice calling AGM.

ITEM NO-6

In view of new emerging business opportunities in the similar line of business in which your company operates, it is proposed to supplement the existing Main Objects by restating/ elaborating clause 15 of



existing Main objects of Memorandum of Association as provided in the Item No.6 of the accompanying notice.

Approval of the members by way of special resolution is sought in terms of Section 13 of the Companies Act, 2013 for such restatement of Main Objects clause 15 of the Memorandum of Association of the company.

None of the Directors, Key Managerial Personnel or their relatives are concerned or interested, financially or otherwise in the Resolution set out at Item No. 6 of the Notice calling AGM.

ITEM NO-7

As part of requirement under various Contracts of the company and also to achieve long term strategic and business objectives, Company proposes to invest in other bodies corporate or grant loans, give corporate guarantees or provide securities to other persons or other body corporate as and when required. Pursuant to the provisions of section 186(3) of the Companies Act, 2013 and rules made there under, the Company needs to obtain prior approval of shareholders / members by way of special resolution passed at the General Meeting in case the amount of investment, loan, guarantee or security proposed to be made is more than sixty percent of the paid up share capital, free reserves and securities premium account or one hundred percent of free reserves and securities premium account, whichever is higher.

Accordingly, the Board of Directors of the Company proposes to seek approval of shareholders by way of special resolution to authorize the Board to exercise powers for an amount not exceeding Rs. 200 crore (Rupees Two Hundred Crore Only) outstanding at any time notwithstanding that such investments, outstanding loans given or to be given and guarantees and security provided are in excess of the limits prescribed under Section 186 of the Companies Act, 2013.

None of the Directors, Key Managerial Personnel or their relatives are concerned or interested, financially or otherwise in the Resolution set out at Item No. 7 of the Notice calling AGM.

**Reg. Office:
H.No. 48, Hasanpur
I.P. Extension Delhi
Delhi - 110092**

**Date: 29.08.2019
Place: New Delhi**

**By Order of the Board of Director
NMS RESOURCES GLOBAL LIMITED**

**Sd/-
Abhineet Srivastava
(Company Secretary)**



**Details of Directors seeking Appointment or Re-appointment at the Annual General Meeting
(In pursuance of Regulation 36 of SEBI Listing Regulations)**

Name of Director	Mr. O.P. YADAV
Date of Birth	15.06.1976
Age (Years)	41
Date of Appointment	31.10.1999
Qualification	B. Com
Terms and condition of Appointment/reappointment	Retiring by rotation and being eligible offer himself for re-appointment
Details of Remuneration	Nil
No. of Meeting attended	8 meeting has been attended
Relations with Other Director (Inter-Se)	Nil
Expertise in specific functional areas	He has rich experience in import Export Business
Directorship held in Other listed Companies	Nil
Chairman/ Member of the Committee of the Board of Directors of the Company	1, Chairman of Stakeholder Relationship Committee 2. Member of Risk Management Committee 3. Member of Audit Committee 4. Member of Nomination And Remuneration Committee
Number of Shares held	842750



BOARD OF DIRECTORS' REPORT

Dear Stakeholders,

Your Directors take pleasure in presenting the 33rd Annual Report on the business and operation of the Company, along with Audited Accounts, for the financial year ended 31st March, 2019.

ABOUT YOUR COMPANY

NMS Resources Global Limited (Formerly 'IFM Impex Global Limited') is a public limited company, listed on India's premiere Stock Exchange BSE Limited and MSEI (Metropolitan Stock Exchange of India Limited) and engaged in the business of Consultancy, Skill Development, infrastructure as well as Pay roll services.

FINANCIAL RESULTS

	(Rs. in Lakhs)	
	2018-19	2017-18
Revenue from Operation	36.35	18.76
Other Income	234.39	0.00
Total Expenses	266.42	14.76
Profit/(Loss) before depreciation, Finance cost, tax and Exceptional Items	4.84	4.12
Exceptional Items	0	2.36
Profit/(Loss) before depreciation, Finance cost, tax (after Exceptional Items)	4.84	1.76
Less: Finance Cost & Depreciation	0.52	0.13
Profit/(Loss) before tax	4.32	1.64
Less: Tax Expenses	0	(0.12)
Profit/(Loss) After Tax	4.32	1.76

REVIEW OF OPERATIONS AND FUTURE PROSPECTS

During the year under review, the company has earned total revenue of Rs. 36.35 Lakhs from operation and earned net profit of Rs. 4.32 Lakhs, which is approximately 145.45 % increase in comparison of previous year. Company has engaged in the business of consultancy, skill development. These are services perform extremely well in the present as well as future.

DIVIDEND

In view of losses of current and past years, your directors do not recommend any dividend for the financial year ended March 31, 2019. The Board assures you to present a much strong financial statements in coming years.

TRANSFER TO RESERVES

The profits transferred and other additions to reserves are as follows:

		Amount in Rs.	
		F.Y. 2018-19	F.Y. 2017-18
1	Capital Reserve	0.00	0.00
2	Capital Redemption Reserve	0.00	0.00
3	Securities Premium reserve	0.00	0.00
4	Debenture Redemption Reserve	0.00	0.00
5	Revaluation Reserve	0.00	0.00
6	Shares Option Outstanding Account	0.00	0.00
7	Other Reserve	0.00	0.00
8	Surplus (Profit & Loss Account)	(16771574)	(17,204,136)
	Balance brought forward from previous year	(17,204,136)	(17,379,181)
	Less: Tax on Regular Assessment Paid	0.00	0.00
	Add: Profit/Loss for the period	432,562	175,045
	Total	(16771574)	(17,204,136)



MATERIAL CHANGES FROM END OF FINANCIAL YEAR TO DATE OF REPORT

There are no material changes and commitment, affecting the financial position of Company which has occurred between the end of financial year of the Company to which the financial statements relate and the date of this report other than those disclosed in the Annual report.

CHANGE IN NATURE OF BUSINESS

During the period under review, the Company has not changed its nature of business.

AUDITORS

At 32nd Annual General Meeting held on September 29th, 2018, the Members of Company approved the appointment of M/s N Kantan & Associates, Chartered Accountant, (FRN: 014757C) as statutory auditors of the Company for a term of 5 years from the financial year 2017-18 onwards on such terms and conditions and remuneration as may be decided by the Audit. Accordingly, M/s N Kantan & Associates, Chartered Accountant, (FRN: 014757C) will continue as statutory auditors of the Company till the financial year 2021- 22.

Vide notification dated May 7, 2018 issued by Ministry of Corporate Affairs, the requirement of seeking ratification of appointment of statutory auditors by members at each AGM has been done away with. Accordingly, no such item has been considered in notice of the 33rd AGM.

There are no qualifications in statutory audit report. The comments in the Auditors Report read with the notes to the accounts are self-explanatory and do not call for further explanation.

AUDITORS' REPORT

The Auditors' report on the financial statement for the financial year 2018-19 is self explanatory.

SECRETARIAL AUDITOR

The Board has appointed M/s SVR & Co., Company Secretaries, to conduct Secretarial Audit under the provisions of Section 204 of the Companies Act, 2013 for the financial year 2018-19. The Secretarial Audit Report for the financial year ended 31st March, 2019 is annexed herewith and marked as **Annexure I** to this Report.

MATTER OF EMPHASIS OF SECRETARIAL AUDITORS AND MANAGEMENT'S REPLY

Emphasis of Matter

- *During the reporting period the Company had not complied with the provisions of Section 179(3) read with Rule 8(4) of (Meetings of Board and Its Powers) Rules, of the Companies Act, 2013. During the reporting period the Company had not complied the provision of section 179(3)(g) of the Companies Act, 2013*
- *During the reporting period the Company had not filed various e-forms on many occasions with in prescribed time under Companies Act, 2013.*
- *During the Year, the company had not complied Regulation 45 for change of its name.*

Management's Reply:

Company has in process of rectified the non-compliance mentioned by the Secretarial Auditor in their Secretarial Audit Report.

DIRECTORS

In accordance with the requirements of the Companies Act, 2013 and the Company's Articles of Association, Mr. Om Pal Yadav, Executive Director of the Company, retires by rotation and shown her willingness for Re-appointment.



On the recommendation of Nomination and Remuneration Committee, the Board had appointed Mr. Sanjay Kumar Gupta (DIN: 01219963) as a Whole Time Director of the Company. As per the provisions of the Act, Mr. Sanjay Kumar Gupta holds office up to the date of the ensuing Annual General Meeting of the Company.

Your Company has received notice under Section 160 of the Act, from a member proposing re-appointment of Mr. Sanjay Kumar Gupta as a Whole Time Director on the Board of your Company. Accordingly, the necessary resolution seeking approval of the members for appointment of Mr. Sanjay Kumar Gupta has been incorporated in the Notice of the ensuing Annual General Meeting.

On the recommendation of Nomination and Remuneration Committee, the Board had appointed Mrs. Udit Gupta (DIN: 06545020) as a Non-Executive Director of the Company. As per the provisions of the Act, Mrs. Udit Gupta (DIN: 06545020) holds office up to the date of the ensuing Annual General Meeting of the Company.

Your Company has received notice under Section 160 of the Act, from a member proposing appointment of Mrs. Udit Gupta (DIN: 06545020) as a Non-Executive Director on the Board of your Company. Accordingly, the necessary resolution seeking approval of the members for appointment of Mrs. Udit Gupta has been incorporated in the Notice of the ensuing Annual General Meeting.

Recommendation of the Nomination and Remuneration Committee, the Board had appointed Mr. Chandan Singh (DIN: 06957479) as the additional Independent Director of the Company, with effect from 25th July, 2019 for a period of 5 years.

As per the provisions of the Act, Mr. Chandan Singh holds office up to the date of the ensuing Annual General Meeting of the Company.

Your Company has received notice under Section 160 of the Act, from a member proposing appointment of Mr. Chandan Singh as an Independent Director on the Board of your Company. Accordingly, the necessary resolution seeking approval of the members for appointment of Mr. Chandan Singh has been incorporated in the Notice of the ensuing Annual General Meeting.

Brief profiles of the Directors proposed to be appointed/re-appointed at the ensuing Annual General Meeting are annexed to the Notice convening Annual General Meeting.

The Board recommends their appointment at the ensuing Annual General Meeting.

Declaration by Independent Directors

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 read with Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

CHIEF FINANCIAL OFFICER

Pursuant to the provisions of Section 203 of the Companies Act, 2013, appointment of Mr. Rahul Taneja, Chief Financial Officer was formalized as the Key Managerial Personnel of the Company.

KEY MANAGERIAL PERSONNEL

In accordance with the provisions of Section 203 of the Act, the following personnel have been designated as the Key Managerial Personnel of the Company:

Name	Designation
Om Pal Yadav	Managing Director
Abhineet Srivastava	Company Secretary
Rahul Taneja	Chief Financial Officer

BOARD EVALUATION

The Board of Directors has carried out an annual evaluation of its own performance and individual directors pursuant to the provisions of the Companies Act, 2013. The performance of the Board was evaluated by the Board on the basis of the criteria such as the Board composition and structure, effectiveness of Board process, information and functioning etc. The Board and Nomination and Remuneration Committee reviewed the performance of the individual directors on the basis of the criteria such as the contribution of individual director to the Board and committee meetings like preparedness on the issue to be discuss meaningful and constructive contribution and inputs in meetings, etc. In a separate meeting of independent directors, performance of non-independent director, performance of the Board as a whole and performance of Chairman was evaluated.

EFFICIENT INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

Adequate internal controls have been laid down by the Company to safeguard and protect its assets as well as to improve the overall productivity of its operations. All the transactions are properly authorized, recorded and reported to the management. The Company is following applicable Accounting Standards for properly maintaining the books of accounts and reporting financial statements. The detailed process of review not only ensures reliability of control systems and legal compliances with applicable legislation, defined policies and processes but also reviews efficiency of systems and ensures safeguarding of tangible and intangible assets.

NOMINATION & REMUNERATION POLICY

The Board of Directors, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Key Managerial Personnel, Senior Management and their remuneration as required under Section 178 of the Companies Act, 2013. The Nomination & Remuneration Policy of the Company is annexed herewith and marked as **Annexure II** to this Report.

RISK MANAGEMENT

The Company has a Risk Management Manual in place that defines the policies, lays out the strategies and methodology to decide on the risk taking ability of the organization.

The Company constantly reviews its exposure to various types of risk, whether it be regulatory, operational, environmental, financial or political. The Company has in place adequate systems to ensure compliance with all regulatory and statutory matters reviews the same on a periodic basis and takes appropriate corrective action when necessary.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report as required under Regulation 34 of the SEBI Listing Regulations, is annexed as **Annexure III** to this Board Report.

CORPORATE GOVERNANCE REPORT

Your Company believes and preached the Corporate Governance practices which are in line with legal requirements of Regulation 27 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Companies Act 2013. The Company has adopted the practices which are prevalent in the industry. Further Regulation 15 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 has exempted certain Companies from mandatory Compliance of provision of Regulation 27 of listing agreement under SEBI(Listing Obligation and Disclosure Requirement), Regulation 2015 entered in to with the Stock Exchange where the Share of the Company are listed. In terms of said regulation every Company which has paid up capital less than Rs. 10 Crore and Net worth less than Rs. 25 Crore are exempted from complying with the provisions of Regulation 15 of SEBI(Listing Obligation and Disclosure Requirements) Regulation 2015.

The Paid up capital of your company is less than Rs. 10 Crore and Net worth is less than 25 Crore therefore your Company is exempted from the complying with the provision of regulation 27, however your director assure you that your company will continue to follow the good corporate governance practices.



DIRECTOR'S RESPONSIBILITY STATEMENT

The Board of Directors acknowledges the responsibility for ensuring compliance with the provisions of Section 134(3)(c) read with Section 134(5) of the Companies Act, 2013 in the preparation of the annual accounts for the year ended 31st March, 2019 and state that:

- a. in the preparation of the annual accounts for the financial year ended on 31st March, 2019, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b. the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- c. the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d. the directors had prepared the annual accounts on a going concern basis;
- e. the directors, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- f. 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.

PARTICULARS OF EMPLOYEES

Particulars of employees as required under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are required to be annexed to the Board's Report. In accordance with the provisions of Section 136 of the Act, the Annual Report excluding the aforesaid information is being sent to all the members of the Company and others entitled thereto. Any member interested in obtaining such particulars may write to the Company Secretary at the Registered Office of the Company.

PARTICULARS OF REMUNERATION

The information required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

i) The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2018-19:

No Director has drawn any remuneration from the Company during the financial year 2018-19 therefore ratio of remuneration of each director the median remuneration of the employees of the Company is not ascertainable.

ii) the percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year 2018-19:

Remuneration of Chief Financial Officer and Company Secretaries has not been increased during the financial year 2018-19.

iii) The percentage increase in the median remuneration of employees in the financial year 2018-19:

No increase of remuneration of employees during the financial year 2018-19.

iv) The number of permanent employees on the rolls of company:

Two

v) 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:

Amount in Rs.

	2018-19	2017-18	Increase/Decrease in %
Average Salary of Employee other than key Managerial Personnel (Per Annum)	N.A.	N.A.	N.A.
Managing Director/Director/CFO	Nil	Nil	Nil



(As the Company has only one permanent employee therefore average salary is not ascertainable)

- vi) The key parameters for any variable component of remuneration availed by the Directors:
The key parameters for the variable component of remuneration, if any, availed by the Directors are considered by the Board of Directors based on the recommendations of the Nomination and Remuneration Committee as per the Nomination & Remuneration Policy for Directors.
- vii) Affirmation that the remuneration is as per the remuneration policy of the Company:
Remuneration is paid to the Key Managerial personal (i.e. CFO and Company Secretary) of the Company. It is hereby affirmed that the remuneration paid is as per the Nomination and Remuneration Policy of the Company.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

There were no contracts or arrangements entered into by the Company in accordance with the Section 188 of the Companies Act, 2013. However the details of the transactions with related party are provided in the accompanying financial statements. Related party transactions are subject to the Audit Committee and the Board for approval.

The policy on materiality of related party transactions and dealing with related party transactions as approved by the Board can be accessed on the Company's website at the link: www.nmsresourcesglobal.com

GREEN INITIATIVE

Members are aware that the Company had started a sustainability initiative with the aim of going green and minimizing the impact on the environment. Like the previous year, electronic copies of the Annual Report 2018-19 and Notice of the 33rd AGM are being sent to all Members whose email addresses are registered with the Company / Depository Participant(s). For Members who have not registered their email addresses, physical copies of the Annual Report 2018-19 and the Notice of the 33rd AGM are sent in the permitted mode. Members requiring physical copies can send a request to the Company Secretary.

The Company is providing remote e-voting facility to all Members to enable them to cast their votes electronically on all resolutions set forth in the Notice of the AGM. This is pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2015 read with Regulation 44 of the SEBI Listing Regulations, 2015. The instructions for remote e-voting are provided in the Notice of the AGM.

LISTING ON THE STOCK EXCHANGE

The Company's shares are listed with BSE Limited and MSEI (Metropolitan Stock Exchange of India Limited).

CHANGES IN SHARE CAPITAL

The Authorized Share Capital of the company is Rs. 55,000,000 divided into 5,500,000 equity shares of Rs.10/- each. During the period under review, the said capital has not been raised by the company. The Issued, Subscribed & Paid-up Capital remains is Rs. 30,056,000/-.

There has been no change in the share capital of the Company during the year.

INTERNATIONAL SECURITY IDENTIFICATION NUMBER (ISIN)

Your Company has admitted its securities with National Services Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) to enable our shareowners to hold their shares in Dematerialized form. International Security Identification Number (ISIN) of your Company is **INE169F01014**.

COMMITTEES OF THE BOARD

The Committees of the Board focus on certain specific areas and make informed decisions in line with the delegated authority. The following substantive Committees constituted by the Board function according to their respective roles and defined scope:



- Audit Committee
- Nomination and Remuneration Committee
- Stakeholder Relationship Committee
- Risk Management Committee

DISCLOSURES:

A) EXTRACT OF ANNUAL RETURN

Pursuant to Section 92(3) and Section 134(3)(a), extract of the annual return as on March 31, 2019 in form MFT-9 is enclosed as **Annexure-IV** to this report for the financial year 2018-19 on its website at <https://www.nmsresourcesglobal.com>.

B) MEETINGS OF THE BOARD

During the financial year ended March 31, 2019, 11 meetings of the Board of Directors were held four times as per the statutory minimum requirement. None of the two Board Meetings have a gap of more than 120 days between them. The dates of meetings are mentioned below:

Sr.No.	DATE	Sr.No.	
1.	10/05/2018	2.	29/05/2018
3.	13/08/2018	4.	25/08/2018
5.	31/08/2018	6.	01/09/2018
7.	14/11/2018	8.	14/02/2019
9.	26/02/2019	10.	04/03/2019
11.	29/03/2019		

C) COMPOSITION OF AUDIT COMMITTEE

The Audit Committee as on date comprises of three members, including one is Whole Time Director viz. Mr. Om Pal Yadav and two are Independent Non executive director viz. Mr. Chandan Singh and Mr. Ravinder Dixit. Mr. Chandan Singh is heading the Committee.

D) COMPOSITION OF NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee as on date comprises of three members, viz. Mr. Om Pal Yadav, Mr. Chandan Singh and Mr. Ravinder Dixit. Mr. Chandan Singh is heading the Committee.

E) COMPOSITION OF STAKEHOLDER RELATIONSHIP COMMITTEE

The Stakeholder Relationship Committee as on date comprises of three members, including one is Managing Director viz. Mr. Om Pal Yadav and two are Non executive Independent directors viz. Mr. Chandan Singh and Mr. Ravinder Dixit. Mr. Om Pal Yadav is heading the Committee.

F) RISK MANAGEMENT COMMITTEE

The Risk Management Committee as on date comprises of three members, including one is Director Mr. Sanjay Kumar Gupta and two other Director viz. Mr. Chandan Singh and Mr. Om Pal Yadav. Mr. Sanjay Kumar Gupta is heading the Committee.

G) VIGIL MACHANISM/WHISTLE BLOWER POLICY

Pursuant to Section 177 of the Companies Act, 2013, the Board of Directors has adopted a vigil mechanism/whistle blower policy of the Company.

The company's attitude towards unethical behavior, actual or suspected fraud or violation of the company's code of conduct or ethics policy, is very strict. The Company follows absolute intolerance for such matters and expect the directors and employees to report genuine concerns about such abuse. The vigil mechanism/whistle blower policy can be accessed on the Company's website at the link: www.nmsresourcesglobal.com



H) DISCLOSURE AS PER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has zero tolerance towards sexual harassment at workplace and during the year under review, your Board has constituted an Internal Complaints Committee to consider and redress complaints of sexual harassment & also adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules framed thereunder.

During the financial year 2018-19, the Company has received no complaints on sexual harassment.

I) PARTICULARS OF LOANS GIVEN, INVESTMENT MADE, GUARANTEES GIVEN AND SECURITY PROVIDED

Particulars of loans given, investments made, guarantees given and securities are provided in the financial statements. Nil

J) GENERAL

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

1. Details relating to deposits covered under Chapter V of the Companies Act, 2013.
2. Issue of equity shares with differential rights as to dividend, voting or otherwise.
3. Issue of shares (including sweat equity shares) to employees of the Company under any scheme.
4. The Managing Directors of the Company did not receive any remuneration or commission from subsidiary.
5. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

SUBSIDIARY COMPANY

The Company does not have any subsidiary or associate company.

PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUT GO.

Information required to be given pursuant to section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 and forming part of the Director's report for the year ended 31st March, 2019 are given below :

A. CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION

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

Your Company is primarily engaged in the business of Trading and consultancy which does not require the Electricity or Power consumption on large scale. However Your Company is conscious about its responsibility to conserve energy, power and other energy sources wherever possible. We emphasis towards a safe and clean environment and continue to adhere to all regulatory requirements and guidelines.

(ii) the steps taken by the company for utilizing alternate sources of energy;

The Company has been taking energy saving measures viz., Use of energy saver electrical equipments, LED fittings are provided inside the building for common area lighting in the Company, Efficient ventilation system in the office of the Company.

(iii) the capital investment on energy conservation equipments;

Your company has nil capital investment on energy conservation equipments.

B. Technology absorption-

(i) the efforts made towards technology absorption; N.A.

(ii) the benefits derived like product improvement, cost reduction, product development or import substitution; N.A.

(iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)- N.A.

(a) the details of technology imported; N.A.

(b) the year of import; N.A.



- (c) whether the technology been fully absorbed; N.A.
(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and
(iv) the expenditure incurred on Research and Development. N.A.

C. FOREIGN EXCHANGE EARNINGS & OUTGO

Foreign Exchange Earnings & Outgo: Nil

ACKNOWLEDGEMENT

Directors wish to place on record their deep thanks and gratitude to;

- a) The Government as well as their respective Departments connected with the business of the Company, Bankers of the Company for their co-operation and continued support.
b) The Shareholders, Suppliers and Contractors for the trust and confidence reposed and to the Customers for their valued patronage.
c) The Board also takes this opportunity to express its sincere appreciation for the efforts put in by the officers and employees at all levels in achieving the results and hopes that they would continue their sincere and dedicated endeavour towards attainment of better working results during the current year.

**Reg. Office:
H.No. 48, Hasanpur
I.P. Extension Delhi
Delhi - 110092**

**Date: 29.08.2019
Place: New Delhi**

**By Order of the Board of Director
NMS RESOURCES GLOBAL LIMITED**

**Sd/-
Om Pal Yadav
(Managing Director)
DIN: 01607006
Add: C-351/9, Majlis
Park Adarsh Nagar
Delhi 110033**

**Sd/-
Sanjay Kumar Gupta
(Director)
DIN: 01219963
Add: 59,Deep Nagar,Near
Ekta Vihar Ambala Cantt
Ambala 133004**

ANNEXURE [I] TO BOARD OF DIRECTORS' REPORT

**FORM MR-3
SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED 31.03.2019

[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,
NMS RESOURCES GLOBAL LIMITED
(Formerly 'IFM Impex Global Limited')
H.No. 48, Hasanpur, I.P. Extension
Delhi East Delhi DL- 110092

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **NMS RESOURCES GLOBAL LIMITED (Formerly 'IFM Impex Global Limited')** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me as on able basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the **NMS RESOURCES GLOBAL LIMITED(Formerly 'IFM Impex Global Limited')** books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on **31.03.2019** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on **31.03.2019** according to the provisions of:

- i. The Companies Act, 2013(the Act) and the rules made there under;
 - ***During the reporting period the Company had not complied with the provisions of Section 179(3) read with Rule 8(4) of (Meetings of Board and Its Powers) Rules, of the Companies Act, 2013. During the reporting period the Company had not complied the provision of section 179(3)(g) of the Companies Act, 2013***
 - ***During the reporting period the Company had not filed various e-forms on many occasions with in prescribed time under Companies Act, 2013.***
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv. Foreign Exchange Management Act,1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- 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;
- b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
- c) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
 - i. During the Year, the company had not complied Regulation 45 for change of its name.*
- d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **-Not Applicable as the Company has not granted any Options to its employees during the financial year under review.**
- e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **-Not Applicable as the Company has not issued any debt securities during the financial year under review.**
- f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; **- Not Applicable as the Company is not registered as Registrars to an Issue and Share Transfer Agents during the financial year under review.**
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **- Not Applicable as the Company has not get delisted its equity shares from any stock exchange during the financial year under review.**
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **- Not Applicable as the Company has not bought back any of its securities during the financial year under review.**

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.

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

This report is to be read with our letter of even date which is annexed as '**Annexure -A-1**' and form an integral part of this report.

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

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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.

**DATE: 29.08.2019
PLACE: DELHI**

**FOR SVR & CO.
COMPANY SECRETARIES**

**Sd/-
CS. SHIVAM RASTOGI
M.NO: A39199
CP. NO: 14600**



Annexure A-1

To,

The Members,
NMS RESOURCES GLOBAL LIMITED
Formerly (IFM Impex Global Limited)
H.No. 48, Hasanpur, I.P. Extension
Delhi East Delhi DL 110092

My Secretarial Audit Report of even date is to be read along with this letter.

Management Responsibility

1. Maintenance of Secretarial records is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these Secretarial records based on our audit.

Auditors Responsibility

2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verifications were done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for our opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, I have obtained the Management representation about the compliance of Laws, Rules and 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 the Management. My examination was limited to the verification of procedures on test basis.

Disclaimer

6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

DATE: 29.08.2019
PLACE: DELHI

FOR SVR & CO.
COMPANY SECRETARIES

Sd/-
CS. SHIVAM RASTOGI
M.NO: A39199
CP. NO: 14600

ANNEXURE [II] TO BOARD OF DIRECTORS' REPORT NOMINATION AND REMUNERATION POLICY

I. GUIDING PRINCIPLES

The Policy ensures that

- The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully;
- Relationship of remuneration to performance is clear and meets appropriate performance benchmarks and
- Remuneration to Directors, Key Managerial Personnel and Senior Management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.

II. ROLE OF THE COMMITTEE

The role of the Committee inter alia will be the following:

- To formulate a criteria for determining qualifications, positive attributes and independence of a Director.
- Formulate criteria for evaluation of Independent Directors and the Board.
- Identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down in this policy.
- To carry out evaluation of every Director's performance.
- To recommend to the Board the appointment and removal of Directors and Senior Management.
- To recommend to the Board policy relating to remuneration for Directors, Key Managerial Personnel and Senior Management.
- Ensure that level and composition of remuneration is reasonable and sufficient, relationship of remuneration to performance is clear and meets appropriate performance benchmarks.
- To devise a policy on Board diversity.

III. FREQUENCY OF THE MEETINGS

The meeting of the Committee shall be held at such regular intervals as may be required.

IV. APPOINTMENT AND REMOVAL OF DIRECTOR, KMP AND SENIOR MANAGEMENT

Appointment criteria and qualifications:

- The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his / her appointment.
- A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person are sufficient / satisfactory for the concerned position.
- The Company shall not appoint or continue the employment of any person as Managing Director/Whole-time Director/Manager who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.

Term / Tenure:

Managing Director/Whole-time Director/Manager (Managerial Person):

- The Company shall appoint or re-appoint any person as its Managerial Person for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.



Independent Director:

- An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.
- No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly. However, if a person who has already served as an Independent Director for 5 years or more in the Company as on 1 October, 2014 or such other date as may be determined by the Committee as per regulatory requirement, he / she shall be eligible for appointment for one more term of 5 years only.
- At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed company or such other number as may be prescribed under the Act.

Evaluation:

- The Committee shall carry out evaluation of performance of every Director,
- KMP and Senior Management on yearly basis or as when required.

Removal:

Due to reasons for any disqualification mentioned in the Companies Act, 2013, rules made thereunder or under any other applicable Act, rules and regulations, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management subject to the provisions and compliance of the said Act, rules and regulations.

Retirement:

The Director, KMP and Senior Management shall retire as per the applicable provisions of the Companies Act, 2013 and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management in the same position / remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

V. PROVISIONS RELATING TO REMUNERATION OF MANAGERIAL PERSON, KMP AND SENIOR MANAGEMENT

• **General:**

- The remuneration / compensation / commission etc. to Managerial Person, KMP and Senior Management Personnel will be determined by the Committee and recommended to the Board for approval. The remuneration / compensation / commission etc. shall be subject to the prior/post approval of the shareholders of the Company and Central Government, wherever required.
- The remuneration and commission to be paid to Managerial Person shall be as per the statutory provisions of the Companies Act, 2013, and the rules made thereunder for the time being in force.
- Increments to the existing remuneration / compensation structure may be recommended by the Committee to the Board which should be within the slabs approved by the Shareholders in the case of Managerial Person. Increments will be effective from the date of reappointment in respect of Managerial Person and 1st April in respect of other employees of the Company.

• **Remuneration to Managerial Person, KMP and Senior Management:**

- **Fixed pay:**
Managerial Person, KMP and Senior Management shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee in accordance with the statutory provisions of the Companies Act, 2013, and the rules made thereunder for the time being in force and also depend on the financial position of Company.



➤ **Minimum Remuneration:**

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Managerial Person in accordance with the provisions of Schedule V of the Companies Act, 2013 and if it is not able to comply with such provisions, with the prior approval of the Central Government.

➤ **Provisions for excess remuneration:**

If any Managerial Person draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Companies Act, 2013 or without the prior sanction of the Central Government, where required, he / she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company. The Company shall not waive recovery of such sum refundable to it unless permitted by the Central Government.

• **Remuneration to Non-Executive / Independent Director:**

➤ **Remuneration / Commission:**

The remuneration / commission shall be in accordance with the statutory provisions of the Companies Act, 2013, and the rules made thereunder for the time being in force.

➤ **Sitting Fees:**

The Non- Executive / Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee thereof. Provided that the amount of such fees shall not exceed the maximum amount as provided in the Companies Act, 2013, per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.

➤ **Limit of Remuneration /Commission:**

Remuneration /Commission may be paid within the monetary limit approved by shareholders, subject to the limit not exceeding 1% of the net profits of the Company computed as per the applicable provisions of the Companies Act, 2013.

➤ **Stock Options:**

An Independent Director shall not be entitled to any stock option of the Company.

VI. REVIEW AND AMENDMENT

➤ The Committee or the Board may review the Policy as and when it deems necessary.

➤ The Committee may issue the guidelines, procedures, formats, reporting mechanism and manual in supplement and better implementation to this Policy, if it thinks necessary.

➤ This Policy may be amended or substituted by the Committee or by the Board as and when required and also by the Compliance Officer where there is any statutory changes necessitating the change in the policy.



ANNEXURE [III] TO BOARD OF DIRECTORS' REPORT MANAGEMENT DISCUSSION & ANALYSIS REPORT {MDAR}

INDUSTRY STRUCTURE AND DEVELOPMENT

Its journey started by providing Trading and Consultancy Services in the field of Contractual Services like Civil Construction, Pre-Engineered Buildings, Skill Development, Financial Consultancy, Engineering Services & Publication and Advertising.

The Company has significant presence across India and its Directors have vast experience in the sector of Civil Construction, Banking, Finance, Engineering & Advertising Services. NMS understands the frequent modulations in the field of construction industry and hence take up the projects engaging different technologies like pre-engineered buildings, monolithic, EPS and LGSF along with RCC frame structure. We are committed to provide high quality work that meets International standards. At all stages of our work, we stay in close touch with our clients to ensure the work progress in accordance with their expectations.

OPPORTUNITIES AND THREATS

The Service sector is not only a dominant sector in India's GDP, but has also attracted significant foreign investment flows, contributing significantly to exports as well as providing large-scale employment. India needs adequate Infrastructure, Research & Development and Skill Development.

Government of India recognizes the importance of promoting growth in Service Sector and provides several incentives in wide variety of sectors such as Health Care, Tourism, Education, Engineering, Communications, Transportation, Information Technology, Banking, Finance and Management among others.

The implementation of Goods and Services Tax (GST) has created a common national market and reduced the overall tax burden on goods and services. It has created more opportunities due to implementation of Goods and Services Tax (GST).

Threats

There are many players in the market providing consultancy in the field of finance, accounting as well as taxation.

Today's financial firms face unprecedented pressure to cut costs and improve capital deployment—while fighting financial crime, improving operational and cyber resilience, and meeting evolving regulations.

Costs for compliance are very high, and financial institutions should frequently restructure, to keep in compliance and future-proof the enterprise. Most institutions struggle to balance compliance and operating concerns with their need to craft a strong reputation as a desirable employer and good corporate citizen.

Initiatives Taken By the Company

The company is thriving to put in its efforts into water conservation and harvesting. We are in talks with the government of India to provide them with best in class technology to treat sewage/waste water into drinkable water.

The company is giving its best efforts to flourish its business and works. It has a strong perception that the business will grow in upcoming years.

FUTURE OUTLOOK

Its journey by providing exclusive supplies and marketing team for telecom provider companies and subsequently diversified its activities into the field of contracting services like Civil Construction, Pre-Engineered Buildings, Skill Development, Financial Consultancy and Engineering Services. In line of expanding the business of the Company, your company has acquired four Private Companies to extent make them "Wholly Owned Subsidiary" i.e. 1. Kuberakshi Advisory Services Pvt. Ltd. 2. M S Corridor Management Pvt. Ltd. 3. Austyn Squad Pvt. Ltd. 4. Ebony & Ivory Advertising Pvt. Ltd., by pooling the resources and obtaining the advantages by way of Economies of Scale, Availability of Better Resources, Expanded Client Base, Wider business opportunities, Creating the "Synergy Effect".



Company has significant presence across India and its Directors have deep experience in the sector of Civil Construction, Banking, Finance and Engineering Services. NMS understands the frequent modulations in the field of construction industry and hence take up the projects engaging different technologies like pre-engineered buildings, monolithic, EPS and LGSF along with RCC frame structure

SEGMENT-WISE OR PRODUCT-WISE PERFORMANCE

Presently, the Company is engaged business segment i.e. Trading and Consultancy Services

RISKS AND CONCERNS

The Board of the Company has formed a risk management policy to frame, implement and monitor the risk management plan for the Company. The Board of Directors are responsible for reviewing the risk management plan and ensuring its effectiveness. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuous basis.

In the opinion of the Board, the rising costs and changing government policies and regulations are the key risk factors that may threaten the existence of the company.

FINANCIAL PERFORMANCE

During the period under review, the results are not up to the mark and during the year the company has incurred profit of Rs. 4.32 Lakhs which is approximately 145.45 % increase in comparison of previous year. During the period under review, demonetization policy of the government hit the company workability badly as the prices of the commodities came down substantially and accordingly the trading margins in commodities were lower than expected. However, Your Directors continue to make efforts to explore business opportunity and expecting to be successful in the coming years.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company has adequate internal control systems to ensure monitoring and controlling against unauthorized use/ deposition of assets and ensuring that all transactions are authorized, recorded and reported correctly. The company ensures compliance with all the regulations applicable to the company. The Audit Committee of the Board reviews Internal Control Systems of the company on periodical basis.

HUMAN RESOURCES

The relationship with the employees continues to be cordial. The Company recognizes the importance and contribution of its employees for its growth and development and constantly endeavors to train nurture and groom its people. The Company puts emphasis on attracting and retaining the right talent.



ANNEXURE [IV] TO BOARD OF DIRECTORS' REPORT

FORM NO. MGT 9		
EXTRACT OF ANNUAL RETURN		
As on financial year ended on 31.03.2019		
Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.		
I. REGISTRATION & OTHER DETAILS:		
1	CIN	L74110DL1986PLC025457
2	Registration Date	15/09/1986
3	Name of the Company	NMS Resources Global Limited (Formerly 'IFM Impex Global Limited')
4	Category/Sub-category of the Company	Company Limited By Shares Indian Non Government Company
5	Address of the Registered office & contact details	H.No. 48, Hasanpur, I.P. Extension Delhi East Delhi DL 110092 Tel /Fax : 011 45261214
6	Whether listed company	Listed
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Skyline Financial services Private Limited, D-153A, Okhla Industrial Area, Phase-I, New Delhi 110020, Tel No. 011 26812682,83

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY			
(All the business activities contributing 10 % or more of the total turnover of the company shall be stated)			
S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Consultancy Services	962	100.00

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES					
SN	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	NOT APPLICABLE	N.A.	N.A.	N.A.	N.A.

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 [As on 31-March-2018]				No. of Shares held at the end of the year [As on 31-March-2019]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	1200700	0	1200700	39.95	1200700	0	1200700	39.95	0.00
b) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
c) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
d) Bodies Corp.	300000	0	300000	9.98	300000	0	300000	9.98	0.00
e) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00



f) Any other	0	0	0	0.00	0	0	0	0.00	0.00
Sub Total (A) (1)	1500700	0	1500700	49.93	1500700	0	1500700	49.93	0.00

(2) Foreign									
a) NRI Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b) Other Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
d) Any other	0	0	0	0.00	0	0	0	0.00	0.00
Sub Total (A) (2)	0	0	0	0.00	0	0	0	0.00	0.00
TOTAL (A)	1500700	0	1500700	49.93	1500700	0	1500700	49.93	0.00

B. Public Shareholding

1. Institutions

a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
c) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
d) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
g) FIs	0		0	0.00	0		0	0.00	0.00
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (B)(1):-	0	0	0	0.00	0	0	0	0.00	0.00

2. Non-Institutions

a) Bodies Corp.									
i) Indian	34808	62600	97408	3.24	36833	44600	81433	2.71	(0.53)
ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	142085	1020700	1162785	38.69	178560	968300	1146860	38.16	(0.53)
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	68600	166900	235500	7.84	85600	181300	266900	8.88	1.04
c) Others (specify)									
Non Resident Indians	0	0	0	0.00	0	0	0	0.00	0
Overseas Corporate Bodies	0	0	0	0.00	0	0	0	0.00	0
Foreign Nationals	0	0	0	0.00	0	0	0	0.00	0
Clearing Members	0	0	0	0.00	0	0	0	0.00	0
Trusts	0	0	0	0.00	0	0	0	0.00	0
Foreign Bodies - D R	0	0	0	0.00	0	0	0	0.00	0
HUF	9207	0	9207	0.31	9707	0	9707	0.32	0.01



Sub-total (B)(2):-	254700	1250200	1504900	50.07	310700	1194200	1504900	50.07	0.00
Total Public (B)	254700	1250200	1504900	50.07	310700	1194200	1504900	50.07	0.00
C. Shares held by Custodian for GDRs & ADRs	0.00	0.00	0	0.00	0.00	0.00	0	0.00	0.00
Grand Total (A+B+C)	1755400	1250200	3005600	100.00	1811400	1194200	3005600	100.00	0.00

(ii) Shareholding of Promoter

SR. NO	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Impressive Plastics Pvt. Ltd.	300,000	9.98	0.00	300,000	9.98	0.00	0.00
2	Saroj Kumari Yadav	212,500	7.07	0.00	212,500	7.07	0.00	0.00
3	O.P. Yadav	842,750	28.04	0.00	842,750	28.04	0.00	0.00
4	Ram Khilari Yadav	106,250	3.54	0.00	106,250	3.54	0.00	0.00
5	Yashpal Yadav	39,200	1.30	0.00	39,200	1.30	0.00	0.00

(iii) Change in Promoters' Shareholding

SR. NO	Particulars	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	Impressive Plastics Pvt. Ltd.	01.04.2018	Nil Movement	300000	9.98	300000	9.98
		31.03.2019		300000	9.98	300000	9.98
2	Saroj Kumari Yadav	01.04.2018	Nil Movement	212500	7.07	512500	7.07
		31.03.2019		212500	7.07	512500	7.07
3	O.P. Yadav	01.04.2018	Nil Movement	842750	28.04	842750	28.04
		31.03.2019		842750	28.04	842750	28.04
4	Ram Khilari Yadav	01.04.2018	Nil Movement	106250	3.54	106250	3.54
		31.03.2019		106250	3.54	106250	3.54
5	Yashpal Yadav	01.04.2018	Nil Movement	39200	1.30	39200	1.30
		31.03.2019		39200	1.30	39200	1.30



(iv) Shareholding Pattern of top ten Shareholders

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

SR. NO	For each of the Top 10 shareholders	Date	Reason	Increase/Decrease in Shareholding		Cumulative Shareholding during the year		
				No. of shares	% of total shares	No. of shares	% of total shares	
1	Shama Jain	01.04.2018	Nil Movement	0	0.00	54500	1.81	
		31.03.2019		0	0.00	54500	1.81	
2	M P Mehrotra	01.04.2018	Nil Movement	0	0.00	34700	1.15	
		31.03.2019		0	0.00	34700	1.15	
3	SMC Global Securities Limited	01.04.2018		0	0.00	31806	1.06	
		25.05.2018		Sale	-1	0.00	31805	1.06
		05.10.2018		Purchase	200	0.00	32005	1.06
		02.11.2018		Sale	-200	0.00	31805	1.06
		18.01.2019		Purchase	5	0.00	31810	1.06
		31.03.2018		0	0.00	31810	1.06	
4	Arun Gupta	01.04.2018	Nil Movement	0	0.00	28200	0.94	
		31.03.2019		0	0.00	28200	0.94	
5	Sandeep Sharma	01.04.2018	Nil Movement	0	0.00	27600	0.92	
		31.03.2019		0	0.00	27600	0.92	
6	Sumit Budhiraja	01.04.2018	Nil Movement	0	0.00	27000	0.90	
		31.03.2019		0	0.00	27000	0.90	
7	Raj Kumar Chauhan	01.04.2018	Nil Movement	0	0.00	26500	0.88	
		31.03.2019		0	0.00	26500	0.88	
8	Lokender Pal Singh	01.04.2018	Nil Movement	0	0.00	22500	0.75	
		31.03.2019		0	0.00	22500	0.75	
9	Deepak Kumar Agrawal	01.04.2018	Nil Movement	0	0.00	14500	0.48	
		31.03.2019		0	0.00	14500	0.48	
10	Shrimali Financial Services Pvt. Ltd.	01.04.2018	Nil Movement	0	0.00	14400	0.48	
		31.03.2019		0	0.00	14400	0.48	



(v) Shareholding of Directors and Key Managerial Personnel:							
SN O	Shareholding of each Directors and each Key Managerial Personnel	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	O. P. Yadav						
	At the beginning of the year	01.04.2018	Nil Movement	842750	28.04	842750	28.04
	At the end of the year	31.03.2019		842750	28.04	842750	28.04
V. INDEBTEDNESS							
Indebtedness of the Company including interest outstanding/accrued but not due for payment.							
							(Amt. Rs./Lacs)
Particulars			Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness	
Indebtedness at the beginning of the financial year							
i) Principal Amount			0.00	0.00	0.00	0.00	
ii) Interest due but not paid			0.00	0.00	0.00	0.00	
iii) Interest accrued but not due			0.00	0.00	0.00	0.00	
Total (i+ii+iii)			0.00	0.00	0.00	0.00	
Change in Indebtedness during the financial year							
* Addition			0.00	0.00	0.00	0.00	
* Reduction			0.00	0.00	0.00	0.00	
Net Change			0.00	0.00	0.00	0.00	
Indebtedness at the end of the financial year							
i) Principal Amount			0.00	0.00	0.00	0.00	
ii) Interest due but not paid			0.00	0.00	0.00	0.00	
iii) Interest accrued but not due			0.00	0.00	0.00	0.00	
Total (i+ii+iii)			0.00	0.00	0.00	0.00	



VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

SR. NO.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
	Name	O. P. Yadav	(Rs/Lac)
	Designation	Managing Director	
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	0.00	0.00
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0.00	0.00
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	0.00	0.00
2	Stock Option	0.00	0.00
3	Sweat Equity	0.00	0.00
4	Commission		0.00
	- as % of profit	0.00	0.00
	- others, specify	0.00	0.00
5	Others, please specify	0.00	0.00
	Total (A)	0.00	0.00
	Ceiling as per the Act	0.00	0.00

B. REMUNERATION TO OTHER DIRECTORS

SR. NO.	Particulars of Remuneration	Name of Directors			Total Amount
		Rajiv Bajpai	Hari Prakash Gupta	Ravinder Dixit	
					(Rs/Lac)
1	Independent Directors				
	Fee for attending board committee meetings	0.00	0.00	0.00	0.00
	Commission	0.00	0.00	0.00	0.00
	Others, please specify	0.00	0.00	0.00	0.00
	Total (1)	0.00	0.00	0.00	0.00



2	Other Non-Executive Directors				0.00
	Fee for attending board committee meetings	0.00	0.00	0.00	0.00
	Commission	0.00	0.00	0.00	0.00
	Others, please specify	0.00	0.00	0.00	0.00
	Total (2)	0.00	0.00	0.00	0.00
	Total (B)=(1+2)	0.00	0.00	0.00	0.00
	Total Managerial Remuneration	0.00	0.00	0.00	0.00
	Overall Ceiling as per the Act				0.00

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

SN.	Particulars of Remuneration	Name of Key Managerial Personnel			Total Amount (Rs.)
		N.A.	Rahul Taneja	Abhineet Srivastava	
	Designation	CEO	CFO	CS	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	N.A.	₹7,44,000	₹6,00,000	₹13,44,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	N.A.	0.00	0.00	0.00
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	N.A.	0.00	0.00	0.00
2	Stock Option	N.A.	0.00	0.00	0.00
3	Sweat Equity	N.A.	0.00	0.00	0.00
4	Commission				
	- as % of profit	N.A.	0.00	0.00	0.00
	- others, specify	N.A.	0.00	0.00	0.00
5	Others, please specify	N.A.	0.00	0.00	0.00
	Total	N.A.	₹7,44,000	₹6,00,000	₹13,44,000



VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:										
Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)					
A. COMPANY										
Penalty										
Punishment										
Compounding										
B. DIRECTORS										
Penalty										
Punishment										
Compounding										
C. OTHER OFFICERS IN DEFAULT										
Penalty										
Punishment										
Compounding										

No Punishment/ Penalties



CORPORATE GOVERNANCE
COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Good corporate governance is about maximizing shareholder value on a sustainable basis while ensuring fairness to all stakeholders: Customers, vendor-partners, Investors, Employees, Government and Society.

The Company believes that Corporate Governance is a set of processes, customs, policies, rules, regulation and laws for ensuring transparency, professionalism and accountability in its dealings with its customers, principal, employees, shareholders and with every individual who comes in contact with the Company. The Company's philosophy on Corporate Governance is bounded upon a rich legacy of fair ethical governance practices which has been in practice since the beginning. In fact the company has long been a staunch supporter of this code even before it became mandatory. Integrity, transparency, accountability and compliance with laws which are columns of good governance have always been the hallmark of company. The Company is in full compliance with the requirements of Corporate Governance under Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 entered into with the Stock Exchanges and in this regard, submits a report on the matters mentioned in the said clause and also the practices followed by the Company as stated below:

BOARD COMPOSITION

Size and Composition of Board of Directors

The composition of Board of Director's as detailed below is in conformity with regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sl. No.	Name of Director	DIN	Category
1	Mr. O. P. Yadav	01607006	Managing Director
2	Mr. Pankaj Chander	00053351	Non-Executive Director
3	Mrs. Meenakshi Gupta	01261976	Non-Executive Director
4	Mr. Ravinder Dixit	00309588	Independent Non-Executive Director
5	Mr. Rajiv Bajpai	05169212	Independent Non-Executive Director
6	Mr. Hari Prakash Gupta	06847881	Independent Non-Executive Director

Board of Directors

- i. The Company has 6 Directors out of which 1 Managing Directors, 2 Non-Executive Directors and 3 Independent Director as on March 31, 2019. The composition of the Board is in conformity with regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 entered into with the stock Exchanges.
- ii. The names and categories of the Directors on the Board, their attendance at Board Meetings held during the year and the number of Directorships and Committee Chairmanship /Memberships held by them in other companies is given below. Other directorships include alternate directorships, directorships of Private Limited Companies, section 8 companies, and of companies incorporated outside India. Chairmanship / Membership of Board Committees include only Audit committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee.
- iii.

Name of Director	Number of the board of meetings held during the year 2018-19		Whether attended last AGM held on 29th September, 2018	No. of Directorship in other Companies
	Held	Attended		
O. P. Yadav (DIN: 01607006)	11	11	Yes	2
Pankaj Chander* (DIN: 00053351)	11	11	Yes	4
Meenakshi Gupta**	11	9	Yes	6



(DIN: 01261976)				
Isha Gupta*** (DIN: 07741551)	11	1	No	1
Ravinder Dixit (DIN: 00309588)	11	11	Yes	1
Rajiv Bajpai**** (DIN: 05169212)	11	11	Yes	0
Hari Prakash Gupta***** (DIN: 06847881)	11	9	Yes	0

*Relinquished the position of Non-Executive director w.e.f. July 25, 2019

** Relinquished the position of Non-Executive director w.e.f. August 14, 2019

*** Relinquished the position of Non-Executive director w.e.f. July 13, 2018 due to personal reason.

**** Relinquished the position of Independent director w.e.f. July 25, 2019 due to personal reason.

***** Relinquished the position of Non-Executive director w.e.f. August 14, 2019

Om Pal Yadav is son of Late Sh. S.K. Yadav, Managing Director of the company, as defined in Section 2 (77) of Companies Act, 2013 and Rule 4 of the companies (Specification of definitions details) Rule 2014

11 Board Meetings were held during the year and the gap between two meetings did not exceed four months. The dates on which the Board Meetings were held are as follows:

Sr.No.	DATE	Sr.No.	
1.	10/05/2018	2.	29/05/2018
3.	13/08/2018	4.	25/08/2018
5.	31/08/2018	6.	01/09/2018
7.	14/11/2018	8.	14/02/2019
9.	26/02/2019	10.	04/03/2019
11.	29/03/2019		

The company issued formal letters of appointment to independent directors in the manner as provided in the Companies Act, 2013.

The company has formulated a policy to familiarize the Independent Directors with the company, their roles, rights, responsibilities in the company, nature of the industry in which the company operates, business model of the company, etc., through various programmes.

Code of Conduct for Board members and Senior Management

The Board of Directors has laid down the code of conduct for all the Board members and members of the Senior Management of the Company. Additionally all independent directors of the company shall be bound by duties of independent directors as set out in the Companies Act, 2013 read with the Schedules and Rules there under.

All the Board members and Senior Management personnel have affirmed compliance with the code of conduct.

The Code of Conduct is available on the website of the company.

BOARD COMMITTEES

The terms of reference of Board Committees are determined by the Board from time to time. Presently the Company has four committees i.e Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee and Risk Management Committee. All the decisions pertaining to the constitution of the Committees, appointment of members, and fixing of terms of reference for committee members are taken by the Board of Directors. Details on the role and composition of these committees, including the number of meetings held during the financial year and the related attendance, are provided below:

AUDIT COMMITTEE

The audit committee was constituted in accordance with the provisions of Companies Act, 2013 and Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The major



tasks performed by the audit committee may be grouped under the following heads:

Statutory audit, internal audit, reporting and other aspects

- i. The Audit Committee of the Company is entrusted with the responsibility to supervise the Company's internal controls and financial reporting process. The Committee acts as a link between the Management, Auditors and the Board of Directors of the Company and has full access to the financial Information.
- ii. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible and ensuring timely submission to statutory authorities.
- iii. Reviewing the Management Discussion & Analysis of financial and operational performance.
- iv. Reviewing with the management, the quarterly financial statements and annual financial statements and auditor's report thereon before submission to the board for approval.
- v. Review the adequacy and effectiveness of the company's system and internal control.
- vi. Evaluation of internal financial controls and risk management systems.
- vii. To review the functioning of the Whistle Blower mechanism.

Audit & other duties

- i. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
- ii. Discussion with internal auditors of any significant findings and follow up there on.
- iii. Review and recommend to the Board the appointment/re-appointment of the Statutory Auditors and internal Auditors considering their independence and effectiveness and their replacement and removal.
- iv. To recommend to the Board the remuneration of the Statutory Auditors and internal auditors.
- v. To grant approval for related party transactions which are in the ordinary course of business and on an arms length pricing basis and to review and approve such transactions subject to the approval of the Board.

Composition of Audit Committee and attendance of each Director during the meetings held in financial year 2018-19 are given below:

Four Audit Committee meetings were held during the year and the gap between two meetings never exceeded four months. The dates on which such meetings were held are as follows:
29.05.2018, 13.08.2018, 14.11.2018 and 14.02.2019

Name	Status	Category	No. of meeting Attended during the year 2018-19
Mr. Pankaj Chander	Chairman	Non-Executive Director	4
Mr. Ravinder Dixit	Member	Independent Non-Executive Director	4
Mr. Rajiv Bajpai	Member	Independent Non-Executive Director	4

NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee was reconstituted in accordance with the provisions of Companies Act, 2013 and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The terms of reference of the committee are as follows:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;



2. Formulation of criteria for evaluation of Independent Directors and the Board;
3. Devising a policy on Board diversity;
4. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal.

The remuneration policy as adopted by the company envisages payment of remuneration according to qualification, experience and performance at different levels of the organization. The workers at the factory as well as those rendering clerical, administrative and professional services are suitably remunerated according to the industry norms.

Although no remuneration is paid to any director at present the company retains the option to do so in future. As and when it is done it shall be revealed in the report.

The details of the composition of the Nomination and Remuneration Committee are as under:
During 2018-19 the Committee was chaired by Mr. Pankaj Chander four meeting were held as under:
29.05.2018, 13.08.2018, 14.11.2018 and 14.02.2019

Name	Status	Category	No. of meeting Attended during the year 2018-19
Mr. Pankaj Chander	Chairman	Non- Executive Director	4
Mr. Rajiv Bajpai	Member	Independent Non-Executive Director	4
Mr. Hari Prakash Gupta	Member	Independent Non-Executive Director	4

STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholder Relationship Committee was reconstituted in accordance with the provisions of Companies Act, 2013 and Regulation 20 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 by the Company.

The Committee performs following functions:

Transfer/Transmission of shares

1. Issue of Duplicate Share Certificates.
2. Review of Share dematerialization and rematerialization.
3. Monitoring the expeditious Redressal of Investor Grievances.
4. Monitoring the performance of company's Registrar & Transfer Agent.
5. All other matters related to the shares.

During 2018-19 the Committee was chaired by Mr. Om Pal Yadav four meeting were held as under:
29.05.2018, 13.08.2018, 14.11.2018 and 14.02.2019

The details of the composition of the Stakeholders Relationship Committee are as under:

Name	Status	Category	No. of meeting Attended during the year 2018-19
Mr. Om Pal Yadav	Chairman	Managing Director	4
Mr. Pankaj Chander	Member	Non- Executive Director	4
Mr. Rajiv Bajpai	Member	Independent Non-Executive Director	4



RISK MANAGEMENT COMMITTEE

The Risk Management Committee was reconstituted in accordance with the provisions of Companies Act, 2013 and Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 by the Company.

Role & Responsibilities of Risk Management Committee

ROLES:

- To assess the Company's risk profile and key areas of risk in particular.
- To recommend the Board and adoption of risk assessment and rating procedures.
- To articulate the Company's policy for the oversight and management of business risks.
- To examine and determine the sufficiency of the Company's internal processes for reporting on and managing key risk areas.
- To assess and recommend the Board acceptable levels of risk.
- To develop and implement a risk management framework and internal control system.
- To review the nature and level of insurance coverage.
- To have special investigations into areas of corporate risk and break-downs in internal control.
- To review management's response to the Company's auditors' recommendations those are adopted.
- To report the trends on the Company's risk profile, reports on specific risks and the status of the risk management process.

RESPONSIBILITY:

- To define the risk appetite of the organization.
- To exercise oversight of management's responsibilities, and review the risk profile of the organization to ensure that risk is not higher than the risk appetite determined by the board.
- To ensure that the Company is taking appropriate measures to achieve prudent balance between risk and reward in both ongoing and new business activities.
- To assist the Board in setting risk strategies, policies, frameworks, models and procedures in liaison with management and in the discharge of its duties relating to corporate accountability and associated risk in terms of management assurance and reporting.
- To review and assess the quality, integrity and effectiveness of the risk management systems and ensure that the risk policies and strategies are effectively managed.
- To review and assess the nature, role, responsibility and authority of the risk management function within the Company and outline the scope of risk management work

The Risk Management Committee as on date comprises of three members, including one is Director Mr. Pankaj Chander and two other Director viz. Mr. Rajiv Bajpai and Mr. Om Pal Yadav. Mr. Pankaj Chander is heading the Committee.

Mr. Abhineet Srivastava was appointed as a Compliance Officer for the period ended 31st March, 2019. He performed the functions of monitoring the complaints received vis-à-vis share transfer and other related processes and reported them to the Board. He also carried out his responsibility as liaison officer with the investors and regulatory authorities, such as SEBI, Stock Exchanges, Registrar of Companies, RBI in respect of implementing laws, rules and regulations, and directives of such authorities concerning investor service and complaints.

No complaints were received from the shareholders during the year.

INDEPENDENT DIRECTORS' MEETING

During the year under review, the Independent Directors met on March 30, 2019, inter alia to discuss:

- i. review the performance of non-independent directors and the Board as a whole;
- ii. review the performance of the Chairperson of the company, taking into account the views of executive directors and non-executive directors;



- iii. Assess the quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

PERFORMANCE EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board who were evaluated on parameters such as level of engagement and contribution and independence of judgment thereby safeguarding the interest of the Company. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors. The board also carried out annual performance evaluation of the working of its Audit, Nomination and Remuneration as well as stakeholder relationship committee. The Directors expressed their satisfaction with the evaluation process.

RELATED PARTY TRANSACTIONS

All transactions entered into with Related Parties as defined under Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 during the financial year were in the ordinary course of business and on an arms length pricing basis and do not attract the provisions of Section 188 of the Companies Act, 2013. There were no materially significant transactions with related parties during the financial year which were in conflict with the interest of the Company. Suitable disclosure as required by the Accounting Standards (AS18) has been made in the notes to the Financial Statements.

PREVENTION OF INSIDER TRADING

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company.

DISCLOSURES

The company has always ensured fair code of conduct and maintained transparency. There were no instances of non-compliance by the company, penalties, strictures imposed on the company by Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years.

In accordance with requirement of Companies Act as well as listing agreement a vigil mechanism has been adopted by the board of directors and accordingly a whistle blower policy has been formulated with a view to provide a mechanism for employees of the company to approach Internal Auditor or Chairman of the Audit Committee of the Company to report any grievance. A link to such policy is also provided in the website of the company.

Compliances , rules & regulations as laid down by various statutory authorities has always been observed by the company since such change over both in letter as well as in spirit.

The Board has obtained certificates/disclosures from key management personnel confirming they do not have any material financial and commercial interest in transactions with the company at large.

Compliance with Accounting Standards

In the preparation of the financial statements, the Company has followed the Accounting Standards notified pursuant to Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provision of the Companies Act, 1956 read with General Circular 8/2014 dated April 04, 2014, issued by the Ministry of Corporate Affairs. The significant accounting policies which are consistently applied have been set out in the Notes to the Financial Statements.

GENERAL BODY MEETING

The details of last three Annual General Meeting of the Company held are given below :

Financial Year	Location of the Meeting	Date	Time
2017-18	IPEX Bhawan, Madhu Vihar Road, Opposite Plato Public School, Patparganj, Delhi 110092	29/09/2018	10:00 AM



2016-17	Chaudhary Ameer Singh Yadav Auditorium, Near Punjab National Bank, A- Block, Swaroop Nagar, Delhi-110042	29/09/2017	10:00 AM
2015-16	Chaudhary Ameer Singh Yadav Auditorium, Near Punjab National Bank, A- Block, Swaroop Nagar, Delhi-110042	30/09/2016	10:00 AM
2014-15	Chaudhary Ameer Singh Yadav Auditorium, Near Punjab National Bank, A- Block, Swaroop Nagar, Delhi-110042	30/09/2015	09:30 AM

Extraordinary General Meetings of the Members was held during the year 2018-19.

Date	Venue	Time	Purpose
06/06/2018	Chaudhary Ameer Singh Yadav Auditorium, Near Punjab National Bank, A- Block, Swaroop Nagar, Delhi-110042	09:30 AM	Change in Name of the Company from IFM Impex Global Limited to NMS Resources Global Limited

MEANS OF COMMUNICATION

The quarterly and half yearly un-audited and annual results were published in a National level English newspaper(s) as well as regional language newspaper circulating in the state of New Delhi. The results are also displayed on the Company's website (www.nmsresourcesglobal.com).

SHAREHOLDER INFORMATION

Registered Office
H.No. 48, Hasanpur, I.P. Extension Delhi East
Delhi DL 110092 IN
E-mail: corp.affairs.ifm@gmail.com
Websites: www.nmsresourcesglobal.com

Registrar and Transfer Agent

Shareholders may contact the Company's Registrar and Share Transfer Agent (for both physical and demat segments) at the following address for any assistance regarding dematerialization of shares, share transfers, transmission, change of address, non-receipt of annual report and any other query relating to the shares of the Company:

Skyline Financial Services Private Limited
D-153, 1st Floor, Okhla Ind. Area, Phase-1, New Delhi-110020
Telephone No: 011-26812682/3
Fax: 011-30857562
E Mail: admin@skylinerta.com

Shareholders holding shares in electronic mode should address all their correspondence to their respective Depository Participant.

Compliances

Mandatory Requirements

The Company has fully complied with the applicable mandatory requirements of regulation 34(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

As required by the Securities & Exchange Board of India (SEBI) quarterly audit of the Company's share capital for the quarter ended March 2018, June 2018, September 2018 & December 2018 is being carried out by CS Shivam Rastogi (CP No.: 14600), Practicing Company Secretary with a view to reconcile the total share capital admitted with National Securities Depository Limited (NSDL) and Central Depository



Services (India) Limited (CDSL) and held in physical form, with the issued and listed capital. The Auditors' Certificate in regard to the same is submitted to BSE Limited & Metropolitan Stock Exchange of India Limited.

A Secretarial Audit report for the year 2018-19 carried out by M/s SVR & Co. Company Secretaries is annexed to the Directors Report and forms a part of the Annual Report.

Adoption of non-mandatory requirements under SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015

Shareholders Rights:

The quarterly and half-yearly financial results are published in widely circulated dailies and also displayed on Company's website www.nmsresourcesglobal.com. Hence, these are not individually sent to the Shareholders.

General Shareholders Information

Annual General Meeting

Date: 30th September, 2019

Day: Monday

Time: 09.30 A.M

Venue: 419, Udyog Sadan, MCD Canteen, Patparganj Industrial Area, New Delhi 110092

FINANCIAL CALENDAR

- o Financial Year : 1st April to 31st March
- o For the year ended 31st March, 2019, results were announced on:
 - August 2018: First Quarter
 - November 2018: Second Quarter
 - February 2019: Third Quarter
 - May 2019: Audited Results

Book Closure

The dates of book closure are from **Monday, September 23, 2019 to Monday, September 30, 2019 (both days inclusive)**.

LISTING ON STOCK EXCHANGE

The shares of the Company are at presently listed on BSE Limited and Metropolitan Stock Exchange of India Limited (MSEI).

SHARE TRANSFER SYSTEM

The Company's shares are available in Demat mode. ISIN allotted to company is INE169F01014. The shares received for transfer in physical mode are registered and returned within a period of 15 days from the date of receipt, if the documents are clear in all respect.

Distribution of Shareholding as on 31st March, 2019

Shareholding of Nominal value of Rs. 10/-	No. of Shareholders	% of Shareholders	No. of Shares held	% to total
Up To 5,000	3287	87.49	5295160	17.62
5001 To 10,000	273	7.27	2273200	7.56
10001 To 20,000	108	2.87	1670180	5.56
20001 To 30,000	35	0.93	886000	2.95
30001 To 40,000	15	0.40	523180	1.74
40001 To 50,000	13	0.35	584180	1.94
50001 To 1,00,000	9	0.24	686000	2.28
1,00,000 and Above	17	0.45	18138100	60.35
Total	3757	100	30056000	100



Categories of Equity shareholder as on March 31, 2019

Category	No. of Shares	% of Holding
1. Promoters Holding		
i. Promoters -Indian Promoters	1500700	49.93
- Foreign Promoters	-	-
ii. Persons acting in concert	-	-
Sub Total	1500700	49.93
2. Non Promoters Holding		
1. Institutions	-	-
i. Mutual Fund and UTI	-	-
ii. Banks, Financial Institutions, Insurance Companies	-	-
i. Central/ State Govt. Institutions/ Non Govt. Institutions	-	-
ii. FII's	-	-
Sub Total	-	-
2. Non Institutions		
i. Bodies Corporate	81433	2.71
ii. Indian Public	1413760	47.04
iii. NRI's/OCB's	-	-
iv. Any Other (HUF/Firm/Forien Companies) Clearing Member	9707	0.32
Sub Total	1504900	50.07
Grand Total	3005600	100

Physical/NSDL/CDSL/Summary Report as on 31st March, 2019

PARTICULARS	SHARES	PERCENTAGE (%)
PHYSICAL	1194200	39.73
NSDL	477055	15.87
CDSL	1334345	44.40
TOTAL	3005600	100

ADDRESS OF CORRESPONDENCE

Shareholders may contact:

Mr. Abhineet Srivastava,
(Company Secretary & Compliance Officer)

NMS RESOURCES GLOBAL LTD
(Formerly 'IFM Impex Global LTD.)
H.No. 48, Hasanpur, I.P. Extension Delhi East
Delhi DL 110092 IN

E-mail: corp.affairs.ifm@gmail.com

Website: www.nmsresourcesglobal.com



CEO/CFO Certification

The Board of Directors
NMS Resources Global Limited
(Formerly 'IFM Impex Global Limited')

Dear Members of the Board,

I, Rahul Taneja, Chief Financial Officer of NMS Resources Global Limited, to the best of our knowledge and belief, certify that:

1. I have reviewed the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement of the Company and all the notes on accounts and the Board's report.
2. These Statement do not contain any materially untrue statement or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report.
3. The financial statements, and other financial information included in this report, present in all material respects a true and fair view of the Company's affairs, the financial condition, results of operations and cash flows of the Company as at, and for, the periods presented in this report, and are in compliance with the existing accounting standards and/or applicable laws and regulations.
4. There are no transactions entered into by the Company during the year that are fraudulent, illegal or violate the Company's Code of Conduct and Ethics, except as disclosed to the Company's auditors and the Company's audit Committee of the Board of Directors.
5. We have also indicated to the Auditors and the Audit Committee
 - Significant changes in Internal Controls with respect to financial reporting during the year.
 - Significant changes in accounting policies during the Year and these have been disclosed in the notes to the financial statements.
6. To the best of our knowledge and belief, there are no instances of significant fraud involving either the management or employees having a significant role in the Company's internal control systems with respect to financial reporting.

Sd/-
Rahul Taneja
Chief Financial Officer

Place: New Delhi
Dated: 29.08.2019



INDEPENDENT AUDITORS' REPORT 2018-19

**To the Members of
NMS Resources Global Limited
(Formerly 'IFM Impex Global Limited')**

Report on the IndAS Financial Statements

1. We have audited the accompanying **IndAS** financial statements of NMS RESOURCES GLOBAL LIMITED ("the Company"), which comprise the Balance Sheet as at 31 March 2019, the Statement of Profit and Loss for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

2. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements, that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies(Accounts) Rules, 2014.
3. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act; safeguarding the assets of the Company; 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 statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

4. Our responsibility is to express an opinion on these financial statements based on our audit.
5. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.
6. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.
7. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial controls relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.
8. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Qualified or Adverse Opinion

9. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2019, and its profit and its cash flows for the year ended on that date.



10. Other matter

- a. The comparative Ind AS financial information of the company for the corresponding year ended March 31, 2018 were audited by the predecessor auditor, M/S Neeraj Ramesh Chandra & Associates, who expressed unmodified opinion vide their audit report dated May'18 and reliance has been place by us on the same for the purpose of this report.

Report on Other Legal and Regulatory Requirements

11. A as required by Section143(3) of the Act, we report that:

- a. we have sought and, except for the matters described in the basis of qualified opinion paragraphs, obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
- b. Except for the possible effects of matters described in the basis for qualified opinion above, 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 financial statements dealt with by this report are in agreement with the books of account;
- d. Except for the possible effects of matters described in the basis for qualified opinion above, in our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies Rules, 2014 (as amended);
- e. The matters described in the basis for qualified opinion above, In our opinion, may have an adverse effect on the functioning of the effect.
- f. on the basis of the written representations received from the directors as on 31 March 2019 and taken on record by the Board of Directors, None of the directors are disqualified as on 31 March 2019 from being appointed as a directors in terms of Section164(2) of the Act;
- 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. To the best of our knowledge, the Company has no pending litigations.
 - 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.

For N Kantan & Associates **Chartered Accountants**

Sd/-
Nisith Kanthan
Partner
FRN 014757C
M.No.512807
Place: Delhi
Date: 30/05/2019



ANNEXURE TO THE AUDITORS' REPORT

The Annexure referred to in our report to the members of NMS RESOURCES GLOBAL LIMITED (Formerly 'IFM Impex Global Limited') for the year ended 31st March, 2019.

On the basis of the information and explanation given to us during the course of our audit, we report that:

1.
 - (a) The Company has maintained proper records to show full particulars including quantitative details and situation of all fixed assets.
 - (b) The Company has a regular program of physical verification of its fixed assets by which fixed assets are verified in a phased manner over a period of three years. As informed to us by the management, In accordance with this programme, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size and the nature of its assets.
 - (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there were no provision were made for Gratuity.
2. According to the information and explanations given to us, we are of the opinion that the company has not granted any loans secured or unsecured to companies, firm or other parties covered in the register required under Section 189 of The companies Act, 2013. Accordingly, paragraph 3(iii) of the order is not applicable.
3. According to the information and explanations given to us and based on the audit procedures conducted by us, during the year, the Company has not granted any loans, investments, guarantees or security covered under section 185 or section 186 of the Companies Act, 2013.
4. The company has not accepted any deposits from public during the current financial year, accordingly clause 3(v) of the order is not applicable.
5. Maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.
6.
 - (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company is NOT regular in depositing the undisputed statutory dues including Provident Fund, Employees State Insurance, Income Tax, Sales Tax/VAT, Wealth Tax, Custom Duty, Excise Duty, Service Tax, Cess and other material statutory dues, as applicable, with appropriate authorities.

According to the information and explanations given to us, there are no undisputed amounts payable in respect of Income Tax, Wealth Tax, Sales Tax, Customs Duty and Excise Duty, Service Tax, GST, which were outstanding, as at March 31, 2019 for a period of more than six months, from the date they became payable.

- (b) According to the information and explanations given to us, the NO dues of Income tax, Wealth tax, Sales tax, Value added tax, Service tax, Customs duty, Excise duty, GST and Cess with the appropriate authorities on account of dispute.
7. The company has not raised any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year.



8. According to the information and explanations given to us and based on our examination of the records of the Company, we have neither come across any instance of fraud on or by the Company, noticed or reported during the period, nor have been informed of any such case by the management.
9. According to the information and explanations provided to us, Managerial Remuneration paid by the company, as per section 197 read with Schedule V to the Companies Act 2013.
10. In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
11. 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 177 and 188 of the Companies Act, 2013 where applicable and details of such transactions have been disclosed in notes to accounts in the financial statements as required by the applicable accounting standards.
12. According to the information and explanations give 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.
13. 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 any non-cash transactions with directors or persons connected with them. Accordingly, paragraph 3(xv) of the order is not applicable.
14. According to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

For N Kantan & Associates
Chartered Accountants
Firm's reg. No.: 014757c

CA Nishith Kantan
(Partner)
Membership No.512807
Place: Delhi
Date: 30/05/2019



ANNEXURE - B TO THE AUDITORS' REPORT

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

We have audited the internal financial controls over financial reporting of NMS RESOURCES GLOBAL LIMITED ("The Company") as of 31 March 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, 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 risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

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



Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate Internal Financial Controls system over Financial Reporting and such internal financial controls over financial reporting were operating effectively as at March 31st, 2019, 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”.

Nevertheless, the implementation of the same needs an improvement. Further, in order to strengthen internal financial control, as informed, the management has already initiated the process for engaging an external agency to make it more efficient and meaningful.

For N Kantan & Associates
Chartered Accountants
Firm’s reg. No.: 014757c

CA Nishith Kantan
(Partner)
Memb. No.512807
Place:Delhi
Date: 30/05/2019



BALANCE SHEET AS ON 31ST MARCH 2019

Particulars	Notes	As at	As at
		March 31, 2019	April 01, 2018
		(in Rs.)	(in Rs.)
ASSETS			
Non-current assets			
Property, plant and equipment	2	126,530	176,746
Intangible assets	3	-	-
Capital work-in-progress		-	-
Financial assets			
i) Investments	4.a	2,225,000	2,225,000
ii) Loans	4	8,090,505	7,290,505
iii) Trade receivables	5		
iv) Other financial Assets	5.1		
Other non-current assets	6	513,219	168,500
Total		10,955,254	9,860,751
Current assets			
Inventories	7	-	-
Financial assets			
i) Loans	4		
ii) Trade receivables	5	10,329,565	4,116,571
iii) Cash and Cash equivalents	5.2	15,950	19,732
iv) Bank balances other than (iii) above	5.3	22,360	32,944
v) Other Financial Assets	5.1	-	-
Other current assets	8	-	-
Total		10,367,875	4,169,248
Total Assets		21,323,129	14,029,998
EQUITY AND LIABILITIES			
a) Equity Share capital	9	30,056,000	30,056,000
b) Other equity	10	(16,771,574)	(17,204,136)
i) Equity component of compound financial instruments			
ii) Reserves and surplus			
Total Equity		13,284,426	12,851,864
LIABILITIES			
Non-current liabilities			
Financial liabilities			
i) Borrowings	11	-	-
Provisions	13	-	-
Other non-current liabilities	14	-	-
Total		-	-
Current liabilities			
Financial liabilities			
i) Borrowings		-	-
ii) Trade and other payables	12	834,844	648,466.00
iii) other financial liabilities	12.1	5,498,500	-
Provisions	13	1,037,938	92,500.00
Other current liabilities	14	667,421	437,168.00
Total		8,038,703	1,178,134.00
Total liabilities		8,038,703	1,178,134.00
Total Equity and liabilities		21,323,129	14,029,998.00
Significant accounting policies			
1			
The accompanying notes form an integral part of these financial statements			
As per our report of even date.			

FOR N KANTAN & ASSOCIATES
CHARTERED ACCOUNTANTS
Firm Reg. No.: 014757C
Sd/-
CA. Nishith Kantan
Membership No. : 512807

PLACE: NEW DELHI
DATED: 30/05/2019

For & On Behalf of Board of Directors of
NMS RESOURCES GLOBAL LIMITED

Sd/-
Pankaj Chander
Director
DIN : 00053351
Sd/-
Abhineet Srivastava
Company Secretary

Sd/-
O. P. Yadav
Managing Director
DIN : 1607006
Sd/-
Rahul Taneja
CFO



PROFIT & LOSS STATEMENT FOR THE PERIOD ENDED ON 31ST MARCH, 2019

Particulars	Notes	Year ended March 31, 2019 (in Rs.)	Year ended March 31, 2018 (in Rs.)
Revenue from operations	15	3,635,495.00	1,875,800.00
Other Income	16	23,439,539.00	-
Total Income		27,075,034.00	1,875,800.00
Expenses			
Operating Expenses	17	23,439,539.00	-
Purchase	17.a	-	-
Changes in inventories of finished goods, work in progress and stock-in-trade	18	-	223,500.00
Employee benefit expense	19	2,199,992.00	166,695.00
Finance cost	20	2,122.00	5,542.90
Depreciation and amortisation expense	2	50,216.00	7,193.00
Other expense	21	950,603.26	1,073,431.84
Total expenses		26,642,472.26	1,476,362.74
Profit/(Loss) before exceptional items and tax		432,561.74	399,437.26
Exceptional items	21.a.	-	235,836.00
Profit/(Loss) before tax		432,561.74	163,601.26
Income tax expense	22		
a) Current tax (Excess provision relating to earlier years written back)		-	(11,443.00)
b) Deferred tax		-	-
Profit/(Loss) for the period		432,562.00	175,044.00
Other comprehensive income			
-Items that will not be reclassified to profit or loss		-	-
Total comprehensive income for the period		432,562.00	175,044.00
Earnings per equity share	29		
a) Basic		0.14	0.06
b) Diluted		0.14	0.06
Significant accounting policies	1		
The accompanying notes form an integral part of these financial statements			
As per our report of even date.			

FOR N KANTAN & ASSOCIATES
CHARTERED ACCOUNTANTS
Firm Reg. No.: 014757C

Sd/-
CA. Nishith Kantan
Membership No. : 512807

PLACE: NEW DELHI
DATED: 30/05/2019

For & On Behalf of Board of Directors of
NMS RESOURCES GLOBAL LIMITED

Sd/-
Pankaj Chander
Director
DIN : 00053351

Sd/-
Abhineet Srivastava
Company Secretary

Sd/-
O. P. Yadav
Managing Director
DIN : 1607006

Sd/-
Rahul Taneja
CFO



CASH FLOW STATEMENT FOR 31ST MARCH, 2019

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2019		
PARTICULARS	CURRENT YEAR	PREVIOUS YEAR
	2018-19	2017-18
A. CASH FLOW FROM OPERATING ACTIVITIES		
NET PROFIT/(LOSS) BEFORE EXTRAORDINARY ITEMS ADJUSTED FOR DEPRECIATION	432,562.00	163,602.26
(PROFIT)/LOSS ON SALE OF FIXED ASSETS	50,216.00	7,193.00
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	482,778.00	170,795.26
SUNDRY DEBTORS & OTHER RECEIVABLES (INCREASE)/DECREASE	(6,212,993.44)	(1,638,300.00)
STOCK IN HAND(INCREASE)/DECREASE	-	223,500.00
LOANS & ADVANCES (INCREASE)/DECREASE	(800,000.00)	192,500.00
OTHER CURRENT ASSETS (INCREASE)/DECREASE	(344,719.00)	(168,500.00)
CURRENT LIABILITIES INCREASE/(DECREASE)	6,860,568.70	1,178,134.00
CASH GENERATED FROM OPERATIONS	(14,365.74)	(199,232.74)
NET CASH GENERATED FROM OPERATING ACTIVITIES	(14,365.74)	(199,232.74)
B. CASH FLOW FROM INVESTMENT ACTIVITIES		
PURCHASE OF FIXED ASSETS	-	(77,500.00)
SALE OF FIXED ASSETS	-	-
INTEREST INCOME (Pl. refer note 2(xi) of notes to accounts)	-	-
INCREASE IN INVESTMENT (REGROUPING OF VYSYA BANK)	-	-
SALE OF INVESTMENT	-	-
NET CASH GENERATED FROM INVESTMENT ACTIVITIES	-	(77,500.00)
C. CASH FLOW FROM FINANCING ACTIVITIES		
PROCEEDS FROM/(PAYMENT TO) UNSECURED LOANS	-	-
PROCEEDS FROM/(PAYMENT TO) SECURED LOANS	-	-
NET CASH GENERATED FROM FINANCING ACTIVITIES	-	-
NET INCREASE IN CASH & CASH EQUIVALENTS	(14,365.74)	(276,733.84)
CASH & CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	52,676.31	329,410.15
CASH & CASH EQUIVALENTS AT THE CLOSE OF THE YEAR	38,310.31	52,676.31

FOR N KANTAN & ASSOCIATES
CHARTERED ACCOUNTANTS
Firm Reg. No.: 014757C

Sd/-
CA. Nishith Kantan
Membership No. : 512807

PLACE: NEW DELHI
DATED: 30/05/2019

For & On Behalf of Board of Directors of
NMS RESOURCES GLOBAL LIMITED

Sd/-
Pankaj Chander
Director
DIN : 00053351

Sd/-
O. P. Yadav
Managing Director
DIN : 1607006

Sd/-
Abhineet Srivastava
Company Secretary

Sd/-
Rahul Taneja
CFO



Note 4.a :Non Current Investment

Sr. No	Particulars	Current Year	Previous Year
1	Investment in Property	-	-
2	Investment in Equity Instrument	-	-
3	Investment in Preference shares	-	-
4	Investment in Government or Trust Securities	-	-
5	Investment in Debentures & Bonds	-	-
6	Investment in Mutual Fund	-	-
	- In Reliance Energy Fund	-	-
7	Investment in Partnership Firm	-	-
8	Other	-	-
	- Gold	-	-
	- Fixed Deposit with Banks-Earmarked	-	-
	- Others	2,225,000.00	2,225,000.00
	Total in `	2,225,000.00	2,225,000.00

Note : 4 Long Term Loans and Advances(For explanation on the company's credit risk management please refer note 24)

Sr. No	Particulars	Current Year	Previous Year
I)	Capital Assets		
	a) Secured, Considered Good :	-	-
	b) Unsecured, Considered Good :	-	-
	c) Doubtful	-	-
	-		
II)	Security Deposit		
	a) Secured, Considered Good :		
	Earnest Money Deposit	-	-
	Other Deposit	-	-
	b) Unsecured, Considered Good :	1,595,505.00	1,595,505.00
	c) Doubtful	-	-
	-		
III)	Loans & Advances to related parties	-	-
IV)	Other Loans & Advances	6,495,000.00	5,695,000.00
	Total in `	8,090,505.00	7,290,505.00

Note : 5 Trade Recievables

Sr. No	Particulars	Current Year	Previous Year
1	Outstanding for more than six months		
	a) Secured, Considered Good :	10,329,564.70	4,116,571.26
	b) Unsecured, Considered Good :	-	-
	c) Doubtful	-	-
2	Others		
	a) Secured, Considered Good :	-	-
	b) Unsecured, Considered Good :	-	-
	c) Doubtful	-	-
	Total in `	10,329,564.70	4,116,571.26

Explanations (i) No trade receivables are due from directors or other officers of the company either severally or jointly with any other person. Nor any trade receivables are due from firms or private companies respectively in which any director is a partner, a director or a member.



	(ii) For explanation on the companies credit risk management please refer note 24		
	(iii) The provision has been created for bad and doubtful receivables on which company had initiated legal proceedings.		
	(iv) The company does not have customerwise details of the trade receivables relating to the year 2010-11 and before, as the Company has Policy of not keeping the records beyond 8 years as specified in the Companies Act, 2013.		

Note : 5.1 Other Financial Assets - N.A

Note : 5.2, 5.3, 5.4 Cash & Cash Equivalent

Sr. No	Particulars	Current Year	Previous Year
Note : 5.2	Cash-in-Hand		
	Cash Balance	15,950.15	19,732.15
	Petty Cash Balance	-	-
	Sub Total (A)	15,950.15	19,732.15
Note : 5.3	Bank Balance		
	With Canara bank	22,360.16	32,944.16
	With Punjab Nation Bank - Azadpur	-	-
	Sub Total (B)	22,360.16	32,944.16
Note : 5.4	Cheques on Hand	-	-
	Total [A + B + C]	38,310.31	52,676.31

Note : 6 Other Non Current Assets

Sr. No	Particulars	Current Year	Previous Year
1	Tax Deducted at Source - AY 2018-19	168,500.00	168,500.00
	Tax Deducted at Source - AY 2019-20	344,719.00	-
	Balance With Revenue Authorities (Indirect Taxes)	-	-
	Prepaid Expenses	-	-
	Total in `	513,219.00	168,500.00

Note : 7 Inventories (Valued at lower of cost or net realisable value)

Sr. No	Particulars	Current Year	Previous Year
1	Raw Material	-	-
2	Work-in-Progress	-	-
3	Finished Goods	-	-
4	Stock-in-Trade	-	-
5	Stores & Spares	-	-
6	Loose Tools	-	-
7	Other With Job Worker	-	-
8	Goods-in-transit	-	-
	Total in `	-	-



Note : 8 Other Non Current Assets (N.A)

Sr. No	Particulars	Current Year	Previous Year
	Loans & Advances from related parties		
	a) <u>Secured, Considered Good</u> :		
	Advance to Associate Concerns	-	-
	b) <u>Unsecured, Considered Good</u> :		
	c) <u>Doubtful</u>		
	Total in `	-	-

Note : 9 Equity Share Capital

Sr. No	Particulars	Current Year	Previous Year
a.	<u>AUTHORIZED CAPITAL</u> 55,00,000 Equity Shares of Rs. 10/- each.	55,000,000.00	55,000,000.00
		55,000,000.00	55,000,000.00
b.	<u>ISSUED, SUBSCRIBED & PAID UP CAPITAL</u> <i>To the Subscribers of the Memorandum</i> 3005600 Equity Shares of Rs. 10/- each, Fully Paid up	30,056,000.00	30,056,000.00
	Total in `	30,056,000.00	30,056,000.00
c.	<u>Movement in equity share capital</u>		
	Explanation: There is no movement in share capital pattern during the F.Y	-	-
d.	<u>Terms/ rights attached to equity shares</u>		
	The company has issued 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. In the event of liquidation of the company, the equity shareholders will be entitled to receive the remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.	-	-
e.	<u>Details of shareholders holding more than 5% equity shares in the Company</u>		
	Equity shares of Rs. 10 each fully paid-up		
	Mr. O.P Yadav		
	No of Shares	842,750.00	842,750.00
	% Holdings	28.04	28.04
	Mr. Saroj Kumari Yadav		
	No of Shares	212,500.00	212,500.00
	% Holdings	7.07	7.07



f.	Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the periods:	N.A	N.A
----	---	-----	-----

Note : 10 Other Equity

Sr. No	Particulars	Current Year	Previous Year
1	Equity component of compound financial instruments <i>Not Applicable (N.A)</i>		
2	General Reserve		
	Balance brought forward from previous year	(17,204,136.00)	(17,204,136.00)
	Balance brought forward from previous year	-	(17,379,181.26)
	Add: Fixed Asset Adjusted	-	-
	Add: Profit for the period	432,562.00	175,045.26
	Total in `	(16,771,574.00)	(17,204,136.00)

Note : 11 Borrowings (Not Applicable)

Sr. No	Particulars	Current Year	Previous Year
a.	Non-current borrowings	-	-
	- Secured	-	-
	- Unsecured	-	-
b.	Promoters Contribution	-	-
	The Promoters of the Company has "NOT" provided interest free loans to the Company which has been fair valued at amortised cost and the balance portion due to the control of the promoter over the company has been considered to be equity and has been valued at cost.		
c.	Debt component of Compounded Financial instruments	-	-
d.	Particulars of security, interest and terms of repayment of Loans		
7	Loans From Directors/Promoters/Relatives	-	-
	Term of repayment	-	-
8	Other Loans & Advances	-	-
	Term of repayment	-	-
	Total in `	-	-

Note : 12 Trades Payable

Sr. No	Particulars	Current Year	Previous Year
a.	Trade Payables**		
	-Sundry Creditors for Services:		
	-due to micro and small enterprises (refer note 31)	-	-
	-due to others	834,844.00	648,466.00
	(For details refer Schedule Below)		



b.	Trade Payables to Related Party** Not Applicable	-	-
		-	-
	Total in	834,844.00	648,466.00

Schedule to Note 12

Sr. No	Particulars	Current Year	Previous Year
	-Sundry Creditors for Materiel/Supplies:		
	-Sundry Creditors for Services:		
1	Miscellaneous Credit Card Balances	-	-
2	Ebony & ivory	-	27,061.00
3	Skyline Financial P.L	76,741.00	83,069.00
4	Net Air Express	-	15,000.00
5	BSE India Ltd.	694,146.00	523,336.00
6	Dhananjai Gupta	-	-
7	Front Row Media Pvt Ltd	4,557.00	-
8	Metropolitan Stock Exchange of India Ltd	59,400.00	-
9	Pankaj Chander	-	-
10	RMA & Associates LLP	-	-
	Total in	834,844.00	648,466.00

Note : 13 Provisions

Sr. No	Particulars	Current Year	Previous Year
1	Salary Payable	949,438	92,500
2	Audit Fees Payable	88,500	-
		1,037,938	92,500

Note : 14 Other Current Liabilities

Sr. No	Particulars	Current Year	Previous Year
1	Neeraj Ramesh Chandra & Associates	81,000.00	164,610.00
2	GST Payable	573,967.70	271,800.00
3	Telephone Exp. Payable	283.00	758.00
4	TDS Payable	12,170.00	-
	Total in `	667,420.70	437,168.00

Note : 15 Revenue from Operations

Sr. No	Particulars	Current Year	Previous Year
1	Agency Fee	235,395.00	-
2	Consultancy Services	3,400,100.00	1,875,800.00
	Total in `	3,635,495.00	1,875,800.00

Note : 16 Other Income

Sr. No	Particulars	Current Year	Previous Year
1	Pure Agency Receipts	23,439,539	-
	Total in `	23,439,539	-



Note : 17 Operating Expenses

Sr. No	Particulars	Current Year	Previous Year
1	Pure Agency Payments	23,439,539.00	-
	Total in `	23,439,539.00	-

Note : 17a Purchase of Stock in Trade

Sr. No	Particulars	Current Year	Previous Year
a)	<u>PURCHASES OF RAW MATERIALS AND STORES</u>		
1	Fish & Agriculture products	-	-
	Sub-total (a)	-	-
b)	<u>DIRECT/PRODUCTIONS EXPENSES</u>		
	Air Freight	-	-
	AWB Fee	-	-
	C.C.F	-	-
	Documentation/IEC Regn	-	-
	GSP/Phyto	-	-
	Inspection Charges	-	-
	Packing Material	-	-
	Service Tax	-	-
	Terminal & Handling Charges	-	-
	Transportation Exp.	-	-
	Sub-total (b)	-	-
	Total in `	-	-

Note : 18 Change in Inventories

Sr. No	Particulars	Current Year	Previous Year
1	Opening Stock	-	223,500.00
2	Closing Stock (At Net Realisable Value)	-	-
	Total in `	-	223,500.00

Note : 19 Employment Benefit Expenses

Sr. No	Particulars	Current Year	Previous Year
1	Salaries, Bonus, Stipend, PF & ESIC	2,199,886.00	152,500.00
2	Staff Welfare Exp.	106.00	14,195.00
	Total in `	2,199,992.00	166,695.00

Note :20 Financial Cost

Sr. No	Particulars	Current Year	Previous Year
1	Bank Charges	2,122.00	5,542.90
	Total in `	2,122.00	5,542.90



Note : 21. Other Expenses

Sr. No	Particulars	Current Year	Previous Year
	Other Expenses		
1	Telephone Expenses	5,326.00	5,388.84
2	Car Expenses <i>(Including Insurance)</i>	-	12,860.00
3	Travelling Expenses <i>(Including Foreign Travelling)</i>	8,285.00	3,500.00
4	Statutory Expenses-Interest & Lates Fees	9,831.00	-
5	AGM & EGM expenses	30,782.00	18,750.00
6	Electricity & Water Expenses	1,344.00	12,010.00
7	Office Rent	60,000.00	28,000.00
8	Office Expenses	7,405.66	26,245.00
9	Postage & Telegram	40,884.00	47,791.00
10	ROC Expenses	22,200.00	2,900.00
11	Advertisement & Publicity	26,460.00	35,552.00
12	Printing & Stationery Expenses	3,309.00	62,555.00
13	General Repair & Maintanance	237.60	251,270.00
14	Bse - Stock Exchange Fees	390,040.00	361,228.00
16	Stipend	9,871.00	-
	Total	615,975.26	868,049.84
	Legal & Professional Fees including payment to Auditors		
1	Legal Expenses	184,628.00	175,882.00
2	Audit Fees	150,000.00	29,500.00
	Total	334,628.00	205,382.00
	Sub Total	950,603	1,073,432

Schedule : 24 Depreciation & Amortised Cost

Sr. No	Particulars	Current Year	Previous Year
1	Depreciation	50,216.00	7,193.00
	Total in `	50,216.00	7,193.00



Notes- 2

Sr. No	Particulars	Life	Gross Block			Depreciation			Net Block			
			Value at the beginning	Addition during the year	Deduction during the year	Value at the end	Value at the beginning	Addition during the year	Deduction during the year	Value at the end	Adjusted with Profit & Loss Account	WDV as on 31.03.2019
I	Tangible Assets											
1	Plant and Equipment	5 Yrs.	63,459.00	-	-	63,459.00	-	-	60,165.60	-	3,293.40	3,293.40
2	Furnitures & Fixtures	5 Yrs.	195,917.00	-	-	195,917.00	-	-	186,121.15	-	9,795.85	9,795.85
3	Office Equipment	5 Yrs.	1,556,440.27	-	-	1,556,440.27	1,268.00	-	1,479,886.00	-	76,554.27	77,822.27
4	Computer	5 Yrs.	244,188.00	-	-	244,188.00	48,948.00	-	207,301.60	-	36,886.30	85,834.40
	SUB TOTAL (A)		2,060,004.27	-	-	2,060,004.27	50,216.00	-	1,933,474.35	-	126,529.82	176,745.92
	Notes - 3 (N.A)											
II	Intangible Assets											
	SUB TOTAL (B)											
III	Capital Work-in-progress											
	SUB TOTAL (C)											
IV	Intangible Assets Under Development											
	SUB TOTAL (D)											
	Total [A + B + C + D] (Current Year)		2,060,004	-	-	2,060,004	50,216	-	1,933,474	-	126,530	176,746
	(Previous Year)		1,982,504	77,500	-	2,060,004	7,193	-	1,894,702	11,443	176,746	94,995
	Difference											



NOTE NO. 1

Notes on Accounts forming part of and attached to the Balance Sheet as at 31st March 2019 and the Profit & Loss Account for the period ended on that date.

SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS

1. Background

IFM IMPEX GLOBAL LIMITED was incorporated in India on 15-September-1986. . The name of the company was changed to NMS RESOURCES GLOBAL LIMITED ("The Company") on 05-July-2018. The Company is engaged in the business of Manpower outsourcing and deployment of human resources.

2. ACCOUNTING POLICIES

a) Basis for preparation of financial statements

The financial statements of the Company are prepared under the historical cost convention, as a going concern and in accordance with generally accepted accounting principles in India, applicable Accounting Standards ('AS') prescribed by the Companies (Accounting Standards) Rules, 2006 and provisions of the Indian Companies Act, 2013 and according to IndAS as applicable to The Company.

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

The previous year figures have also been reclassified to conform to this year's classification. The adoption of Revised Schedule III for previous year figures had no impact on recognition and measurement principles followed for preparation of financial statements for the year ended 31 March 2019.

b) Revenue recognition

Sales are recognized on delivery of goods, which coincides with the transfer of risks and rewards and are accounted for net of returns. Sales are stated at invoice value net of Tax.

Income has been grossed up with the re-imburement amount and such re-imburement has also been charged to profit and loss account. Interest income is recognised using time proportion method.

c) Use of estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that effect the reported amounts of assets and liabilities and disclosure of contingent liabilities on the date of the financial statements and the results of operations during the year. Differences between actual results and estimates are recognized in the year in which the results are known/materialized.

d) Tangible fixed assets and depreciation

Tangible fixed assets are stated at the acquisition cost less accumulated depreciation and impairment loss, if any. Cost includes inward freight, duties, taxes, and incidental expenses related to acquisition and installation incurred upto the date of commissioning of assets.

Depreciation on the following categories of tangible fixed assets is provided on the straight-line method at the rates which are higher than the corresponding rates specified in Schedule XIV of the Companies Act, 1956:

Asset description	Rates per annum (%)
Plant and Equipment	20
Furnitures & Fixtures	20
Office Equipment	20
Computer	20

- These rates also represent the estimated economic useful life i.e. 5 years of the tangible fixed assets.
- Tangible fixed assets costing less than Rs.5,000 per unit are fully depreciated in the year of purchase.
- Depreciation on additions/ deletion is provided on pro-rata basis from/ upto the date of such additions/ deletions.



e) Intangible fixed assets and amortization

Intangible fixed assets represent computer software purchased and stated at acquisition cost less accumulated amortization and impairment loss. Computer software is envisaged to have useful life of 5 years and hence is being amortised over said period on straight line basis. Amortization on additions/ deletion is provided on pro-rata basis from/ upto the date of such additions/ deletions.

f) Foreign currency transactions

The Company accounts for effects of differences in foreign exchange rates in accordance with AS-11, prescribed by the Companies (Accounting Standards) Rules, 2006. Foreign currency transactions are recorded at the rates of exchange prevailing on the date of the transactions. Monetary foreign currency assets and liabilities are translated into Indian Rupees at the rates of exchange prevailing on the Balance Sheet date. The differences in translation of monetary assets and liabilities and realised gains and losses on foreign exchange transactions are recognised in the Statement of Profit and Loss.

In respect of foreign exchange forward contracts taken by the Company to hedge an existing asset/liabilities, the premium or discount arising at the inception of a foreign exchange forward contract is amortized as expense or income over the life of the contract. Exchange differences on such contracts are recognised in the Statement of Profit and Loss in the reporting period in which the exchange rates change. However, during the period no such transactions has taken place.

g) Inventories

Inventories are valued at the lower of cost and net realisable value. Cost of inventories, other than for manufactured goods is determined on the moving weighted average basis. Cost of manufactured goods includes materials cost determined on the moving weighted average basis and also includes an appropriate proportion of allocable overheads.

However, as confirmed there is no Inventories lying in hand at the end of the year.

h) Royalty

No such transaction has taken place during the Financial Year 18-19.

i) Retirement benefits

The Company's obligation towards various employee benefits has been recognised as follows:

Short term employee benefits

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

Defined contribution plan

Provident fund is a defined contribution plan. The Company expenses its contribution towards provident fund which are being deposited with the Regional Provident Fund Commissioner.

Defined benefit plan

Gratuity cost is a defined benefit plan. The present value of obligations under such defined benefit plan is determined based on actuarial valuation carried out by an independent actuary using the Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measure each unit separately to build up the final obligation.

However, the company has not made any provisions for the same in the books.

Provident fund is a defined contribution scheme. The Company's contribution to provident fund is charged off to the Statement of Profit and Loss of the year when the contribution is due.

Gratuity costs are defined benefits plans. The present value of obligations under such defined benefit plans is determined based on actuarial valuation carried out by an independent actuary using the Projected Unit Credit Method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measure each unit separately to build up the final obligation. The obligation is measured at



the present value of estimated future cash flows. The discount rates used for determining the present value of obligation under defined benefit plans, is based on the market yields on Government securities as at the balance sheet date, having maturity periods approximating to the terms of related obligations.

Provision for leave encashment costs and gratuity are being provided for based on actuarial valuation as at the balance sheet date. Actuarial gains and losses are recognised immediately in the Statement of Profit and Loss.

Gains or losses on the curtailment or settlement of any defined benefit plan are recognised when the curtailment or settlement occurs. No such provisions has been made in the books during the F.Y.

The obligation is measured at the present value of estimated future cash flows. The discount rates used for determining the present value of obligation under defined benefit plans, is based on the market yields on Government securities as at the balance sheet date, having maturity periods approximating to the terms of related obligations.

Actuarial gains and losses are recognised immediately in the Statement of Profit and Loss. Gains or losses on the curtailment or settlement of any defined benefit plan are recognised when the curtailment or settlement occurs.

Other long term employee benefits

Benefits under compensated absences (arising during the tenure of the service and which are expected on post employment) constitute other long-term employee benefits. The liability in respect of compensated absences is provided on the basis of an actuarial valuation done by an independent actuary at the year-end.

Actuarial gains and losses are recognised immediately in the Statement of Profit and Loss.

However, the same has not been provided in the books of accounts.

j) 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 realized. 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 Company reassesses unrecognized 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.

k) Impairment

Assessment is done at each Balance Sheet date as to whether there is any indication that an asset (tangible and intangible) may be impaired. For the purpose of assessing impairment, the smallest identifiable group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows from other assets or groups of assets, is considered as a cash generating unit. If any such indication exists, an estimate of the recoverable amount of the asset/cash generating unit is made. Assets whose carrying value exceeds their recoverable amount are written down to the recoverable amount. Recoverable amount is higher of an asset's or cash generating unit's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life.

Assessment is also done at each Balance Sheet date as to whether there is any indication that an impairment



loss recognised for an asset in prior accounting periods may no longer exist or may have decreased. However, no impairment has been taken place during the Financial Year.

l) Earnings per share

In determining the basic and dilutive earnings per share, the Company considers the net profit after tax and including the post-tax effect of any extra-ordinary items. The number of shares used in computing basic earnings per share is the weighted average number of shares outstanding during the year, except where the results would be anti-dilutive.

m) Operating Leases

Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased term are classified as operating leases. Operating lease charges are recognised as an expense in the Statement of Profit and Loss on a straight-line basis over the lease term. Further, to note that the company does not entered into either of the lease during the F.Y.

n) Provisions, contingencies

A provision is created when there is a present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made where there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

o) Cash and cash equivalents

In the cash flow statement, cash and cash equivalents includes cash in hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

NMS RESOURCES GLOBAL LIMITED

(Formerly 'Ifm Impex Global Limited')

H.No. 48, Hasanpur, I.P. Extension Delhi East Delhi DL 110092

CIN: L74110DL1986PLC025457

Tel. No. +91 011 45261214,

Email id: corp.affairs.ifm@gmail.com,

Website: www.nmsresourcesglobal.com

Form No. MGT - 12

Sl. No.

BALLOT PAPER

33rd Annual General Meeting of the Members of **NMS RESOURCES GLOBAL LIMITED (Formerly 'Ifm Impex Global Limited')** will be held on Monday, 30th September, 2019 at 09:30 A.M. at 419, Udyog Sadan, MCD Canteen, Patparganj Industrial Area, New Delhi 110092

Folio No./DPID & Client ID	
No. of Shares held	
Name of the Shareholder or name of the Proxy	

S. No.	Brief of Resolutions	In favor of resolutions*	Against the Resolutions
1.	Adoption of Financial Statements of the Company for the year ended 31 March, 2019 including Balance Sheet as at 31 March, 2019 and the Statement of Profit & Loss, Reports of the Board of Directors and Auditors thereon.		
2.	Re-appointment of Mr. O.P Yadav, who retires by rotation and, being eligible, offers himself for re-appointment.		
3.	Appointment of Mr. Sanjay Kumar Gupta as a whole time director of the company		
4.	Appointment of Mrs. Udit Gupta as the director of the company		
5.	Appointment of Mr. Chandan Singh as an Independent Director of the Company		
6.	To approve Alteration of Object Clause of the Company		
7.	Approval of limits for the loans, guarantees and investment by the Company as per Section 186 of the Companies Act, 2013		

Signature of Member(s)/proxy

* Please tick in the appropriate column



NMS RESOURCES GLOBAL LIMITED
(Formerly 'Ifm Impex Global Limited')

H.No. 48, Hasanpur, I.P. Extension Delhi East Delhi DL 110092
CIN: L74110DL1986PLC025457
Tel. No. +91 011 45261214,
Email id: corp.affairs.ifm@gmail.com,
Website: www.nmsresourcesglobal.com

Form No. MGT - 11

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]
NMS RESOURCES GLOBAL LIMITED
(Formerly 'Ifm Impex Global Limited')

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

I/We, being the member(s) of shares of the above named Company, hereby appoint:

Name	
Address	
Email Id	
Signature	

Or falling him/her

Name	
Address	
Email Id	
Signature	

Or falling him/her

Name	
Address	
Email Id	
Signature	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 33rd Annual General Meeting of the Company to be held on Monday, 30th September, 2019 at 09.30 A.M. at 419, Udyog Sadan, MCD Canteen, Patparganj Industrial Area, New Delhi 110092 and at any adjournment thereof in respect of such resolutions as are indicated below:

S. No.	Brief of Resolutions	In favor of resolutions*	Against the Resolutions
1.	Adoption of Financial Statements of the Company for the year ended 31 March, 2019 including Balance Sheet as at 31 March, 2019 and the Statement of Profit & Loss, Reports of the Board of Directors and Auditors thereon.		
2.	Re-appointment of Mr. O.P Yadav, who retires by rotation and, being eligible, offers himself for re-appointment.		



3.	Appointment of Mr. Sanjay Kumar Gupta as a whole time director of the company		
4.	Appointment of Mrs. Udit Gupta as the director of the company		
5.	Appointment of Mr. Chandan Singh as an Independent Director of the Company		
6.	To approve Alteration of Object Clause of the Company		
7.	Approval of limits for the loans, guarantees and investment by the Company as per Section 186 of the Companies Act, 2013		

Signed this _____ day of _____ 2019.

Affix Rs. 1 Revenue Stamp

Signature of Shareholder

Signature of Proxy holder(s)

Notes:

- This Form, in order to be effective should be duly stamped, completed, signed and deposited at the Registered Office of the Company, not less than 48 hours before the meeting.
- A Proxy need not be member of the Company.
- In case of joint holders, the signature of one holder will be sufficient, but names of all joint holders should be stated.

A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than ten percent (10%) of the total share capital of the Company. A member holding more than ten percent (10%) of the total share capital of the Company carrying voting rights may appoint a single person as proxy, however, such person shall not act as proxy for any other person or Shareholder.



NMS RESOURCES GLOBAL LIMITED

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Tel. No. +91 011 45261214,

Email id: corp.affairs.ifm@gmail.com,

Website www.nmsresourcesglobal.com

Form for Updation of Email Address

Date:.....

Folio No.:

To,

Name of Shareholder

Address of Shareholder

Sub:- 1. Request for submission of your Copy of PAN Card, Bank details & Email ID 2. Dematerialisation of Equity Shares

Dear Shareholder(s),

Pursuant to Circular No. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated 20th April, 2018, issued by the Securities Exchange Board of India ("SEBI"), the Company is required to obtain the copy of PAN Card and Bank details from all the shareholders holding shares in physical form and BSE Circular No LIST/COMP/15/2018-19 dated 5th July, 2018 for dematerialization of shares held in physical form.

Accordingly, you are requested to kindly submit the following documents for updation in our records:

- (i) Enclosed format duly filled in and signed by the shareholders;
- (ii) Self-attested copy of your PAN Card (all the Shareholders in case of joint holding) and;
- (iii) Original cancelled cheque leaf with your name printed on it or a copy of Bank Passbook/Statement bearing your name, duly attested by the Bank.

Further, to support "Green Initiative", you are requested to provide your Email ID for service of documents through electronic mode.

Please ignore, if the Email has already been updated.

Further, SEBI vide Notification No. SEBI/LAD-NRO/GN/2018/24 dated 08-06-2018 has come out with SEBI (Listing Obligations and Disclosure Requirements) (fourth Amendment) Regulations, 2018 ("The New Regulations") to further amend the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The New Regulations shall come into force on the 180th day from the date of its publication in the official gazette i.e. 08.06.2018 (Effective Date of implementation is December 5, 2018). The New Regulations have inter alia amended the Regulation 40 of SEBI (LODR) Regulations, 2015 and as per amended Regulation 40, the requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialised form with a depository except in the cases of transmission or transposition of securities. In view of above amended Regulation, you are requested to open a de-mat account with a Depository Participant (DP) and deposit your physical shares with such DP and get your shares de-mat at the earliest to avoid any kind of inconvenience.

Kindly send the aforesaid details along with the enclosures latest by 1st August, 2018 to the Company's Registrar & Share Transfer Agent (RTA), SKYLINE FINANCIAL SERVICES PRIVATE LIMITED at D-153A, 1st Floor, Okhla Industrial Area, Phase-I, New Delhi - 110 020. Ph. No.: 011-40450193-97, 26812682-88.

Thanking you,

Yours faithfully,

For NMS Resources Global Limited

Sd/-

Abhineet Srivastava

Company Secretary

ICSI Mem. No.: A42180



Date:

To,
Skyline Financial Services Private Limited
D-153A, 1st Floor,
Okhla Industrial Area, Phase-I,
New Delhi-110020

Unit: NMS Resources Global Limited (Formerly 'IFM Impex Global Limited')

Dear Sir,
I/we hereby request you to update my/our below mentioned details in your records with respect to the shareholding in NMS Resources Global Limited.

Name of Shareholder(s)			
Folio No.(s)			
PAN	First Holder	Second Holder	Third Holder

Bank Name & Branch	_____
Address	_____
Bank A/c. No.	_____
IFSC Code	_____
MICR Code	_____
Email ID	_____
DP ID/Client ID	_____

I/we hereby declare that the particulars given hereinabove are correct and complete.

First Holder Second Holder Third Holder

Signature of
Shareholder(s) - _____
Encl.: 1. Self- attested copy of PAN card of all the Shareholders in case of joint holding.

2. Original cancelled cheque/Bank Passbook/Statement attested by the Bank.



NMS RESOURCES GLOBAL LIMITED

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Email id: corp.affairs.ifm@gmail.com,

Website: www.nmsresourcesglobal.com

ATTENDENCE SLIP

(To be handed over at the entrance of the Meeting Hall)

33rd ANNUAL GENERAL MEETING

I/We hereby record my/our presence at the 33rd Annual General Meeting of the Company held on Monday, 30th September, 2019, at 09:30 a.m. at the 419, Udyog Sadan, MCD Canteen, Patparganj Industrial Area, New Delhi 110092

Full Name of the Member
(in BLOCK LETTERS)

.....

Regd. Folio No.

No. of Shares held.....

Client Id*.....

DP Id*

Full Name of the Proxy (in BLOCK LETTERS)

.....

Member's/Proxy's Signature

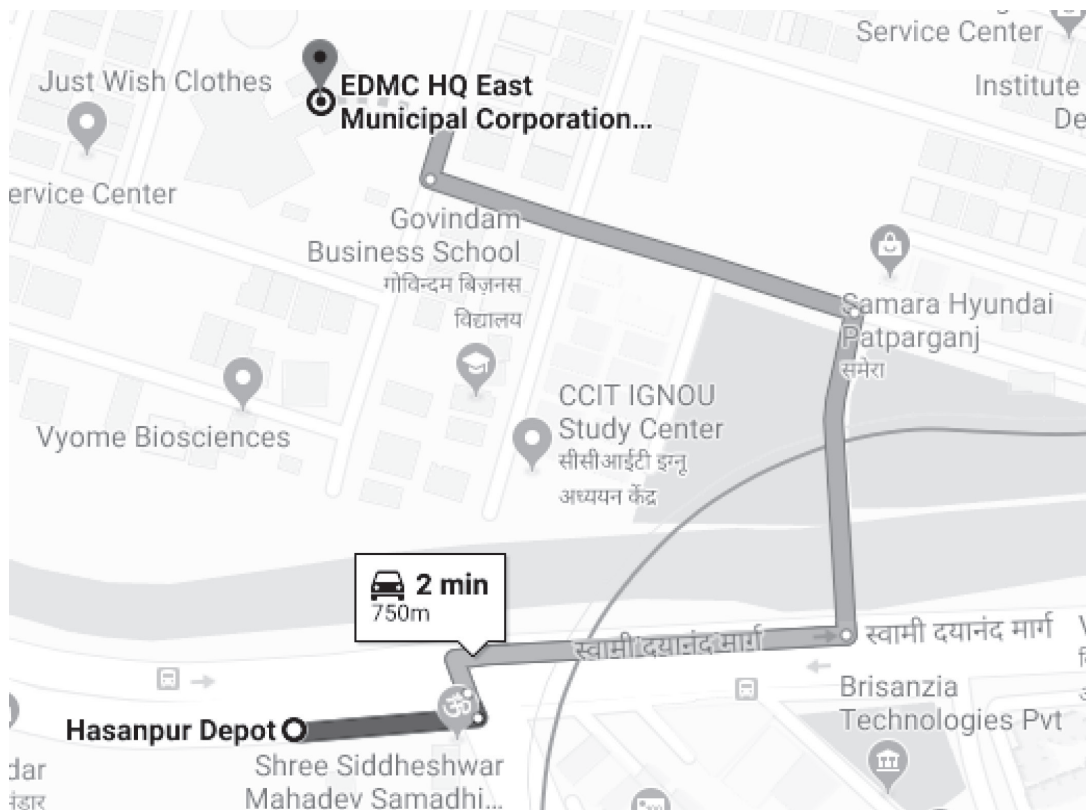
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* Applicable for members having shares in electronic form.

ROUTE MAP TO THE VENUE OF 33rd ANNUAL AGENERAL MEETING

Address of venue of AGM:

419, Udyog Sadan, MCD Canteen, Patparganj Industrial Area, New Delhi 110092



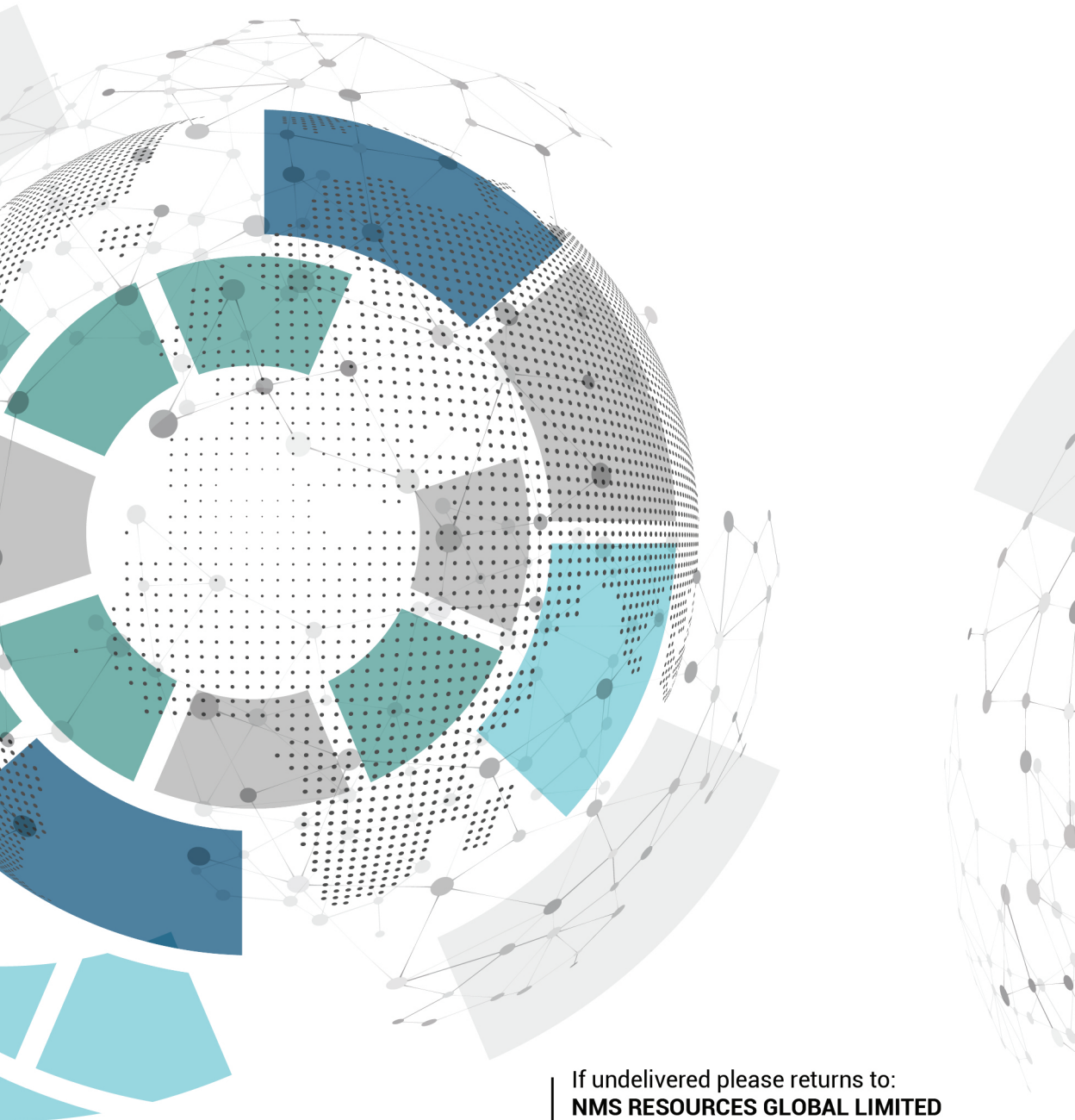


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If undelivered please returns to:

NMS RESOURCES GLOBAL LIMITED
(Formerly 'IFM Impex Global Limited')

Plot. No. 48, Hasanpur, I.P. Extension
Delhi East Delhi - 11009

E-Mail: info@nmsresourcesglobal.com

Website: www.nmsresourcesglobal.com

