

## **REFERENCE INFORMATION**

### **BOARD OF DIRECTORS**

Mr. Rajesh Kumar Rustagi	Executive Director
Mr. Mahesh Kumar Rustagi	Non- Executive Director
Mr. Bhumesht Rustagi	Independent Director
Ms. Nishi Talwar	Independent Director

### **KEY MANAGERIAL PERSONNEL**

Mr. Rajesh Kumar Rustagi	Director
--------------------------	----------

### **SECRETARIAL AUDITOR**

Mr. Parveen Rastogi  
Practising Company Secretary

### **STATUTORY AUDITOR**

Prem P. Lamba & Co.  
Chartered Accountants

### **INTERNAL AUDITOR**

Mr. Suraj Kumar

### **REGISTRAR & SHARE TRANSFER AGENT**

Skyline Financial Services Pvt. Ltd.  
D-153 A, First Floor, Okhla Industrial  
Area, Phase I, New Delhi-110028

**CIN:** L24119DL1988PLC031866

### **REGISTERED OFFICE**

H-54 Naveen Shahdara, Delhi- 110032

### **SHARES LISTED AT**

BSE Limited

### **E-MAIL**

[galoreprint@gmail.com](mailto:galoreprint@gmail.com)

### **WEBSITE**

[www.galoreprints.com](http://www.galoreprints.com)

## **TABLE OF CONTENTS**

<b><i>S.No.</i></b>	<b><i>Content</i></b>
1.	Notice
2.	Board's Report
3.	Corporate Governance Report
4.	Compliance Certificate on Corporate Governance
5.	CEO/CFO Certification
6.	Compliance with code of conduct
7.	Management Discussion & Analysis Report
8.	Independent Auditor's Report
9.	Balance Sheet
10.	Profit and Loss Account
11.	Cash Flow Statement
12.	Proxy Form
13.	Ballot Form
14.	Attendance Slip
15.	Green Initiative Form/E-mail Updation Form
16.	Route Map

## **NOTICE**

**NOTICE is hereby given that the 29<sup>th</sup> Annual General Meeting of the members of Galore Prints Industries Limited will be held on Saturday, 30<sup>h</sup> day of September at 11:30 A.M. at H-54 Naveen Shahdara, Delhi- 110032 to transact the following businesses:**

### **ORDINARY BUSINESS:**

1. *Ordinary Resolution* to receive, consider and adopt the Audited Balance Sheet of the Company as at 31<sup>st</sup> March, 2017 and the Statement of Profit & Loss Account for the year ended on that date together with the report of Directors and Auditors' thereon.
2. *Ordinary Resolution* to appoint a Director in place of Mr. Mahesh Kumar Rustagi (DIN:02861938) who retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself *Re-appointment*.
3. *Ordinary Resolution* for appointment of M/s Prem P. Lamba & Co., Chartered Accountants (Firm Registration No. 004244N) for the financial year 2017-18 as Statutory Auditors and fixed their remuneration.

**By order of the Board of Directors  
For Galore Prints Industries Limited**

**Sd/-  
(Rajesh kumar Rustagi)**

**Director**

**(DIN:01684298)**

**Date: 18.08.2017**

**Place: Delhi**

**Add: H-54 Naveen Shahdara, Delhi- 110032**

## NOTES:

1. A statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business (es) to be transacted at the Meeting is annexed hereto.
2. **A MEMBER WHO IS ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON POLL ONLY AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. IN ORDER TO BE EFFECTIVE, PROXY FORMS DULY COMPLETED IN ALL RESPECTS SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FIXED FOR THE MEETING.**

A person can act as a proxy on behalf of members not exceeding fifty and holding in aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person(s) or shareholder(s).

3. Corporate Members intending to send their authorized representative to attend the Meeting are requested to send a Certified True Copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
4. Relevant documents as referred to in the accompanying Notice along with the Statements are open for inspection by members at Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the Annual General Meeting.
5. Brief details of Directors seeking re-appointment / appointment at the Annual General Meeting scheduled to be held on 30<sup>th</sup> September, 2017 (Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015) forms part of the notice.

6. The Register of Members and Share Transfer Books will remain closed from 25<sup>th</sup> September 2017 to 30<sup>th</sup> September, 2017 (both days inclusive).
7. Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical shares and for ease in portfolio management. Members may contact the Company or its Registrar & Share Transfer Agent (RTA), for assistance in this regard.
8.
  - a) The members who are holding shares in physical form are requested to intimate any change in their address with pin code immediately either to the Company or to its Registrar & Share Transfer Agent (RTA) promptly.
  - b) The members who are holding shares in demat form are requested to intimate any change in their address with pin code immediately to their Depository Participants.
9. The shares of the Company are at presently listed on BSE Limited.
10. The Board of Directors of the company has appointed Mr. Tanay Ojha, Company Secretaries (C. P. No. 10790), as Scrutinizer for conducting the Annual General Meeting in a fair and transparent manner.
11. The Scrutinizer shall, immediately after the conclusion of voting at the general meeting, first count the votes cast at the meeting in the presence of at least two witnesses not in the employment of the Company and make, not later than three days of conclusion of the meeting, scrutinizer's report of the votes cast in favor or against, if any, to the Chairman of the Company or a person authorized by him in writing.
12. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the General Meeting, i.e. 30<sup>th</sup> September, 2017.
13. Voting rights shall be reckoned on the Paid-up value of shares registered in the name of Member / Beneficial Owner (in case of shares in Dematerialized form) as on the cut-off date i.e. 25<sup>th</sup> September, 2017.

14. 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. 25th September, 2017 only shall be entitled to avail the facility of voting.

*Note: A person who is not a Member as on the cut-off date should treat this Notice for information purposes only.*

15. No gifts, gift coupons, or cash in lieu of gifts shall be distributed to Members at or in connection with the General Meeting.

16. For issues/grievances of shareholders relating to the ensuing AGM, the following official has been designated:

Name of Official	Rajesh Kumar Rustagi
Designation	Director
Address	H-54 Naveen Shahdara, Delhi-110032
Contact	9810288100
E-mail	<a href="mailto:galoreprint@gmail.com">galoreprint@gmail.com</a>

**ANNEXURE TO THE NOTICE**

**PROFILE OF PROPOSED DIRECTOR**

<b>Name</b>	Maresh Kumar Rustagi
<b>Director Identification Number (DIN)</b>	02861938
<b>D.O.B.</b>	15.09.1959
<b>Expertise in specific area</b>	Finance
<b>Date of First appointment on the Board of the Company</b>	30.05.1998
<b>Shareholding in the Company</b>	84110 Equity Shares
<b>List of Directorship held in other companies</b>	-
<b>Names of Listed Entities in which the person holds membership of Committees of the Board</b>	-
<b>Relationship between Directors Inter-se</b>	Brother of Mr. Rajesh Kumar Rustagi

## **DIRECTORS' REPORT**

**To**  
**The Members,**

Your Directors are pleased to present to the valued stakeholders, the 29<sup>th</sup> Annual Report of **Galore Prints Industries Limited** along with the Audited Financial Statements of the Company for the Year ended March 31<sup>st</sup>, 2017.

### **FINANCIAL HIGHLIGHTS- AT A GLANCE**

➤ **Overall Performance of your Company**

- The Financial Year 2016-17 had been a little tumultuous for the Company as your Company has shown a conventional performance during the year under review. The net loss of your Company had gone up from Rs. 260,130 (2015-16) to Rs. 207,750 (2016-17).

➤ **The financial summary, performance highlights operations/state of affair of your Company for the year are summarized below:**

PARTICULARS	Amount in Rs.	
	Standalone	
	2016-17	2015-16
Income from Business Operations	-	-
Other Income	-	-
<b>Total Income</b>	-	-
Less: Expenditure except Depreciation	<b>207,750</b>	<b>260,130</b>
<b>Profit/Loss before Interest, Depreciation and Tax</b>	<b>(207,750)</b>	<b>(260,130)</b>
Less: Interest and other Financial Charge(s)	-	-
<b>Profit/Loss before Depreciation and Tax</b>	<b>(207,750)</b>	<b>(260,130)</b>
Less: Depreciation	-	-
<b>Profit/Loss before Tax</b>	<b>(207,750)</b>	<b>(260,130)</b>
Less: Tax Expense	-	-
Add: Deferred Tax Asset	-	-
<b>Net Profit/Loss after Tax</b>	<b>(207,750)</b>	<b>(260,130)</b>
Earnings per share:		
Basic	<b>(0.06)</b>	<b>(0.06)</b>
Diluted	<b>(0.06)</b>	<b>(0.06)</b>



## **DIVIDEND**

No Dividend was declared for the current financial year due to loss incurred by the Company.

## **RESERVES**

The Board proposes no amount to transfer to the reserves as the company is running under loss.

## **DEPOSITS**

During the year under review, the Company has not accepted any deposits in terms of *section 73* of the Companies Act, 2013 to be read with the Companies (Acceptance of Deposits) Rule, 2014 as amended from time to time, and also no amount was outstanding on account of principal or interest thereon, as on the date of the Balance Sheet.

## **SUBSIDIARY / ASSOCIATE/ JOINT VENTURES COMPANIES OF THE COMPANY**

The Company is not having any Subsidiary Company/ Joint Venture/ Associate Company during the financial year 2016-2017.

## **MANAGEMENT DISCUSSION & ANALYSIS REPORT**

Management Discussion and Analysis Report for the year under review, as stipulated under Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is presented in a separate section of this Annual Report.

## **CHANGE IN NATURE OF BUSINESS**

During the year under review, there was no change in nature of business of the Company.

## **CHANGE IN DIRECTORS /KEY MANAGERIAL PERSONNEL DURING THE YEAR**

During the year under review, no change has taken place in the composition of Board of Directors.

Mr. Mahesh Kumar Rustagi (DIN: 02861938), Director will be retiring by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment. The Board recommends his re-appointment to the Board of the Company at the ensuing Annual General Meeting.

#### **STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTORS UNDER SECTION 149(6) OF COMPANIES ACT, 2013**

All Independent Directors have given declarations under section 149(7) that they meet the criteria of Independence as laid down under section 149(6) of the Companies Act, 2013 and Rules made thereunder to be read with SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2015.

#### **DISCLOSURE OF CHANGE IN ACCOUNTING TREATMENT IN FINANCIAL STATEMENTS**

During the period under review, there were no changes in the Accounting treatment in the Financial Statements for the financial year 2016-17, different from that as prescribed in Accounting Standards, prescribed by the Institute of Chartered Accountants of India (ICAI).

#### **EXTRACT OF ANNUAL RETURN**

The details forming part of extract of Annual Return under sub section 3 of Section 92 of the Companies Act, 2013 in Form MGT-9 is annexed herewith as “*Annexure A*”.

#### **NUMBER OF MEETINGS OF THE BOARD**

During the year under review, Five Board Meetings, Four Audit Committee Meetings, One Nomination & Remuneration Committee Meeting, One Stakeholders’ Relationship Committee Meeting and One Internal Compliant Committee Meeting were convened and held. All the Meetings including Committee Meetings were duly held and convened and the intervening gap between two consecutive meetings was within the period prescribed under the Companies Act, 2013 to be read with the SEBI (Listing Obligations & Disclosure Requirements), Regulations 2015.

#### **AUDIT COMMITTEE**

The Audit Committee of the Company is constituted in line with the provisions of section 177 of the Companies Act, 2013 to be read with Regulation 18 of the SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2015.