

## **BOARD OF DIRECTORS**

Dr. Gurpreet Singh  
Director

Mr. Inderdeep Singh  
Director

Mr. Kumar Srinivasan  
Whole-time Director

Mr. Swaraj Singh  
Director

Dr. Navin Kumar Kapur  
Director

Ms. Rashmi Nagabhushan  
Director

Ms. S Sujatha Lyall  
Company Secretary

Mr. Amardeep Singh Bedi  
Chief Financial Officer

## **AUDITORS**

M/s V K Verma & Co.  
Chartered Accountants  
C-37, Connaught Place  
New Delhi - 110 001.

## **REGISTERED OFFICE**

C-120, Naraina Industrial Area,  
New Delhi - 110 028.  
Phones : (011) 25796150-53  
Email : [deltron1982@rediffmail.com](mailto:deltron1982@rediffmail.com)  
Website: [www.deltronlimited.in](http://www.deltronlimited.in)  
CIN No.: L32109DL1982PLC013838

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# Deltron Limited

Deltron Limited, Registered Office – C-120, Naraina Industrial Area, New Delhi – 110 028

Phone No. 011-25796150-53, E-mail:deltron1982@rediffmail.com

Website:www.deltronlimited.in Cin No : L32109DL1982PLC013838

## **NOTICE**

Notice is hereby given that the Thirty Sixth Annual General Meeting of the Shareholders of the Company will be held at The Little Theatre Group, Copernicus Marg, New Delhi-110001 on Monday, the 3<sup>rd</sup> day of September, 2018 at 11.30 a.m. to transact the following business:-

## **ORDINARY BUSINESS**

1. To receive, consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March, 2018, Profit & Loss Account and the Cash Flow Statement for the year ended on that date and the Reports of Directors and Auditors thereon.
2. To appoint a Director in place of Mrs. Rashmi Nagabhushan(DIN:00173914), who retires by rotation and being eligible offers herself for reappointment.
3. 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 the Companies Act, 2013 and the rules framed thereunder, the firm M/s V.K. Verma & Co., Chartered Accountants, Firm Registration No. 000386N, is appointed as Statutory Auditors of the Company to hold office for an adequate period of 4 years till the conclusion of the 40<sup>th</sup> Annual General Meeting of the Company to be held in the year 2022 (subject to ratification of their appointment at every AGM) at such remuneration as may be mutually fixed."

## **SPECIAL BUSINESS**

4. To consider and, if thought fit, to pass the following resolution as Special Resolution:-  
"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013, (including any amendment/modification thereof) and any rules made thereunder and subject to such other approvals, as may be necessary, consent of the Members of the Company be and is hereby accorded to re-appoint Mr. Kumar Srinivasan (DIN: 00173717) as Whole-time Director of the Company, liable to retire by rotation, for a period of 3 (three) years w.e.f. 27<sup>th</sup> September, 2018 as per the terms and conditions set out in the Explanatory Statement annexed hereto, with authorisation to the Board of Directors to vary the remuneration of Mr. Kumar Srinivasan during this period, as it may deem fit and proper in the best interests of the Company, provided however that such variations are within the permissible limits prescribed under Schedule V of the Companies Act, 2013, including in the event of any loss or inadequacy of profits in any financial year.

RESOLVED FURTHER THAT pursuant to the provisions 196, 197, 203 of Schedule V and other applicable provisions, if any, of the Companies Act, 2013, (including any amendment/modification thereof) and any rules made thereunder, approval of the Company be and is hereby accorded to pay revised remuneration to Mr. Kumar Srinivasan, Whole-time Director of the Company, as per the terms and conditions set out in the Explanatory Statement annexed hereto, w.e.f 1<sup>st</sup> April, 2018 for the balance of his existing tenure of appointment.

By order of the Board  
For Deltron Limited

Date: 21.07.18  
Place: New Delhi

S Sujatha Lyall  
Company Secretary

## **NOTES**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER. SUCH PROXY IN ORDER TO BE EFFECTIVE MUST BE LODGED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE COMMENCEMENT OF THE MEETING. A BLANK PROXY FORM IS ENCLOSED. PROXY SHALL NOT HAVE ANY RIGHT TO SPEAK AT THE MEETING.**
2. The Register of Members and Transfer Books shall remain closed from 28.08.2018 to 03.09.2018 (both days inclusive).
3. **In line with the Government's green initiative in Corporate Governance of allowing paperless compliance, the Company requests its members once again to send their Email IDs along with Folio No., Name(s) and full Contact Address without fail by post or by email to deltron1982@rediffmail.com at the earliest in order to receive all future communication, including Annual Reports, Notices etc. electronically. Should any member who receives the Notice and Annual Report electronically, want the printed hard copy of the same, such member may apply to the Company for receiving the same in adequate advance time. Members can also access the Annual Report and Notice posted on the Company's website "www.deltronlimited.in".**
4. Copies of the Annual Report will not be distributed at the meeting. Members are requested to bring their copies of Annual Report to the meeting. Copies of the Annual Report and Notice are also available for inspection during the working hours at the registered office of the Company at C-120, Naraina Industrial Area, New Delhi.
5. Members/ Proxies should bring their attendance slips sent herewith, duly filled in, for attending the meeting. Corporate members shall send a duly certified copy of Board resolution authorizing their representative to attend and vote at the Annual General Meeting. Proxies can act on behalf of maximum 50 members holding in the aggregate not more than 10% of the total shares / voting rights.
6. Members are requested to send their queries, if any, in writing so as to reach the Company's registered office at least 10 days before 3.09.2018, the date of the meeting so that information can be made available at the meeting.
7. The Company has transferred the unpaid or unclaimed dividends for the financial year 2009-10 to the Investor Education and Protection Fund (IEPF). Further, in terms of Section 124(6) of the Companies Act, 2013 read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, the Company is required to transfer the Equity shares in respect of which dividends for 7 (seven) consecutive years have remained unpaid or unclaimed into the "IEPF Suspense Account" created for this purpose. Thereafter, no claim shall lie against the Company for such cases. Such unclaimed dividend and shares can be reclaimed by the shareholder by following the prescribed procedure / rules.

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8. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in demat form should submit the PAN to their Depository Participant (DP). All other Members should submit the PAN to the Company or to its RTA.
9. Register of Directors and Key Managerial Personnel and their shareholding will be available for inspection at the meeting.
10. **Voting through electronic means :-**
  - a. The Company is providing for e-voting facility through Central Depository Services (India) Limited 'CDSL' to the shareholders to vote through electronic means by remote e-voting on all resolutions set forth in this Notice.
  - b. In addition, voting by polling paper shall also be made available at the meeting for shareholders attending the meeting, who have not already cast their vote by remote e-voting.
  - c. Shareholders who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
  - d. The voting period will begin on Friday, 31.08.2018 at 9 a.m. and end on Sunday, 2.09.2018 at 5 p.m. During this period shareholders of the Company, holding shares either in physical form or in dematerialised form, as on Tuesday, 28.08.2018, being the cut-off date, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
  - e. Any person, who acquires shares of the Company and becomes Member of the Company after dispatch of the Notice and holds shares as on the cut-off date i.e. 28.08.2018 may follow the same instructions as mentioned above for e-Voting.
  - f. In case you have any queries or issues regarding remote e-voting, you may refer to the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.co.in](http://www.evotingindia.co.in) under help section or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - g. Shareholders may address their grievances connected with e-voting to: Mr. Kumar Srinivasan, Whole-time Director Deltron Limited, C-120, Naraina Industrial Area, New Delhi – 110 028. E-mail : [deltron1982@rediffmail.com](mailto:deltron1982@rediffmail.com) Phone No. 011-25796150-53.
  - h. The Company has appointed Ms. Akarshika Goel, Company Secretary in Practice, as the Scrutinizer for the polling and the remote-e-voting to scrutinize the same in a fair and transparent manner.
  - i. The scrutinizer shall, immediately after the conclusion of voting at the meeting, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of atleast two witnesses not in the employment of the Company and make, not later than three (3) days of conclusion of the meeting, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman of the Company.
  - j. The results declared along with the Scrutinizer's Report shall be placed on the web-site of Company and on the CDSL website immediately after the result is declared by the Chairman.
  - k. The detailed E-voting instructions are part of the notice and are posted on the Company's website at "[www.deltronlimited.in](http://www.deltronlimited.in)".

## Explanatory Statement:

### Item No. 4:

Mr. Kumar Srinivasan was re-appointed as the Whole-time Director of the Company in the Annual General Meeting held on 24<sup>th</sup> September, 2015 for a period of three years w.e.f. 27<sup>th</sup> September, 2015 upto 26<sup>th</sup> September, 2018. The payment of minimum remuneration had also been approved in the said meeting. The term of this approval is coming to an end.

His re-appointment for a period of 3 (three) years as Whole-time Director w.e.f. 27<sup>th</sup> September, 2018 at the remuneration to be paid as per the terms and conditions set out below, along with payment of revised remuneration w.e.f. 1<sup>st</sup> April, 2018 for the balance of his existing tenure of appointment, was approved by the Nomination and Remuneration Committee and the Board at their respective meeting held on 21<sup>st</sup> July, 2018.

Except Mr. Kumar Srinivasan, being an appointee, none of the Directors or Key Managerial Personnel (KMP) or relatives of Directors and KMP are concerned or interested in the Resolution at Item No. 4 of the Notice.

The resolution at item no. 4 is put up for approval of the Shareholders.

The other information as required under Section II of Part II of Schedule V of the Companies Act, 2013, is given below:

### I) General Information:

- The Company is engaged in the trading of a variety of goods including Electrical/ Electronic Goods, Mechanical Goods, Equipments, Tools etc.
- The Company commenced commercial production in 1982-83. Subsequently manufacturing operations were hived off with only trading activities being carried on currently.
- Finance performance based on given indicators taken from audited financials for 2017-18

Financial Parameters	2017-18 (INR)
Total Income	75,44,222
Net Profit	(16,84,924)

- The Company has made no foreign investments and has no collaborations.

# Deltron Limited

- ii) Information about Mr. Kumar Srinivasan
- Mr. Kumar Srinivasan, aged about 69 years has done B.E. (Honours) Electronics from BITS, Pilani and has a rich and varied experience of over 46 years in the field of Electronics.
  - Apart from being Whole-time Director in Deltron Limited, he is a Director on the Boards of Six Private Companies. He is also a member of the Audit Committee and Shareholders Grievance Committee in Deltron Limited. He attended all 4 (four) meetings of the Board held during the year.
  - Past remuneration as per Schedule V of Companies Act, 2013 of Mr. Kumar Srinivasan are given below :  
Rs 16,03,580/-  
Rs 16,03,580/-  
Rs 16,03,580/-
  - During his tenure, the Company has won awards for excellence in exports and has also obtained ISO Certification from the Bureau of Indian Standards and the Underwriters Lab, US.
  - Mr. Kumar Srinivasan has a rich and varied experience across different functional areas and has in-depth knowledge of the Electronics Industry. In his over 46 years of service he has contributed significantly to the Company and is a very valuable part of the Company at present.
  - The Directors firmly believe that the Industry is getting increasingly competitive and the continued presence of a qualified and highly competent person on the Board of the Company is required for timely and appropriate decision making at the Board level. Therefore his re-appointment is proposed for the approval of the members of the Company.
  - Monthly remuneration proposed for Mr. Kumar Srinivasan is given below:

Sl. No	Description	Rs
1	Basic Salary	75,000
2	House Rent Allowance	52,500
3	Conveyance Allowance	15,000
4	Others	10,000
	Total Remuneration	1,52,500

In addition to the above, Mr. Kumar Srinivasan shall also be entitled to Gratuity, Provident Fund, Medical Insurance, Leave Travel Allowance, Medical re-imbursement of expenses actually incurred for self and family subject to a ceiling of one month's salary in a year, Fees of one club excluding admission and life membership fees, Car for official duties, Telephone at residence (with personal use of car and personal long-distance calls billed to the Director) and other entitlements as per the service conditions of the Company provided that the total annual remuneration shall not exceed the limits prescribed under Schedule V of the Companies Act, 2013.

- Taking into consideration the qualification and experience of Mr. Kumar Srinivasan, the proposed remuneration is comparable to what is being paid in other similar companies operating in India.
  - Besides being a shareholder and Whole-time Director in the Company, Mr. Kumar Srinivasan does not have any pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel.
- iii) The Company in the recent past has not been earning adequate profits from its operations due to several factors including the downturn in the global economy and unusually severe and long lasting recession worldwide. While the Company expects continuing challenges in the coming years especially due to substantial increases in all costs, including compliance costs, the company will need to be conservative while exploring new opportunities.

By order of the Board  
For Deltron Limited

Date: 21.07.18  
Place: New Delhi

S Sujatha Lyall  
Company Secretary

## E-voting Instructions

The instructions for shareholders for remote e-voting are as under:

- Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- Click on "Shareholders" tab.
- Select the "Company Name" from the drop down menu and click on "SUBMIT".
- Enter your User ID
  - For CDSL enter the 16 digits beneficiary ID
  - For shares held in physical form enter Folio Number registered with the Company.
- Enter the Image Verification as displayed and Click on "Login."
- 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.
- If you are a first time user follow the steps given below:

# Deltron Limited

PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department. Members who have not updated their PAN with the Company will need to enter the first two letters of their name and the 8 digits of the sequence number in the PAN field. Sequence number is printed on Attendance Slip..
Dividend Bank Details OR Date of Birth	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field.

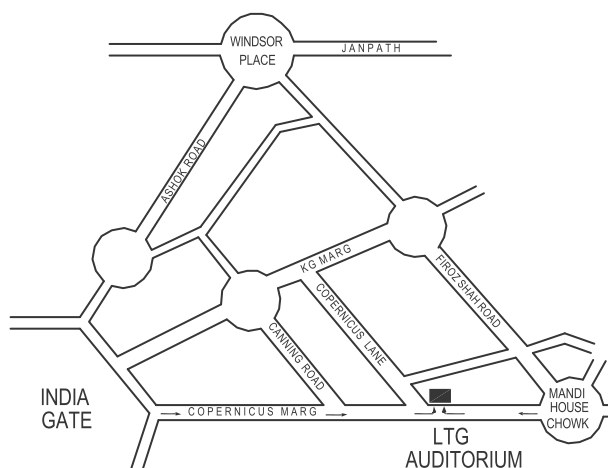
- viii. After completing the above, click on "SUBMIT" tab.
- ix. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they must enter their login password in the new 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 Electronic Voting Sequence Number (EVSN) for Deltron Limited.
- xii. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the options "YES/NO" for voting. Select the option "YES" or "NO" as desired. "YES" implies that you assent to the Resolution and "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 thereafter 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 a 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.
- xviii. Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- xix. Note for Non – Individual Shareholders and Custodians
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://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 a compliance user 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.

By order of the Board  
For Deltron Limited

S Sujatha Lyall  
Company Secretary

Date: 21.07.2018  
Place: New Delhi

Route Map to the Venue (LTG Auditorium)



# Deltron Limited

## DIRECTORS' REPORT

The Directors take pleasure in presenting the Thirty Sixth Annual Report of your Company for the financial year ended 31st March, 2018.

The total income during the year under review was Rs. 75.4 lacs and pre-tax profit was Rs. (17.8) lacs after providing for depreciation of Rs. 12,452. After adjusting for deferred tax, the net profit was Rs. (16.8) lacs. No amount has been transferred to General Reserves.

In view of the increased financial burden imposed by statutory compliances under the Companies Act, 2013, SEBI (Listing Obligations & Disclosure Requirements), 2015, the new GST regime and various other statutes, the Directors do not recommend payment of Dividend for the year ended 31<sup>st</sup> March, 2018.

The Company has neither taken any public deposits nor given any loans or guarantees nor made investments nor entered into any related party transactions other than in the ordinary course of business and on arm's length basis.

The Company has a balanced composition of Directors on its Board and Key Managerial Personnels prescribed. There were no changes in the Board's composition during the year.

The composition of the Board and its three Committees are as follows:

Sr. No.	Composition of the Board	Board	Audit Committee	Nomination and Remuneration Committee	Stakeholders Relationship Committee
1	Dr. Gurpreet Singh	Non-Executive Director	-	-	-
2	Mr. Inderdeep Singh	Non-Executive Director	-	Member	Chairman
3	Mr. Kumar Srinivasan	Whole-time Director	Member	-	Member
4	Dr. Navin Kapur	Independent Director	Chairman	Chairman	-
5	Mr. Swaraj Singh	Independent Director	Member	Member	-
6	Ms. Rashmi Nagabhushan	Non-Executive Director	-	-	-

The Board met four times during the financial year on 26.05.2017, 8.07.2017, 11.11.2017 and 14.02.2018 and all the Directors attended the said meetings except Dr. Gurpreet Singh and Mrs. Rashmi Nagabhushan, who attended three meetings respectively.

The Audit Committee met four times during the financial year on 26.05.2017, 8.07.2017, 11.11.2017 and 14.02.2018 attended by all the members.

The Nomination and Remuneration Committee met once during the financial year on 8.07.2017 attended by all the members.

The Stakeholders Relationship Committee met once during the financial year on 11.11.2017 and both the members attended the said meeting. The Company did not receive any shareholder grievances during the year.

The Corporate Governance Clauses of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 are not applicable to the Company.

The Company has received declarations from the Independent Directors that they meet the criteria of independence laid down in Section 149(6) of the Companies Act, 2013.

Formal evaluation of all the Directors, the Board as a whole and the Committees were conducted and were found satisfactory.

The Company has a Vigil Mechanism / Whistle Blower Policy in place for the prevention of unethical behaviour, fraud and violation of Company's Code. The Audit Committee oversees its functioning.

The Nomination and Remuneration Policy adopted by the Company has been posted on the Company's website and is re-produced hereunder:

- *The appointments, qualification, disqualification, tenure, termination, evaluation, remuneration including commission, if any, and revision thereof for Directors including Independent Directors, Key Managerial Personnel and Senior Management Personnel shall be governed by the Companies Act, 2013 and Rules framed there under and also by any other applicable statute.*
- *The remuneration shall be sufficient to attract, retain and motivate Directors and personnel at all levels.*

The Company has a policy for prevention of Sexual Harassment of Women at workplace and no complaint of harassment was received during the year under review.

M/s Alankit Assignments Limited is the Company's Registrar and Share Transfer Agent. The Company's ISIN for its equity shares is INE272R01011.

# Deltron Limited

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## **Disclosures under Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014**

- i. Excepting the Whole-time Director (WTD), none of the other Directors receive any remuneration apart from Directors' sitting fee. The ratio of WTD's salary to the median employees remuneration is approx 2.25 : 1.
- ii. There was 8.93% increase in the CFO's remuneration and 10.20% increase in the Company Secretary's remuneration.
- iii. There was 6.60% increase in the remuneration of one employee in the financial year.
- iv. There are four permanent employees on the rolls of the Company.

The details of remuneration of Directors and KMP forms part of the Extract of the Annual Return in Form MGT 9 attached to this Report as Annexure I.

## **Disclosures under Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014**

The Company has not paid any remuneration attracting the provisions of the above Rule. Hence, no information is appended to this report.

## **Directors' Responsibility Statement**

The Directors confirm that:

- i. In preparation of the annual accounts for the financial year ended 31<sup>st</sup> March, 2018 the applicable accounting standards have been followed.
- ii. Appropriate accounting policies have been applied consistently and reasonable and prudent judgments and estimates were made so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period.
- iii. Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the Company's assets and for preventing other irregularities.
- iv. The accounts have been prepared on a going concern basis.
- v. The internal financial controls followed by the Company are adequate and are operating effectively.
- vi. Proper and adequate systems have been devised to ensure compliance with provisions of all applicable laws and such systems are operating effectively.

## **Auditors and Reports**

The Board recommends re-appointment of M/s V K Verma & Co., as Statutory Auditors of the Company for four years (thereby bringing their total tenure to five years) subject to ratification of their appointment in every AGM. They have furnished a certificate to the effect that the proposed appointment, if made, will be in accordance with the applicable provisions of the Companies Act, 2013.

The Secretarial Audit Report from M/s P.S. Soni & Co., Practicing Company Secretaries, for the financial year 2017-18 forms part of the Annual Report as Annexure II to the Board's Report. The Board has re-appointed them for the financial year 2018-19.

M/s K.S Bawa & Associates, Chartered Accountants, Internal Auditors for the financial year 2017-18, have been re-appointed for the financial year 2018-19.

There are no disqualifications, reservations or adverse remarks or disclaimers in the reports of the aforesaid Auditors for the financial year 2017-18.

## **Report on Conservation of Energy, Technology Absorption and Foreign Exchange Earning and Outgo.**

During the year :-

- i. The Company has no manufacturing activity. The consumption of electricity continues to be minimal and adequate measures are taken to conserve power and energy.
- ii. The Company has not purchased or acquired any new technology.
- iii. The Company has not undertaken any new Research & Development activities.
- iv. There was no foreign exchange expenditure or earnings.

The Directors place on record their sincere appreciation to the Shareholders, Associates, Bankers, Customers, Vendors, Officers and Staff of the Company and seek their continued cooperation and support for the coming years also.

For and on behalf of the Board of Directors  
Deltron Limited

Date: 21-07-2018  
Place: New Delhi

**Kumar Srinivasan**  
Whole-time Director

**Inderdeep Singh**  
Director

# Deltron Limited

**EXTRACT OF ANNUAL RETURN AS ON 31.03.2018**  
**[Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company**  
**(Management & Administration) Rules, 2014]**

**Annexure I**

**I. REGISTRATION & OTHER DETAILS:**

1.	CIN	L32109DL1982PLC013838
2.	Registration Date	10th June, 1982
3.	Name of the Company	Deltron Limited
4.	Category/Sub-category of the Company	Listed Company
5.	Address of the Registered office & contact details	Mrs. S Sujatha Lyall, Company Secretary Deltron Limited C-120, Naraina Industrial Area, New Delhi-110 028 Phone : 011-25796150-53 Website: www.deltronlimited.in Email: deltron1982@rediffmail.com
6.	Whether listed company	Yes
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Mr. J K Singla, Sr. Manager M/s Alankit Assignments Limited, Alankit Heights, 1E/13, Jhandewalan Extension, New Delhi - 110055 Tel. + 91-11-4254 1960, Fax. + 91-11- 4154 3474 Website: www.alankit.com Email: rta@alankit.com

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

All the business activities contributing 10% or more of the total turnover of the Company are stated:-

The Company is engaged in the trading of a variety of goods including Electrical/ Electronic Goods, Mechanical Goods, Equipments, Tools etc.

Sl. No.	Main products / services	NIC Code	% to total turnover
1	Jacks and Spares	4530	85.00%

**III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES :- NIL**

**IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**

i) Category-wise Shareholding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
(1) Indian									
a) Individual/ HUF	1282825	271950	1554775	54.56	1282825	271950	1554775	54.56	0.00
b) Bodies Corp.	402693	40000	442693	15.53	402693	40000	442693	15.53	0.00
<b>Sub-total (A) (1) :-</b>	<b>1685518</b>	<b>311950</b>	<b>1997468</b>	<b>70.09</b>	<b>1685518</b>	<b>311950</b>	<b>1997468</b>	<b>70.09</b>	<b>0.00</b>
(2) Foreign	-	-	-	-	-	-	-	-	-
<b>Total (A)= (A)(1)+ (A)(2)</b>	<b>1685518</b>	<b>311950</b>	<b>1997468</b>	<b>70.09</b>	<b>1685518</b>	<b>311950</b>	<b>1997468</b>	<b>70.09</b>	<b>0.00</b>
<b>B. Public Shareholding</b>									
<b>1. Institutions</b>									
a) Banks / FI	-	100	100	0.00	-	50	50	0.00	0.00
<b>Sub-total (B)(1):-</b>	<b>-</b>	<b>100</b>	<b>100</b>	<b>0.00</b>	<b>-</b>	<b>50</b>	<b>50</b>	<b>0.00</b>	<b>0.00</b>
<b>2. Non-Institutions</b>									
a) Bodies Corp.	150	2900	3050	0.11	150	2575	2725	0.10	0.01
b) Individuals									
i) Individual shareholders holding nominal share capital up to Rs. 1 lakh	15655	605977	621632	21.81	17680	512342	530022	18.60	3.21
c) Others i) (NRI/OCBs)	-	227750	227750	7.99	-	227450	227450	7.98	0.01
ii) IEPF Authority	-	0.00	0.00	0.00	92,285	0.00	92,285	3.24	-3.24
<b>Sub-total (B)(2):-</b>	<b>15805</b>	<b>836627</b>	<b>852432</b>	<b>29.91</b>	<b>110115</b>	<b>742367</b>	<b>852482</b>	<b>29.91</b>	<b>0.00</b>
<b>Total (B)=(B)(1)+ (B)(2)</b>	<b>15805</b>	<b>836727</b>	<b>852532</b>	<b>29.91</b>	<b>17830</b>	<b>742417</b>	<b>852532</b>	<b>29.91</b>	<b>0.00</b>
<b>Grand Total (A+B+C)</b>	<b>1701323</b>	<b>11,48,677</b>	<b>2850000</b>	<b>100.00</b>	<b>1795633</b>	<b>1054367</b>	<b>2850000</b>	<b>100.00</b>	<b>0.00</b>



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## ii) Shareholding of Promoter-

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Amira Bhargava	42500	1.49	-	42500	1.49	-	0.00
2	Chetak Arun	1200	0.04	-	1200	0.04	-	0.00
3	Gitana Singh	95450	3.35	-	95450	3.35	-	0.00
4	Gurpreet Singh	1750	0.06	-	1750	0.06	-	0.00
5	Gurpreet Singh H U F	1000	0.04	-	1000	0.04	-	0.00
6	Inderdeep Singh	663200	23.27	-	663200	23.27	-	0.00
7	Kumar Srinivasan	1000	0.04	-	1000	0.04	-	0.00
8	Kushal G Singh	2000	0.07	-	2000	0.07	-	0.00
9	Prithvideep Singh	66200	2.32	-	66200	2.32	-	0.00
10	Punita G Singh	349500	12.26	-	349500	12.26	-	0.00
11	Reena I Singh	33450	1.17	-	33450	1.17	-	0.00
12	S Arjan Singh	5000	0.18	-	5000	0.18	-	0.00
13	Simran Bhargava	238775	8.38	-	238775	8.38	-	0.00
14	Tara Bhargava	53750	1.89	-	53750	1.89	-	0.00
15	A G Traders P Limited	5000	0.18	-	5000	0.18	-	0.00
16	Continental Device India Private Limited	392693	13.78	-	392693	13.78	-	0.00
17	Delta Electronics P Ltd	20000	0.70	-	20000	0.70	-	0.00
18	Semtech P Limited	3500	0.12	-	3500	0.12	-	0.00
19	Thermadyne P Limited	21500	0.75	-	21500	0.75	-	0.00
	Total	1997468	70.09	-	1997468	70.09	-	0.00

## iii) Change in Promoters' Shareholding

There was no change in Promoters' Shareholding during the year.

## iv) Shareholding Pattern of top ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs) :

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Changes during the year		Shareholding at the end of the year	
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1	Anoop Kumar Roongta	8150	0.29	-	0	0.00	8150	0.29
2	Anupam Narayan	10000	0.35	-	0	0.00	10000	0.35
3	Avinash J Singh	32000	1.12	-	0	0.00	32000	1.12
4	Chirayush Pravin Vakil and Pravin Kantilal Vakil	8650	0.30	-	0	0.00	8650	0.30
5	Gamlin Inc.	180000	6.32	-	0	0.00	180000	6.32
6	Gautam D Maru and Ramila G Maru	4550	0.16	-	0	0.00	4550	0.16
7	Meena Mehta	7900	0.28	-	0	0.00	7900	0.28
8	Rama Mehta and Bhavna Kumari	4000	0.14	-	0	0.00	4000	0.14
9	Ramila G Maru and Gautam D Maru	4850	0.17	-	0	0.00	4850	0.17
10	Virander Kumar and Pushp Khurana	4950	0.17	-	0	0.00	4950	0.17

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## v) Shareholding of Directors and Key Managerial Personnel :

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Changes during the year		Shareholding at the end of the year	
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1	Gurpreet Singh	1750	0.06	-	0	0.00	1750	0.06
2	Inderdeep Singh	663200	23.27	-	0	0.00	663200	23.27
3	Kumar Srinivasan	1000	0.04	-	0	0.00	1000	0.04

## V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment : NIL

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

In Rs.

S.No.	Particulars of Remuneration	Whole-time Director	Chief Financial Officer	Company Secretary
		Mr. Kumar Srinivasan	Mr. Amardeep Singh Bedi	Ms. S Sujatha Lyall
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	15,25,980 77,600 0	7,58,125 4,365 0	8,12,990 5,258 0
2	Stock Option	0	0	0
3	Sweat Equity	0	0	0
4	Commission - as % of profit - others, specify...	0 0 0	0 0 0	0 0 0
5	Others, please specify Total (A) Ceiling as per the Act	0 16,03,580 42,00,000	0 7,62,490 NA	0 8,18,248 NA

## Remuneration to other Directors :

In Rs.

1. Independent Directors			
Name of Independent Director	Sitting Fees	Profit Commission	Total
Dr. Navin Kapur	30,000	0.00	30,000
Mr. Swaraj Singh	30,000	0.00	30,000
Total	60,000	0.00	60,000
2. Other Non-Executive Directors			
Name of Non-Executive Director	Sitting Fees	Profit Commission	Total
Dr. Gurpreet Singh	9,000	0.00	9,000
Mr. Inderdeep Singh	15,000	0.00	15,000
Ms. Rashmi Nagabhushan	9,000	0.00	9,000
Total	33,000	0.00	33,000
Total Remuneration paid to Independent and Other Non-Executive Directors	93,000	0	93,000
Overall Ceiling as per the Act per meeting	1,00,000		

## VII. Penalties / Punishment/ Compounding of Offences against Company, Directors and other Officers in default : None