



IFM IMPEX GLOBAL LIMITED

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. O. P. Yadav
DIN: 01607006

Mrs. Ruby Yadav
DIN: 06941654

Mr. S. P. Jain
DIN: 01607971

Mr. Rakesh Sidhu
DIN: 06369859

Managing Director and Chief Financial Officer

Non Executive Director

Non- Executive Independent Director

Non- Executive Independent Director

AUDITORS

M/s. Neeraj Ramesh Chandra & Associates.
Chartered Accountants
A-64, Golf View Apartments, Saket,
New Delhi 110017
Tel No.: 011-26855095

REGISTRAR AND SHARE TRANSFER AGENTS

M/s Skyline Financial Services Private Limited
1st Floor, D-153A, Okhla Industrial Area, Phase I,
New Delhi - 110 020
Tel No. 011 2681 2682, 6473 2681

ADVISORS

Corporate CapitalVentures Private Limited,
160 (Basement), Vinoba Puri, Lajpat Nagar-II,
New Delhi-110 024
Tel No. 011 4170 4066

EMAIL ID AND WEBSITE

For Company & Investor Grievances
For Compliance Officer
ifmimpex@gmail.com
Website: www.ifmimpex.com

BANKERS OF THE COMPANY

Punjab National Bank
New Sabzi Mandi, Azadpur,
Delhi – 110033

REGISTERED OFFICE

C-351/9, Majlis Park, Delhi - 110 033
Tel No. +91 011 27672349

CORPORATE IDENTIFICATION NUMBER:

L51909DL1986PLC025457

COMPLIANCE OFFICER

Mr. O.P. Yadav

INTERNAL AUDITOR

M/s. Shailesh Aggarwal & Associates
Chartered Accountants
J-189, Lower Ground Floor,
Saket, New Delhi-110017

29th Annual General Meeting	
Date	30 th September, 2015
Day	Wednesday
Time	09.30 A.M.
Place	Ameer Singh Yadav Auditorium, Near Punjab National Bank, A- Block, Swaroop Nagar, Delhi-110042

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IFM IMPEX GLOBAL LIMITED

R.O.: C-351/9, Majlis Park, Delhi - 110 033

CIN: L51909DL1986PLC025457

Tel. No. +91 011 27672349, Email id: ifmimpex@gmail.com, Website: www.ifmimpex.com

NOTICE OF TWENTY NINTH ANNUAL GENERAL MEETING

Notice is hereby given that the Twenty Ninth Annual General Meeting of the Members of **IFM IMPEX GLOBAL LIMITED** will be held on Wednesday, the 30th September, 2015 at 09.30 A.M. at Chaudhary Ameer Singh Yadav Auditorium, near Punjab National Bank, A- Block, Swaroop Nagar, Delhi-110042 to transact the following businesses:

ORDINARY BUSINESSES:

ITEM NO. 1 – ADOPTION OF FINANCIAL STATEMENTS

To receive, consider and adopt the financial statements of the Company for the financial year ended on 31st March 2015, including audited Balance Sheet as at 31st March, 2015 and the Profit & Loss Account for the year ended on that date, together with the report of the Directors and Auditors thereon.

ITEM NO. 2 – APPOINTMENT OF DIRECTOR

To appoint a director in place of Mrs. Ruby Yadav (DIN: 06941654) who retires by rotation and being eligible to offer herself for re-appointment.

ITEM NO. 3 – APPOINTMENT OF AUDITORS

To ratify the appointment of auditors of the Company, and to fix their remuneration and to pass the following resolution as an ordinary resolution:

“RESOLVED THAT, pursuant to the provisions of Section 139 and all other applicable provisions of the Companies Act, 2013 (the “Act”) read with Rule 3(7) of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the appointment of M/s Neeraj Ramesh Chandra & Associates, Chartered Accountants FRN 0171559N as Auditors of the Company till the conclusion of 30th Annual General Meeting (AGM), which was subject to ratification at every AGM, be and is hereby ratified to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting to be held in the financial year 2016-17 on such remuneration as may be determined by the Board of Directors.”

Regd. Office:
C-351/9, Majlis Park,
Delhi - 110 033

Date: 28.08.2015
Place: New Delhi

By Order of the Board of Directors
IFM Impex Global Limited

O. P. Yadav
Managing Director
DIN: 01607006



IFM IMPEX GLOBAL LIMITED

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE “MEETING”) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

A PERSON CAN ACT AS A 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 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 OR SHAREHOLDER.

2. Corporate members are requested to send to the Company, a duly certified copy of the Board Resolution, authorizing their representative to attend and vote at the Annual General Meeting.
3. The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, 24th day of September, 2015 to Wednesday, 30th day of September, 2015 (both days inclusive).
4. 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.
5. Members are requested to write their folio number/ DP ID/Client ID in the attendance slip for attending the meeting.
6. 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 their PAN to their Depository Participants with whom they are maintaining their Demat accounts. Members holding shares in physical form can submit their PAN to the Company / RTA.
7. As a measure of economy and a step toward green initiative, Members are requested to bring their copy of Annual Report to the meeting. Members/ Proxies should bring the attendance slip duly filled in and signed for attending the meeting.
8. To promote green initiative, members are requested to register their e-mail addresses through their Depository Participants for sending the future communications by e-mail. Members holding the shares in physical form may register their e-mail addresses through the RTA, giving reference of their Folio Number.
9. The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose e-mail IDs are registered with the Company or the Depository Participant(s). Physical copy of the Notice of AGM, Annual Report and Attendance Slip are being sent to those Members who have not registered their e-mail IDs with the Company or Depository Participant(s). Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip and submit a duly filled in Attendance Slip at the registration counter to attend the AGM.
10. Pursuant to Section 108 of the Companies Act, 2013, read with the relevant Rules of the Act, the Company is pleased to provide the facility to Members to exercise their right to vote by electronic means. The e-voting period will commence at 09.00 a.m. on Sunday, 27th September, 2015 and will end at 5.00 p.m. on Tuesday, 29th September, 2015. The Company has appointed Mrs. Harpreet Parashar, Practicing Company Secretary, having Membership No. 28820 to act as the Scrutinizer, for conducting the scrutiny of the votes cast. The Members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given note no. 13.



IFM IMPEX GLOBAL LIMITED

11. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 will be available for inspection by the Members at the Annual General Meeting.
12. The facility for voting through ballot will also be made available at the AGM, and members attending the AGM who have not already cast their vote by remote e-voting will be able to exercise their right at the AGM. Shareholders who have not cast their vote electronically, by remote e-voting may only cast their vote at the AGM through ballot paper.
13. In terms of Section 108 of the Companies Act, 2013 Read with the rule 20 of the Companies (Management & Administration) Rules, 2014 it is mandatory on the part of the Company to provide e-Voting facility. Company is providing facility for Voting by electronic means and the business may be transacted through such voting.

The instructions for members for voting electronically are as under:-

- (i) The voting period begins on 09:00 a.m. on Sunday, 27th September, 2015 and ends on 05:00 p.m. on Tuesday, 29th September 2015. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Wednesday, 23rd September 2015, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (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 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:

	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"> 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 in DD/MM/YYYY format.
Dividend Bank Details#	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none"> 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 member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).



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- (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 of IFM Impex Global Limited 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.
- (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.
- (xviii) Note for Non-Individual Shareholders & Custodians:
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to 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
 - 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 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.

Please follow all steps from sl. no. (i) to sl. no. (xviii) above to cast vote.

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 under help section or write an email to helpdesk.evoting@cdslindia.com.

Regd. Office:
C-351/9, Majlis Park,
Delhi - 110 033

Date: 28.08.2014
Place: New Delhi

By Order of the Board of Directors
IFM Impex Global Limited

O. P. Yadav
Managing Director
DIN: 01607006



IFM IMPEX GLOBAL LIMITED

BOARD OF DIRECTORS' REPORT

Dear Stakeholders,

Your Directors are pleased to present the 29th Annual Report on the business and operation of the Company, along with Audited Accounts, for the financial year ended 31st March, 2015.

FINANCIAL RESULTS

(Rs. in Lacs)

	2014-15	2013-14
Revenue from Operation	4.75	31.16
Other Income	0.00	0.00
Total Expenses	8.31	29.83
Profit/(Loss) before depreciation and Finance cost	(36.91)	1.64
Less: Finance Cost & Depreciation	0.25	0.31
Profit/(Loss) before tax	(37.16)	1.33
Less: Tax Expenses	0.00	0.00
Profit/(Loss) After Tax	(37.16)	1.33

REVIEW OF OPERATIONS AND FUTURE PROSPECTS

During the year under review, the Company has earned total revenue of Rs. 4.75 Lacs as compared to previous year Rs. 31.16 Lacs and suffered a loss of Rs. 37.16 Lacs as compared to net profit of Rs. 1.33 lacs to previous years. Your Directors are taking all possible steps to bring the Company out of the crisis like situation and expected to be successful in the coming years.

DIVIDEND

In view of losses of current year, your directors do not recommend any dividend for the financial year ended March 31, 2015. The Board assures you to present a much strong financial statements in coming years.

TRANSFER TO RESERVES

The profits transferred and other additions to reserves are as follows:

Amount in Rs.

		F.Y. 2014-15	F.Y. 2013-14
1	Capital Reserve	0.00	0.00
2	Capital Redemption Reserve	0.00	0.00
3	Securities Premium reserve	0.00	0.00
4	Debenture Redemption Reserve	0.00	0.00
5	Revaluation Reserve	0.00	0.00
6	Shares Option Outstanding Account	0.00	0.00
7	Other Reserve	0.00	0.00
8	Surplus (Profit & Loss Account)	- 16,457,372	- 12,741,557
	Balance brought forward from previous year	- 12,741,557	- 12,874,762
	Less: Tax on Regular Assessment Paid	0.00	0.00
	Add: Profit for the period	- 3,715,815	133,205
	Total	- 16,457,372	- 12,741,557

AUDITORS

The Members of the Company had at its 28th Annual General Meeting held on 30th September 2014 approved the appointment of M/s. Neeraj Ramesh Chandra & Associates, Chartered Accountants FRN 0171559N as the Statutory Auditor of the Company, upto the conclusion of 30th Annual General Meeting (AGM) and offer themselves for re-appointment. The said Auditors have furnished the Certificate of their



IFM IMPEX GLOBAL LIMITED

eligibility for re-appointment.

In view of the rule 3(7) of Companies (Audit and Auditors) Rules, 2014, the existing appointment of M/s. Neeraj Ramesh Chandra & Associates, Chartered Accountants FRN 0171559N, covering the period from the conclusion of this ensuing AGM until the conclusion of the next Annual to be held in the financial year 2016-17, is being placed for members' ratification.

The Board recommends the appointment of M/s Neeraj Ramesh Chandra & Associates, Chartered Accountants the Statutory Auditors of the Company till the financial Year 2016-17 subject to ratification of their appointment at every AGM.

As required under Section 139 of the Companies Act, 2013, the Company has obtained a written consent from the Auditors to such continued appointment and also a certificate from them to the effect that their appointment, if ratified, would be in accordance with the conditions prescribed under the Companies Act, 2013 and the rules made thereunder, as may be applicable.

During the year under review, Internal Audit of the Company has been carried out by M/s. Shailesh Aggarwal & Associates, Chartered Accountants, New Delhi. M/s Shailesh Aggarwal Associates, Chartered Accountant, has re-appointed as an Internal Auditor of the Company for the financial year 2015-16

AUDITORS' REPORT

The Auditors' report on the financial statement for the financial year 2014-15 is self explanatory.

SECRETARIAL AUDITOR

The Board has appointed Yashlok Dubry, Practicing Company Secretaries, to conduct Secretarial Audit under the provisions of Section 204 of the Companies Act, 2013 for the financial year 2014-15. The Secretarial Audit Report for the financial year ended 31st March, 2015 is annexed herewith and marked as **Annexure I** to this Report.

MATTER OF EMPHASIS OF SECRETARIAL AUDITORS AND MANAGEMENT'S REPLY

Emphasis of Matter

During the financial year 2014-15, Company has not appointed Company Secretary.

Management's Reply:

The management is trying to look after a competent Company secretary.

DIRECTORATE

During the financial year 2014-15, Mr. O P. Yadav was appointed as Managing Director of your Company for a period of five years from 06th August 2014 to 05th August 2019 without any remuneration.

The Board of Directors at their meeting held on 06th August 2014 has appointed Mrs. Ruby Yadav as additional director and subsequently she was appointed as a Non-Executive Director by the shareholders at the AGM held on 30th September, 2014.

In accordance with the requirements of the Companies Act, 2013 and the Company's Articles of Association, Mrs. Ruby Yadav, Director of the Company, retires by rotation and shown her willingness for Re-appointment.

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013.

Further, in compliance with the provisions of Sections 149, 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Qualification of



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Directors) Rules, 2014, Mr. S. P. Jain and Mr. Rakesh Sidhu were appointed as Independent Directors on the Board of Directors of your Company at the 28th Annual General Meeting of your Company held on 30th September, 2014 to hold office up to 5 (five) consecutive years from date of their appointment.

CHIEF FINANCIAL OFFICER

Pursuant to the provisions of Section 203 of the Companies Act, 2013, appointment of Mr. O. P. Yadav, Chief Financial Officer was formalized as the Key Managerial Personnel of the Company.

BOARD EVALUATION

The Board of Directors has carried out an annual evaluation of its own performance and individual directors pursuant to the provisions of the Companies Act, 2013. The performance of the Board was evaluated by the Board on the basis of the criteria such as the Board composition and structure, effectiveness of Board process, information and functioning etc. The Board and Nomination and Remuneration Committee reviewed the performance of the individual directors on the basis of the criteria such as the contribution of individual director to the Board and committee meetings like preparedness on the issue to be discuss meaningful and constructive contribution and inputs in meetings, etc. In a separate meeting of independent directors, performance of non-independent director, performance of the Board as a whole and performance of Chairman was evaluated.

NOMINATION & REMUNERATION POLICY

The Board of Directors, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Key Managerial Personnel, Senior Management and their remuneration as required under Section 178 of the Companies Act, 2013. The Nomination & Remuneration Policy of the Company is annexed herewith and marked as **Annexure II** to this Report.

RISK MANAGEMENT

The Company has a Risk Management Manual in place that defines the policies, lays out the strategies and methodology to decide on the risk taking ability of the organization.

The Company constantly reviews its exposure to various types of risk, whether it be regulatory, operational, environmental, financial or political. The Company has in place adequate systems to ensure compliance with all regulatory and statutory matters, reviews the same on a periodic basis and takes appropriate corrective action when necessary.

EFFICIENT INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

Adequate internal controls have been laid down by the Company to safeguard and protect its assets as well as to improve the overall productivity of its operations. All the transactions are properly authorized, recorded and reported to the management. The Company is following all the applicable Accounting Standards for properly maintaining the books of accounts and reporting financial statements. The detailed process of review not only ensures reliability of control systems and legal compliances with applicable legislation, defined policies and processes but also reviews efficiency of systems and ensures safeguarding of tangible and intangible assets.

CORPORATE GOVERNANCE REPORT

Your Company believes and preached the Corporate Governance practices which are in line with legal requirements of Clause 49 of listing agreement and Companies Act 2013. The Company has adopted the practices which are prevalent in the industry. Further Securities and Exchange Board of India vide its Circular (Circular No. CIR/CFD/Policy Cell/7/2014) dated 15th September 2014 has exempted certain Companies from mandatory Compliance of provision of clause 49 of listing agreement entered in to with the Stock Exchange where the Share of the Company are listed. In terms of said circular every Company which has paid up capital less than Rs. 10 Crore and Net worth less than Rs. 25 Crore are exempted from complying with the provisions of clause 49 of listing agreement.



IFM IMPEX GLOBAL LIMITED

The Paid up capital of your company is less than Rs. 10 Crore and Net worth is less than 25 Crore therefore your Company is exempted from the complying with the provision of clause 49, however your director assure you that your company will continue to follow the good corporate governance practices. The separate section on corporate governance is being discontinued and director shall inform the stakeholders in the Board Report section.

DIRECTOR'S RESPONSIBILITY STATEMENT

The Board of Directors acknowledges the responsibility for ensuring compliance with the provisions of Section 134(3)(c) read with Section 134(5) of the Companies Act, 2013 in the preparation of the annual accounts for the year ended 31st March, 2015 and state that:

- a. in the preparation of the annual accounts for the financial year ended on 31st March, 2015, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b. the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent 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;
- c. the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d. the directors had prepared the annual accounts on a going concern basis;
- e. the directors, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- f. the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

PARTICULARS OF EMPLOYEES

During the year under review no employee is covered as per rules 5(2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, therefore no statement is required be given showing the names and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules are not applicable.

PARTICULARS OF REMUNERATION

The information required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

- i) The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2014-15:

No Director has drawn any remuneration from the Company during the financial year 2014-15 therefore ratio of remuneration of each director the median remuneration of the employees of the Company is not ascertainable.

- ii) the percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year 2014-15:

No Director, Chief Financial Officer has drawn any remuneration from the Company during the financial year 2014-15. Therefore increase in remuneration of each director and CFO is not ascertainable.

- iii) The percentage increase in the median remuneration of employees in the financial year 2014-15: Not Ascertainable as the Company has One permanent employee.



IFM IMPEX GLOBAL LIMITED

iv) The number of permanent employees on the rolls of company: 1

v) The explanation on the relationship between average increase in remuneration and company performance:

During the financial year 2014-15, Company has paid Rs. 63000 as remuneration to the employees as compared to Rs. 96000 in the previous financial year. The Company has suffered loss of Rs. 3,715,815 for the financial year 2014-15 as compared to profit of Rs. 133,205 in the previous financial year.

vi) Comparison of the remuneration of the Key Managerial Personnel against the performance of the Company:

No Remuneration is being paid to any Key Managerial personnel in the financial year 2014-15 therefore increment in the remuneration of Key Managerial Personnel is not ascertainable compared to 2013-14, whereas this year Company has suffered loss of Rs. 3,715,815 in 2014-15, compared to Rs. 133,205 profit in the financial year 2013-14.

vii) Variations in the market capitalisation of the Company, price earnings ratio as at the closing date of the current financial year and previous financial year and percentage increase over decrease in the market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last public offer, the variations in the net worth of the Company as at the close of the current financial year and previous financial year:

Particulars	Unit	As at 31 st March, 2015	As at 31 st March, 2014	Variation
Closing rate of share at BSE	Rs.	3.40	13.92	(75.47)
Net Worth	Rs./Lac	135.99	173.14	-21.46
Market Capitalization	Rs./Lac	102.19	418.38	(75.47)
Price Earnings Ratio	Rs.	-2.74	348	-100.79

viii) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

Amount in Rs.

	2014-15	2013-14	Increase/Decrease in %
Average Salary of Employee other than key Managerial Personnel (Per Annum)	N.A.	N.A.	N.A.
Managing Director/Director/CFO	Nil	Nil	Nil

(As the Company has only one permanent employee therefore average salary is not ascertainable)

ix) Comparison of the each remuneration of the Key Managerial Personnel against the performance of the Company:

No Remuneration is being paid to any Key Managerial personnel in the financial year 2014-15 therefore increment in the remuneration of Key Managerial Personnel is not ascertainable compared to 2013-14, whereas this year Company has suffered loss of Rs. 3,715,815 in 2014-15, compared to Rs. 133,205 profit in the financial year 2013-14.

x) The key parameters for any variable component of remuneration availed by the Directors:

The key parameters for the variable component of remuneration, if any, availed by the Directors are