

# OMANSH ENTERPRISES LIMITED

**42ND  
ANNUAL REPORT  
2015-2016**

## CORPORATE INFORMATION

<b>Chairman</b>	: Mr. Divesh Kumar Bajaj (Independent)
<b>Managing Director</b>	: Ms. Reena Sharma
<b>Whole Time Director</b>	: Mr. Radhey Shayam
<b>Non Executive Directors</b>	: Mr. Vidya Sagar Bhatia (Independent) Mr. Gaurav Mutreja
<b>Company Secretary &amp; Chief Financial Officer</b>	: Mr. Praveen Kumar
<b>Auditors</b>	: M/s Satyendra Mrinal & Associates Chartered Accountants New Delhi
<b>Registered Office</b>	: Shop No. 37, QD Block, DDA Market, Pitampura, New Delhi - 110034 Website: <a href="http://www.omanshenterprises.com">www.omanshenterprises.com</a> Email Id: <a href="mailto:info@omanshenterprises.com">info@omanshenterprises.com</a>
<b>Details of RTA</b>	: Skyline Financial Services Private Limited D-153/A, 1st Floor, Okhla Industrial Area, Phase – I, New Delhi – 110020 Ph. No. +91-(0) 11-6473 2681/6473 2682 Fax: +91-(0) 11-2681 2682 Email Id: <a href="mailto:admin@skylinerta.com">admin@skylinerta.com</a>

The Equity Shares of the Company are listed at BSE Limited (BSE). (Delhi Stock Exchange and Uttar Pradesh Stock Exchange since not functional.)

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To,  
The Members of  
M/s Omansh Enterprises Limited

Your Directors have pleasure in presenting the 42<sup>nd</sup> Director's Report of your Company together with the Audited Statement of Accounts and the Auditors' Report of your company for the financial year ended, 31<sup>st</sup> March, 2016.

### 1. FINANCIAL HIGHLIGHTS AND STATE OF COMPANY'S AFFAIRS

(a) (Amount in ₹)

Particulars	2015-16	2014-15
<b>Total Income</b>	<b>2,30,37,116.25</b>	<b>2,23,30,744.00</b>
Total Expenses	2,26,42,482.65	2,20,07,830.57
<b>Profit Before Tax</b>	<b>3,94,633.63</b>	<b>3,22,913.43</b>
<i>Tax Expenses</i>		
Current Tax	1,16,381.00	87,228.00
Deferred Tax	2,75,125.00	(7,926.00)
<b>Profit/(Loss) after Tax</b>	<b>3,127.63</b>	<b>2,43,611.43</b>
<b>Net Profit Transferred to Reserves</b>	<b>3,127.63</b>	<b>2,43,611.43</b>
<b>Earnings per share (₹)</b>		
Basic	0.00	0.01
Diluted	0.00	0.01

(b) During the year, your Company recorded Total Revenue of ₹ **2,30,37,116.25** (previous year ₹ 2,23,30,744.00). The Company recorded a Net Profit of ₹ **3,127.63** during the financial year ended 31<sup>st</sup> March, 2016 as compared to a Net Profit of ₹ 2,43,611.43 in the previous year.

(c) **Transfer To Reserves In Terms Of Section 134 (3) (j) Of The Companies Act, 2013**

No amount was transferred to reserves during the financial year ended 31<sup>st</sup> March, 2016.

**(d) Dividend**

Your Directors do not recommend any dividend for the year ended 31<sup>st</sup> March, 2016.

**(e) Material Changes and Commitments**

There are no material changes from the end of Financial Year till the date of this report.

**2. PUBLIC DEPOSITS**

During the year under report, your Company did not accept any deposits from the public in terms of the provisions of Chapter V of the Companies Act, 2013.

**3. DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**(a) Changes in Directors and Key Managerial Personnel during the year**

During the year under review Ms. Pooja Bhatia (DIN: 00188770) and Mr. Radhey Shayam (DIN: 01992580) resigned from the Directorship of the Company w.e.f 7<sup>th</sup> October, 2015. Your Directors would like to place on record their appreciation of the services rendered by them during their tenure.

On recommendation of Nomination and Remuneration Committee, Ms. Reena Sharma (DIN: 06883803) was appointed as the Managing Director of the Company for a period of three years w.e.f 7<sup>th</sup> October, 2015 and Mr. Radhey Shayam (DIN: 01992580) was again appointed as the Whole Time Director for a period of three years w.e.f. 27<sup>th</sup> February, 2016.

Mr. Nitin Gupta resigned from the position of Company Secretary and CFO of the Company w.e.f. 14<sup>th</sup> November, 2015 and 30<sup>th</sup> November, 2015 respectively and on the recommendation of the Nomination and Remuneration Committee, Mr. Praveen Kumar was appointed as a Company Secretary and CFO of the Company w.e.f. 30<sup>th</sup> March, 2016.

**(b) Retirement by rotation**

In accordance with the provisions of Section 152(6) of the Act and the Articles of Association of the Company, Ms. Reena Sharma (DIN: 06883803) will retire by rotation at the ensuing Annual General Meeting ('AGM') of the Company and, being eligible, offers herself for re-appointment. Your Board has recommended her re-appointment.

**(c) Declaration of Independence by the Independent Directors**

The Independent Directors of your Company have confirmed that they meet with the criteria of Independence as prescribed under Section 149(6) of the Act read with Rule 5 of the Companies (Appointment and Qualification of Directors) Rules, 2014.

Framework for Familiarization Programme for the Independent Directors and the details of Familiarization Programme imparted to Independent Directors is made available on the website of the Company [http://www.omanshenterprises.com/wp-content/uploads/2015/05/omansh-enterprises-limited\\_framework-independent-directors.pdf](http://www.omanshenterprises.com/wp-content/uploads/2015/05/omansh-enterprises-limited_framework-independent-directors.pdf) and <http://www.omanshenterprises.com/wp-content/uploads/2016/04/TRAINING-PROGRAMMES-IMPARTED-TO-DIRECTORS-2-1.pdf> respectively.

**(d) Attributes, qualifications and appointment of Directors**

The Nomination and Remuneration Committee has adopted the attributes and qualifications as provided in Section 149(6) of the Act and Rule 5 of the Companies (Appointment and Qualification of Directors) Rules, 2014, in respect of Independent Directors. The Committee has also adopted the same attributes and qualifications, to the extent applicable, in respect of Non-Independent Directors.

All the Non-Executive Directors of the Company, fulfil the fit and proper criteria for appointment as Directors. Further, all Directors of the Company, other than Independent Directors, are liable to retire by rotation. One-third of the Directors who are liable to retire by rotation, retire every year and are eligible for re-election.

**(e) Remuneration Policy**

The Board, on the recommendation of the Nomination and Remuneration Committee, approved the Remuneration Policy for the Directors, Key Managerial Personnel and other employees of the Company, a copy of which is enclosed as **Annexure: I** to this Report.

**(f) Board Evaluation**

The Board carried out annual performance evaluation of its own performance and that of the individual Directors as also functioning of the Board Committees, as required in terms of Section 134(3)(p) of the Act. The performance evaluation of the Board and individual Directors was based on criteria approved by the Nomination and Remuneration Committee. The Directors expressed their satisfaction with the overall evaluation process.

**4. NUMBER OF BOARD MEETINGS**

During the year ended 31<sup>st</sup> March, 2016, 7 (Seven) meetings of the Board were held on 29<sup>th</sup> May, 2015, 7<sup>th</sup> August, 2015, 7<sup>th</sup> October, 2015, 14<sup>th</sup> November, 2015, 9<sup>th</sup> February, 2016, 27<sup>th</sup> February, 2016, 30<sup>th</sup> March, 2016.

**5. BOARD COMMITTEES**

Presently, the Company has three Board Committees with the following members:

Audit Committee	Mr. Vidya Sagar Bhatia, Chairman Mr. Divesh Kumar Bajaj, Member Mr. Gaurav Mutreja, Member
Nomination and Remuneration Committee	Mr. Gaurav Mutreja, Chairman Mr. Divesh Kumar Bajaj, Member Mr. Vidya Sagar Bhatia, Member
Stakeholders Relationship Committee	Mr. Gaurav Mutreja, Chairman Mr. Vidya Sagar Bhatia, Member Mr. Divesh Kumar Bajaj, Member

**6. DIRECTORS' RESPONSIBILITY STATEMENT**

As required under Section 134(5) of the Act, your Directors confirm having: -

- i) followed in the preparation of the Annual Accounts, the applicable Accounting Standards with proper explanation relating to material departures, if any;
- ii) 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 of the Company for that period;
- iii) taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of your Company and for preventing and detecting fraud and other irregularities;
- iv) prepared the Annual Accounts on a going concern basis; and
- v) proper systems have been devised to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively;
- vi) having laid down the internal financial controls to be followed by the Company and such internal financial controls are adequate and operating effectively;

**7. SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES**

The Company does not have any subsidiary, associate or joint venture.

**8. LISTING INFORMATION**

The Equity Shares of the Company are presently listed only at BSE Limited (BSE) and listing fee for 2016-2017 is due for payment. As Exit Order was passed by SEBI against UPSE and De-recognition Order passed by SEBI against Delhi Stock Exchange thus both the Stock Exchanges stand non operational.



## 9. DEMATERIALIZATION OF SHARES

The securities of the Company are admitted with NSDL and CDSL, the ISIN allotted to the Company is INE378P01028.

## 10. REPORT ON CORPORATE GOVERNANCE

In terms of Regulation 15(2) of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015, the provision of Regulation 27 of the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 are not applicable to the Company since the paid up capital of the Company is below Rs. 10 crores and also the net worth of the Company is below Rs. 25 Crores. Thus, the Company is not required to attach the Corporate Governance report with the Report of the Board of Directors.

## 11. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

The Company provides a gender friendly workplace, during the year under review, there were no cases filed pursuant to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

None of the employees of your Company is covered under the provisions of Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

## 12. RISK MANAGEMENT

The Board has approved the Risk Management Policy of the Company. The Company's risk management framework is designed to address risks intrinsic to operations, financials and compliances arising out of the overall strategy of the Company. The Company manages, monitors and reports on the principal risks and uncertainties that can impact its ability to achieve its objectives. The responsibility for management of risks vests with the Managers/ officers responsible for the day-to-day conduct of the affairs of the Company. Risk focused audits are carried out periodically by the Internal Auditors, which lead to identification of areas where risk management processes need to be strengthened. Annual update is provided to the Board on the effectiveness of the Company's risk management systems and policies.

## 13. INTERNAL FINANCIAL CONTROLS & INTERNAL AUDIT

The Company has adequate internal financial controls with respect to the financial statements, commensurate with the size and scale of the operations of the Company. During the year such controls were tested and no reportable material weakness in operation has been observed. Internal audit of the Company has been carried out during the year. The Audit Committee reviews the internal audit findings, provides guidance on internal controls and ensures that the internal audit recommendations are implemented.

## 14. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

Particulars of loans given investments made, guarantees given and securities provided along with the purpose for which the loan or guarantee or security is proposed to be utilized by the recipient are provided in the Financial Statements

## 15. RELATED PARTY TRANSACTIONS

During the year ended on 31<sup>st</sup> March 2016 the Company has not entered into any contract/ arrangement/ transaction with related parties which could be considered as material in accordance with the policy of the Company on materiality of related party transactions.

The Policy on materiality of related party transactions and dealing with related dealing with related party transactions as approved by the Board is available on the website of the Company at weblink <http://www.omanshenterprises.com/wp-content/uploads/2015/08/Policy-on-materiality-of-Related-Party-Transactions-and-on-dealing-with-Related-Party-Transactions.pdf>

## 16. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS / COURTS / TRIBUNALS

During the year under review, no significant or material orders were passed by the Regulators / Courts / Tribunals which would impact the going concern status of the Company and its future operations.

## 17. EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return in Form MGT-9 are provided under **Annexure: II** to this Report.

## 18. AUDITORS AND AUDIT REPORT

The Company's Auditors, M/s Satyendra Mrinal & Associates, Chartered Accountants, were appointed at the 40<sup>th</sup> AGM to hold such office till the conclusion of the 43<sup>rd</sup> AGM. Your Board, in terms of Section 139 of the Act, on the recommendation of the Audit Committee, has recommended for the ratification of the Members the appointment of M/s Satyendra Mrinal & Associates, Chartered Accountants as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the next AGM of the Company to be held in the year 2017. The Board, in terms of Section 142 of the Act, on the recommendation of the Audit Committee, has also recommended for the approval of the Members for the appointment of M/s Satyendra Mrinal & Associates for the financial year 2016-17.

The comments made by the Auditors' in their Report are self explanatory and do not call for any further comments. The Auditors' Report does not contain any qualification, reservation or adverse remark.

## 19. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

### CONSERVATION OF ENERGY:

Steps taken on conservation of energy and impact thereof: Efforts to conserve electricity by operating only necessary lights, fittings and fixtures were made during the financial year 2015-16.

Steps taken by the company for utilizing alternate sources of energy: NIL

Capital investment on energy conservation equipment: NIL.

### TECHNOLOGY ABSORPTION:

- (I) Efforts, in brief, made towards technology absorption and benefits derived as a result of the above efforts, e.g. product improvement, cost reduction, product development, import substitution, etc : Nil

- (II) In case of imported technology (imported during the last 3 years reckoned from the beginning of the financial year), following information may be furnished:

(A) Details of technology imported - NIL

(B) Year of import –NIL

(C) Whether the technology been fully absorbed - NIL

(D) If not fully absorbed, areas where absorption has not taken place, and the reasons therefore – NIL

- (III) Expenditure incurred on research and development – NIL

### FOREIGN EXCHANGE EARNINGS AND OUTGO

There were no foreign exchange earnings or foreign exchange outflow during the year.

## 20. SECRETARIAL AUDITOR & SECRETARIAL AUDIT REPORT

In terms of Section 204 of the Companies Act, 2013, the Company has appointed M/s Anju Yadav, Practicing Company Secretaries as the Secretarial Auditor of the Company for the financial year 2015-16. The Secretarial Audit Report given by Ms. Anju Yadav, Practicing Company Secretary is provided under **Annexure: III** to this Report.

The comments made by the Secretarial Auditor are self explanatory and do not require any further comments. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

## 21. ESTABLISHMENT OF VIGIL MECHANISM

The Vigil Mechanism Policy of the Company is formulated in terms of section 177 (9) of the Companies Act, 2013 read with the provisions of the Listing Agreement with the Stock Exchange(s) and thereby also incorporates Whistle Blower Policy. That as per the said policy protected disclosures can be made by the whistle blower to the dedicated e-mail / telephone line/ letter to Chairman of Audit Committee.

The Policy on Vigil Mechanism and Whistle Blower Policy as approved by the Board is available on the website of the Company at web-link

## **22. ACKNOWLEDGEMENT**

Your directors would like to express their sincere appreciation for the assistance and corporation received from the financial institutions, banks, Government authorities, customers, vendors and members during the year under review. Your directors also wish to place on record their deep sense of appreciation for the committed services by the Company's executives, staff and workers.

**For & on behalf of Board of Directors  
For Omansh Enterprises Limited**

<b>Date: 11<sup>th</sup> May, 2016</b>	<b>Radhey Shayam</b>	<b>Gaurav Mutreja</b>
<b>Place: New Delhi</b>	<b>Whole Time Director</b>	<b>Director</b>
	<b>DIN: 01992580</b>	<b>DIN: 00708580</b>

**Omansh Enterprises Limited**  
Regd. Off.: Shop No. 37, QD Block,  
DDA Market, Pitampura,  
New Delhi – 110034  
CIN: L21011DL1974PLC241646  
Email ID: [info@omanshenterprises.com](mailto:info@omanshenterprises.com)

## **NOMINATION & REMUNERATION POLICY (DIRECTORS, KMP & SENIOR MANAGEMENT)**

### **INTRODUCTION**

In pursuance of the Company's philosophy to consider its employees as its invaluable assets, to pay equitable remuneration to all Directors, Key Managerial Personnel (KMP) and employees of the Company, to harmonize the aspirations of human resources consistent with the goals of the Company and, in terms of the provisions of the Companies Act, 2013, this policy on nomination and remuneration of Directors, Key Managerial Personnel and Senior Management has been formulated by the Nomination & Remuneration Committee and approved by the Board of Directors.

### **OBJECTIVE**

The objective and purpose of the Policy are as given below:

1. To lay down criteria and terms and conditions with regard to identifying persons who are qualified to become Directors (Executive and Non-Executive) and persons who may be appointed in Senior Management and Key Managerial positions and to determine their remuneration.
2. To carry out evaluation of the performance of Directors, as well as Key Managerial and Senior Management Personnel.
3. To provide them reward linked directly to their effort, performance, dedication and achievement of Organization's goals as entrusted on them.
4. To retain, motivate and promote talent and to ensure long term retention of talented managerial persons and create competitive advantage. In the context of the aforesaid objectives the following policy has been framed and recommended by the Nomination & Remuneration Committee and adopted by the Board of Directors.

### **PART – A**

#### **POLICY FOR APPOINTMENT AND REMOVAL OF DIRECTOR, KMP AND SENIOR MANAGEMENT**

##### **APPOINTMENT**

1. The candidate for a position at Director, KMP or Senior Management level is met by the Whole Time Director in consultation with the other

Directors. The interview is targeted at assessing the candidate on his/ her functional & leadership capabilities and cultural fitment to the organization.

2. The Whole Time Director assesses the shortlisted candidates.
3. The selected candidate's details and the proposed compensation is shared with the Nomination & Remuneration Committee for their review and suggestions. The same is shared with the Board at the next board meeting.

#### **TERM/ TENURE**

The tenure for Directors shall be governed by the terms defined in the Companies Act, 2013. However, the tenure for other KMP and Senior Management Personnel will be governed by Terms of Appointment in accordance with the Recruitment Policy of the Company.

#### **EVALUATION**

The performance of the KMP and Senior Management Personnel is evaluated at regular intervals (half yearly/ yearly) by the Whole Time Director. The performance evaluation of Independent Directors shall be done by the Board, excluding the Director being evaluated, basis the contributions made to the Board deliberations on various matters including business strategy, financial strategy, operations, cost and risk management, etc., and suggestions given in this regard.

#### **REMOVAL**

Due to reasons for any disqualification mentioned in the Companies Act, 2013, rules made thereunder or under any other applicable Act, rules and regulations, the Whole Time Director may recommend, to the Committee and the Board with reasons recorded in writing, removal of a Director, subject to the provisions and compliance of the said Act, rules and regulations.

For other KMP or Senior Management Personnel, the removal will be governed by the Terms of Appointment in accordance with the Recruitment Policy of the Company and the subsequent approval of the Whole Time Director.

#### **RETIREMENT**

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Companies Act, 2013 and the prevailing policy of the Company. The Whole Time Director will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position

/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

#### **PART – B**

#### **POLICY RELATING TO EVALUATION AND REMUNERATION OF THE KMP AND SENIOR MANAGEMENT PERSONNEL**

##### **EVALUATION PROCESS:**

The three Point Rating scale for performance review of Executive Director, KMP, and Senior Management is to be followed:

1. Rating on Basic Job Responsibilities: indicating whether the basic job responsibilities have been met during the year.
2. Rating on Goals: Annual rating on each goal on a five-point scale. Weighted average of the ratings is calculated to arrive at a 'Weighted Goal Score'.
3. Rating on Capabilities Factors: The qualitative aspects of the performance is assessed using the Capabilities Factors by the supervisor on a five-point scale.

Based on a holistic view of the Three Point Rating, the supervisor provides an overall Rating. This rating is reviewed by the Whole Time Director along with the immediate reporting officer, who does a Qualitative review of the performance based on the efforts put in by the employee, results achieved and impact of the external and internal factors, to arrive at a 'Final Annual Rating'.

The revision in the total remuneration is directly linked to the 'Final Annual Rating' for all employees.

1. The remuneration/ compensation/ commission etc. to the KMP and Senior Management Personnel will be determined by the Whole Time Director in consultation with other Directors (except the Independent Directors) in accordance with the Recruitment Policy of the Company, which is based upon the Final Annual Rating, employee potential and market benchmark compensation. The revised remuneration is shared with the Nomination & Remuneration Committee for review.
2. The remuneration/ compensation/ commission etc. shall be subject to the prior/ post approval of the shareholders of the Company and Central Government, wherever required.



**'Annexure-II'**

**Form No. MGT-9**

**EXTRACT OF ANNUAL RETURN**

**As on the financial year ended on 31/03/2016**

**[Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]**

**I. REGISTRATION AND OTHER DETAILS :**

i) CIN	L21011DL1974PLC241646
ii) Registration Date	20/03/1974
iii) Name of the Company	OMANSH ENTERPRISES LIMITED
iv) Category / Sub-Category of the Company	Public Company, Limited by Shares & Having Share Capital
v) Address of the Registered office and contact details	SHOP NO. 37, QD BLOCK, DDA MARKET, PITAMPURA, NEW DELHI - 110034 Ph.: 9211239373 Email : info@omanshenterprises.com
vi) Whether listed company	Yes
vii) Name and Address of Registrar & Transfer Agents ( RTA )	
Name of Registrar & Transfer Agents	Skyline Financial Services Private Limited
Address	D-153 A, 1st Floor, Okhla Industrial Area, Phase-I
Town / City	New Delhi
State	Delhi
Pin Code	110020
Telephone	+91-(0)11-6473 2681/6473 2682
Fax Number	+91-(0)11-2681 2682
Email Address	admin@skylinertta.com

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

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

SNo.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Whole sale of textiles and clothing	46411	92.81

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES :**

**No. of companies for which information is being filled = NIL**

SNo.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associates	% of shares held	Applicable Section
Not applicable					

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

**A. Category-wise Share Holding**

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	3100000	230500	3330500	18.76	3114500	0	3114500	17.55	-1.21
b) Central Govt	0	0	0	0.00	0	0	0.00	0.00	0.00
c) State Govt (s)	0	0	0	0.00	0	0	0.00	0.00	0.00
d) Bodies Corp.	4532000	1300000	5832000	32.86	4532000	0	4532000	25.53	-7.33
e) Banks/ FI	0	0	0	0.00	0	0	0.00	0.00	0.00
f) Any Other....	0	0	0	0.00	0	0	0.00	0.00	0.00
<b>Sub-total (A) (1):-</b>	<b>7632000</b>	<b>1530500</b>	<b>9162500</b>	<b>51.62</b>	<b>7646500</b>	<b>0</b>	<b>7646500</b>	<b>43.08</b>	<b>0.00</b>
(2) Foreign	0	0	0	0.00	0	0	0	0.00	0.00
a) NRIs - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b) Other - Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
d) Banks/ FI	0	0	0	0.00	0	0	0	0.00	0.00
e) Any Other....	0	0	0	0.00	0	0	0	0.00	0.00
<b>Sub-total (A) (2):-</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Total shareholding of Promoter (A)=(A)(1)+(A)(2)</b>	<b>7632000</b>	<b>1530500</b>	<b>9162500</b>	<b>51.62</b>	<b>7646500</b>	<b>0</b>	<b>7646500</b>	<b>43.08</b>	<b>-8.54</b>
<b>B. Public Shareholding</b>									
1. Institutions									
a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b) Banks/ FI	0	0	0	0.00	0	0	0	0.00	0.00
c) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
d) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
g) FIs	0	0	0	0.00	0	0	0	0.00	0.00
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i) Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
<b>Sub-total (B)(1):-</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	2500225	173500	2673725	15.06	3296183	25000	3321183	18.71	3.65
ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individuals									0.00
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	151275	581500	732775	4.13	1688546	410000	2098546	11.82	7.69
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh "	4680000	0	4680000	26.37	3745717	616000	4361717	24.57	-1.80
c) Others (specify)	500000	1000	501000	2.82	321054	1000	322054	1.81	-1.01
<b>Sub-total (B)(2):-</b>	<b>7831500</b>	<b>756000</b>	<b>8587500</b>	<b>48.38</b>	<b>9051500</b>	<b>1052000</b>	<b>10103500</b>	<b>56.92</b>	<b>8.54</b>
<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	<b>7831500</b>	<b>756000</b>	<b>8587500</b>	<b>48.38</b>	<b>9051500</b>	<b>1052000</b>	<b>10103500</b>	<b>56.92</b>	<b>0.00</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Grand Total (A+B+C)</b>	<b>15463500</b>	<b>2286500</b>	<b>17750000</b>	<b>100.00</b>	<b>16698000</b>	<b>1052000</b>	<b>17750000</b>	<b>100.00</b>	<b>0.00</b>

## B. Shareholding of Promoters

S. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding 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	M/s. Sperryn Gas Products Limited	400000	2.25	0.00	0	0.00	0.00	-2.25
2	M/s. New Generation Equity Private Limited (formerly known as M/s. Holy Life Garments Pvt. Ltd.)	50000	0.28	0.00	0	0.00	0.00	-0.28
3	M/s. Spectrum Logistics Limited	250000	1.41	0.00	0	0.00	0.00	-1.41
4	Master Uday Jaipuria F & N G Rajiv Jaipuria	216000	1.22	0.00	0	0.00	0.00	-1.22
5	M/s. Unique Fin Man Consultancy Pvt. Ltd	229500	1.29	0.00	0	0.00	0.00	-1.29
6	M/s. Scope Portfolio Management Private Limited (formerly known as M/s. Ekta Infrabuild Private Limited)	150000	0.85	0.00	0	0.00	0.00	-0.85
7	M/s. Scope Equity Private Limited (formerly known as M/s. Neelgagan Technosoft Private Limited)	220500	1.24	0.00	0	0.00	0.00	-1.24
8	Mr. Gaurav Mutreja	14500	0.08	0.00	14500	0.08	0.00	0.00
9	Mr. Chander Bhan	100000	0.56	0.00	100000	0.56	0.00	0.00
10	M/s. Atharva Professional Consultants LLP	500000	2.82	0.00	500000	2.82	0.00	0.00
11	M/s. J.K. L'atelier Limited	2500000	14.08	0.00	2500000	14.08	0.00	0.00
12	Mr. Gaurav Bhatia	50000	0.28	0.00	50000	0.28	0.00	0.00
13	M/s. Gaurav Sukhija (HUF)	250000	1.41	0.00	250000	1.41	0.00	0.00
14	Ms. Komal Sukhija	250000	1.41	0.00	250000	1.41	0.00	0.00
15	M/s. Mukesh Sukhija (HUF)	50000	0.28	0.00	50000	0.28	0.00	0.00
16	Ms. Neelam Bhatia	600000	3.38	0.00	600000	3.38	0.00	0.00
17	Ms. Neelam Rani	100000	0.56	0.00	100000	0.56	0.00	0.00
18	Mr. Om Prakash Sukhija	700000	3.94	0.00	700000	3.94	0.00	0.00
19	Ms. Pooja Bhatia	150000	0.85	0.00	150000	0.85	0.00	0.00
20	Ms. Raj Kanta Sukhija	250000	1.41	0.00	250000	1.41	0.00	0.00
21	Ms. Rashmi Sukhija	550000	3.10	0.00	550000	3.10	0.00	0.00
22	Ms. Shilpa Bhatia	50000	0.28	0.00	50000	0.28	0.00	0.00
23	M/s. Achyut Properties Private Limited	500000	2.82	0.00	500000	2.82	0.00	0.00
24	M/s. Ranjitgarh Finance Company Private Limited	1032000	5.81	0.00	1032000	5.81	0.00	0.00

## C. Change in Promoters' Shareholding

S. No.	Name	Particulars	Shareholding at the beginning of the year		Shareholding at the end of the year	
			No. of Shares	% of total Shares of the company	No. of Shares	% of total shares of the company
SAME AS MENTIONED IN "B" ABOVE						

## D. Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)

S. No.	Name	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
			No. of Shares	% of total Shares of the company	No. of Shares	% of total shares of the company
1	Nau Nidh Finance Limited	Body corporate	2500000	14.08	2500000	14.08
2	Quest Securities Limited	Body corporate	0	0.00	402695	2.27
3	Rajiv Chadha	Individual	250000	1.41	250000	1.41
4	Geeta Chadha	Individual	250000	1.41	250000	1.41
5	Bhalinder Ghai	Individual	250000	1.41	250000	1.41
6	Kamaljit Ghai	Individual	250000	1.41	250000	1.41
7	Harmeet Ghai	Individual	250000	1.41	250000	1.41
8	Manan Narang	Individual	250000	1.41	250000	1.41
9	Sumitra Narang	Individual	250000	1.41	250000	1.41
10	Satish Chander Narang	Individual	250000	1.41	250000	1.41
11	Naveen Narang	Individual	250000	1.41	250000	1.41
12	Sushma Sachdeva *	Individual	250000	1.41	0	0.00
13	Shilpa Sachdeva *	Individual	250000	1.41	0	0.00
14	Lokesh Sachdeva *	Individual	250000	1.41	0	0.00
15	Adhir Sachdeva *	Individual	250000	1.41	0	0.00
16	Richa Sachdeva *	Individual	250000	1.41	0	0.00

\*since, they had the shareholding in beginning of the year i.e. 1<sup>st</sup> April, 2015, but on 31<sup>st</sup> March, 2016, their shareholding is Nil.