

**21<sup>ST</sup>  
ANNUAL REPORT  
2014-2015**

**ANKA INDIA LIMITED**

**BOARD OF DIRECTORS**

Harpreet Singh Sethi	(Chairman & Whole Time Director)
Arshdeep Singh Sethi	(Joint Managing Director)
ParamjitKaurSethi	(Non-Executive Director)
Jai Prakash Singh	(Non-Executive & Independent Director)
Kamal Singh Mehra	(Non-Executive & Independent Director)

**COMPANY SECRETARY**

Monica Shandilya

**AUDITORS**

**H. Kumar & Associates, Delhi**

Statutory Auditors, New Delhi

**INTERNAL AUDITOR**

Gaurav Gupta & Associates

(Cost Accountant, Ghaziabad - U.P)

**SECRETARIAL AUDITOR**

A.G.G & Associates

(Practicing Company Secretaries)

New Delhi

**BANKERS**

**Corporation Bank**

Rajindra Place, New Delhi

**REGISTERED OFFICE**

Village P.O. KherkiDaula,

Distt. Gurgaon, Haryana-122001

**CORPORATE OFFICE**

4A/35, Basement, Old Rajinder Nagar,

New Delhi-110060

Phone No:-011-47525580

Email:-response@ankaindia.com

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**NOTICE**

Notice is hereby given that the 21st Annual General Meeting of the Members of Anka India Limited will be held on Wednesday , the 30th day of September ,2015 at 10 A.M. at Balmiki Yuva Vikas Sabha, Near Haldiram, KherkiDaula , Distt Gurgaon Haryana-122001 to transact the following business:-

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2015 including audited Balance Sheet as at 31st March, 2015 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. H.S. Sethi (holding DIN No 00013662), who retires by rotation and being eligible offers himself for re-appointment.
3. Ratification of Appointment of the Statutory Auditors of the Company.  
To Consider and if thought fit to pass, with or without modification(s) the following Resolution as an Ordinary Resolution:

"Resolved that, pursuant to the provisions of Section 139 and other applicable provisions of the Companies Act, 2013(The Act) read with rules 3(7) of the Companies ( Audit & Auditors ) Rules 2014 (Including any statutory modification(s) or re-enactment thereof for the time being in force ) the company hereby ratifies the appointment of, M/s. H.Kumar & Associates, Chartered Accountants (Firm Registration No.021518N), as the statutory Auditors of the Company to hold Office from the Conclusion of this Annual General Meeting until the Conclusion of the Annual General Meeting to be held for the Financial Year 2016-2017 on such remuneration as may be determined by the Board of Directors of the Company .

**By the Order of Board**

Sd/-

Monica Shandilya

Company Secretary

ACS No:A39601

Place: Gurgaon

Dated: 29.08.2015

**IMPORTANT NOTES:**

1. **The Register of Members and the Share Transfer books of the Company will remain closed from 28.09.2015 to 01.10.2015 (both days inclusive).**
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY. A person can act as proxy on behalf of members.**

The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.

3. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified true copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
4. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice under Note No. 15. The Company will also send communication relating to remote e-voting which inter alia would contain details about User ID and password along with a copy of this Notice to the members, separately.

5. In terms of Section 152 of the Companies Act, 2013, Mr. H.S. Sethi (holding DIN No 00013662) Director, retire by rotation at the Meeting and being eligible, offer himself for reappointment. The Board of Directors of the Company recommends his respective re-appointments. Brief resume of Directors including those proposed to be re-appointed, nature of their expertise in specific functional areas, names of companies in which they hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between directors inter-se as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges, forming part of this notice of ensuing Annual General Meeting
6. Members holding shares in electronic form are hereby informed that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its Registrars cannot act on any request received directly from the Members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the Members. Members holding shares in physical form and desirous of either registering bank particulars or changing bank particulars already registered against their respective folios for payment of dividend are requested to write to the Company.
7. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
8. Members are requested to bring their attendance slip along with their copy of Annual Report to the Meeting.
9. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
10. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company.
11. Electronic copy of the Annual Report for 2014-15 is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2014-15 is being sent in the permitted mode.
12. Members, who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
13. The Company has paid the Annual Listing Fee for the year 2015-2016 to the BSE Limited on which the Company's Securities are presently listed.
14. Unclaimed/Undelivered Share Certificates

As per the provisions of Clause 5A of the Listing Agreement, the unclaimed shares lying in the possession of the Company are required to be dematerialized and transferred into a special demat account held by the Company. Accordingly unclaimed shares lying with the Company have been transferred and dematerialized in an 'Unclaimed Suspense Account' of the Company. This Account is being held by the Company purely on behalf of the shareholders entitled for these shares.

It may also be noted that all the corporate benefits accruing on these shares like bonus, split etc., if any, shall also be credited to the said 'Unclaimed Suspense Account' and the voting rights on these shares shall remain frozen until the rightful owner has claimed the shares.

Shareholders, who have not yet claimed their shares are requested to immediately approach the Registrar & Transfer Agents of the Company by forwarding a request letter duly signed by all the shareholders furnishing their complete postal address along with PIN code, a copy of PAN card & proof of address, and for delivery in demat form, a copy of Demat Account - Client Master Report duly certified by the Depository Participant (DP) and a recent Demat Account Statement, to enable the Company to release the said shares to the rightful owner.

The status of equity shares lying in the Suspense Account is given below:

Sl.No.	Particulars	No. of Share holders	No. of equity shares held
1.	Aggregate number of share-holders and the outstanding shares lying in the Unclaimed suspense Account	197	30980
2	Number of shareholders who approached the Company for transfer of shares from the Unclaimed Suspense Account	2	520
3	Number of shareholders to whom shares were transferred from the Unclaimed Suspense Account	2	520

**15. Information and other instructions relating to e-voting are as under:**

- In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreement, the Company is pleased to provide members facility to exercise their right to vote at the 21<sup>st</sup> Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting ('remote e-voting').
- The facility for voting through ballot shall be made available at the Meeting and the members attending the Meeting who have not cast their vote by remote e-voting shall be able to vote at the Meeting through ballot paper.
- The members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again
- The Company has engaged the services of Central Depository Services India limited (CDSL) as the Agency to provide e-voting facility.
- Mr. Rahul Gupta (CP No.14598) Practicing Company Secretary Prop. of M/s R Gupta & Associates has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.
- Voting rights shall be reckoned on the paid up value of shares registered in the name of the member / beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. 23<sup>rd</sup> day of September, 2015.
- A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e. 23<sup>rd</sup> day of September, 2015 only shall be entitled to avail the facility of remote e-voting/Poll.
- Any person who becomes a member of the Company after dispatch of the Notice of the Meeting and holding shares as on the cut-off date i.e. 23<sup>rd</sup> day of September, 2015, may obtain the User ID and password in the same manner as provided at point No. xi below.
- The remote e-voting facility will be available during the following period:

**Commencement of remote e-voting: From 9.00a.m. (IST) on 27<sup>th</sup> September, 2015**

**End of remote e-voting: Up to 5.00 p.m. (IST) on 29<sup>th</sup> September, 2015**

The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled by CDSL upon expiry of aforesaid period.

The Scrutinizer, after scrutinising the votes cast at the meeting (Ballot Paper) and through remote e-voting, will, not later than three days of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company [www.ankaIndia.com](http://www.ankaIndia.com) and on the website of CDSL viz [www.cdslindia.com](http://www.cdslindia.com). The results shall simultaneously be communicated to the Stock Exchanges.

- x. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting, 30<sup>th</sup> day of September 2015
- xi. The instructions for members for voting electronically are as under:-

**In case of members receiving e-mail:**

- i. Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- ii. Click on "Shareholders" tab.
- iii. Now, select "**ANKA INDIA LIMITED**" from the drop down menu and click on "SUBMIT"
- iv. Now Enter your User ID
  - a) For CDSL: 16 digits beneficiary ID,
  - b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c) Members holding shares in Physical Form should enter Folio Number registered with the Company.
- v. Next enter the Image Verification as displayed and Click on Login.
- vi. If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- vii. If you are a first time user follow the steps given below:

PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB #	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details #	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the number of shares you hold on record date i.e. 23 <sup>rd</sup> September, 2015 in the Dividend Bank details field.

- viii. After entering these details appropriately, click on "SUBMIT" tab.
- ix. Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- x. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xi. Click on "**ANKA INDIA LIMITED**"
- xii. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xiii. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- xiv. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- xv. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- xvi. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- xvii. If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates.
  - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
  - The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

**In case of members receiving the physical copy:**

- A. Please follow all steps from sl. no. (i) to sl. no. (xvii) above to cast vote.
- B. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.co.in](http://www.evotingindia.co.in) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- C. The shareholders can opt for only one mode of voting, i.e. either physically by attending AGM or e-voting. If any shareholders opt for e-voting, he/she will not be eligible to vote physically in AGM.

**By the Order of Board**

Place: Gurgaon  
Dated: 29.08.2015

Sd/-  
Monica Shandilya  
Company Secretary  
ACS No:A39601

**DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING****(In Pursuance of Clause 49 of the Listing Agreement)**

Name of Director	<b>Shri H.S. SETHI (DIN 00013662)</b>
Date of Birth	15.06.1965
Date of Appointment	13.09.1996
Expertise in specific functional area	A Graduate from St. Stephen College Delhi University and founder Promoter of the Company and is having more than 30 years of experience. Associated with the Company almost since inception and as such is quite familiar with the Company's activities.
Qualifications	B.A
Directorship in other Public Limited Companies	NIL
Members/Chairman of Committee of the Board of the Public Limited Companies in which he is Director	Audit Committee NIL Nomination and Remuneration Committee -nil Stakeholders' Relationship Committee - Nil.



**DIRECTORS' REPORT**

To the Members,

Your Directors are pleased to present the 21<sup>st</sup> Annual Report together with the Audited Accounts of the Company for the year ended 31<sup>st</sup> March, 2015.

**1. Financial Results**

The financial results for the year ended 31<sup>st</sup> March, 2015 and for the previous year ended 31<sup>st</sup> March, 2014 are as follows:

	(Rs. In Lacs)	
	<b>Year Ended 31.03.2015</b>	<b>Year Ended 31.03.2014</b>
Income from Operation	0	0.00
Other Income	2.918	0.55
<b>Profit before Finance Cost, Depreciation and Taxes</b>	<b>(9.59)</b>	<b>(18.61)</b>
Finance Cost	0.148	0.10
Depreciation	0	0.00
<b>Profit before Tax</b>	<b>(9.74)</b>	<b>(18.62)</b>
Provision for Taxation	0	0.00
Deferred Tax (Assets)/Liability	0	0.00
Short/(Excess) Provision of earlier year	0	0.00
<b>Profit for the Year</b>	<b>(9.74)</b>	<b>(18.62)</b>
Earnings per Share	(0.35)	(0.89)
Transfer to General Reserve	<b>(9.74)</b>	<b>(18.62)</b>

**2. Dividend**

As the Company has incurred losses your Directors do not propose any Dividend for the financial year ended March, 2015.

**3. State Of Company's Affair And Future Outlook**

The Company had incurred a loss of Rs. 9.74 Lacs from its operation during the year. The Directors are making all efforts to improve business and operational profitability of the company. The Board is also making best strategies to develop the new business of the company.

The operational aspects of the Company's working have been covered in detail in the Management Discussion and Analysis Report and the same is deemed to be part of this Directors' Report.

**4. Change in the nature of business**

The Company has amended its Main objects during the year by passing the special resolution through postal ballot on 25<sup>th</sup> day of August 2014 by substituting its existing clause 5 to 8 of the Memorandum of Association by entering in the new business area in addition to the existing. Now the new business area was to operate in the area of Film industries, Electronic information technology, software development and real estate activities.

**5. Significant and Material Orders Passed By The Regulators Or Court**

There are no significant and material order passed by the Regulators or Court, which would impact the going concern status of the Company and its future operations.

**6. Internal Financial Control**

The Company's Internal Auditors have conducted periodic audit to provide reasonable assurance that the Company's established policies and procedures have been followed. The Audit Committee constituted by the Board reviews the internal control and financial reporting issues with the Internal Auditors.

A detailed note has been provided under Management Discussion and Analysis report.

**7. Fixed Deposit**

During the year under review, your Company did not accept any Fixed Deposits from the Public covered under Chapter V of the Companies Act, 2013.

**8. Subsidiary, Joint Ventures And Associate Companies**

The Company does not have any Subsidiary or Joint venture Company.

**9. Auditors & Audit**

M/s H.Kumar & Co, Chartered Accountants, New Delhi (Firm Registration No. 021518N) were appointed as Statutory Auditors for a period of three years in the Annual General Meeting held on 30.09.2014. Their appointment would be ratified at the ensuing Annual General Meeting.

The observations of the Auditors and the relevant notes on the accounts are self-explanatory and therefore do not call for any further comments.

**10. Internal Auditors**

The Board of Directors of your Company has re-appointed M/s Gaurav Gupta & Associates Cost Accountants, Delhi as Internal Auditors pursuant to the provisions of Section 138 of the Companies Act, 2013 for the Financial Year 2015-2016.

**11. Secretarial Auditors**

The Board of Directors of your Company had appointed M/s. A.G.G. & Associates, Practicing Company Secretaries, as Secretarial Auditors pursuant to the provisions of Section 204 of the Companies Act, 2013. The report of the Secretarial Auditors is annexed to the report as per **Annexure 'A'**.

**Reply to the Remarks:-**

- Regarding MGT-14 for Internal Auditor Appointment:-** The Company has duly appointed Mr. Gaurav Gupta & Associates as its Internal Auditor however the respective form was not filed with ROC. The Company is going to file the same very soon.
- Regarding CS and CFO Appointment:-** The Company has appointed Ms. Monica Shandilya as its Company Secretary and Mr. Arshdeep Singh Sethi as its Chief financial Officer of the Company in its board meeting held on 11th Day of August, 2015.

The Rest observations and remarks are self-explanatory therefore do not call for any further comments.

**12. Share Capital**

The paid-up equity share capital as on 31st March, 2015 was Rs. 2.75crores. During the year under review, the company issued 659129 Equity shares of Rs 10 each @ premium of Rs 0.62 per share on preferential basis to non-promoters. As on 31st March, 2015 Mr. H.S.Sethi, Chairman & Whole Time Director, Mr. A.S. Sethi, Joint Managing Director and Mrs. Paramjit Kaur Sethi, Executive Director of the Company holds 137950, 278920, 11,12,000 equity shares of the Company of the Company respectively. Further none of the other Director of the Company held shares or convertible instruments of the Company.

**13. Extract of Annual return**

The details forming part of the Extract of Annual Return in annexed as per **Annexure 'B'**

**14. Conservation of Energy, Technology Absorption, Foreign Exchange Earning and Outgo**

Information under Section 134 of the Companies Act, 2013 read with the rules made there under is given in **Annexure 'C'** forming part of this Report.

**15. Corporate Social Responsibility**

With the enactment of the Companies Act, 2013 and the Companies (Corporate Social Responsibility) Rules, 2014 read with various clarifications issued by Ministry of Corporate Affairs every company having the net worth of Rs. 500 crores or more, turnover of Rs. 1000 crores or more, or net profit of Rs 5 Crore or more during any financial year have to spend at least 2% of the average net profit of the company made during the three immediately preceding financial years.