

NAVNEET (HK) LIMITED
DIRECTORS' REPORT

The director hereby present their report and the audited financial statements for the year ended 31 March 2020.

PRINCIPAL ACTIVITIES

The principal activity of the company during the year was trading of stationary.

THE STATE OF COMPANY'S AFFAIRS

The state of company's affairs at 31 March 2020 is set out in the financial statements on pages 5 to 9.

DIVIDENDS

The director does not recommend the payment of a final dividend for the financial year ended 31 March 2020.

RESERVES

The directors do not propose any transfers to reserves.

DIRECTOR

The director who held office during the period and up to the date of this report are:

POONAM MAHESH GANGWANI

SAMPAT DILIP CHATRABHUJ

Under the provisions of the company's Articles of Association, all directors retire from the board at the forthcoming annual general meeting and, being eligible, offer themselves for re-election.

AUDITOR

A resolution will be submitted to the annual general meeting to appoint the auditors, Messrs LIN KING WAI, Certified Public Accountant (Practising).

On behalf of the Board

Director
POONAM MAHESH GANGWANI
Hong Kong, 15 June 2020

INDEPENDENT AUDITOR'S REPORT
TO THE SHAREHOLDERS OF NAVNEET (HK) LIMITED
(incorporated in Hong Kong with limited liability)

Opinion

I have audited the financial statements of NAVNEET (HK) LIMITED ("the Company") set out on pages 5 to 9, which comprise the statement of financial position as at 31 March 2020, and the income statement for the year ended 31 March 2020 and notes to the financial statements, including a summary of significant accounting policies

In my opinion, the financial statements of the Company are prepared, in all material respects, in accordance with the Hong Kong Small and Medium-Sized Entity Financial Reporting Standard ("SME-FRS") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and have been properly prepared in compliance with the Hong Kong Companies Ordinance.

Basis for Opinion

I conducted my audit in accordance with Hong Kong Standards on Auditing ("HKSA") and with reference to PN 900 (Revised) Audit of Financial Statements Prepared in Accordance with the Small and Medium-Sized Entity Financial Reporting Standard issued by the HKICPA. My responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of my report. I am independent of the Company in accordance with the HKICPA's Code of Ethics for Professional Accountants ("the Code"), and I have fulfilled my other responsibilities in accordance with the Code. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

Other Information

The directors are responsible for the other information. The other information comprises the information included in the director report, but does not include the financial statements and my auditor's report thereon.

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

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

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

The directors are responsible for the preparation of the financial statements in accordance with the SME-FRS issued by the HKICPA and the Hong Kong Companies Ordinance, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are 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 the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

It is my responsibility to form an independent opinion, based on my audit, on those financial statements and to report my opinion solely to you, as a body, in accordance with Hong Kong Companies Ordinance and for no other purpose. I do not assume responsibility towards or accept liability to any other person for the contents of this report. My 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 my opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with HKSAs 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 HKSAs, I exercise professional judgment and maintain professional skepticism throughout the audit. I 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 my 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, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

LIN KING WAI

Certified Public Accountant (Practising)

練經緯 執業會計師

5/F, Gofuku Tower, 62-64 Woosung Street, Kowloon

九龍吳松街62-64號幸福商業大廈5字樓

Telephone 電話: (852) 3102 9093 Fax 傳真: (852) 8147 0093

- Conclude on the appropriateness of the directors' 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 I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

I 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 I identify during my audit.

LIN KING WAI

Certified Public Accountants (Practising)

5/F, Gofuku Tower, 62-64 Woosung Street, Kowloon

15 June 2020

NAVNEET (HK) LIMITED
 INCOME STATEMENT
 FOR THE YEAR ENDED 31 MARCH 2020

	NOTE	2020 HK\$	2019 HK\$
REVENUE	3	3,128,571	2,397,629
COST OF SALES		(2,994,313)	(2,324,261)
GROSS PROFITS		<u>134,258</u>	<u>73,367</u>
OTHER REVENUE	3	732	275
ADMINISTRATIVE EXPENSES		(163,301)	(118,209)
LOSS FROM OPERATION		<u>(28,311)</u>	<u>(44,567)</u>
FINANCE COST		(5)	(104)
LOSS BEFORE TAXATION	4	<u>(28,316)</u>	<u>(44,671)</u>
TAXATION	6	-	-
LOSS AFTER TAXATION		<u><u>(28,316)</u></u>	<u><u>(44,671)</u></u>

The accompanying Accounting Policies and Explanatory Notes form an integral part of, and should be read in conjunction with, these financial statements.

NAVNEET (HK) LIMITED
STATEMENT OF FINANCIAL POSITION
AS AT 31 MARCH 2020

	NOTE	2020 HK\$	2019 HK\$
CURRENT ASSETS			
Account receivables		748,097	-
Prepayment, deposit and other receivables		468,061	53,706
Cash and bank balances		36,177	282,230
		1,252,335	335,936
CURRENT LIABILITIES			
Accrual and other payables		861,570	16,855
Amount due to a director		100,000	-
		(961,570)	(16,855)
NET CURRENT ASSETS		290,765	319,081
SHARE CAPITAL	7	390,100	390,100
ACCUMULATED LOSSES	8	(99,335)	(71,019)
		290,765	319,081

The accompanying Accounting Policies and Explanatory Notes form an integral part of, and should be read in conjunction with, these financial statements.

The financial statements were approved by the board of directors on 15 June 2020

Director
POONAM MAHESH
GANGWANI

Director
SAMPAT DILIP
CHATRABHUJ

1 REPORTING ENTITY

NAVNEET (HK) LIMITED is a company incorporated in Hong Kong with limited liability. The company's registered office is located at Room 718, Metro Centre-II, 21 Lam Hing Street, Kowloon Bay, Kowloon. The principal activity of the company during the year was trading of stationary.

2 BASIS OF PREPARATION AND ACCOUNTING POLICIES

The company qualifies for the reporting exemption as a small private company under section 359(1)(a) of the Hong Kong Companies Ordinance (Cap. 622) and is therefore entitled to prepare and present its financial statements in accordance with the Small and Medium-sized Entity Financial Reporting Standard (SME-FRS) issued by the Hong Kong Institute of Certified Public Accountants.

These financial statements comply with the SME-FRS and have been prepared under the accrual basis of accounting and on the basis that the company is a going concern. The measurement base adopted is the historical cost convention.

The following are the specific accounting policies that are necessary for a proper understanding of the financial statements:

(a) Revenue

Revenue is recognised when it is probable that the economic benefits will flow to the company and when the revenue can be measured reliably, on the following bases:

- (i) Sales of goods are recognised when the significant risks and rewards of ownership of the goods are transferred to the customers
- (ii) Interest income is recognised on a time proportion basis taking into account the principal outstanding and the interest applicable

(b) Taxation

Income tax expense represents current tax expense. The income tax payable represents the amounts expected to be paid to the taxation authority, using the tax rates (and tax laws) that have been enacted or substantively enacted by the balance sheet date. Deferred tax is not provided.

(c) Trade and other receivables

Trade and other receivables are stated at estimated realisable value after each debt has been considered individually. Where the payment of a debt becomes doubtful a provision is made and charged to the income statement.

(d) Trade and other payables

Trade and other payables are initially recognized at fair value. Except for financial guarantee liabilities, trade and other payables are subsequently stated at amortised cost unless the effect of discounting would be immaterial, in which case they are stated at cost.

NAVNEET (HK) LIMITED
 NOTES TO THE FINANCIAL STATEMENTS
 FOR THE YEAR ENDED 31 MARCH 2020

3 REVENUE

	2020	2019
	HK\$	HK\$
An analysis of the company's revenue is as follows:		
TURNOVER – Trading of stationary	3,128,570	2,397,629
OTHER REVENUE – interest income	732	275
	<u>3,129,302</u>	<u>2,397,904</u>

4 LOSS BEFORE TAX

	2020	2019
	HK\$	HK\$
Losses before tax is arrived at		
Auditor's remuneration	<u>12,000</u>	<u>12,000</u>

5 DIRECTORS' EMOLUMENTS

Directors' remuneration disclosed pursuant to section 383(1) of the Companies Ordinance is as follows:

	2020	2019
	HK\$	HK\$
Director emoluments :		
Fees	-	-
Other emoluments	<u>-</u>	<u>-</u>

6 TAXATION

Hong Kong Profits Tax has not been provided as the Company incurred a tax loss for the year.

7 SHARE CAPITAL

	2020	2019
	HK\$	HK\$
390,100 ordinary shares issued and fully paid	<u>390,100</u>	<u>390,100</u>

In accordance with section 135 of the Hong Kong Companies Ordinance, the ordinary shares of the Company do not have a par value.

The holder of ordinary share is entitled to receive dividends as declared from time to time and is entitled to one vote per share at meetings of the Company. All ordinary shares rank equally with regard to the Company's residual assets.

NAVNEET (HK) LIMITED
NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2020

8 CHANGES IN EQUITY

	Share capital HK\$	Accumulated losseses HK\$	Total HK\$
At 31 March 2019	390,100	(71,019)	319,081
Loss for the year	-	(28,316)	(28,316)
At 31 March 2020	<u>390,100</u>	<u>(99,335)</u>	<u>290,765</u>

NAVNEET (HK) LIMITED
 DETAILED INCOME STATEMENT FOR MANAGEMENT INFORMATION PURPOSE
 FOR THE YEAR ENDED 31 MARCH 2020

	2020 HK\$	2019 HK\$
REVENUE - trading of stationary	3,128,571	2,397,629
COST OF SALES	(2,994,313)	(2,324,261)
GROSS PROFITS	134,258	73,368
OTHER REVENUE - interest income	732	275
ADMINISTRATIVE EXPENSES		
Accounting fee	12,000	-
Auditor's remuneration	12,000	12,000
Bank charges	8,340	1,193
Business registration fee	250	2,250
Consultancy fee	110,334	96,619
Documentation fee	1,203	-
Exchange loss	6,510	-
Inspection fee	9,007	-
Secretarial fee	1,855	4,855
Telecommunication fee	1,802	1,292
	(163,301)	(118,209)
LOSS FROM OPERATION	(28,311)	(44,566)
FINANCE COST	(5)	(104)
LOSS BEFORE TAXATION	(28,316)	(44,670)
TAXATION	-	-
LOSS AFTER TAXATION	(28,316)	(44,670)
RETAINED PROFITS BROUGHT FORWARD	(71,019)	(26,349)
RETAINED PROFITS CARRIED FORWARD	(99,335)	(71,019)

NAVNEET (HK) LIMITED

REPORTS AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2020

LIN KING WAI
CERTIFIED PUBLIC ACCOUNTANT
(Practising)

練經緯
執業會計師

FILE NO: 23/67199464
NAVNEET (HK) LIMITED
PROFITS TAX COMPUTATION
YEAR OF ASSESSMENT 2019/20
BASIS PERIOD: YEAR ENDED 31 MARCH 2020

SCHEDULE 1 - TAX COMPUTATION

	HK\$
Loss per attached financial statements	(28,316)
Add: Interest oncome	732
Adjusted loss	<u>(27,584)</u>

SCHEDULE 2 - CONSULTANCY FEE

	HK\$
Name of recipient : ZHANG XIA YING 章虾英	
Address of recipient: RM404, Jingshan Building, Yangguang, No. 315 Zhanghua Road East, Longwen District, Zhangzhou, Fujian, China.	
Nature: Consultancy for Vendor selection & Production in China	<u>110,334</u>

NAVNEET (HK) LIMITED
MANAGEMENT BALANCE SHEET FOR AUDIT PURPOSE
AS AT 31 MARCH 2020

	HK\$ DR/(CR)
HSBC HKD saving account	20,049.46
HSBC HKD current account	7,474.90
HSBC USD saving account	8,652.85
Account receivables	748,096.36
Purchase deposit paid	468,061.15
Director current - Poonam	(100,000.00)
Sales deposit received	(745,708.24)
Accrual	(37,862.18)
Other payables - Indo Global Sourcing Limited	(78,000.00)
	<hr/>
	290,764.31
	<hr/>
Capital	(390,100.00)
Retained profits	71,019.95
Loss for the year	28,315.74
	<hr/>
	(290,764.31)
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Approved by the director

POONAM MAHESH
GANGWANI

Date : 15 June 2020

NAVNEET (HK) LIMITED
INCOME STATEMENT FOR AUDIT PURPOSE
FOR THE YEAR ENDED 31 MARCH 2020

	HK\$ DR/(CR)
Turnover	(3,128,570.72)
Purchase	2,924,214.23
Freight	69,999.01
Insurance	100.00
	2,994,313.24
Gross profits	(134,257.48)
Interest income	(732.06)
Accounting fee	12,000.00
Auditor's remuneration	12,000.00
Bank charges	8,340.17
Business registration fee	250.00
Consultancy fee	110,333.64
Documentation fee	1,202.77
Exchange loss	6,509.60
Inspection fee	9,007.18
Secretarial fee	1,855.00
Telecommunication fee	1,801.80
	163,300.16
OD interest	5.12
Loss for the year	<u>28,315.74</u>

Approved by the director

POONAM MAHESH
GANGWANI

Date : 15 June 2020

NAVNEET (HK) LIMITED
RESOLUTIONS IN WRITING OF ALL THE SHAREHOLDERS OF THE COMPANY PASSED
PURSUANT TO ARTICLE OF THE COMPANY'S ARTICLES OF ASSOCIATION

1. AUDITED FINANCIAL STATEMENTS AND DIRECTORS' REPORTS

IT IS RESOLVED THAT the Audited Financial Statements and Directors' Reports of the Company for the year ended 31 March 2020 be received and hereby adopted as recommended by the director.

2. DIRECTORATE

IT IS RESOLVED THAT the following persons be elected as directors of the company for the next term:-

POONAM MAHESH
GANGWANI

SAMPAT DILIP
CHATRABHUJ

3. AUDITOR

IT IS RESOLVED THAT Messrs. LIN KING WAI Certified Public Accountant (Practising), be and are hereby re-appointed as the Auditor of the Company until the conclusion of the next annual general meeting, at a fee to be fixed by the directors.

Dated:

Shareholder
POONAM MAHESH
GANGWANI

Shareholder
NAVNEET EDUCATION
LIMITED

NAVNEET (HK) LIMITED
DIRECTORS RESOLUTION OF THE COMPANY IN ACCORDANCE WITH THE ARTICLE OF
ASSOCIATION OF THE COMPANY

1. REPORT AND FINANCIAL STATEMENTS

IT WAS RESOLVED THAT draft audited accounts of the Company for the year ended 31 March 2020 together with the Directors' Report thereon be hereby approved.

2. AUDITOR

A resolution will be submitted to the annual general meeting to re-appoint the auditors, Messrs. LIN KING WAI Certified Public Accountant (Practising).

Dated: 15 June 2020

Director
POONAM MAHESH
GANGWANI

Director
SAMPAT DILIP
CHATRABHUJ

NAVNEET (HK) LIMITED

Agreement under the Small and Medium Size Entity Financial Reporting Standard (SME-FRS)

We, the undersigned, being all the shareholders of the above private company, do hereby agree that (SME-FRS) shall apply to the company with respect to the financial for the year ended 31 March 2020, that is to say: -

- (a) We agree the Company falls within the reporting exemption set out in section 359
- (b) the company's balance sheet as at the end of that financial period shall comply with the requirements of (SME-FRS)
- (c) there shall be attached to the balance sheet a report by the directors with respect to –
 - (i) the state of the company' affairs;
 - (ii) the amount (if any) which they recommend should be paid by way of dividend;
 - (iii) the amount (if any) which they propose to carry to the reserve fund, general reserve or reserve account shown specifically on the Balance Sheet or to a reserve fund, general reserve or reserve account to be shown specifically on a subsequent balance sheet;
- (d) the directors' report so attached shall be approved by the board of directors and signed on behalf of the board either by the chairman of the meeting at which it was approved or by the secretary of the company;
- (e) the auditors' report shall state the financial statements of the Company are prepared, in all material respects, in accordance with the Hong Kong Small and Medium-Sized Entity Financial Reporting Standard ("SME-FRS") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and have been properly prepared in compliance with the Hong Kong Companies Ordinance.

Signed by all shareholders:

POONAM MAHESH
GANGIWANI

NAVNEET EDUCATION
LIMITED

Dated: 15 June 2020

NAVNEET (HK) LIMITED

Dated: 15 June 2020

Messrs LIN KING WAI
Certified Public Accountant (Practising)
5/F Gofuku Tower, 62-64 Woosung Street, Kowloon

Dear Sirs

This representation letter is provided in connection with your audit of the financial statements NAVNEET (HK) LIMITED for the year ended 31 March 2020 for the purpose of expressing an opinion as to whether the financial statements are prepared, in all material respects, in accordance with the Small and Medium-sized Entity Financial Reporting Standard.

We confirm that, to the best of our knowledge and belief, having made such inquiries as we considered necessary for the purpose of appropriately informing ourselves:

Financial Statements

- We consider the company falls within the reporting exemption set out in section 359.
- We acknowledge that section 379 of the Companies Ordinance requires us to prepare financial statements that comply with sections 380 and 383.
- We are responsible for taking all reasonable steps to ensure the company keeps proper accounting records which are sufficient to show and explain the company's transactions, disclose with reasonable accuracy at any time the company's financial position and financial performance and enable us to ensure that the financial statements comply with the Companies Ordinance.
- The financial statements comply with section 383 (Notes to Financial Statements to Contain Information on Directors' Emoluments etc) of the Companies Ordinance which must contain in the notes to the financial statements, the information prescribed by the Companies (Disclosure of Information about Benefits of Directors) Regulation (Cap. 622G).
- We have fulfilled our responsibilities, as set out in the terms of the audit engagement dated 9 April 2020, for the preparation of the financial statements in accordance with the Small and Medium-sized Entity Financial Reporting Standard; in particular the financial statements are prepared, in all material respects, in accordance therewith.
- Significant assumptions used by us in making accounting estimates, including those measured at fair value, are reasonable. (HKSA 540)
- Related party relationships and transactions have been appropriately accounted for and disclosed in accordance with the requirements of the Small and Medium-sized Entity Financial Reporting Standard. (HKSA 550)
- All events subsequent to the date of the financial statements and for which the Small and Medium-sized Entity Financial Reporting Standard require adjustment or disclosure have been adjusted or disclosed. (HKSA 560)

- The effects of uncorrected misstatements are immaterial, both individually and in the aggregate, to the financial statements as a whole. A list of the uncorrected misstatements is attached to the representation letter. (HKSA 450)

Directors' Report

- We are responsible for the preparation of the director's report that:
 - complies with sections 390 (Contents of Directors' Report: General) and 543(2) (Disclosure of Management Contract) of the Companies Ordinance;
 - contains the information prescribed by the regulations made under section 452(3) (Financial Secretary May Make Other Regulations) of the Companies Ordinance; and
 - complies with other requirements prescribed by the regulations made under section 452(3) of the Companies Ordinance.

Information Provided

- We have provided you with:
 - Access to all information of which we are aware that is relevant to the preparation of the financial statements, such as records, documentation and other matters;
 - Additional information that you have requested from us for the purpose of the audit; and
 - Unrestricted access to persons within the entity from whom you determined it necessary to obtain audit evidence.
- All transactions have been recorded in the accounting records and are reflected in the financial statements.
- We have disclosed to you the results of our assessment of the risk that the financial statements may be materially misstated as a result of fraud. (HKSA 240)
- We have disclosed to you all information in relation to fraud or suspected fraud that we are aware of and that affects the entity and involves:
 - Management;
 - Employees who have significant roles in internal control; or
 - Others where the fraud could have a material effect on the financial statements. (HKSA 240)
- We have disclosed to you all information in relation to allegations of fraud, or suspected fraud, affecting the entity's financial statements communicated by employees, former employees, analysts, regulators or others. (HKSA 240)
- We have disclosed to you all known instances of non-compliance or suspected non-compliance with laws and regulations whose effects should be considered when preparing financial statements. (HKSA 250)

- We have disclosed to you the identity of the entity's related parties and all the related party relationships and transactions of which we are aware. (HKSA 550)

Yours faithfully
For and on behalf of the Board
NAVNEET (HK) LIMITED

Director
POONAM MAHESH
GANGWANI

Director
SAMPAT DILIP
CHATRABHUJ

LIN KING WAI

Certified Public Accountant (Practising)

練經緯 執業會計師

5/F, Gofuku Tower, 62-64 Woosung Street, Kowloon
九龍吳松街62-64號幸福商業大廈5字樓

Telephone 電話: (852) 3102 9093 Fax 傳真: (852) 8147 0093

9 April 2020

The Board of Directors
NAVNEET (HK) LIMITED
Room 718, Metro Centre-II,
21 Lam Hing Street, Kowloon Bay, Kowloon.

Objective of services

- 1.1 You have requested that we audit the financial statements of NAVNEET (HK) LIMITED ("the Company"). I am pleased to confirm my acceptance and my understanding of this audit engagement by means of this letter.
- 1.2 The objectives of my audit 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 my opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Hong Kong Standards on Auditing ("HKSAs") 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.

Responsibilities of directors

- 2.1 My audit will be conducted on the basis that you acknowledge and understand that you have responsibility:
 - a. To ensure that the company satisfies the relevant requirements under section 359 of the Companies Ordinance ("CO") such that the company is eligible to take advantage of the reporting exemption;
 - b. To prepare financial statements of the Company for the financial year in accordance with the Small and Medium-sized Entity Financial Reporting Standard (SME-FRS) and the CO;
 - c. To take all reasonable steps to ensure the Company keeps sufficient accounting records which show and explain the transactions of the Company, and disclose with reasonable accuracy, at any time, the financial position and financial performance of the Company;
 - d. To ensure that the financial statements comply with section 383 (Notes to Financial Statements to Contain Information on Directors' Emoluments etc) of the CO which must contain in the notes to the financial statements, the information prescribed by the Companies (Disclosure of Information about Benefits of Directors) Regulation (Cap. 622G);
 - e. For such internal control as you determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error;

- f. To provide me with:
 - (i) Access to all information of which you are aware that is relevant to the preparation of the financial statements such as Company's accounting records and all other relevant records and documentation, including minutes of all management and shareholders' meetings and other matters;
 - (ii) Additional information that I may request from you for the purpose of the audit; and
 - (iii) Unrestricted access to persons related to the Company from whom I determine it necessary to obtain audit evidence;
 - g. To provide me with (i) any proposed written resolution and (ii) any other document relating to the resolution that is required to be sent to a member of the Company, on or before the circulation of written resolution to a member of the Company; and
 - h. To notify me any passed written resolution within 15 days after resolution is passed.
- 2.2 You are also responsible for the preparation and approval of the directors' report in accordance with the CO.

Responsibilities of the auditor

- 3.1 I have a statutory responsibility to prepare a report to the members to state whether in my opinion the financial statements of the Company for the financial year are prepared, in all material respects, in accordance with the SME-FRS and whether they have been properly prepared in compliance with the CO. I shall also state my opinion in the auditor's report if I am of the opinion that:
- a. adequate accounting records have not been kept by the Company; or
 - b. the financial statements are not in agreement with the accounting records in any material respect; and

I shall also state the fact in the auditor's report if I have failed to obtain all the information and explanations that, to the best of my knowledge and belief, are necessary and material for the purpose of the audit.

In addition, where the financial statements do not contain information relating to directors' remuneration or loans to officers under section 383(1) of the CO, the CO requires me to include in my report, as far as I am reasonably able to do so, a statement giving the particulars that are required to be, but have not been, contained in the (consolidated)* financial statements.

- 3.2 I have a professional responsibility to report if the financial statements do not comply in any material respect with SME-FRS, unless in my opinion the non-compliance is justified in the circumstances. In determining whether or not the departure is justified, I consider:
- a. whether the departure is required in order for the financial statements to properly present the financial position and financial performance of the Company; and
 - b. whether adequate disclosure has been made concerning the departure.

- 3.3 I am required to read the information in the directors' report for the financial year to identify and report inconsistencies with the financial statements. As required by the CO, if I am of the opinion that the information in the directors' report for a financial year is not consistent with the financial statements for the financial year, I shall state that opinion in my auditor's report; and I may bring that opinion to the members' attention at a general meeting. However, I am not required to audit or review the directors' report and accordingly I will not express an opinion or review conclusion or any assurance on it.

Scope of audit

- 4.1 My audit will be conducted in accordance with HKSAAs and with reference to Practice Note 900 (Revised) Audit of Financial Statements Prepared in Accordance with the Small and Medium-sized Entity Financial Reporting Standard issued by the Hong Kong Institute of Certified Public Accountants. Those standards require that I comply with ethical requirements. As part of an audit in accordance with HKSAAs, I exercise professional judgment and maintain professional skepticism throughout the audit. I also:
- a. 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 my 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.
 - b. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. However, I will communicate to you in writing concerning any significant deficiencies in internal control relevant to the audit of the financial statements that I have identified during the audit. Any such report may not be provided to third parties without my prior written consent. Such consent will be granted only on the basis that such reports are not prepared with the interests of anyone other than the Company in mind and that we accept no duty or responsibility to any other party as concerns the reports.
 - c. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by you.
 - d. Conclude on the appropriateness of your 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 I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- 4.2 Because of the inherent limitations of an audit, together with the inherent limitations of internal control, there is an unavoidable risk that some material misstatements may not be detected, even though the audit is properly planned and performed in accordance with HKSAAs.
- 4.3 As part of my audit procedures, I will request you to provide written confirmation concerning representations which I have received from you during the course of the audit in connection with the audit. In connection with representations and the supply of information to me generally, we

draw your attention to section 412 of the CO which sets out the rights of the auditor in relation to obtaining information from a person that is a related entity as defined in this section of the CO. You are also referred to section 413 of the CO which sets out the offences relating to section 412 of the CO.

- 4.4 In order to assist me with the audit of your financial statements, I shall request sight of all documents or statements, including the directors' report, which are due to be issued with the financial statements. I am also entitled to attend all general meetings of the Company and to receive notice of all such meetings.
- 4.5 The responsibility for safeguarding the assets of the Company and for the prevention and detection of fraud, error and non-compliance with law or regulations rests with you. However, I shall endeavour to plan our audit so that I have a reasonable expectation of detecting material misstatements in the financial statements or books of account (including those resulting from fraud, error or non-compliance with law or regulations), but our audit should not be relied upon to disclose all such material misstatements or frauds, errors or instances of non-compliance as may exist.
- 4.6 I shall not be treated as having notice, for the purposes of my audit responsibilities, of information provided to members of our firm other than those engaged on the audit (for example information provided in connection with accounting, taxation and other services).
- 4.7 Once we have issued my report I have no further direct responsibility in relation to the financial statements for that period. However, you agree that you will inform me of any material event occurring between the date of our report and that of the Annual General Meeting which may affect the financial statements.

Reporting

- 5.1 The expected form and content of the auditor's report is attached on Appendix A for your reference.
- 5.2 The form and content of my report may need to be amended in the light of my audit findings.

Fees

6. My fees are computed on the basis of the time spent on your affairs by myself and my staff and on the levels of skill and responsibility involved plus out-of-pocket expenses. Unless otherwise agreed, my fees will be billed at appropriate intervals during the course of the audit and will be due on presentation.

Agreement of terms

7.1 Once it has been agreed, this letter will remain effective, from one audit appointment to another, until it is replaced. Please sign and return the enclosed copy of this letter to indicate your acknowledgement of, and agreement with, the arrangements for my audit of the financial statements including our respective responsibilities.

Yours faithfully,

We agree to the terms of this letter.

For and on behalf of
NAVNEET (HK) LIMITED

LIN KING WAI
Certified Public Accountants
(Practising)

Director
POONAM MAHESH
GANGWANI

Appendix A

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF NAVNEET (HK) LIMITED (incorporated in Hong Kong with limited liability)

Opinion

I have audited the financial statements of NAVNEET (HK) LIMITED ("the Company") set out on pages XX to XX, which comprise the statement of financial position as at 31 March 20XX, and the income statement for the year ended 31 March 20XX then ended, and notes to the financial statements, including a summary of significant accounting policies

In my opinion, the financial statements of the Company are prepared, in all material respects, in accordance with the Hong Kong Small and Medium-Sized Entity Financial Reporting Standard ("SME-FRS") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and have been properly prepared in compliance with the Hong Kong Companies Ordinance.

Basis for Opinion

I conducted my audit in accordance with Hong Kong Standards on Auditing ("HKSAs") and with reference to PN 900 (Revised) Audit of Financial Statements Prepared in Accordance with the Small and Medium-Sized Entity Financial Reporting Standard issued by the HKICPA. My responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of my report. I am independent of the Company in accordance with the HKICPA's Code of Ethics for Professional Accountants ("the Code"), and I have fulfilled my other responsibilities in accordance with the Code. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

Other Information

The directors are responsible for the other information. The other information comprises the information included in the director report, but does not include the financial statements and my auditor's report thereon.

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

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

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

The directors are responsible for the preparation of the financial statements in accordance with the SME-FRS issued by the HKICPA and the Hong Kong Companies Ordinance, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are 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 the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

It is my responsibility to form an independent opinion, based on my audit, on those financial statements and to report my opinion solely to you, as a body, in accordance with Hong Kong Companies Ordinance and for no other purpose. I do not assume responsibility towards or accept liability to any other person for the contents of this report. My 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 my opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with HKSAs 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 HKSAs, I exercise professional judgment and maintain professional skepticism throughout the audit. I 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 my 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, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' 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 I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

I 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 I identify during my audit.

LIN KING WAI

Certified Public Accountant (Practising)

5/F, Gofuku Tower, 62-64 Woosung Street, Kowloon

ENTITY INFORMATION FORM

1. Company Name 公司名稱:

NAVNEET (HK) LIMITED

2. Issued Shares 發行股份:

390,100 ordinary shares of HKD390,100

3. Detailed Nature of Activities of Entity) 詳細業務性質: Please provides details of the proposed activities of the company and be as specific as possible, refraining from generic statements such as "trading". Include the countries with which and in which the Company may operate. 請清楚寫明業務性質: 例如貿易什麼類型物品(成衣, 電子零件...); 或者是投資(需詳細列那類型, 那地區)

Trading of stationary.

4. Geographic Location of Business Activities (list countries in which the activities will take place)

業務進行地 (那地區, 那個國家):

香港

5. Source of Funds 資金來源 (Beneficial Owners 真正擁有人):

Public Listings 上市公司

Personal Assets of Beneficial Owner 真正擁有人的個人資產

Borrowings/Loans 貸款

Others (please specify) 其他(請注明)

Please further explain the source of funds. Please note that generic statements such as "personal savings" or "investments" are not acceptable. E.g.: Business Income (Company Name, Nature, Region) or Salary (Company Name, Title, Region).

From the personal saving of Poonam gained for her business of R&P International (Hong Kong) Limited for the period from Mar 1994 to Dec 2016

NAVNEET EDUCATION LIMITED is a company listed in India stock exchange with trade code 508989

6. Principals 架構: (Please list all Directors & Shareholders below and tick the corresponding box for their role 請在下面列出所有董事和股東, 並在相應的框中勾選他們的角色)

<input checked="" type="checkbox"/> 董事 Director		<input checked="" type="checkbox"/> 股東 Shareholder
(Surname 姓) Poonam	(Given Name 名) Mahesh Gangwani	
中文名: 米佩嵐	HKID香港身份證號碼 / Passport No. (護照號碼): P314840(1)	
Residential Address 住址: 11 TH floor, Flath, Block 9, No. 23 Laguna Street, Laguna City, Lam Tin, Kowloon.		
No. of Share allot (持有股份數目): 117,030	Appointment date (委任日期): 24 Jan 2017	

<input checked="" type="checkbox"/> 董事 Director		<input type="checkbox"/> 股東 Shareholder
(Surname 姓) SAMPAT	(Given Name 名) DILIP CHATRA BHUJ	
中文名: N/A	HKID香港身份證號碼 / Passport No. (護照號碼): India Z4638917	
Residential Address 住址: A/1903, 19 TH floor, Casa Grande Tower-1, 249 Senapati Bapat Marg, Lower Parel, Mumbai 400013, India.		
No. of Share allot (持有股份數目):	Appointment date (委任日期): 24 Jan 2017	

7 Are the Ultimate Beneficial Owner(s) the same as the Shareholder(s) UBO ? 真正擁有人 = 股東?

** UBO must be a person or down to listing or state-owned company but not private company**

真正擁有人- 必須是個人或上市或國有公司，但不是私人公司

Yes 是

No 否

If not, please provide Name, Address, Nationality and Passport copy of the Beneficial Owner(s).

如否，請提供以下資料。

Name姓名	Residential Address 住址	1. Nationality 國籍 2. DOB 出生日期	1. Passport or ID No. 護照/香港身份證號碼 2. Expiry Date 到期日	% of Shareholding 持股量百分比
NAVNEET EDUCATION LIMITED	Near Shardasharan Societybhavani Shanker Road, Dadar, Mumbai - 400028, Maharashtra, India	India	N/A	70%

Director
POONAM MAHESH
GANGWANI

Date 日期: 9 Apr2020

NAVNEET (HK) LIMITED
PARTICULARS AS TO REMUNERATION OF DIRECTORS TO BE DISCLOSED IN ACCOUNTS
IN ACCORDANCE WITH THE HONG KONG COMPANIES ORDINANCE
FOR THE YEAR ENDED 31 MARCH 2020

	RECEIVABLE FROM THE COMPANY (由本公司)		RECEIVABLE FROM SUBSIDIARIES (由附屬公司)		Re: (C) Compensation only RECEIVABLE FROM ANY OTHER PERSON (由其他人等)	
	As directors (以董事職位收取)	For other offices (以其他職位收取)	As directors (以董事職位收取)	For other offices (以其他職位收取)	As directors (以董事職位收取)	For other offices (以其他職位收取)
(A) Aggregate emoluments (薪酬合計)						
1 Fees, salaries, commission, bonus, etc. (薪酬包括酬金、薪金、佣金及花紅)						
2 Pension scheme contributions. (公司所供之長俸公積金)						
3 Cash allowances less actual expenses. (現金津貼減除實際支出之費用)						
4 Estimated money value of benefits in kind:- (估計實物收益之價值)						
(1) Accommodation (供給住宿之)						
a. rent and rates/rateable value and rates (租金及差餉/差餉估價署之估計租值及差餉)						
b. related expenses e.g. servants' wages, utilities, etc. (有關之費用：例如傭人工資、付給公共事業之費用等)						
(2) Leave allowance (假期津貼)						
(3) Assets for personal use - depreciation and expenses (私人使用資產之折舊及費用)						
(4) Others (please give details) (其他，請列明細)						
SUBTOTAL (小計)						
(B) Aggregate pensions (otherwise than under a contributory scheme) 長俸合計 (包括養老津貼、養老報酬或類似報酬，但不包括長俸公積金項下之供款)						
(C) Aggregate compensation for loss of office (離職賠償合計)						
TOTAL (總計)	Nil	Nil	Nil	Nil	Nil	Nil

I confirm that the above particulars of all directors' emoluments, pensions and compensation for loss of office required to be disclosed under the Hong Kong Companies Ordinance are true and correct. 依據香港公司法例規定，本人茲證明上列有關董事之全部薪酬、長俸及離職賠償為真實正確。

Date (日期)

POONAM MAHESH GANGWANI
Director (董事)

- Notes
- (1) The expression "subsidiary" includes any other company, to the board of which the company has directly or indirectly nominated a director. ("附屬公司": 如董事在貴公司任職期間，貴公司直接或間接委任他為另一公司之董事，則該另一公司亦歸入附屬公司之列。)
 - (2) The expression "any other person" includes any body corporate e.g. for the purpose of a subsidiary company's accounts, its holding company or any other company in the group or outside it. ("其他人等" 包括任何註冊組織，例如在附屬公司賬項內，則指其母公司，或集團內外之任何一間公司。)
 - (3) The Companies Ordinance provides that it is the duty of any director of a company to provide necessary information in writing to the Company. (公司法例規定任何董事均有責任以書面提供上列所須資料。)

NAVNEET (HK) LIMITED
LOANS TO DIRECTORS/OFFICERS (OR GUARANTEE/SECURITY PROVIDED BY THE COMPANY (OR BY SUBSIDIARIES))
FOR THE YEAR ENDED 31 MARCH 2020 UNDER THE HONG KONG COMPANIES ORDINANCE

Name of Borrower

Name of Director(s) holding controlling interest therein

(A) Loans - by the Company (or by Subsidiaries)

Terms of Loan :

Rate of interest, security, etc.

Balance at end of year/period

Balance at beginning of year/period (Principal & Interest)

Maximum amount outstanding during year/period

Interest due but unpaid

Provision for Bad Debts

(B) Guarantee/Security provided - by the Company (or by Subsidiaries)

Maximum liability of Company/Subsidiary under the guarantee/or
of the security :

at the beginning of year/period

at the end of year/period

Amount paid and liability incurred by the Company/Subsidiaries

<u>Director/Officer of the Company</u> <u>(or Director of holding company) :</u>	<u>Company/Firm controlled by Director(s) :</u>

Date :

 Director
POONAM MAHESH GANGWANI

- Note :
- (1) Any debit balance in a current account at any time during the year/period is deemed to be a loan.
 - (2) Officer includes director, manager or secretary.
 - (3) The Companies Ordinance provides that it is the duty of any director of a company to provide necessary information in writing to the Company.