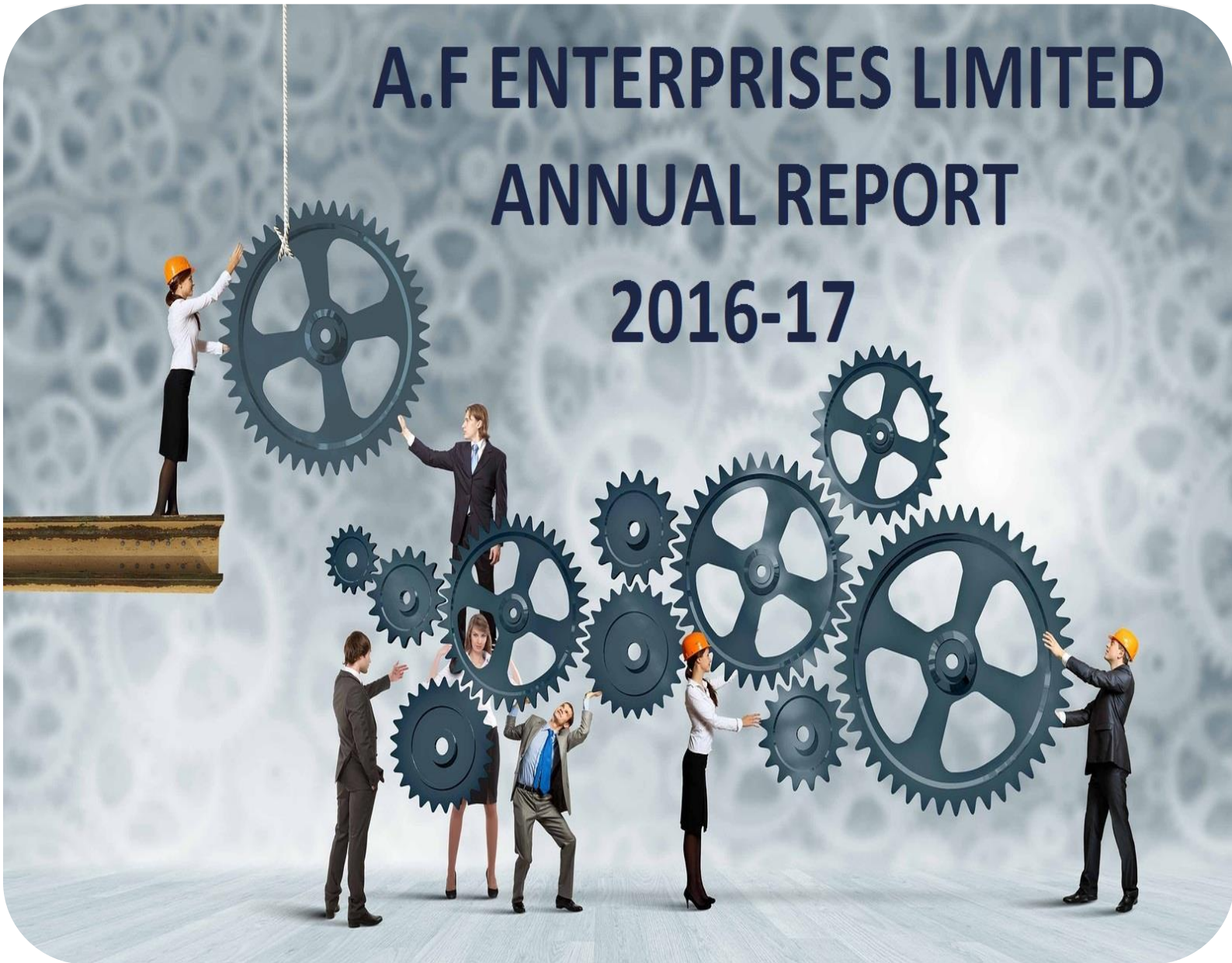


# A.F ENTERPRISES LIMITED

## ANNUAL REPORT

### 2016-17



*"Talent wins games, but teamwork and intelligence win championships." --Michael Jordan*

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<b>SCHEDULE OF 34<sup>TH</sup> ANNUAL GENERAL MEETING</b>
-----------------------------------------------------------

<b>DATE</b>	<b>22<sup>nd</sup> September 2017</b>
<b>DAY</b>	<b>Friday</b>
<b>TIME</b>	<b>10.00 A.M.</b>
<b>PLACE</b>	<b>Navkar Tirth Atisey Kestra, Village Neewal, Near Mahaviday Kestra, Ghevra More, Rohtak Road, Delhi</b>
<b>BOOK CLOSURE DATE</b>	<b>15<sup>th</sup> September 2017 – 22<sup>nd</sup> September 2017 (both days inclusive)</b>

## **CORPORATE INFORMATION**

### **BOARD OF DIRECTORS**

**SANTOSH  
KUMAR  
KUSHAWHA  
(WHOLE-TIME  
DIRECTOR)**

**ABHISHEK  
SINGH  
(INDEPENDENT  
DIRECTOR)**

**CHARU  
AGGARWAL  
(DIRECTOR)**

**SHWETA  
GUPTA  
(DIRECTOR)**

**DEEPAK  
KUMAR  
(INDEPENDENT  
DIRECTOR)**

**PARVEEN  
KUMAR  
(DIRECTOR)**

**GAURAV  
KUMAR PANDEY  
(INDEPENDENT  
DIRECTOR)**

### **CS & CFO**

**MUKTA  
DEBNATH  
(COMPANY  
SECRETARY &  
COMPLIANCE  
OFFICER)**

**NEERAJ SINGH  
(CFO)**

## **AUDITORS**

**Statutory Auditors**  
**M/s V.N. Purohit &**  
**Co.**  
**(Chartered**  
**Accountants)**

**Secretarial Auditors**  
**M/s Renu Kathuria &**  
**Assoiates**  
**(Company**  
**Secretaries)**

**Internal Auditors**  
**M/s Khurana Smita**  
**& Co.**  
**(Chartered**  
**Accountants)**

## **REGISTERED AND SHARE TRANSFER AGENTS**

**M/s Skyline Financial Services  
Private Limited**

**D-153 A, First Floor, Okhla  
Industrial Area  
Phase -I  
New Delhi-110020**

## **BANKERS**

**AXIS BANK**

## **REGISTERED OFFICE OF THE COMPANY**

**DSM-334, DLF TOWERS, SHIVAJI MARG, MOTI NAGAR  
NEW DELHI -110015**

## COMMITTEES OF BOARD OF DIRECTORS

### AUDIT COMMITTEE

Mr. Abhishek Singh (Independent Director)	Chairman & Member
Mr. Charu Aggarwal ( Director)	Member
Mr. Deepak Kumar (Independent Director)	Member
Ms. Mukta Debnath (Company Secretary)	Secretary

### NOMINATION AND REMUNERATION COMMITTEE

Mr. Abhishek Singh (Independent Director)	Chairman & Member
Mr. Deepak Kumar (Independent Director)	Member
Ms. Gaurav Kumar Pandey (Independent Director)	Secretary

### STAKEHOLDERS RELATIONSHIP COMMITTEE

Mr. Abhishek Singh (Independent Director)	Chairman & Member
Mr. Deepak Kumar (Independent Director)	Member
Ms. Gaurav Kumar Pandey (Independent Director)	Secretary

### Important Communication to Members

The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the companies and has incurred circulars stating that service of Notice/documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far as requested to register their e-mail addresses, with the Registrar & Share Transfer Agent of the Company.

Date: 11st August, 2017

Dear Member,

You are cordially invited to attend the 34<sup>th</sup> Annual General Meeting of the members of AF Enterprises Limited ('the Company') to be held on Friday, 22<sup>nd</sup> September, 2017 at **10:00 A.M. at** Navkar Tirth Atisey Kestra, Village Neewal, Near Mahaviday Kestra, Ghevra More, Rohtak Road, Delhi.

The notice of the meeting, containing the business to be transacted, is enclosed herewith. As per section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2015, as amended by the Companies (Management and Administration) Amendment Rules, 2016 and Regulation 44 of the SEBI (LODR) Regulations, 2015, the Company is pleased to provide its members the facility to cast their vote by electronic means on all resolutions set forth in the Notice. The instructions for e-voting are enclosed.

Thanking You,

Sd/-  
Abhishek Singh  
Whole- Time Director

**A F ENTERPRISES LIMITED**

**Regd. Office:** DSM- 334, DLF TOWER, SHIVAJI MARG, DELHI- 110015,

**CIN:** L18100DL1983PLC016354

**Website:** [www.afenterprisesltd.com](http://www.afenterprisesltd.com)

**E-mail Id:** [info.afenterprises@gmail.com](mailto:info.afenterprises@gmail.com) **Ph:** 011-45084850

**NOTICE OF 34<sup>th</sup> ANNUAL GENERAL MEETING**

**NOTICE** is hereby given that Thirty Fourth Annual General Meeting (34<sup>th</sup> AGM) of the members of A F Enterprises Limited will be held on Friday, 22nd Day of September, 2017 at 10.00 A.M. at Navkar Tirth Atisey, Village Neewal, Near Mahaviday Kestra, Ghevra More, Rohtak Road, Delhi, to transact the following business:

**ORDINARY BUSINESS:**

- 1. To receive, consider and adopt the Audited Balance Sheet of the Company as on 31st March, 2017 and the Profit and Loss Account for the year ended as on that date together with the reports of Directors and Auditors thereon.**
- 2. To appoint a director in place of Mrs. Shweta Gupta, who retires by rotation.**

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

**“RESOLVED THAT** Mrs. Shweta Gupta (DIN- 07452923), Director of the Company, who retires by rotation and being eligible has offered herself for re- appointment, be and is hereby appointed as Director of the Company, liable to retire by rotation.”

- 3. Ratification of Appointment of Statutory Auditor**

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

**“RESOLVED THAT** pursuant to the provisions of Section 139, 142



and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the appointment of M/s V N Purohit & CO., Chartered Accountants having Firm Registration No. 304040E, as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the next Annual General Meeting of the Company to be held in the year 2018 to examine and audit the accounts of the Company at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

**Special Business:**

4. **To consider and if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution for appointment of Mr. Abhishek Singh (DIN: [03603706](#)) as Whole-Time Director of the Company.**

**“RESOLVED THAT** pursuant to the provisions of Section 196,197,203 and other applicable provisions, if any, read with Schedule V of the Companies Act, 2013, the appointment of Mr. Abhishek Singh (DIN: [03603706](#)) be and is hereby appointed as the Whole-Time Director of the Company w.e.f 11.08.2017 for a period of five years to held the office till the conclusion of Annual General Meeting of calendar year 2022 remuneration and terms and conditions as given below:-

**Remuneration**

Rs. 27,000/- p.m (Rupees Twenty Seven Thousand Only) with such annual increments/increase as may be decided by the Board of Directors from time to time.

**Perquisites**

- HRA & Transport allowances.
- Contribution to provident fund, superannuation fund and payment to gratuity as per rules of the company.
- Other Perquisites & Allowances as per service rules of the Company, as applicable.

### **Valuation of perquisites**

Perquisites/allowances shall be valued as per the Income Tax rules, wherever applicable, and in the absence of any such rules, shall be valued at actual cost.

### **Minimum remuneration**

In the event of loss or inadequacy of profits in any financial year during the tenure of the appointment, the appointee shall subject to the approval of the Central Government, if required, be paid remuneration by way of salaries and perquisites as set out above, as minimum remuneration, subject to restrictions, if any, set out in Schedule V to the Companies Act, 2013 from time to time.

### **Other Terms**

The terms and conditions of the said appointment may be altered and varied from time to time by the Board of Directors as it may, in its discretion, deem fit within the maximum amount payable to the appointee in accordance with the provisions of the said Act or any amendments made therein or with the provisions of the said Act or any amendments made therein or with the approval of the Central government, if required.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do and perform such acts, matters, deeds, and things, as may be necessary, to amend the terms and conditions of appointment, if necessary and to act as may be necessary or expedient in its own discretion, including the power to delegate, to give effect to this Resolution.

### **5. APPROVAL OF THE LIMITS FOR THE LOANS AND INVESTMENT BY THE COMPANY IN TERMS OF THE PROVISIONS SECTION 186 OF THE COMPANIES ACT, 2013**

To consider and, if thought fit, to pass with or without modification(s), the following resolution as **SPECIAL RESOLUTION**: