Blueblood Ventures Limited

14TH

ANNUAL REPORT

2020-21

CORPORATE INFORMATION:

Mr. Suresh Bohra Din: 00093343	Managing Director
Mr. Pushpendra Surana Din: 01179041	Non Executive Director
Mrs. Seema Sarna Din: 08829973	Non Executive, Independent Director
Mr. Nirbhaya Kishore Mishra Din: 00302769	Non Executive Independent Director
Mr. Narsimha Kavadi Din: 08145297	Non Executive Independent Director

Chief Financial Officer (CFO)
Mr. Suresh Bohra

Statutory Auditors
M/s KRA & Associates
Chartered Accountants
D 59-60 Uttam Nagar,
New Delhi-110059
raman.arora@kra.net.in

Secretarial Auditor
M/s MZ & Associates
Company Secretaries
3/31, - Patel Part-2
www.mycompliances.com

REGISTRAR & SHARE TRANSFER AGENT
Skyline Financial Services Pvt Ltd
D-153/A, 1st floor, Phase I, Okhla Industrial Area,
New Delhi, Delhi 110020
www.skylinerta.com

Registered Office:
Room No 101, P-27, Malviya Nagar,
New Delhi-110017

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Blueblood Ventures Limited

C.I.N.: L70102DL2007PLC159680

DIRECTORS' REPORT

To the Members,

The Directors of the Company have pleasure in presenting the 14th Standalone Annual Report and Audited Financial Statement for the financial year ended 31st March, 2021.

(Rs. in INR)

FINANCIAL RESULTS	F.Y 2019-20	F.Y 2020-21
Sales and Services	199,69,251	46,42,845
Other Income	16,06,817	780
Total Revenue	215,76,069	46,43,625
Total Expenditure	484,01,277	112,71,196
Loss before Tax	(268,25,208)	(66,27,571)
Less: Tax Expense	-	
Current Tax	-	
Deferred Tax	138,853	-
Taxes for Earlier Years	15,04,173	
Profit/Loss for the year after tax	(284,68,234)	(66,27,571)

DIVIDEND

The Board of Directors do not recommend any dividend on Equity Share Capital for the year under review with a view to conserve resources and to plough back the profits for the Financial Year ended 31st March, 2021 and to strengthen the net working capital.

MANAGEMENT DISCUSSIONS & ANALYSIS (MDA)

Financial Review

The operating income during the financial year ended 31st March, 2021 stood at Rs. 46,42,845 as against the total operating income of Rs. 1,99,69,251 /- in the previous financial year ended 31st March, 2020. During the Year the Company has a loss of Rs. 66,27,571/-. The Company was not able to take new business as there was considerable delay in getting the statutory approvals.

Share Capital and Changes in Share Capital

Authorized Share Capital

The Authorised share capital of the Company as on 31st March 2021 was Rs 3,10,00,000/- (Rupees Three Crores Ten Lakhs) divided into 31,00,000 shares of Rs 10/- each.

Paid-up Share Capital

The paid up capital of the Company as on 31st March 2021 was Rs. 3,00,10,800 (Rupees Three Crores Ten Thousand Eight Hundred Only) divided into 30,01,080 Equity Shares of Rs. 10/- each. During the period under review, there was no change in the share capital of the Company.

Industry Overview for the Company

A turbulent equity movement, dismal corporate earnings, sub normal monsoons, plunge in commodity and oil prices: It has not been a good year to remember for Indian markets. "Year 2020-2021 turned out to be a complicated year for investors with corporate performance failing markets expectation. Domestic politics have also eluded market expectations.

Threat, Risks & Concern

Low pace of global growth, low commodity prices and the government's inability to balance the fiscal deficit will be three key challenges to the markets. "While the developed economies are moving out of repair, growth across many emerging markets could moderate, given high dollar debt. Key long-term challenge for India remains ability to rein in the consolidated fiscal deficit. Government expenditure bill will increase, with the proposed revision in wages and likelihood of other measures to support rural income.

Adequacy of Internal Control

The Company has a well laid out internal control system. The internal control system is so designed to ensure that there is adequate safeguard, maintenance and usage of assets of the Company.

Human Resources

The Company currently has a strong team of less than 07 employees with experience in stock broking and finance and we would like to thank each and every member of the BLUEBLOOD family for their role and continuous contribution towards the Company's performance.

Fixed Deposits

During the Financial Year 2020-21, your Company has not accepted any deposit within the meaning of Sections 73 and 74 the Companies Act, 2013 read together with the Companies (Acceptance of Deposits) Rules, 2014.

Nomination & Remuneration Policy And Particulars Of Employees

In accordance with Section 178 and other applicable provisions if any, of the Companies Act, 2013 read with the Rules issued there under and Regulation 19 of the LODR, the Board of Directors of the Company at their meeting held on 3rd Feb, 2016 formulated the Remuneration Policy on the recommendations of the Nomination & Remuneration Committee. The salient features covered in the Remuneration Policy have been outlined in the Corporate Governance Report which forms part of this Report.

The information required under Section 197 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of Directors/employees of the Company is set out in **"Annexure A"** to this Report and is available on the website of the Company.

DIRECTOR'S & KEY MANAGERIAL PERSONNEL (APPOINTMENTS/RE-APPOINTMENTS):

DIRECTORS

Pursuant to Section 152 of the Companies Act, 2013, Mr. Pushpendra Surana, Director of the Company, retires by rotation at ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

KEY MANAGERIAL PERSONNELS

Mr. Suresh Bohra, Managing Director and CFO, is the Key Managerial Personnel in accordance with the provisions of the Companies Act, 2013 and Rules made there under.

FAMILIRAZATION PROGRAMME FOR INDEPENDENT DIRECTORS

The details of programmes for familiarisation of Independent Directors with the Company, their roles, rights, responsibilities in the Company and related matters are put up on the website of the Company.

EVALUATION OF BOARD PERFORMANCE

In terms of the provisions of the Companies Act, 2013 read with Rules issued there under and LODR, the Board of Director on recommendation of Nominations & Remuneration Committee have evaluated the effectiveness of the Board/Director(s) for financial year 2020-21 .

PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

The provisions of Section 197(12) of the Companies Act, 2013 read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 does not apply in your Company.

NUMBER OF MEETINGS OF THE BOARD AND AUDIT COMMITTEE

The details of the number of Board and Audit Committee meetings of the Company are set out in the Corporate Governance Report which forms part of this Report.

DECLARATION OF INDEPENDENCE

The Company has received declarations from all the Independent Directors confirming that they meet the criteria of independence as prescribed under the provisions of Companies Act, 2013 read with the Schedules and Rules issued there under as well as LODR.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirements under Section 134(3)(c) of the Companies Act, 2013, the Directors confirm that:

(a) in the preparation of the annual accounts for the Financial Year ended 31st March, 2021, the applicable accounting standards and Schedule III of the Companies Act, 2013, have been followed and there are no material departures from the same;

(b) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2021 and of the loss of the Company for the financial year ended 31st March, 2021;

(c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(d) the Directors have prepared the annual accounts on a 'going concern' basis;

(e) the Directors have laid down proper internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and

(f) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

AUDITORS AND AUDITORS' REPORT

KRA & Associates Chartered Accountants, New Delhi, Firm Registration number 029352N are appointed as the Statutory Auditors of the Company w.e.f. 13th November,2021 The Board has recommended the same for the approval of shareholders at the ensuing Annual General Meeting. Further, M/s KRA & Associates has confirmed their eligibility under Section 141 of the Companies Act, 2013 and the Rules framed there under.

The Qualification made by the Auditor has been replied by the Management and same has been Annexed as a Annexure B

RESIGNATION OF AUDITOR

Based on the recommendation of the Audit Committee, the Board of Directors of the Company at its meeting held on November 13, 2021 noted and accepted the resignation of M/s R. Gopal & Associates, Chartered Accountants (Firm Registration number: 000846C) who have tendered their resignation vide their letter dated November 09, 2021 informing their inability to continue as the Statutory Auditors of the Company.

The Audit Committee and Board, at their respective meetings, placed on record their appreciation to M/s R. Gopal & Associates for their contribution to the Company with their audit processes and standards of auditing.

SECRETARIAL AUDIT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, your Company has appointed MZ & Associates, Company Secretaries to conduct the Secretarial Audit of your Company. The Secretarial Audit Report is annexed herewith as **"Annexure - C"** to this Report. The remark of the secretarial auditor is placed with the following observation and management reply to the same has been annexed with **Annexure D** to the report.

Sr. No.	Compliance Requirement	Deviations	Observations/Remarks of the Practicing Company Secretary
1.	*Pursuant to Regulation 13(3) of the SEBI (LODR) Regulations, 2015 the listed entity shall file with the recognized stock exchange(s) on a quarterly basis, within twenty one days from the end of each quarter, a statement giving the number of investor complaints pending at the beginning of the quarter, those received during the quarter, disposed of during the quarter and those remaining unresolved at the end of the quarter.*	*The statement was filed with BSE as on 27th January, 2021 i.e. delay of 6 days from the proposed due date of filing.*	*As a consequence of Non-compliance and in pursuance with SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020 (SEBI SOP Circular) the DEMAT accounts of all the entities mentioned in the shareholding pattern were freezed. However, the company unfroze the accounts by submitting a penalty amounting to Rs. 7080 as on 31st March, 2021 to SEBI and made the compliance good.*
2.	*Pursuant to Regulation 29(2) of the SEBI (LODR) Regulations, 2015, the listed entity shall provide intimation regarding item specified in Regulation 29(1)(a), to be discussed at the*	*The intimation for Board meeting to be held on 12th November, 2020 to consider financial results for the company was given as on 9th November,*	*The intimation for Board meeting to be held on 12th November, 2020 to consider financial results for the company was given as on 9th November, 2020 i.e. the gap was of lesser than 5 days*

	meeting of board of directors shall be given at least five days in advance.	*2020 i.e. the gap was of lesser than 5 days.*	

INTERNAL AUDITOR

Pursuant to Section 138 of the Companies Act, 2013 read with The Companies (Accounts) Rules, 2014 the Company has in place proper internal auditor.

Cost Records and Cost Audit

Requirement of Cost Audit as stipulated under the provisions of Section 148 of the Act, are not applicable for the business activities carried out by the Company.

Insolvency and Bankruptcy Code, 2016

There is no application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the FY21.

ANNUAL RETURN

The Annual Return of the Company as on 31st March, 2020, in prescribed e-form MGT-7 in accordance with Section 92(3) of the Act, read with Section 134(3)(a) of the Act, is available on the Company's website at www.bluebloodventure.com

Further the Annual Return (i.e. e-form MGT-7) for the FY21 shall be filed by the Company with the Registrar of Companies, within the stipulated period and the same can also be accessed thereafter on the Company's website at: www.bluebloodventure.com

RELATED PARTY TRANSACTIONS

The details of the related party transactions as required under Accounting Standard – 18 are set out in Note 28 to the standalone financial statements forming part of this Annual Report. The Policy on materiality of related party transactions and dealing with related party transactions as approved by the Board may be accessed on the Company's website.

LOANS, GUARANTEES AND INVESTMENTS

The details of loans, guarantees and investments under Section 186 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 are as follows:

Details of loan and advances, guarantee and investments has been given in the balance sheet note to accounts.

VIGIL MECHANISM

The Board of Directors of the Company have formulated a Whistle Blower Policy which is in compliance with the provisions of Section 177(10) of the Companies Act, 2013 and Listing Obligations and Disclosure Requirements (LODR) Regulations, 2015. The Company, through this policy envisages to encourage the Directors and Employees of the Company to report to the appropriate authorities any unethical behaviour, improper, illegal or questionable acts, deeds, actual or suspected frauds or violation of the Company's Code of Conduct for Directors and Senior Management Personnel. The Policy on Vigil Mechanism / Whistle blower policy may be accessed on the Company's website.

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

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo as stipulated under Section 134 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 is as under:

Part A and Part B relating to conservation of energy and technology absorption are not applicable to the Company as your Company is not a manufacturing company.

FOREIGN EXCHANGE EARNINGS AND OUTGO:

Total foreign exchange earnings and outgo	2020-21 (in Rs.)	2019-20 (in Rs.)
FOB Value of Exports	Nil	Nil
CIF Value of Imports	Nil	Nil
Expenditure in foreign currency	Nil	Nil

PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

The Company has in place a Policy on Prevention of Sexual Harassment at Workplace, in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and the rules made thereunder.

Internal Complaints Committee(s) (ICCs) at each workplace of the Company, have been set up to redress complaints, if any, received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this Policy.

There was no **complaint received from any employee of the Company during the FY21.**

MATERIAL CHANGES AFFECTING THE COMPANY

A. **Change in nature of business**

The Company has not undergone any change in the nature of the business during the FY21.

B. **Material changes and commitments, if any, affecting the financial position of the Company**

There are no material changes and commitments affecting the financial position of the Company, which have occurred between the end of the FY21 and the date of this Report.

Further, as we are aware that the outbreak of Covid-19 Pandemic has impacted businesses not only in India but to all economics in the world.

The Novel Coronavirus disease (COVID-19) was declared a global pandemic by the World Health Organization on March 11, 2020. The Government of India took various actions to contain the COVID-19 pandemic, such as closing of borders and lockdown restrictions, which resulted in significant disruption to people and businesses. In response to COVID-19 pandemic situation, the Company quickly instituted measures to trace all employees and be assured of their safety, health and well-being. Fortunately, no COVID-19 case has been found across our manpower. Keeping in view the safety of our employees and in line with the guidelines issued by the Government. The Company is taking all necessary measures in terms of mitigating the impact of the challenges being faced in the business.

The impact of Covid-19 is also mentioned at Note No. 34 to the Financial Statements for FY21.

SIGNIFICANT/MATERIAL ORDERS PASSED BY THE REGULATORS

Pursuant to Regulation 13(3) of the SEBI (LODR) Regulations, 2015 the listed entity shall file with the recognized stock exchange(s) on a quarterly basis, within twenty one days from the end of each quarter, a statement giving the number of investor complaints pending at the beginning of the quarter, those received during the quarter, disposed of during the quarter and those remaining unresolved at the end of the quarter. As a consequence of Non-compliance and in pursuance with SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020 (SEBI SOP Circular) the DEMAT accounts of all the entities mentioned in the shareholding pattern were freezed. However, the company unfroze the accounts by submitting a penalty amounting to Rs. 7080 as on 31st March, 2021 to SEBI and made the compliance good.

GENERAL

a) Your Company has not issued equity shares with differential rights as to dividend, voting or otherwise;
b) Your Company does not have any ESOP scheme for its employees/directors.

DEMATERIALIZATION OF SHARES

Trading in the Equity Shares of the Company is only permitted in the dematerialized form as per the Securities and Exchange Board of India (SEBI) circular dated May 29, 2000.

The Company has established connectivity with both the Depositories viz. National Security Depository Ltd. (NSDL) as well as Central Depository Services (India) Ltd. (CDSL) to facilitate the demat trading. As on 31st March, 2021, 100% of the Company's Share Capital is in dematerialized form. The Company's shares are regularly traded on BSE (SME) Limited.

CORPORATE GOVERNANCE

Pursuant to Regulation 27 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations 2015, the Corporate Governance report together with a certificate issued from MZ & Associates, Company Secretaries on its compliance forms part of the Annual Report.

CAUTIONARY STATEMENT

Statement in the management's discussions and analysis describing the Company's projections, estimates, expectations or predictions may be 'forward looking statements' within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that would make a difference to the Company's operations include demand-supply conditions, changes in government regulations, tax regimes and economic developments within the country and abroad and such other factors.

ACKNOWLEDGEMENT

The Directors of the Company are grateful to all the stakeholders including the customers, bankers, suppliers and employees of the Company for their co-operation and assistance.

Registered Office:

P-27, Malviya Nagar, Main Market,
New Delhi-110017, India

By order of the Board
For **BLUEBLOOD VENTURES LIMITED**

Date: - 04TH Dec, 2021
Place: - New Delhi

Suresh Bohra
Managing Director
DIN: 00093343

Narsimha Kavadi
Director
DIN: 08145297

Annexure (A) to Director's Report:

Information required under Section 197 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Ratio of Remuneration of each Director to the median remuneration of all the employees of Your Company for the Financial Year 2020-2021:

Name of the Director	Total Remuneration	Ratio of Remuneration of Director to the Median Employee
Mr. Suresh Bohra	NIL	Nil

Notes:

1. Median remuneration of the Company for all its employees is NIL for the financial year 2020-21.

Details of percentage increase in the remuneration of each Director and CFO and Company Secretary in the Financial Year 2020-2021:

Name	**Remuneration**		Increase
	2019-20	**2020-21**	
Mr. Suresh Bohra	Nil		
Mrs. Babita Bohra	Nil	Nil	Nil
Mr. Pushpendra Surana	Nil	Nil	Nil
Mr. Manjeet Pugalia	Nil	Nil	Nil
Mrs. Neha Bansal(Resigned w.e.f 07.12.2020)	3,58,365	Nil	Nil
Mr. Nirbhaya Kishore Mishra	Nil	Nil	Nil
Mr. Narsimha Kavadi	Nil	Nil	Nil

Notes
During the year, your Company does not pay the sitting fees for attending the board and committee meeting.

Percentage increase in the median remuneration of all employees in the financial year 2020-2021:

Financial Year	2019-20	2020-21	Increase %
Median remuneration of all the employees per annum	Nil	Nil	Nil

Number of permanent employees on the rolls of the Company as on March 31st, 2021

Executive/Manager	Nil
Other employees	6

A. Explanation on the relationship between average increase in remuneration and Company performance:

There was no increase in average remuneration of all employees in the financial year 2020-21 as compared to the financial year 2019-20.

B. Comparison of the remuneration of the Key Managerial Personnel against the performance of the Company:

There is no increase in the salary of the KMP during the Financial Year 2020-21.

C. Details of share price and market capitalization etc: Not Applicable.

D. Comparison of average percentage increase in salary of employee other than the key managerial personnel and the percentage increase in the key managerial remuneration:

	2019-20	**2020-21**	**Increase (%)**
Average salary of all employees (other than key managerial personnel)			
Salary of Managing Director	NIL	NIL	
Salary of Company Secretary	3,58,365		

The increase in remuneration of employees other than the managerial personnel is in line with the increase in remuneration of managerial personnel.

A. Key parameters for the variable component of remuneration No variable compensation is paid by the Company to its Directors.

B. The ratio of the remuneration of the highest paid Director to that of the Employees who are not Directors but receive remuneration in excess of the highest paid Director during the year: Not Applicable

C. Affirmation: It is hereby affirmed that the remuneration paid during the year under review is as per the Remuneration Policy of the Company.

Annexure B to Directors Report

Emphasis of Matters

I. The novel corona virus (COVID-19) pandemic continues to spread across the globe including India. With substantial increase in COVID-19 cases across different parts of the country, governments have introduced a variety of measures to contain the spread of the virus, including, lockdowns, and restrictions on movement of people and goods across different geographies**.** In assessing the recoverability of assets such as Non Current Investments, long term loan & advances, inventories, trade receivables and other assets based on current indicators of future economic conditions, the management expects to recover the carrying amounts of its assets. The impact of the global health pandemic COVID-19, may be different from the presently estimated and would be recognized in the financial statements when material changes to economic conditions arise. (Refer note no 34 of the financial statements)

Management Reply: Since the outbreak of Covid 19 pandemic, there is disruption in the business cycles of the Companies. Thus, with the easing down of Covid restrictions along with the onset of recovery in the business cycles, the management expects to recover the carrying amount in near future.

II. Pending confirmations / statement of accounts / follow up documents of debit balances of advances Rs 11,98,05,018/- has been considered good, as the management is hopeful of recovery of the same. (Refer note no 35 of the financial statements)

Management Reply:- Since the outbreak of Covid 19 pandemic, there is disruption in the business cycles of the Companies. Thus, with the easing down of Covid restrictions along with the onset of recovery in the business cycles, the management expects to recover the carrying amount in near future

III. Zero Optional convertible debentures under Non-Current investments Rs 69,97,00,000/- as at 31st March 2021 (6997 number ZOCDS @ Rs 1 lacs each) out of which 6750 number of ZOCDs are in Demat Account and balance 247 number of ZOCDS is wrongly transferred to one party, for which Management is under process to get back in Demat account. (Refer note no 36 of the financial statements)

Management Reply: The management is in the process to get back the wrongly transferred ZOCDs and is hopeful that the ZOCDs shall be transferred soon.

Annexure (C) to Director's Report

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31.03.2021

[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
Blueblood Ventures Limited
Address: P-27, Malviya Nagar Main Market
New Delhi 110017

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Blueblood Ventures Limited** (hereinafter referred to as the "Company"). Secretarial Audit has been conducted in a manner that provided us a reasonable basis for evaluating the corporate conduct/statutory compliances and expressing our opinion thereon.

Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2021, complied with the statutory provisions listed here under and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:-

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2021 to ascertain the compliance of various provisions of:-

(i) The Companies Act, 2013 and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) The Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder;

(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, 2015;
   (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements)Regulations, 2018;
   (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;**(Not applicable to the Company during the Financial Year 2020-21)**

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations,2008;**(Not applicable to the Company during the Financial Year 2020-21)**
(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) (Amendment) Regulations, 2006 regarding the Companies Act and dealing with client;
(g) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations 2015;
(h) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018

(vi) The Employees State Insurance Act, 1948

(vii) Employees Provident Fund and Miscellaneous Provisions Act, 1952

We have also examined compliance with the applicable clauses of the Secretarial Standards issued by The Institute of Company Secretaries of India.

We report that during the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except as mentioned below:-

Sr. No.	Compliance Requirement	Deviations	Observations/Remarks of the Practicing Company Secretary
	Pursuant to Regulation 13(3) of the SEBI (LODR) Regulations, 2015 the listed entity shall file with the recognized stock exchange(s) on a quarterly basis, within twenty one days from the end of each quarter, a statement giving the number of investor complaints pending at the beginning of the quarter, those received during the quarter, disposed of during the quarter and those remaining unresolved at the end of the quarter.	*The statement was filed with BSE as on 27th January, 2021 i.e. delay of 6 days from the proposed due date of filing.*	*As a consequence of Non-compliance and in pursuance with SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020 (SEBI SOP Circular) the DEMAT accounts of all the entities mentioned in the shareholding pattern were freezed. However, the company unfroze the accounts by submitting a penalty amounting to Rs. 7080 as on 31st March, 2021 to SEBI and made the compliance good.*
	Pursuant to Regulation 29(2) of the SEBI (LODR) Regulations, 2015, the listed entity shall provide intimation regarding item specified in Regulation 29(1)(a), to be discussed at the meeting of board of directors shall be given at least five days in advance.	*The intimation for Board meeting to be held on 12th November, 2020 to consider financial results for the company was given as on 9th November, 2020 i.e. the gap was of lesser than 5 days.*	*The intimation for Board meeting to be held on 12th November, 2020 to consider financial results for the company was given as on 9th November, 2020 i.e. the gap was of lesser than 5 days*

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. There was no change in the composition of the Board of Directors during the period under review.

- 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.

Observations/Remarks: Adequate notice for Board and General meeting were duly intimated to Stock Exchange but same could not be found in the records of the company. The statutory records including applicable registers, Minutes, etc. were not fully maintained by the Company during the period under review.

- Dissenting member's views were not required to be captured and recorded as part of the minutes as there was no such instance.
  Observations/Remarks: Minutes books were not fully maintained by the Company during the period under review and the correlating compliances w.r.t. maintenance of Minutes were not fully in compliance with Section 118 of the Companies Act, 2013 and applicable Secretarial Standards.

- There are adequate systems and processes in the Company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that there were no instances of:-

i. Public/Right/Preferential issue of shares /sweat equity, etc.
ii. Redemption / buy-back of securities.
iii. Foreign technical collaborations

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

Date: 1st December, 2021
Place: New Delhi

For MZ & Associates
Company Secretaries

CS Mohd Zafar
Partner
Membership No: FCS 9184
CP: 13875
UDIN: F009184C001618594

ANNEXURE A

To,
The Members
Blueblood Ventures Limited
Address: P-27, Malviya Nagar Main Market
New Delhi 110017

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.

4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Date: 1st December,2021
Place: New Delhi

For MZ & Associates
Company Secretaries

CS Mohd Zafar
Partner
Membership No: FCS 9184
CP: 13875
UDIN: F009184C001618594

Annexure D

Sr. No.	Compliance Requirement	Observations/Remarks of the Practicing Company Secretary	Management reply
1.	*Pursuant to Regulation 13(3) of the SEBI (LODR) Regulations, 2015 the listed entity shall file with the recognized stock exchange(s) on a quarterly basis, within twenty one days from the end of each quarter, a statement giving the number of investor complaints pending at the beginning of the quarter, those received during the quarter, disposed of during the quarter and those remaining unresolved at the end of the quarter.*	*As a consequence of Non-compliance and in pursuance with SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020 (SEBI SOP Circular) the DEMAT accounts of all the entities mentioned in the shareholding pattern were freezed. However, the company unfroze the accounts by submitting a penalty amounting to Rs. 7080 as on 31st March, 2021 to SEBI and made the compliance good.*	*The management of the Company has assured that the Company will adhere to the timeline of Regulation 13(3) of the SEBI (LODR) Regulations in future.*
2.	*Pursuant to Regulation 29(2) of the SEBI (LODR) Regulations, 2015, the listed entity shall provide intimation regarding item specified in Regulation 29(1)(a), to be discussed at the meeting of board of directors shall be given at least five days in advance.*	*The intimation for Board meeting to be held on 12th November, 2020 to consider financial results for the company was given as on 9th November, 2020 i.e. the gap was of lesser than 5 days*	*The management of the Company has assured that the Company will adhere to the timeline of Regulation 29(2) of the SEBI (LODR) Regulations, 2015, in future.*

REPORT ON CORPORATE GOVERNANCE

1. Corporate Governance from Blueblood Ventures Limited (BVL)

Corporate Governance is about commitment to values and ethical business conduct and improves public understanding of the structure, activities and policies of the organization.

Your Company believes that the implementation of good corporate practices bring positive strength among all the stakeholders of the Company, which is key to success for any corporate.

2. Board of Directors

2.1 Board Diversity and Structure

The Board composition is in compliance with the Regulation 17 of the Listing Regulations 2015 as well as the Companies Act, 2013. As on 31st March, 2021, the Company had five Directors on the Board. Presently more than fifty per cent of the Board comprises of Non-Executive Directors. Out of the 5 (Five) Directors, 1 (One) is Non-Executive Non Independent Director, 3 (three) are Non-Executive -Independent Director and 1 (one) is Managing Director.

The members on the Board possesses adequate experience, expertise and skills necessary for managing the affairs of the Company in the most effective and efficient manner.

2.2 Independent Directors

Mr. Nirbhaya Kishore Mishra, Mr. Narsimha Kavadi and Mrs. Seema Sarna are the Independent Directors of the Company. The Independent Directors have submitted the declaration that they meet the criteria of Independence as per the provisions of Companies Act, 2013 and the Listing Agreement entered into with the Stock Exchanges. None of the Independent Directors is holding directorship in more than 7 listed Companies. The Company has also issued the formal letter of appointments to all the Independent Directors in the manner provided under the Companies Act, 2013 and under the LODR Regulations.

2.3 Familiarisation Programme

In terms of Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 entered with the stock exchanges, mandates the Company to familiarize the Independent Directors with the Company, their roles, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc. through various programmes.

The Company conduct programmes/ presentations periodically to familiarize the Independent Directors with the strategy, business and operations of the Company.

The above programme also includes the familiarization on statutory compliances as a Board member including their roles, rights and responsibilities. The Company also circulates news and articles related to the industry from time to time and provide specific regulatory updates.

The details of such Familiarization programme for Independent Directors in terms of Regulation 25(7) of the Listing Regulations, 2015 are posted on the website of the Company and can be accessed through the following link:- http://www.blueblоodventure.com/Policies.aspx

2.4 Board Meetings

During the financial year ended 31st March, 2021, the Board met 5 (Five) times i.e. on 31.07.2020, 04.09.2020, 12.11.2020, 05.12.2020, 23.03.2021. The last Annual General Meeting was held on 30th December, 2020.

The attendance of Directors at the Board Meetings held during the financial year ended 31st March, 2021 under review as well as in the last Annual General Meeting and the number of the other Directorships/Committee positions presently held by them are as under:-

Name of Directors	Date of Appointment	Category	No of Board Meetings	No. Of Board meeting attended	Attendance at the last AGM	No of Directorship in other Public Companies	Shareholding in the Company
Mr. Suresh Bohra	19.12.2013	MD	5	5	Present	3	20.25%
Mrs. Babita Bohra **(Resigned w.e.f 04.09.2020)**	31.08.2015	NENID	5	2	Present	0	3.46%
Mr. Pushpendra Surana	18.09.2014	NENID	5	5	Present	1	2.9%
Mr. Manjeet Pugalia (Resigned w.e.f. 15.01.2021)	31.08.2015	NEID	5	3	Present	1	NIL
Mr. Nirbhaya Kishore Mishra	26.08.2017	NEID	5	5	Present	4	Nil
Mr. Narsimha Kavadi	29.05.2019	NEID	5	5	Present	1	Nil
Mrs. Seema Sarna**(Appointed w.e.f 04.09.2020)**	04.09.2020	NEID		3			

* NEID- Non-Executive Independent Director, NENID- Non-Executive Non Independent Director MD- Managing Director

Present Directorships in other Companies/Committee Positions (including Blueblood Ventures Limited)

S.No.	Name of Director	Directorships (Name of Companies)*	Committee(s) Position		
			Name of the Company	**Committee**	**Position**
1.	**Mr. Suresh Bohra**	1. Microwave Communications Ltd 2. Blueblood Ventures Limited 3. Blackfox Advisors Private Limited 4. Bohra Industrial Resource Private Limited 5. Crest Comtrade Private Limited 6. Playnlive Sports Welfare Association 7. Black Fox Financial Private limited	Media Matrix Worldwide Limited	Audit	Member
			Media Matrix Worldwide Limited	Stakeholders Relationship	Chairman
			Media Matrix Worldwide Limited	Nomination & Remuneration	Member
			Blueblood Ventures Limited	Audit	Member

		8. Media Matrix Worldwide Limited 9. Blackfox Financial IFSC Private Limited 10. Devoted Construction Limited	Blueblood Ventures Limited	Stakeholders Relationship	Member
			Microwave Communications Limited	Audit	Member
			Microwave Communications Limited	Nomination & Remuneration	Member
			Devoted Construction Limited	Audit	Member
			Devoted Construction Limited	Stakeholders Relationship	Member
			Devoted Construction Limited	Nomination &	
2.	**Mrs. Seema Sarna**	1. Blueblood Ventures Limited 2. Devoted Construction Limited 3. Bohra Industrial Resources Private Limited	Blueblood Ventures Limited	Stakeholders Relationship	Member
			Devoted Construction Limited	Stakeholders Relationship	Member
			Devoted Construction Limited	Audit Committee	Member
			Devoted Construction Limited	Nomination & Remuneration	Member
3.	**Mr. Pushpendra Surana**	1. Blue Blood Ventures Limited 2. Blackfox Advisors Private Limited 3. Devoted Construction Limited 4. Blackfox Financial IFSC Pvt Ltd 5. KVG Insolvency Advisors Pvt Limited 6. S K Surana & Co LLP	Blueblood Ventures Limited Devoted Construction Limited	Nomination & Remuneration Nomination & Remuneration	Member Member

			Devoted Construction Limited	Nomination & Remuneration	Member
4.	**Mr. Nirbhaya Kishore Mishra**	1. Blueblood Ventures Limited 2. Ashoka GVR Mudhol Nipani Roads Limited 3. Ashoka Highways (Bhandara) Limited 4. Jaora – Nayagaon Toll Road Company Private Limited 5. Auxesia Advisors Private Limited 6. Ashoka Highways (Durg) Limited 7. Playnlive Sports Welfare Association	Blueblood Ventures Limited	Nomination & Remuneration	Member
			Blueblood Ventures Limited	Audit Committee	Member
5.	**Mr. Narsimha Kavadi**	1. Blueblood Ventures Limited 2. Playnlive Sports Welfare Association 3. Devoted Construction Limited	Blueblood Ventures Limited	Nomination & Remuneration	Chairman
			Blueblood Ventures Limited	Audit Committee	Chairman
			Devoted Construction Limited	Nomination & Remunera	Chairman
			Devoted Construction Limited	Audit Committe	Chairman

* The directorship held by directors as mentioned above does not include directorship of foreign companies, Section 8 Companies, if any.

None of the Directors on the Board hold directorships in more than ten public companies and memberships in more than ten Committees and they do not act as Chairman of more than five Committees across all companies in which they are directors.

2.5 Meeting of Independent Directors

The Independent Directors of the Company meet at least once in every financial year without the presence of Executive Directors or representatives of management. All the Independent Directors strive to be present at such meetings. During the Financial Year ended 31st March, 2021, one meeting was held on 12.11.2020.

2.6 Evaluation of Board/Independent Directors Effectiveness

In terms of provision of Companies Act, 2013 read with Rules issued there under and as per SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 the Board of Directors, on recommendation of Nomination and Remuneration Committee, have evaluated the effectiveness of the Board. Accordingly performance evaluation of the Board, each Director and Committees was carried out for the financial year ended 31st March, 2021. The evaluation of the Directors was based on various aspects which, inter alia, included the level of participation in the Board Meeting, understanding their roles and responsibilities, business of the Company and also effectiveness of their contribution.

2.7 Information Placed before the Board -

In addition to the matters which statutorily require Board's approval, the following matters as required under code on Corporate Governance are also regularly placed before the Board :-

- Annual operating plans and budgets and any updates.
- Capital budgets and any updates.
- Quarterly results for the listed entity and its operating divisions or business segments.
- Minutes of meetings of audit committee and other committees of the board of directors.
- The information on recruitment and remuneration of senior officers just below the level of board of directors, including appointment or removal of Chief Financial Officer and the Company Secretary.
- Show cause, demand, prosecution notices and penalty notices, which are materially important.
- Fatal or serious accidents, dangerous occurrences, any material effluent or pollution problems.
- Any material default in financial obligations to and by the listed entity, or substantial non-payment for goods sold by the listed entity.
- Any issue, which involves possible public or product liability claims of substantial nature, including any judgement or order which, may have passed strictures on the conduct of the listed entity or taken an adverse view regarding another enterprise that may have negative implications on the listed entity.
- Details of any joint venture or collaboration agreement.
- Transactions that involve substantial payment towards goodwill, brand equity, or intellectual property.
- Significant labour problems and their proposed solutions. Any significant development in Human Resources/ Industrial Relations front like signing of wage agreement, implementation of Voluntary Retirement Scheme etc.
- Sale of investments, subsidiaries, assets which are material in nature and not in normal course of business.
- Quarterly details of foreign exchange exposures and the steps taken by management to limit the risks of adverse exchange rate movement, if material.
- Non-compliance of any regulatory, statutory or listing requirements and shareholders service such as non-payment of dividend, delay in share transfer etc.

3. Committees of the Board

In terms of the SEBI code on the Corporate Governance, the Board of the Company has constituted the following Committees: -

- Audit Committee
- Nomination & Remuneration Committee
- Stakeholders Relationship Committee

3.1 Audit Committee

The Composition of the Audit Committee is in line with the provision of Section 177 of the Companies Act, 2013 and Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The members of the Audit Committee are financially literate and have requisite experience in accounting and financial management.

The Company Secretary acts as Secretary to the Committee. Statutory Auditors is the permanent Invitee.

The followings are the members and their attendance at the Committee Meetings during the financial year ended 31st March, 2021:-

Name of Directors	**Designation**	**No. Of Meetings**	
		Held	**Attended**
Mr. Manjeet Pugalia	Chairman	5	4
Mr. Suresh Bohra	Member	5	5
Mr. Nirbhaya Kishore Mishra	Member	5	5

Due to change in management in January 2021(Manjeet Pugalia has been resigned w.e.f. 15.01.2021), the present composition of Audit Committee has been changed which are as follows:

Name of Directors	**Designation**	**Nature of Directorship**
Mr. Narsimha Kavadi	Chairman	Non Executive, Independent
Mr. Suresh Bohra	Member	Managing Director
Mr. Nirbhaya Kishore Mishra	Member	Non Executive, Independent

The terms of reference of the Audit Committee are as follows:

- Overseeing the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
- Recommending the appointment / re-appointment of external and internal auditors, tax auditors, cost auditors, fixation of statutory audit fees, internal audit fees and tax audit fees and also approval for payment of any other services.
- Review with management, the annual financial statements before submission to the Board.
- Review half yearly un-audited/audited financial results/ review reports.
- Review the financial statements in particular of the investments made by the unlisted subsidiary companies.
- Review with management, performance of external and internal auditors, and adequacy of internal control system.
- Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
- Discussions with statutory auditors before the audit commence about nature and scope of audit as well as have post audit discussions to ascertain any area of concern.
- Approve the appointment of Chief Financial Officer.

- To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders and creditors, if any.
- Review of the use/application of money raised through Public/Rights/Preferential Issue, if any.
- Approval or any subsequent modification(s) of transactions of the Company with related parties, if any.
- Review and monitor auditors independence and performance and effectiveness of audit process.
- Scrutiny of inter corporate loans and investments.
- Review the Company's financial and Risk Management Policy
- Discussions with internal auditors of any significant findings and follow up thereon.
- Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board.
- Valuation of Undertakings or assets of the Company where it is necessary.
- To review the functioning of the Whistle Blower / Vigil mechanism.
- Evaluation of Internal Financial control and risk management system.

The Audit Committee during the year has approved the overall framework for RPTs, the Policy on dealing with the RPTs, the policy on materiality of RPTs and the criteria for granting ominous approval in line with the policy of dealing with RPTs in accordance with provisions of the Companies Act, 2013 and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 **.**

3.2 Nomination & Remuneration Committee

The Board of Directors of the Company has constituted a Nomination & Remuneration Committee which is responsible for determining the Company's policy on specific remuneration package for Executive Directors including any compensation payment.

The composition of Nomination and Remuneration Committee as on 31.03.2021 is as under:

Name of Member	**Designation**
Mr. Manjeet Pugalia	Chairman
Mr. Nirbhaya Kishore Mishra	Member
Mr. Pushpendra Surana	Member

Due to change in management in January 2021(Manjeet Pugalia has been resigned w.e.f. 15.01.2021), the present composition of Nomination & Remuneration Committee has been changed which are as follows:

Name of Member	**Designation**	**Nature of Directorship**
Mr. Narsimha Kavadi	Chairman	Non Executive, Independent
Mr. Nirbhaya Kishore Mishra	Member	Non Executive, Independent
Mr. Pushpendra Surana	Member	Non Executive, Non Independent

The terms of reference of Nomination and Remuneration Committee are given below:

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
- Formulation of criteria for evaluation of performance of independent directors and the board of directors;
- Devising a policy on diversity of board of directors;
- 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 of directors their appointment and removal.
- Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

In compliance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of the SEBI ((Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors at their meeting held on 05th March, 2016 formulated the Nomination and Remuneration Policy and the policy on Board Diversity of the Company on the recommendation of Nomination & Remuneration Committee.

Nomination & Remuneration Policy of the Company

The Nomination & Remuneration Policy of Blueblood Ventures Limited (the "Company") is designed to attract, motivate, improve productivity and retain manpower, by creating a congenial work environment, encouraging initiatives, personal growth and team work, and inculcating a sense of belonging and involvement, besides offering appropriate remuneration packages and superannuation benefits. The Policy emphasize on promoting talent and to ensure long term sustainability of talented managerial persons and create competitive advantage. The policy reflects the Company's objectives for good corporate governance as well as sustained long term value creation for shareholders.

The guiding principle is that the remuneration and the other terms of employment should effectively help in attracting and retaining committed and competent personnel. While designing remuneration packages, industry practices and cost of living are also taken into consideration

The details of remuneration and perquisites paid to Executive and Non- Executive Directors during the Financial year 2020-2021 are given below:-

Name of Director	**Salary**	**Allowances**	**Perquisites**	**Contribution to PF**	**Sitting Fee**	**Total**
	(in Rs.)					
	Category A – Executive Directors					
Mr. Suresh Bohra						
	Category B – Non-Executive Independent Directors/ Non-Executive Directors					
Mr. Pushpendra Surana	Nil	-	-	-		Nil
Mrs. Babita Bohra	Nil	-	-	-		Nil
Mr. Nirbhaya Kishore Mishra	-	-	-			

Mr. Manjeet Pugalia(Resigned w.e.f 15.01.2021)	-	-	-	-	Nil	-
Mr. Narsimha Kavadi						
Mrs. Seema Sarna(appointed w.e.f .04.09.2020)						

3.3 Stakeholders Relationship Committee

Pursuant to provisions of Section 178(5) of the Companies Act, 2013, "Stakeholders Relationship Committee" was formed by the Board at their meeting held on 03rd February, 2016. The scope of the Stakeholders Relationship Committee shall be to consider and resolve the grievances of security holders of company. This Committee looks into transfer and transmission of shares/debentures/bonds etc., issue of duplicate share certificates, issue of shares on rematerialisation, consolidation and sub-division of shares and investors' grievances. This Committee particularly looks into the investors grievances and oversees the performance of the Share Department /Share Transfer Agent and to ensure prompt and efficient investors' services.

The composition of Stakeholders Relationship Committee as on 31.03.2021 is as under:

Sr. No.	Name	Designation	Nature of Directorship
1.	Mr. Manjeet Pugalia	Chairman	Non Executive Independent Director
2.	Mr. Suresh Bohra	Member	Managing Director
3.	Mrs. Babita Bohra	Member	Non Executive and Non Independent Director

Due to change in management in January 2021(Manjeet Pugalia has been resigned w.e.f. 15.01.2021), the present composition of Stakeholders Relationship Committee has been changed which are as follows:

Sr. No.	Name	Designation	Nature of Directorship
1.	Mr. Pushpendra Surana	Chairman	Non Executive, Non Independent Director
2.	Mr. Suresh Bohra	Member	Executive Director
3.	*Mrs. Seema Sarna	Member	Non Executive and Non Independent Director

****However the Designation of Mrs. Seema Sarna has been changed to Non Executive, Independent Director w.e.f. 28.06.2021.***

The terms of reference of Share Transfer & Investors Grievance Committee are given below:

i. Efficient transfer/transmission of shares including review of cases for refusal of transfer /transmission of shares and debentures.
ii. Overseeing the performance of Share Transfer Agent.

iii. Recommend methods to upgrade the standard of Services to the investors
iv. Redressal of investors' complaints.
v. Issue of duplicate / split / consolidated share certificates.
vi. Dematerialise or Rematerialise the Share Certificates

More details on share transfers, investors' complaints, etc. are given in the shareholder information section of this report.

Company Secretary & Compliance Officer, acts as the Secretary of the aforesaid Committee.

3.4 Details of pecuniary relationship/transactions of the Non – Whole Time Directors/their Firms & Companies vis-a-vis the Company during the financial year 2020-2021

Nil

4. General Body Meetings

Location and time where General Meetings held in the last 3 years is given below:

Year	AGM	Location	Date	Time
2020-2021	AGM	Delhi	30.12.2020	10:30 A.M.
2019-20	AGM	Delhi	30.09.2019	11:30 A.M.
2018-19	AGM	Delhi	29.09.2018	11:30 A.M.

The following resolutions were passed as Special Resolutions in previous three years AGMs/ EGMs:

Year	AGM/EGM	Subject Matter of Special Resolution	Date	Time
2018-19	AGM	1.Consider and adopt the Standalone Audited Financial Statements of the Company for the financial year ended 31st March, 2018, the reports of the Board of Directors and Auditors thereon; and 2. Re-Appointment of Mr. Pushpendra Surana (DIN: 01179041), who retires by rotation. 3. Ratification of M/s Prakash Mishra & Associates, Chartered Accountants, Chartered Accountant (Firm Registration No 087382) as Auditor and to fix their remuneration, 4. Appointment of M/s MZ & Associates, Company Secretary as Secretarial Auditor 5. Appointment of Mr. Suresh Bohra as CFO of the Company	29.09.2018	11:30 A.M.

2019-20	AGM	1.Consider and adopt the Standalone Audited Financial Statements of the Company for the financial year ended 31st March, 2019, the reports of the Board of Directors and Auditors thereon; and 2. Re-Appointment of Mrs. Babita Bohra (DIN: 01149417), who retires by rotation. 3. Appointment of Statutory Auditors of the Company to fill casual vacancy. 4. Appointment of Statutory Auditors of the Company. 5. Re-appointment of Mr. Suresh Bohra as Managing Director and CFO of the Company 6. Regularisation of Mr. Narsimha Kavadi as an Independent Non Executive Director	30.09.2019	11:30 A.M.
2020-21	AGM	1. Consider and adopt the Standalone Audited Financial Statements of the Company for the financial year ended 31st March, 2020, the reports of the Board of Directors and Auditors thereon; and 2. Re-Appointment of Mr. Pushpendra Surana who retires by rotation and offers himself for Re-appointment. 3. Regularisation of Mrs. Seema Sarna as Director of the Company	30.12.2020	10:30 A.M.

No Special resolution was put through postal ballot during the financial year 2020-21. None of the business proposed to be transacted in the ensuing Annual General Meeting (AGM) require passing a Special Resolution through postal ballot.

1. **Disclosures on materially significant related party transactions that may have potential conflict with the interest of the Company at large.**
   None of the materially significant transactions with any of the related parties were in conflict with the interest of the Company. Attention of the members is drawn to the disclosures of transactions with related parties set out in note no. 28 of the Standalone Financial Statements forming part of the Annual Report.

2. **Details of non-compliance by the Company, penalties, and 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.**

   During the year 2020-21, the Bombay Stock Exchange (BSE Limited) imposed a penalty of Rs. 7080 for delay in submission of investor complaints for the quarter year ended December 2020.

Vigil Mechanism and Whistle Blower Policy of the Company

The Board of Directors of the Company has adopted Whistle Blower Policy. The management of the Company, through this policy envisages to encourage the employees of the Company to report to the higher authorities any unethical, improper, illegal or questionable acts, deeds and things which the management or any superior may indulge in. This Policy has been circulated to employees of the Company and is also available on Company's Website. No employee of the Company is denied access to the Audit Committee.

3. **Details of compliance with mandatory requirements and adoption of the non mandatory requirements of this clause**

Company has complied with mandatory requirement of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

4. **Secretarial Auditor**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with corresponding Rules framed there under, M/S MZ & Associates, Practicing Company Secretaries has been appointed as the Secretarial Auditor of the Company to carry out the secretarial audit for the year ending 31st March, 2021.

5. **Secretarial Certificate**

A Secretarial Audit Report given by the Secretarial Auditors in Form No. MR-3 is annexed with this Report as **ANNEXURE – C**. Qualifications, reservations or adverse remarks made by Secretarial Auditors in their Report are duly replied by the management.

6. **Reconciliation and Share Capital Audit**

(i) Pursuant to SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and [(regulation 55A of the SEBI (Depositories and Participants) Regulations, 1996]. with the Stock Exchanges, certificates, on half-yearly basis, have been issued by a Company Secretary in-Practice for due compliance of share transfer formalities by the Company.

(ii) A Company Secretary in-Practice carried out a reconciliation of Share Capital Audit to reconcile the total admitted share capital with National Securities Depository Limited and Central Depository Service (India) Limited ("Depositories") and the total issued and listed capital. The audit confirms that the total issued/paid-up capital is in agreement with the aggregate of the total number of shares in physical form and total number of shares in dematerialised form (held with Depositories).

5. **Compliance Certificate**

The Chief Financial Officer (CFO) of the Company gives annual certifications on financial reporting and internal controls to the Board in terms of Regulation 17(8) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

6. **Means of Communications**

The Company's website **www.bluebloodventure.com** contains Annual Reports, Financial Results, Shareholding Pattern, etc. Management Discussions and Analysis forms part of the Directors' Report, which is posted to the shareholders of the Company.

7. **Code of conduct for Board Members and Senior Management Personnel**

The Company has adopted a Code of Conduct for Directors and Senior Management Personnel and the same has been posted on the Company's website. The Directors and the Senior Management Personnel affirm the Compliance of the Code annually. A certificate to this effect is attached to this Report duly signed by the as Director (Finance).

8. **Shares/Convertible Instruments held by Non-Executive Directors: NIL**

GENERAL SHAREHOLDER'S INFORMATION

1. AGM date, time and venue	:	30th December, 2021, 10:30 A.M. M-55 M Block Market, Third Floor, Greater Kailash-2, New Delhi- 110048
2. Financial Year	:	01st April 2020 to 31st March, 2021
3. Date of Book Closing inclusive)	:	24TH December, 2021 to 31st Dec, 2021(both days
4. Dividend Payment Date	:	NA
5. Listing on Stock Exchanges	:	BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai 400001
6. Status of Listing Fees	**:**	Paid for FY 2021-22
7. Registered Office	**:**	P-27, Malviya Nagar Main Market Delhi-110017
8. Corporate Office Delhi-110048	**:**	M-55, M Block Market, Top Floor, Greater Kailash-2, New
9. CIN	**:**	L70102DL2007PLC159680
10. Website/Email	**:**	www.bluebloodventure.com
11. Depositories	**:**	**National Securities Depository Ltd.(NSDL)** 4th Floor, 'A' Wing, Trade World Kamla Mills Compound Senapati Bapat Marg, Lower Parel Mumbai - 400 013 Tel: +91-22-24994200, Fax: +91-22-24972993 **Central Depository Services (India) Ltd.(CDSL)** Phiroze Jeejeebhoy Towers 28th Floor, Dalal Street Mumbai - 400 023 Tel: +91-22-22723333, Fax: +91-22-22723199
12. ISIN	:	INE562S01013
13. Registrar and Transfer Agents	:	Skyline Financial Services Private Limited

14. Members are requested to correspond with the Company's Registrar & Transfer Agents- Skyline Financial Services Private Limited quoting their folio no./DP ID/Client ID No at the following address:

Skyline Financial Services Private Limited:
D-153A, First Floor, Okhla Industrial Area,
Phase-1, New Delhi-110020

Telephone Number:-011-26812683
Fax Number: -011-26812682, Email:info@skylinerta.com

15. Share Transfer System

Share Transfer in physical form can be lodged with Skyline Financial Services Private Limited at the above mentioned address. Such Transfer are normally completed within 15 days from the date of receipt. The Company Secretary is duly empowered to approve transfer of shares.

The Total Number of shares transferred in physical form during the financial year 2019-2020

Number of Transfer Deeds	Nil
Number of Shares	Nil

16. Investor's complaints received during the financial year 2020-2021:

There were no investor grievances remaining unattended/pending as at 31st March, 2021.

17. Distribution of Shareholding as on 31st March, 2021:

No. of ordinary Shares	No. of Shareholders	Percentage of total Shareholders	Shares Amount (Rs.)	Percentage of total Shareholdings
Up To 5,000	0	0	0	0
5001 To 10,000	0	0	0	0
10001 To 20,000	0	0	0	0
20001 To 30,000	37	56.06	1110000	3.70
30001 To 40,000	0	0	0	0
40001 To 50,000	0	0	0	0
50001 To 1,00,000	6	9.09	390000	1.30
1,00,000 and Above	23	34.85	28510800	95.00
Total	66	100	30010800	100

18. Categories of Shareholdings as on 31st March, 2021:

S. No.	**Category**	**Shares**	**%**
A	**Promoters Holding**		
1	Indian Promoters	1594080	53.12
2	Foreign Promoters	-	-
Sub Total (A)		1594080	53.12
B	**Public Shareholding**		
1	**Institutional Investors**	-	-
a)	Mutual Funds & UTI	-	-
b)	Banks, Financial Institutions, Insurance Companies(Central/State Government Institutions/Non-Government Institutions)	-	-
c)	Foreign Institutional Investors	-	-
Sub Total (B1)		**0.00**	**0.00**
2	**Non Institutional Investors**		
a)	Private Corporate Bodies	1401000	46.6801
b)	Indian Public		

c)	NRIs	6000	0.1999
d)	Any other		
i)	Foreign Banks	-	-
ii)	Trusts	-	-
iii)	OCBs		
	Sub Total (B2)	1407000	46.88
	Total public Shareholding (B=B1+B2)	1407000	46.88
C	**Shares held by Custodian and against which depository receipts have been issued**	**-**	**-**
GRAND TOTAL (A+B+C)		**3001080**	**100**

19. Dematerialization of Shares

Trading in the Equity Shares of the Company is only permitted in the dematerialized form as per the Securities and Exchange Board of India (SEBI) circular dated May 29th, 2000.

The Company has established connectivity with both the Depositories viz. National Security Depository Ltd. (NSDL) as well as Central Depository Services (India) Ltd. (CDSL) to facilitate the demat trading. As on 31st March, 2021, the 100 % of the Company Share's Capital is in dematerialized form.

20. Market Price Information:

Month	**BSE Limited**	
	Highest (in Rs)	**Lowest (in Rs)**
Apr-2020	6.15	5.65
Feb-2021	5.85	11.22
Mar-2021	9.70	9.70

21. Stock Codes: BSE: 539637

DECLARATION REGARDING COMPLIANCE OF CODE OF CONDUCT

I, Suresh Bohra, Managing Director of Blueblood Ventures Limited, hereby declare that all Board Members and Senior Management Personnel have affirmed compliance of the Code of Conduct as on 31st March, 2020.

Place: New Delhi
Date: 06th December, 2021

SD/-
Suresh Bohra
Managing Director

Blueblood Ventures Limited

C.I.N.: L70102DL2007PLC159680

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS
(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
THE MEMBERS OF
BLUEBLOOD VENTURES LIMITED
P-27, Malviya Nagar,
Main Market, New Delhi 110017, India

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Blueblood Ventures Limited having CIN L70102DL2007PLC159680 and having registered office at P-27, Malviya Nagar, Main Market, New Delhi 110017 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10 (i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its officers, We hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31stMarch**,** 2021 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs and any other Statutory Authority/ies.

Sr. No.	Name of Director	DIN	Date of appointment/re-appointment in Company
1.	Mr. Suresh Bohra	00093343	23/02/2007
2.	Mr. Nirbhaya Kishore Mishra	00302769	26/08/2017
3.	Mr. Pushpendra Surana	01179041	18/09/2014
4.	Ms. Babita Bohra	01149417	24/02/2015
6.	Mr. Narsimha Kavadi	08145297	29/05/2019
7.	Mrs. Seema Sarna (Appointed w.e.f 04.09.2020)	08827973	04/09/2020

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate 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.

For MZ & Associates
Company Secretaries

CS Mohd Zafar
Partner
Membership No: FCS 9184
CP: 13875

Place: New Delhi
Date: 01/12/2021

CERTIFICATE REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

To,
The Members
Blueblood Ventures Limited
P-27, Malviya Nagar,
Main Market, New Delhi Dl 110017 India

We have examined the compliance of conditions of Corporate Governance by Blueblood Ventures Limited, for the year ended on March 31, 2021, as stipulated in Regulations 17-27 and clause (b) to (i) of Regulation 46 (2) and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015, as amended,('Listing Regulations') pursuant to the Listing Agreement of the Company with Stock exchange(s).

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulations 17-27 and clause (b) to (i) of Regulation 46 (2) and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015 pursuant to the Listing Agreement of the said Company with stock exchange(s) other than the qualification raised in the Secretarial Audit report by the Secretarial Auditor of the Company.

For MZ & Associates
Company Secretaries

CS Mohd Zafar
Partner
M. No: FCS9184
CP: 13875

Place: New Delhi
Date: 01/12/2021

Independent Auditor's Report

To the Members of Blueblood Ventures Limited

Report on the Audit of Financial Statements

Opinion

We have audited the financial statements of **Blueblood Ventures Limited** ("the Company"), which comprise the balance sheet as at 31st March 2021, and the statement of Profit and Loss, and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, and loss, and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matters

IV. The novel corona virus (COVID-19) pandemic continues to spread across the globe including India. With substantial increase in COVID-19 cases across different parts of the country, governments have introduced a variety of measures to contain the spread of the virus, including, lockdowns, and restrictions on movement of people and goods across different geographies**.** In assessing the recoverability of assets such as Non Current Investments, long term loan & advances, inventories, trade receivables and other assets based on current indicators of future economic conditions, the management expects to recover the carrying amounts of its assets. The impact of the global health pandemic COVID-19, may be different from the presently estimated and would be recognized in the financial statements when material changes to economic conditions arise. (Refer note no 34 of the financial statements)

V. Pending confirmations / statement of accounts / follow up documents of debit balances of advances Rs 11,98,05,018/- has been considered good, as the management is hopeful of recovery of the same. (Refer note no 35 of the financial statements)

VI. Zero Optional convertible debentures under Non-Current investments Rs 69,97,00,000/- as at 31st March 2021 (6997 number ZOCDS @ Rs 1 lacs each) out of which 6750 number of ZOCDs are in Demat Account and balance 247 number of ZOCDS is wrongly transferred to one party, for which Management is under process to get back in Demat account. (Refer note no 36 of the financial statements)

Our conclusion is not modified in respect of the above matters.

Key Audit Matter

Key audit matter is those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in our opinion there is no any such matter to be reported by us..

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, but does not include the financial statements and our auditor's report thereon. The above-referred information is expected to be made available to us after the date of this audit report.

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

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

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

Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation 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. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the

accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on Other Legal and Regulatory Requirements

1 As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure-A, a statement on the matters specified in the paragraph 3 and 4 of the order.

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

a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

c. The Balance Sheet, the Statement of Profit and Loss and the Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account.

d. In our opinion, the aforesaid financial statements comply with the accounting standard specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

e. On the basis of the written representations received from the directors as on March 31, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.

f. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to financial statements.

g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Sec 197(16) of the Act, as amended: Company has neither paid nor provided any directors remuneration during the year.

h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

I. As per information and explanation given to us, the Company does not have any pending litigation which would impact on its financial position in its financial statements.

II. The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses, and

III. There were no amount which were required to be transferred to the Investor Education and Protection Fund by the Company.

For R Gopal & Associates
Chartered Accountants
Firm Registration No.: 000846C

Vikash Aggarwal
Partner
Membership No.: 519574
UDIN: 21519574AAAAED1869

Date : 28.06.2021
Place : New Delhi

Annexure A to the Independent Auditors' Report

The Annexure referred to in Independent Auditors' Report to the members of the Company on the financial statements for the year ended 31st March 2021, we report that:

(i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets

(b) The fixed assets have been physically verified by the management during the year as explained no material discrepancies have been noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company does not hold any immoveable properties hence clause i (c) is not applicable to the company.

(ii) The securities held as inventory have been verified from the statements of holding from the depository participants by the management during the year / at the year end. In our opinion, the frequency of verification is reasonable. There are no material discrepancies noticed between the books records and the statements of holding provided by the depository participants. The Company does not hold any inventory in physical form.

(iii) The Company has granted interest free unsecured loans to its one body corporate of Rs 1,02,64,995/- covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act').

In the case of loan granted to the body corporate listed in the register maintained under section 189 of the Act, are interest free. The terms of arrangement do not stipulate any repayment schedule and the loans are payable at demand. Accordingly, paragraph 3(iii) (c) of the order is not applicable to the companies in respect of repayment of the principal amount.

(iv) In our opinion and according to the information and explanations given to us, the Company has neither given any loans u/s 185 of the companies Act 2013 to its directors and nor has given any loans and guarantee or provided any security in connection with a loan by a company to any person or other body corporate and acquiring securities of any other body corporate by the company.

(v) The Company has not accepted any deposits from the public within the meaning of sections 73 to 76 of the Act, 2013 and rules framed there under.

(vi) The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the Company.

a) According to the information and explanations given to us, Company has generally been regular in depositing undisputed statutory dues including income-tax, goods and service tax, cess and other material statutory dues applicable to it with the appropriate authorities. PF and ESI not applicable to the company.

According to the information and explanations given to us, no undisputed amounts payable in respect of income-tax, goods and service tax, cess and other material statutory dues were in arrears as at 31 March 2021 for a period of more than six months from the date they became payable except following: -

Name of the Statute	**Nature of Dues**	**Amount (Rs)**	**Period to which the amount relates**
Income Tax Act	TDS	35,09,827	F.Y 2016-17
Income Tax Act	TDS	34,01,610	F.Y 2017-18
Service Tax Act#	Service Tax	2,704,715	F.Y 2017-18
Income Tax Act	Income Tax	8,21,169	-

b) According to the information and explanations given to us, there are no material dues of Income tax, goods and service tax and cess which have not been deposited with the appropriate authorities on account of any dispute.

(viii) According to the records of the Company examined by us and the information and explanation given to us, the Company has not defaulted in repayments of dues to any bank. The Company does not have any loan and borrowings from and financial institution, government or dues to debenture holder during the year.

(ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loan during the year. Accordingly, paragraph 3 (ix) of the order is not applicable.

(x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.

(xi) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has neither paid nor provided for managerial remuneration during the year.

(xii) 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.

(xiii) According to the information and explanations given to us and based on our examination of the

records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.

(xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.

(xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

For R Gopal & Associates
Chartered Accountants
Firm Registration No.: 000846C

Vikash Aggarwal
Partner
Membership No.: 519574
UDIN: 21519574AAAAED1869

Date : 28.06.2021
Place : New Delhi

Annexure - B to the Auditors' Report

Report on the Internal financial controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of **Blueblood Ventures Limited** ("the Company") as of 31st March 2021 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. 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 the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing as specified under section 143(10) of the Act, 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 with reference to financial statements was established and maintained and if such controls operated effectively in all material respects. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's 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 with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

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 authorizations of management and directors of the company; and
3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at 31st March, 2021, 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 needs to be strengthened.

For R Gopal & Associates
Chartered Accountants
Firm Registration No.: 000846C

Vikash Aggarwal
Partner
Membership No.: 519574
UDIN: **20519574AAAADU8693**

Date : 28.06.2021
Place : New Delhi

Blueblood Ventures Limited				
C.I.N.: L70102DL2007PLC159680				
Balance Sheet as on 31st March, 2021				**Rs (in INR)**
Particulars	Note No.	**As at 31 March, 2021**		**As at 31 March, 2020**
EQUITY AND LIABILITIES		Rs.		Rs.
Shareholders' funds				
(a) Share capital	2	30,010,800		30,010,800
(b) Reserves and surplus	3	(2,065,428)		4,562,143
Non Current Liabilities				
(a) Long-term borrowings	4	940,000,000		940,000,000
Current liabilities				
(a) Trade payables	5	711,916		6,094,832
(b) Other current liabilities	6	10,645,772		11,074,565
Total		**979,303,060**		**991,742,340**
ASSETS				
Non Current Assets				
(a) Property, plant and equipments				
(i) Tangible assets	8	115,921		181,255
(b) Non-current investments	9	702,700,000		727,700,000
(c) Deferred tax assets (net)	10			
(d) Long term loans and advances	11	119,805,018		103,323,595
(e) Other non-current assets	12	127,071,248		130,774,248
Current Assets				
(a) Inventories	13	3,777,568		3,693,081
(b) Trade receivables	14	17,935,995		17,759,245
(c) Cash and cash equivalents	15	71,047		497,524
(d) Short-term loans and advances	16	23,262		10,392
(e) Other Current Asset	17	7,803,000		7,803,000
Total		**979,303,060**		**991,742,340**

For **R Gopal & Associates**
Chartered Accountants
Firm Regn. No. 00846C

Vikash Aggarwal
Partner
Membership No. 519574

Date : 28.06.2021
Place : New Delhi

For on behalf of the Board of Directors
Blueblood Ventures Limited

Suresh Bohra
Managing Director & CFO
Din:00093343

Narsimha Kavadi
Director
DIN.- 08145297

Blueblood Ventures Limited
C.I.N.: L70102DL2007PLC159680
Statement of Profit and loss for the year ended 31st March, 2021

Particulars	Note No.	For the year ended 31st March,2021		For the year ended 31st March, 2020
				Rs.(in inr)
Income Revenue from operations	18	4, 642,845		19,969,251
Other income	19	780		1,606,871
Total revenue		**4,643,625**		**21,576,069**
Expenses Purchases of stock-in-trade	20	2,228,200		22,273,274
Changes in inventories	21	(84,487)		3,386,267
Employee benefits expense	22	634,700		1,900,148
Finance costs	23	21,692		180,105
Depreciation and amortization expense	24	65,334		119,232
Discount on Issue of Debenture		7,803,000		15,607,249
Other expenses	25	602,757		4,935,002
Total expenses		**11,271,196**		**48,401,277**
Loss before tax		**(6,627,571)**		**(28,468,234)**
Tax expense: (a) Current tax expense for current year				
(b) Deferred tax				138,853
(c) Taxes for Earlier Years				1,504,173
Loss for the year		**(6,627,571)**		**(28,468,234)**
Loss per share (of Rs. 10/- each): Basic & Diluted EPS	26	-2.21		-9.49

For **R Gopal & Associates**
Chartered Accountants
Firm Regn. No. 00846C

Vikash Aggarwal
Partner
Membership No. 519574

Date : 28.06.2021
Place : New Delhi

For on behalf of the Board of Directors
Blueblood Ventures Limited

Suresh Bohra	Narsimha Kavadi
Managing Director & CFO	Director
Din:00093343	DIN.- 08145297

Blueblood Ventures Limited
C.I.N.:L70102DL2007PLC159680
Cash Flow Statement For The Year Ended 31 March, 2021 (Rs in inr)

	Particulars	For the Year ended 31st March, 2021	For the Year ended 31st March, 2020
A.	**CASH FLOW FROM OPERATING ACTIVITIES**		
I.	Net Profit from P & L A/c	(6, 627,571)	(26,825,208)
	Adjustment for: a) Depreciation / Amortisation of fixed assets	65,334	119,232
	b) Finance cost	21,692	180,805
	c) Adjustment on account of demerger		
	d) Interest received	-	(804,999)
	e) Discount on issue of debenture	7,803,000	15,607,249
	f) Dividend received	(780)	(99,913)
	g) Provision for doubtful advances and investments		3,400,000
	Operating Profit before working capital changes	1,261,674	(8, 423,535)
II.	**Increase / Decrease in Working Capital**		
	a) Decrease / (Increase) in current assets and Loans and advances	(4,374,107)	(51,072,785)
	b) (Decrease) / Increase in Liabilities	(5,811,709)	(1,912,602)
	Cash Generated from operations	(8,924,143)	(57,583,717)
	Income tax paid	-	(1,514,565)
	NET CASH FROM OPERATING ACTIVITIES	**(8,924,143)**	**(59,098,282)**
B.	**CASH FLOW FROM INVESTING ACTIVITIES**		
	a) Interest received		804,999
	b) Dividend received	780	99,913
	c) Sale/(Purchase) of Investment	25,000,000	86,900,000
	d) Long term loan and advances	(16,481,423)	(26,207,832)
	NET CASH FROM INVESTING ACTIVITIES	**8,519,357**	**61,597,080**
C.	**CASH FLOW FROM FINANCING ACTIVITIES**		
	a) Proceeds from long term borrowings		(1903,458)
	b) Finance cost	(21,692)	(180,105)
	NET CASH FROM FINANCING ACTIVITIES	**(21,692)**	**(2,083,563)**
	Total (A+B+C)	**(426,477)**	**(415,235)**
	a) Cash and Cash Equivalents at the beginning of the year	497,524	82,289
	b) Cash and Cash Equivalents at the end of the year	71,047	497,524
	Net increase / (decrease) in cash and cash equivalents (b-a)	**(426,476)**	**415,235**
	Cash & Cash equivalent consists of:		
	Cash on hand	67,899	434,299
	Balances with scheduled banks	3,149	63,225
	Total	**71,047**	**497,524**

For **R Gopal & Associates**
Chartered Accountants, Firm Regn. No. 00846C

For on behalf of the Board of Directors
Blueblood Ventures Limited

Vikash Aggarwal
Partner
Membership No. 519574
Date: 28.06.2021

Suresh Bohra
Managing Director & CFO
Din:00093343

Narsimha Kavadi
Director
DIN.- 08145297

Note No. 1 Significant Accounting Policies

1.1 Basis of Preparation of Financial Statements

The Financial Statement of the Blueblood Ventures Limited ("the Company") have been prepared to comply in all material aspects with the accounting standards notified by the companies (Accounting Standard) Rules, read with rule 7 to the companies (Accounts) Rules, 2014 in respect of section 133 to the Companies Act, 2013. The Financial statements are prepared under the historical cost convention, on an accural basis of accounting. The accounting policies applied are consistent with those used in previous year.

1.2. Accounting Estimates

The preparation of the financial statements in conformity with generally accepted accounting principles, requires the management to make estimates and assumption that affect the reported acmounts of assets and liabilities and disclosure of contigent liabilities as at the date of financial statements and the result of operation during the reported period. Although these estimates are based upon the management's best knowledge of current events and actions, actual results could differ from these estimates which are recognised in the period in which they are determined.

1.3 Use of Estimates

The presentation of Financial Statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of financial statements and the reported amount of revenue and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which results are known / materialized.

1.4 Property, Plant & Equipment (PPE)

Property, Plant & Equipment (PPE) are stated at cost of acquisition including attributable interest and finance cost till date of acquisition/installation of the asset and improvement thereon less accumulated depreciation and impairment loss thereon.

1.5 Depreciation

The company depreciates property, plant and equipment over their estimated useful lives on written down value method. The estimated useful lives of assets are as follows:

Computer equipment	3-6	years
Office equipment	5	years
Furniture and fixtures	10	years
Vehicles	8-10	years

1.6 Impairment

The carrying amount of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal or external factors. An Impairment loss is recognised in the statement of profit and loss whenever the carrying amount of an asset or cash generating unit exceed its recoverable value. The Recoverable amount of the asset (or where applicable, that of the cash generating unit to which the asset belongs) is estimated as the higher of its Net selling price and its value in use. A previously recognised impairment loss is increased or reversed depending on changes in circumstances. However the carrying value after reversal is not increased beyond the carrying value that would have prevailed by charging usual depreciation if there was no impairment.

1.7 Investment

Current investment are carried at lower of cost . Non Current Investment are stated at cost. Provision for diminution in the value of Non Current investments is made only if such a decline is other than temporary.

1.8 Inventories

Shares or Securities

a. Inventories of shares are valued at market value and of commodities are valued at lower of cost or market value.
b. Closing stock of share includes stock kept as margin/securities with Stock broker.

1.9 Borrowing costs

Borrowing costs that are attributable to the acquisition and/or construction of qualifying assets are capitalised as part of the cost of such assets, in accordance with noticed Accounting Standard 16 "Borrowing Costs". A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use. Capitalisation of borrowing costs is suspended in the period during which the active development is delayed due to, other than temporary, interruption. All other borrowing costs are charged to the statement of profit and loss as incurred.
Discount on issue of Zero coupon debenture is amortized over the tenure of debentures.

1.10 Taxation

Tax expense for the year comprises current income tax and deferred tax. Current income tax is determined in respect of taxable income with deferred tax being determined as the tax effect of timing differences representing the difference between taxable income and accounting income that originate in one period, and are capable of reversal in one or more subsequent period(s). Such deferred tax is quantified using rates and laws enacted or substantively enacted as at the end of the financial year.

1.11 Revenue Recognition

a. Revenue on account of trading in securities is recognised on the basis of each trade executed at the stock exchange during the financial year.

b. In respect of non delivery based transaction such as derivative , Future / option the profit or loss is accounted for or on marked to market basis on the closure of each trading day on daily basis.
c. Dividend from investment is accounted for as income when the right to receive dividend is estabilished.

d. Interest income is accounted on accrual basis.

d. All other revenue is recognised on accrual basis.

e) Revenue excludes GST.

f) Interest on statutory dues is provided on demand/payment basis.

1.11 Provision, Contingent Liabilities and Contingent Assets

a. Provision involving substantial degree of estimation in measurement are recognised when there is present obligation as result of past event and it is probable that there will be an outflow of resources.

b. Contingent liabilities are not recognised but are disclosed in the notes to financial statements and notes thereto. Contingent assets are neither recognised nor disclosed in the financial statement.

1**.12 Earnings Per Share**

Basic earning per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity share that have changed the number of equity shares outstanding, without a corresponding change in resources.

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

1.13 Current and Non Current Classification

All asssets and liabilities are classified into current and non current.

An asset is classified as current when it is expected to be realised in, or is intended for sale within 12 months or it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for atleast 12 months after the reporting date.

A liability is classified as current when it is expected to be settled within 12 months or the Company does not have an unconditional right to defer settlement of the liability for atleast 12 months after the reporting date.

1.14 Cash flow statement

Cash flow are reported using indirect method, whereby net profit/(loss) before tax is adjusted for the effects of transactions of a non- cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flow from regular revenue generating, investing and financing activities of the company are segregated.

1.15 Cash & Cash Equivalents

Cash comprise cash on hand and demand deposit with banks. Cash equivalent are short term balances ,highly liquid investments that are redily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

1.15 Employee benefits

Short-term employee benefits

All employee benefits payable/available 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.

1.16 Other Accounting Policies

Accounting policies are referred to otherwise are consistent with generally accepted accounting principles.

2	**SHARE CAPITAL**				**Amount in INR**
	Particulars		**As at 31st March, 2021**		**As at 31st March, 2020**
	(a) Authorized Share Capital				

31,00,000 Equity shares of Rs.10/- each		31,000,000		31,000,000
(Previous Year 31,00,000 Equity shares)				
		31,000,000		31,000,000
(b) Issued, Subscribed & Paid up Share Capital				
30,01,080 Equity shares of Rs.10/- each		30,010,800		30,010,800
(Previous Year 30,01,080 Equity shares)				
Total		**30,010,800**		**30,010,800**

2.1 The Reconciliation of number of share outstanding is set out below

Particulars	**Opening Balance**	**Fresh issue**	**Bonus Issue**	**Closing Balance**
Year ended 31st March, 2021				
- Number of shares	3,001,080	-	-	3,001,080
- Amount (Rs.)	30,010,800	-	-	30,010,800
Year ended 31st March, 2020				
- Number of shares	3,001,080	-	-	3,001,080
- Amount (Rs.)	30,010,800	-	-	30,010,800

2.2 **Terms/rights attached to Equity Shares holders**

The company has only one class of equity shares having par value of `10 per share. In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive 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.

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

Class of shares / Name of shareholder	**As at 31 March, 2021**		**As at 31 March, 2020**	
	Number of shares held	**% holding in that class of shares**	**Number of shares held**	**% holding in that class of shares**
Equity shares with voting rights				

Suresh Bohra	607,770	20.25%	607,770	20.25%
Dandy Developers Pvt. Ltd.	150,900	5.03%	150,900	5.03%
Babson's HUF	195,000	6.50%	195,000	6.50%
SJM Investments (Delhi) Pvt. Ltd.	309,000	10.30%	309,000	10.30%
Religare Finvest Limited	216,000	7.20%	216,000	7.20%
Arch Finance Limited	192,000	6.40%	192,000	6.40%

Amount in INR

Note No.	Particulars	As at 31st March, 2021	As at 31st March, 2020
3	**RESERVE & SURPLUS**		
3.1	Securities Premium Account		
	Opening Balance	27,070,362	27,070,362
		27,070,362	**27,070,362**
3.2	Surplus		
	Opening Balance	(22,508,219)	5,960,015
	Add: (loss) for the year	(6,627,571)	(28,468,234)
		(29,135,790)	**(22,508,219)**
	Total	**(2,065,428)**	**4,562,143**
4	**LONG TERM BORROWINGS**		
	Debentures		
	0% redeemable optionally convertible debentures* 9400 Nos. of Zero Coupon Optionally Convertible Debentures of Rs.1,00,000 each (P.Y. 9400 Nos. of Zero Coupons Optionally Convertible Debentures of Rs.1,00,000 each)	940,000,000	940,000,000
	Total	**940,000,000**	**940,000,000**

* Subject to confirmation

5	**TRADE PAYABLE**		
	MSME	-	-
	Other	711,916	6,094,832
	Total	**711,916**	**6,094,832**
6	**OTHER CURRENT LIABILITIES**		
	Current Maturities of Long Term Debt	-	356,903
	Other payable		
	- Taxes Payable	10,429,822	10,417,662
	- Employee benefits payable	184,700	300,000
	- Advance from Customers	31,250	-
	Total	**10,645,772**	**11,074,565**
9	**NON CURRENT INVESTMENT**		
	Investment in unquoted Shares	1,700,000	1,700,000
	Less: Provision for diminution in value of investment	1,700,000	1,700,000
		-	-
	Investment in other	3,000,000	3,000,000
	Investment in unquoted Zero coupon Debentures	699,700,000	724,700,000
		702,700,000	**727,700,000**
10	**DEFERRED TAX ASSET**		
	Opening Balance of DTA/(DTL)	-	138,853
	Add: Tax effect of items constituting deferred tax assets		
	On difference between book balance and tax balance of fixed assets	-	-
	Reversal of DTA	-	- 138,853
	Total	**-**	**-**

11	**LONG TERM LOAN AND ADVANCES**		
	Unsecured, considered good*	121,505,018	105,023,595
	Less: Provision for doubtful debt	1,700,000	1,700,000
	Total	**119,805,018**	**103,323,595**
	*subject to confirmations		
12	**OTHER NON-CURRENT ASSETS**		
	Discount on issue of Debentures	85,840,498	101,447,747
	Less; W/off during the year	7,803,000	15,607,249
		78,037,498	**85,840,498**
	Receivable against sale of debentures*	49,033,750	44,933,750
	Total	**127,071,248**	**130,774,248**
	*subject to confirmation		
13	**INVENTORIES**		
	Stock In Trade		
	- Shares & Securities	3,777,568	3,693,081
	Total	**3,777,568**	**3,693,081**
14	**TRADE RECEIVABLES**		
	Exceeding Six Month from the due date	-	-
	Others *	17,935,995	17,759,245
	Total	**17,935,995**	**17,759,245**
	*subject to confirmation		
15	**CASH AND CASH EQUIVALENTS**		
	Cash in Hand	67,899	434,299
	Balances with Bank	3,149	63,225
	Total	**71,047**	**497,524**
16	**SHORT TERM LOANS AND ADVANCES**		
	Balance with Government Authorities	23,262	10,392
	Total	**23,262**	**10,392**

17	**OTHER CURRENT ASSETS**		
	Discount on issue of Debentures	7,803,000	7,803,000
	Total	**7,803,000**	**7,803,000**

Amount in INR

Note 8. Property, Plant and Equipment

Particulars	**Computers**	**Furniture**	**Office Equipment**	**Motor Car**	**Total**
Opening WDV as on 01.04.2020	293,039	84,713	214,100	1,521,000	2,112,852
Additions	-	-	-	-	-
Adjustments During the Year	-	-	-	-	-
Deductions/Retirement during the year	-	-	-	-	-
As at 31st March 2021	**293,039**	**84,713**	**214,100**	**1,521,000**	**2,112,852**
Depreciation & Amortisation					
As at April 1.2020	273,808	76,994	182,460	1,398,337	1,931,598
For the year	4,580	2,409	13,695	44,651	65,334
Deductions/Adjustments during the year	-	-	-	-	-
As at 31st March 2021	**278,388**	**79,403**	**196,155**	**1,442,988**	**1,996,932**
Net Book Value					
As at 31st March 2021	**14,651**	**5,310**	**17,945**	**78,012**	**115,921**
As at 31st March 2020	**19,231**	**7,719**	**31,640**	**122,663**	**181,255**

Amount in INR

Note No.	Particulars	For the year ended 31st March , 2021	For the year ended 31st March , 2020
18	**REVENUE FROM OPERATION**		
18.1	**Sale of Products**		
	Sale of Shares, Securities & Commodities	3,513,447	21,958,924
18.2	**Income From Services**		
	Management Or Business Consultancy	312,500	-
18.3	**Other Operating Revenue**		
	Gain/(loss) from Future and Option Trading	91,898	-1,989,672
	Portfolio Buy Back	725,000	-
	Total	**4,642,845**	**19,969,251**
19	**OTHER INCOME**		
	Dividend Received	780	99,913
	Interest Income	-	804,999
	Sundry Balances w/off	-	701,905
	Total	**780**	**1,606,817**
20	**PURCHASE OF STOCK IN TRADE**		
	Shares & Securities	2,228,200	22,273,274
		2,228,200	**22,273,274**

21	**CHANGE IN INVENTORIES OF STOCK IN TRADE**		
	Inventories at the end of the year		
	Stock in Trade	3,777,568	3,693,081
	Inventories at the beginning of the year		
	Stock in Trade	3,693,081	7,079,348
		(84,487)	**3,386,267**

22	**EMPLOYEE BENEFIT PAYABLE**		
	Salaries and Wages	634,700	1,832,365
	Staff Welfare	-	67,783
	Total	**634,700**	**1,900,148**

23	**FINANCE COST**		
	Interest Expense	21,102	180,105
	Interest on TDS	590	-
	Total	**21,692**	**180,105**
24	**DEPRECATION AND AMORTISATION**		
	Depreciation of tangible assets	65,334	119,232
	Total	**65,334**	**119,232**
25	**OTHER EXPENSES**		
	Payment to Auditors	100,000	100,000
	Business Promotion	28,335	586,499
	Insurance	-	3,592
	Share trading expenses	316,558	16,838
	Legal & Professional Charges	86,450	53,700
	Travelling and conveyance	42,685	227,547
	Membership and subscription	-	25,000
	Fees & Taxes	-	68,184
	Penalties	-	82,600
	Donation	-	50,000
	Bad debts	-	300,000
	Provision for doubtful debts	-	1,700,000
	Provision for Investment	-	1,700,000

	Miscellaneous Expenses	28,729	21,041
	Total	**602,757**	**4,935,002**
26	**EARNINGS PER SHARE**		
	Net Profit Attributable to Equity Shareholders	- 6,627,571	- 28,468,234
	Weighted average of shares	3,001,080	3,001,080
	Earning per share-Basic and Diluted	**- 2.21**	**- 9.49**

Blueblood Ventures Limited

C.I.N.: L70102DL2007PLC159680

NOTICE

Notice is hereby given to all the members of the Blueblood Ventures Limited that the 14th Annual General Meeting of **the Company** will be held on Thursday, the 30th day of December, 2021 at 10:30 A.M. at M-55, M Block Market, Top Floor, Greater Kailash-2 New Delhi- 110048 to transact the following business:

Ordinary Business:

ITEM NO 1: ADOPTION OF ACCOUNTS

To receive, consider and adopt the Standalone Audited Financial Statements of the Company for the financial year ended 31st March, 2021, the reports of the Board of Directors and Auditors thereon; and

ITEM NO 2: RE-APPOINTMENT OF MR. PUSHPENDRA SURANA

To appoint a Director in place of Mr. Pushpendra Surana (DIN:01179041), who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment and in this regard, pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT, pursuant to the provisions of the Section 152 of the Companies Act, 2013, Mr. Pushpendra Surana (DIN:01179041), who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

ITEM NO 3: APPOINTMENT OF STATUTORY AUDITOR IN CASUAL VACANY

"RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, as may be applicable and pursuant to the recommendations of the Audit Committee, M/s. KRA & Associates, Chartered Accountants (Firm Registration No. 029352N), be appointed as the statutory auditors of the Company, in place of casual vacancy caused due to resignation of M/s R Gopal & Associates, Chartered Accountants (Firm Registration No. 000846C), to hold office from the conclusion of this 14th AGM until the conclusion of the 15th AGM, at such remuneration and out of pocket expenses, as may be decided by the Board of Directors of the Company."

ITEM NO: 4 RE-APPOINTMENT OF STATUTORY AUDITORS

"RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, as may be applicable and pursuant to the recommendations of the Audit Committee, M/s. KRA & Associates, Chartered Accountants (Firm Registration No. 029352N), be appointed as the statutory auditors of the Company, for a term of 5 years, to hold office from the conclusion of 16th AGM until the conclusion of the 21st AGM, at such remuneration and out of pocket expenses, as may be decided by the Board of Directors of the Company."

Registered Office:

101,P-27, MALVIYA NAGAR,
MAIN MARKET NEW DELHI-110017
Email: info@blueblоodventure.com
Website: www.blueblоodventure.com

Date: - 06TH Dec, 2021
Place: - New Delhi

By order of the Board of Directors

For **Blueblood Ventures Limited**

SD/-
Suresh Bohra
Managing Director

NOTES:

1. The Explanatory Statement, for item nos. 2, pursuant to Section 102 of the Companies Act, 2013, is annexed hereto and forms part of this notice. The relevant details as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, of persons seeking appointment / re-appointment as Directors under Item No. 2 Item No. 3 of the Notice, are also annexed.

2. A Member of the company entitled to attend and vote at the annual general meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself/herself and the proxy need not be a member of the company. A blank form of the proxy is enclosed. The instrument appointing the proxy should, however, be deposited at the registered office of the company duly completed not later 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 per cent of the total share capital of the company carrying voting rights. a member holding more than ten per cent 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 intending to send their authorized representatives to attend the Meeting are requested to send a certified true copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the Meeting.

4. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, the 24th day of December, 2021 to Friday, 31st December, 2021 (both days inclusive).

5. Members are requested:

i) to kindly notify the change of address, if any, to the Company/their Depository Participant.

ii) to bring their attendance slip along with their copy of the Annual Report in the Meeting.

ii) to deposit the duly completed attendance slip at the Meeting.

iii) Members may use the facility of Nomination. A Nomination Form will be supplied to them on request.

6. Relevant documents referred to in the accompanying Notice and Statement are open for inspection by the members at the Registered Office of the Company on all working days except Saturdays during business hours up to the date of the Annual General Meeting.

7. 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 AGM.

8. The Register of Contracts or Arrangement in which Directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the AGM.

9. The copies of the Annual Reports will not be distributed at the Annual General Meeting (AGM). Members are requested to bring their copies to the meeting.

10. Shareholders are requested to intimate the change in their address, if any, quoting the folio number to the Company. Members are requested to register their e-mail address and changes therein with the Depositories/ Registrar and Share Transfer Agent.
11. Corporate Members are requested to send a duly certified copy of the board resolution authorizing their representative to attend and vote at the Annual General Meeting.
12. As a part of 'Green Initiative in Corporate Governance,' Ministry of Corporate Affairs (MCA) is allowing companies to send various documents to their shareholders electronically. Hence the Company will be sending all documents such as the Notice calling the Annual General Meeting, Corporate Governance Report, Directors' Report, Audited Financial Statements, Auditors' Report, etc. and other communication to the members in electronic form at the email address provided by the members.
13. The route map of the venue of the meeting is given in the Notice.

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ("the Act")

ITEM NO 2.

Director, Mr. Pushpendra Surana (DIN: 01179041), retires by rotation, and being eligible, seeks re-appointment. Kindly refer the report on Corporate Governance for information in respect of appointment of Mr. Pushpendra Surana, pursuant to the Secretarial Standard on General Meetings.

Your Directors recommend the resolution for approval of members. Except Mr. Pushpendra Surana to the extent of his shareholding, if any, in the Company, none of the Directors and Key Managerial Personnel of the Company or their relatives is concerned or interested in the proposed item no. 2.

Item No. 3

M/s R Gopal & Associates, Chartered Accountants (Firm Registration No. 000846C), have tendered their resignation from the position of Statutory Auditors dated 09th November,2021 due to pre-occupation in other assignments, resulting into a casual vacancy in the office of Statutory Auditors of the company as envisaged by section 139(8) of the Companies Act, 2013 ("Act"). Casual vacancy caused by the resignation of auditors can only be filled up by the Company in general meeting. The Company at its Board meeting held on 13th November, 2021 proposed that appointment of M/s. KRA & Associates, Chartered Accountants (Firm Registration No. 029352N), to be appointed as the Statutory Auditors of the Company for the period of one year i.e. 2021-22 and they shall conduct the statutory Audit for the year ended 31st March, 2022 on such remuneration as may be fixed by the Board of Directors in consultation with them."

KRA & Associates, Chartered Accountants (Firm Registration No. 029352N) have conveyed their consent to be appointed as the Statutory Auditors of the Company for a period of one year along with a confirmation that, their appointment, if made by the members, would be within the limits prescribed under the Companies Act, 2013.

Accordingly, Ordinary Resolution is submitted to the meeting for the consideration and approval of members.

None of the Directors, Key Managerial Persons or their relatives, in any way, concerned or interested in the said resolution.

Registered Office:

101, P-27, MALVIYA NAGAR,
MAIN MARKET NEW DELHI-110017
Email: info@blueblоodventure.com
Website: www.blueblоodventure.com

Date: - 06th December, 2021
Place: - New Delhi

By order of the Board of Directors

For **Blueblood Ventures Limited**

SD/-
Suresh Bohra
Managing Director

Blueblood Ventures Limited

C.I.N.: L70102DL2007PLC159680

ATTENDANCE SLIP

Please fill Attendance Slip and hand it over at the entrance of the venue.

DP-Id*		Folio No.	
Client-Id*		No. of shares	

Name and address of the Shareholder

_____

_____

Name and address of the Proxy holder

_____

_____

I/We hereby record my/our presence at the 14TH Annual General Meeting of the Company held on, Thursday the 30TH day of December, 2021 at 10:30 A. M. at the Corporate Office of the company at M-55 M Block Market, Top Floor, Greater Kailash-2, New Delhi-110048

_____

Signature of Shareholder

_____

Signature of Proxyholder

*Applicable for investors holding shares in electronic form.

Blueblood Ventures Limited

C.I.N.: L70102DL2007PLC159680

PROXY FORM

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

Name of the Member's:

Registered Address:

Email-Id:

Folio No.:

DP-ID/Client-ID*:

*Applicable for shareholders holding shares in electronic form.

I/We, being the member(s) holding _____ shares of Blueblood Ventures Limited, of Re. 10/- each hereby appoint

(1)Name:_____of_____
_____having e-mail id_____or failing him

(2)Name:_____of_____
_____having e-mail id_____or failing him

(3)Name:_____of_____
_____having e-mail id_____or failing him

and whose signature(s) are appended in Proxy Form as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 14TH Annual General Meeting of the Company, to be held on, Thursday the 30TH day of December, 2021 at 10:30 A. M. at M-55 M Block Market, Top Floor, Greater Kailash-2, New Delhi-110048 and at any adjournment thereof in respect of such resolutions as are indicated over leaf :

I wish my above Proxy to vote in the manner as indicated in the Box below:

S.No.	Resolutions	For	Against
1.	Consider and adopt the Standalone Audited Financial Statements of the Company for the financial year ended 31st March, 2021, the reports of the Board of Directors and Auditors thereon; and		
2.	Re Appointment of Mr. Pushpendra Surana		

3.	Appointment of Statutory Auditor in case of Casual Vacancy		
4.	Appointment of Statutory Auditors		

Signed this……day of……..2021

_____

Signature of Shareholder

_____ _____ _____

Signature of first Proxy holder Signature of second Proxy holder Signature of third Proxy holder

Notes:

1. This form of Proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.

2. A Proxy need not be a member of the Company.

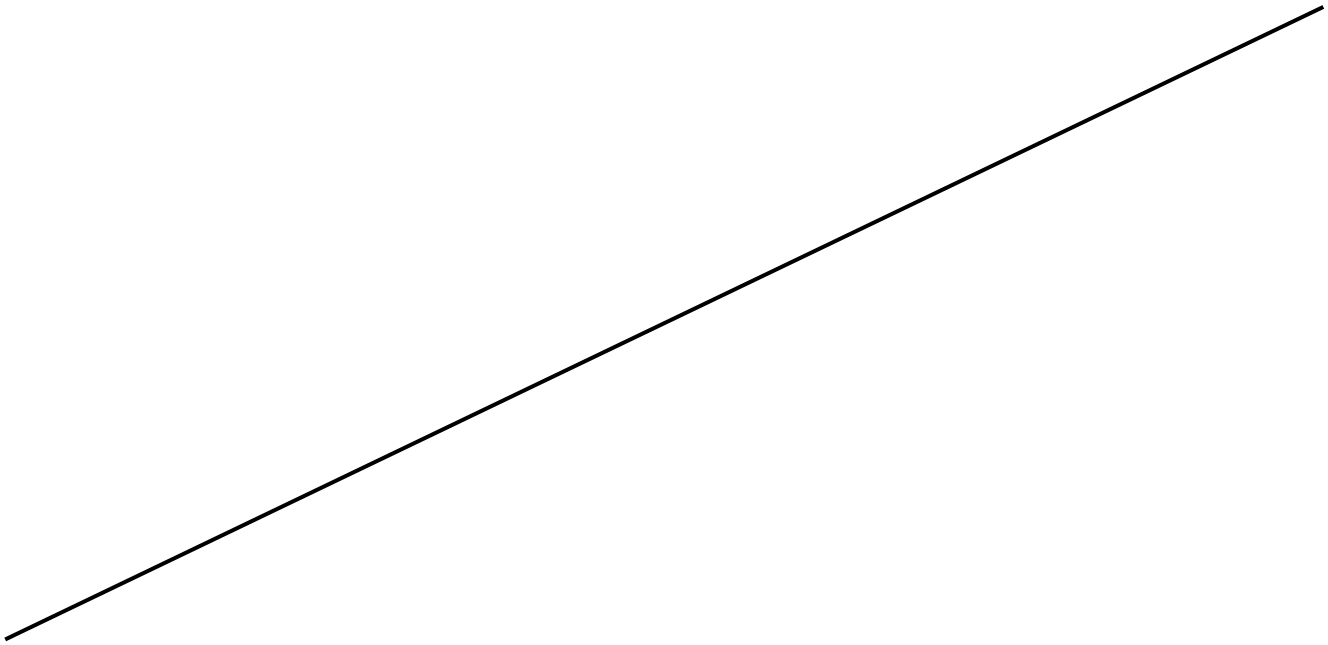
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

*4. This is only optional. Please put a 'X' in the appropriate column against the resolution indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

5. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.

6. In the case of joint holders, the signature of any one holder will be sufficient, but names of all joint holders should be stated

INTENTIONALLY LEFT BLANK



NOTES:

MAP TO REACH VENUE FOR AGM OF BLUEBLOOD VENTURES LIMITED

