

# **BIJOY HANS LIMITED**

**ANNUAL REPORT  
2014-2015**

## BIJOY HANS LIMITED

Regd Office: H P Brahmachari Road, Rehabari, Guwahati 781 008 (Assam)

Tel: 0361-2512373 Email: ash\_ashim@yahoo.co.in

CIN No.: L51909AS1985PLC002323

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### Contents

Particulars	Page Nos.
Corporate Information	2
Notice of the Meeting	3
Director's Report	11
Extract of Annual Return (MGT 9) – Annexure I	17
Secretarial Audit Report – Annexure II	22
Corporate Governance Report – Annexure III	25
MD's Certification under clause 49 (v) of the Listing Agreement	30
Management Discussion and Analysis Report	31
Auditor's Certificate on Corporate Governance	32
Independent Auditor's Report	33
Annexure to the Auditor's Report	35
Balance Sheet	36
Statement of Profit & Loss Account	37
Cash Flow Statement	38
Notes on Financial Statements	39
Proxy Form	46
Attendance Slip	48
Annexure to the Notice	

# BIJOY HANS LIMITED

## CORPORATE INFORMATION

**Managing Director**

Sri Ashok Kumar Patawari

**Directors**

Sri Ashim Kumar Patawari  
Sri Raj Kumar Harlalka  
Smt Shweta Patawari  
Sri Pukhraj Lunkar

**Auditor**

M/s Mohanlal Sharma & Co  
Chartered Accountants

**Secretarial Auditor**

M/s Rakesh Agarwal & Co  
Company Secretaries

**Bankers**

Citi Bank NA  
Bank of Baroda  
UCO Bank  
HDFC Bank  
Union Bank of India  
ICICI Bank

**Registered Office**

H P Brahmachari Road  
Rehabari  
Guwahati 781 008 (Assam)  
Ph: 0361 2512313  
Email: ash\_ashim@yahoo.co.in

**Registrar & Share Transfer Agent**

Niche Technologies Pvt Ltd  
D-511, Bagree Market, 5<sup>th</sup> Floor  
71 B R B Basu Road  
Kolkata 700 001  
Ph: 033 22357270/7271  
Fax: 033 22156823

## BIJOY HANS LIMITED

### NOTICE OF THE MEETING

NOTICE is hereby given that the 30<sup>th</sup> Annual General Meeting of the Members of Bijoy Hans Limited will be held at its Registered office at H P Brahmachari Road, Rehabari, Guwahati 781 008 (Assam) on Wednesday, 30<sup>th</sup> December 2015 at 10 A.M. to transact the following business :-

#### **ORDINARY BUSINESS :**

##### **Item No.1 – Adoption of Financial Statements:**

To receive, consider and adopt the financial statements of the Company for the year ended on 31st March, 2015 including the Audited Balance Sheet and Statement of Profit and Loss for the financial year ended on that date and the reports of the Board of Directors (the Board) and Auditors thereon.

##### **Item No.2 – Appointment of Director**

To appoint a Director in place of Ashim Patawari who retires by rotation and being eligible, offers himself for re-appointment.

##### **Item No. 3- Appointment of Auditors and fixing their remuneration**

To ratify the appointment of the auditors of the Company and to fix their remuneration; to consider and if thought fit, to pass, with or without modification(s), the following resolution as Ordinary Resolution :

“RESOLVED THAT pursuant to the provisions of section 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 and other applicable rules, if any, the Company hereby ratifies the appointment of M/s Mohanlal Sharma & Co., Chartered Accountants, (Registration No. 323282E) , who were appointed for a term of 5 consecutive years in the 29<sup>th</sup> Annual General Meeting, as 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 and that the Board of Directors be and is hereby authorized to fix the remuneration as may be determined in consultation with the Audit Committee of the Company”.

## BIJOY HANS LIMITED

### SPECIAL BUSINESS:

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, 160 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modifications or re-enactment thereof for the time being in force) read with Schedule IV of the Companies Act, 2013, Sri Pukhraj Lunkar (DIN : 01958134), who being eligible, was appointed by the Board of Directors as an Additional Director (Independent) of the Company with effect from 01.10.2015 for a period of five consecutive years and in respect of whom the Company has received a notice in writing from him together with requisite deposit, proposing that his term as an Independent Director be and is hereby appointed as an Independent Director of the Company, for a period of five consecutive years, not liable to retire by rotation effective from 01.10.2015”.

By order of the Board  
For Bijoy Hans Limited

Place: Guwahati

Date: 30<sup>th</sup> November, 2015

Ashok Kumar Patawari  
Managing Director  
DIN: 00154286

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### NOTES

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself. The proxy need not be a member of the Company.
2. The instrument appointing the proxy, duly completed, must be deposited at the Company's registered office not less than 48 hours before the commencement of the meeting. A proxy for the AGM is enclosed.
3. A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percentage of the total share capital of the Company carrying voting right may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
4. Members/Proxies should bring the Attendance Slip duly filled, enclosed herewith to attend the meeting.



## BIJOY HANS LIMITED

5. The Register of Members and Share transfer books and of the company will remain closed from 24th December 2015 to 30th December 2015 (both days inclusive) for the year ended 31<sup>st</sup> March, 2015 and the AGM.
6. Members whose shareholding is in the electronic mode are requested to direct change of necessary details to their respective Depository Participant(s).
7. Members holding shares in the physical form are requested to address all correspondence to the Registrar and Share Transfer Agents, Niche Technologies Pvt Ltd., D-511, Bagree Market, 5<sup>th</sup> Floor, 71, B R B Basu Road, Kolkata 700 001.
8. The Company is concerned about the environment and utilizes natural resources in a sustainable way. We therefore request you to register your e-mail ID with your Depository Participant(s) to enable us to send Annual Report and other correspondences via e-mail and hard copies will only be sent to the members who are not available on the e-mail. ***Members can also refer their folio number/Client ID and send their contact information alongwith the e-mail ID to the Company at ash\_ashim@yahoo.co.in***
9. Members may also note that the notice of the 30<sup>th</sup> Annual General Meeting and the Annual Report for 2015 will also be available on the Company's website [www.bijoyhans.com](http://www.bijoyhans.com) for their download. Members can also entitled to receive the physical copies of aforesaid documents upon making a request for the same, free of cost. For any communication, the shareholders may also send request to the e-mail ID: ash\_ashim@yahoo.co.in
10. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) of every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form shall submit PAN details to the Company or the Registrar and Share Transfer Agent of the Company.

## BIJOY HANS LIMITED

### 11. Voting through Electronic Means:

- I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Clause 35B of the Listing Agreement, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by Central Depository Services (India) Limited (CDSL).
- II. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM( "remote e-voting") will be provided by Central Depository Services (India) Limited.
- III. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

### IV. The process and manner for remote e-voting are as under:

- (i) The remote e-voting period commences on 27<sup>th</sup> December, 2015 (10:00 am) and ends on 29<sup>th</sup> December, 2015 (5:00 pm). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 23<sup>rd</sup> December, 2015, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- (ii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com) during the voting period.
- (iii) Click on "Shareholders" tab.
- (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, excluding the special characters.
- (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.

## BIJOY HANS LIMITED

(vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"><li>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.</li><li>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.</li></ul>
DOB	<p>Enter the Date of Birth as recorded in your demat account with the depository or in the company records for your folio in dd/mm/yyyy format</p>
Bank Account Number (DBD)	<p>Enter the Bank Account Number as recorded in your demat account with the depository or in the company records for your folio.</p> <ul style="list-style-type: none"><li>Please Enter the DOB or Bank Account Number in order to Login.</li><li>If both the details are not recorded with the depository or company then please enter the member-id / folio number in the Bank Account Number details field as mentioned in above instruction ( iv ).</li></ul>

(viii) After entering these details appropriately, click on "SUBMIT" tab.

- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant Company Name i.e. **Bijoy Hans Limited** on which you choose to vote on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.



## BIJOY HANS LIMITED

- (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 same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
  - (xviii) Note for Institutional Shareholders & Custodians :
    - Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
    - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
    - After receiving the login details they have to create a compliance user which should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
    - The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
    - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)
12. Institutional Members / Bodies Corporate (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote through e-mail at [chandan.patni@yahoo.com](mailto:chandan.patni@yahoo.com) with a copy marked to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) on or before 29<sup>th</sup> December 2015 , upto 5:00 pm without which the vote shall not be treated as valid.
13. A person who is not a member as on Cut-off date should treat this notice for information purpose only.
14. The notice of Annual General Meeting will be sent to the members, whose names appear in the register of members / depositories as at closing hours of business, on 13<sup>th</sup> November, 2015.

## BIJOY HANS LIMITED

15. The shareholders shall have one vote per equity share held by them as on the cut-off date of 23<sup>rd</sup> December, 2015. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
16. Since the Company is required to provide members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 23<sup>rd</sup> December, 2015. and not casting their vote electronically, may only cast their vote at the Annual General Meeting.
17. Notice of the Annual General Meeting along with attendance slip, proxy form along with the process, instructions and the manner of conducting e-voting is being sent electronically to all the members whose e-mail IDs are registered with the Company / Depository Participant(s). For members who request for a hard copy and for those who have not registered their email address, physical copies of the same are being sent through the permitted mode.
18. Investors who became members of the Company subsequent to the dispatch of the Notice / Email and holds the shares as on the cut-off date i.e. 23<sup>rd</sup> December, 2015. are requested to send the written / email communication to the Company at [ash\\_ashim@yahoo.co.in](mailto:ash_ashim@yahoo.co.in) by mentioning their Folio No. / DP ID and Client ID to obtain the Login-ID and Password for e-voting.
19. **Chandan Patni, Practising Chartered Accountant (Membership Number 300578)** has been appointed as the Scrutinizer to scrutinize the remote e-voting process and voting at the AGM in a fair and transparent manner. The Scrutinizer will submit, not later than 3 days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman of the Company or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
20. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.bijoyhans.com](http://www.bijoyhans.com) and on the website of CDSL. The same will be communicated to the listed stock exchange BSE Limited.