28th

Annual

Report

2018-2019

OSCAR

OSCAR GLOBAL LIMITED

BOARD OF DIRECTORS

MR. KAWALJIT SINGH BHATIA
Chairman - Independent Director

MR. KARAN KANIKA VERMA
Managing Director

MR. PAWAN CHADHA
Whole Time Director & CFO

MS. ARPITA VERMA
Whole Time Director

MR. SANJEEV RATHORE & **MR. MOHD. AKBAR**
Independent Director Independent Director

BANKERS

STATE BANK OF INDIA
101-102, New Delhi House,
27, Barakhamba Road,
New Delhi -110001

HDFC BANK LTD.
Ansal Fortune Arcade
K Block Sector-18,
Noida-201301 (U.P.)

R.B.L. BANK LTD.
P-7 Sector-18,
Noida-201301 (U.P)

AUDITORS

M/S DUBEY & CO.
Chartered Accountants,
252-H, Sant Nagar,
East of Kailash,
New Delhi-110065

REGISTERED OFFICE

1/22, IInd Floor, Asaf Ali Road,
New Delhi-110002
E-mail:- oscar@oscar-global.com
Website: *www.oscar-global.net*
CIN No.:- L51909DL1990PLC041701

COMMON AGENCY FOR SHARE TRANSFER & ELECTRONIC CONNECTIVITY

INDUS PORTFOLIO PVT. LTD.
G-65, Bali Nagar,
New Delhi-110015
Tel. No.:- 47671200, Fax No.: 25449836
Contact Person: Ms. Priti Gupta

CORPORATE OFFICE

C-76, Sector-8
NOIDA-201301
Contact No.: 9810337978

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NOTICE

Dear Member(s),

NOTICE is hereby given that the **28th Annual General Meeting** ("AGM") of the Members of **Oscar Global Limited** will be held on **Monday, 23rd September, 2019 at 4:00 P.M.** at **The Executive Club, Dolly Farms & Resorts Private Limited,439, Village Shaoorpur, P.O. Fatehpuri, New Delhi** (route map attached)to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2019 and the Report of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Pawan Chadha (DIN: 00415795) Director, who retires by rotation at this Annual General Meeting and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

3. Appointment of Mr. Karan Kanika Verma [DIN: 00034343] as a Director of the Company.

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution:**

"**RESOLVED THAT** Mr. Karan Kanika Verma [DIN: 00034343] be and is hereby appointed as a Director of the Company, liable to retire by rotation."

4. Appointment of Mr. Karan Kanika Verma [DIN: 00034343] as Managing Director of the Company.

To consider and, if thought fit, to pass the following resolution as a**Special Resolution:**

"RESOLVED THAT, pursuant to the provisions of Sections, 196, 197, and 203 and other applicable provisions,if any, of the Companies Act, 2013 ("Act"), read with Schedule V to the Act and the Rules made thereunder,Regulation 17 of SEBI(LODR) Regulations, 2015,includingany statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force,, consent of themembers be and is hereby accorded to the appointment of Mr.Karan Kanika Verma [DIN: 00034343] as Managing Director of the Company,for a period of 5 (five) years, with effect from 8th February, 2019 to 07th February, 2024 on the following terms and conditions :

Tenure	**:**	5 years i,e. 08th February, 2019 to 07th February, 2024
Salary	**:**	Rs. 4,00,000/- (Rupees Four Lac) p.m.
Perquisites	**:**	Rs. 1,00,000/- (Rupees One Lac) p.m.

However, the benefits namely, Gratuity, Leave Encashment, Provident Funds etc. shall not be counted as perquisites to the extent these are exempted under Income Tax Act, 1961.

RESOLVED FURTHER THAT, where in any financial year during the tenure of Mr.Karan Kanika Verma [DIN: 00034343], the Company has noprofits or its profits are inadequate,the Company will pay to Mr.Karan Kanika Verma remuneration by way of salary, perquisites and allowances as specified above.

5. Appointment of Ms. Arpita Verma (DIN: 01360010) as Whole Time Director.

To consider and, if thought fit, to pass the following resolution as a **Special Resolution:**

"RESOLVED THAT, pursuant to the provisions of Sections 2(94), 196, 197, 198 and 203 and other applicable provisions,if any, of the Companies Act, 2013 ("Act"), read with Schedule V to the Act and the Rules made thereunder,Regulation 17 of SEBI(LODR) Regulations, 2015,(includingany statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force), consent of themembers be and is hereby accorded to the appointment of Ms. Arpita Verma (DIN: 01360010) as Whole Time Directorof the Company, for a period of 5 (five) years, with effect from 01-04-2018 on the following terms and conditions :

Tenure	**:**	01-04-2018 to 31-03-2023
Salary	**:**	Rs. 3,00,000/- (Rupees Three Lac) p.m.
Perquisites	**:**	Rs. 1,00,000/- (Rupees One lac) p.m.

However, the benefits namely, Gratuity, Leave Encashment, Provident Funds etc. shall not be counted as perquisites to the extent these are exempted under Income Tax Act, 1961.

RESOLVED FURTHER THAT, where in any financial year during the tenure of Ms. Arpita Verma, the Company has noprofits or its profits are inadequate, the Company will pay to Ms.Arpita Verma remuneration by way of salary, perquisites and allowances as specified above."

6. **Appointment of Mr. Mohd. Akbar (DIN: 08018407) as Independent Director**

"RESOLVED THAT, Mr. Mohd. Akbar (DIN: 08018407),who was appointed as Additional Director of the Company w.e.f. 16.02.2019 by the Board of Directors and who holds office upto the date of ensuing Annual General Meeting of the Company under section 161(1) of the Companies Act, 2013 ('the Act") be and is hereby appointed as a Director of Company."

"RESOLVED FURTHER THAT pursuant to the provisions of Section 149 and 152 read with Schedule IV and all other applicable provisions , if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange (Listing Obligation and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactments thereof for the time being in force), and on the basis of recommendation of Nomination and Remuneration committee approval of the members of the company be and is hereby granted for the appointment of Mr. Mohd. Akbar (DIN: 08018407), who has submitted a declaration that he meets the criteria of independence as provided in section 149(6) of the Companies Act and Regulation 16(1)(b)of SEBI(Listing Obligation and Disclosure Requirements) and who is eligible for appointment, be and is hereby appointed as an Independent Director (for First term) of the Company, not liable to retire by rotation and to hold office for a term of 5 years w.e.f. 16.02.2019 to 15.02.2024.

By Order of the Board
For an on behalf of Oscar GlobalLimited
Sd/-
Karan Kanika Verma
Managing Director
DIN: 00034343

Date : 12.08.2019
Place : New Delhi

NOTES:

1. PROXY/AUTHORIZED REPRESENTATIVE

a) A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY, TO ATTEND AND ON A POLL TO VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.

The instrument appointing proxy (Proxy Form), in order to be effective must be deposited at the registered office of the Company, not less than 48 (Forty-Eight) hours before the commencement of the AGM. A blank Proxy Form (MGT-11) is enclosed with the Notice.

The instrument appointing proxy (Proxy Form), in order to be effective must be deposited at the registered officeof the Company, not less than 48 (Forty-Eight) hours before the commencement of the AGM. Proxy Form isenclosed with this Notice.

Members are requested to note that a person can act as proxy on behalf of the Members not exceeding 50 (fifty)and holding in aggregate not more than ten percent of the total share capital of the Company carrying votingrights, however, a member, holding more than ten percent of the total share capital of the Company carryingvoting rights, may appoint a single person as proxy and such person shall not act as proxy for any other personor member.

A member would be entitled to inspect the proxies lodged at any time during the business hours of the Companyduring the period beginning 24 (Twenty-Four) hours before the time fixed for the commencement of the AGMand ending with the conclusion of the AGM, provided that not less than 3 (three) days of notice in writing is tobe given to the Company.

b) Members / proxies / authorized representatives are requested to bring duly filled admission / attendance slipssent herewith along with this notice of the AGM at the Meeting.

c) Corporate Members intending to send their authorized representatives to attend the AGM are requested to senda certified copy of the Board Resolution/Power of Attorney authorizing their representative to attend and vote ontheir behalf at the Meeting.

d) In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will beentitled to vote.

e) The explanatory statement pursuant to Section 102 of the Companies Act, 2013 in respect of item nos. 3 to 6 of the accompanying notice is annexedhereto.

f) The relevant details as required under Regulation 26(4) & 36(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with Clause 1.2.5 of Secretarial Standard II of the person seeking re-appointment as Directors / under Item No. 2, 3, 4 & 5 of the Notice, is annexed to theNotice.

g) Copies of all documents referred to in the notice are available for inspection at the registered office of the Company during normal business hours on all working days upto and including the date of the Annual General Meeting of the Company.

h) Members seeking any information with regard to accounts are requested to write to the Compliance Officer atleast ten days in advance of the annual general meeting, to enable the Company to keep the information ready.

i) The Annual Report for 2018-19 along with the notice of Annual General Meeting, attendance slip and proxy form is being sent by electronic mode to all the shareholders who have registered their mail ids with the depository participants/registrar and share transfer agent unless where any member has requested for the physical copy. Members who have not registered their email ids, physical copies of the Annual Report 2018-19 along with the notice of Annual General Meeting, attendance slip and proxy form are being sent by the permitted mode. Members may further note that the said documents will also be available on the Company's website www.oscar-global.netfor download. Physical copies of the aforesaid documents will also be available at the Company's registered office for inspection during normal business hours on working days. For any communication, the shareholders may also send requests to the Company's email id viz.*oscar@oscar*-global.com.

j) All the documents referred to in the accompanying notice, explanatory statement and Register of Directors and Key Managerial Personnel and their shareholding, Register of Contracts or Arrangements in which Directors are interested are open for inspection at the registered office of the Company on all working days except Saturdays and Sundays, between 11.00 AM to 1.00 PM up to the date of AGM and also at the venue of the AGM.

k) To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.

l) In order to implement the Green Initiatives of the Government, whereby Companies have now been allowed to send/ serve notice(s) / document(s) / Annual Report(s) etc. to their Members through electronic mode, your Company hereby requests all its Members to register/ change, if required, their email ID with the RTA (in case of Physical holding) and with the Depository Participant (in case of Dematerialized holding), if not yet provided, to promote Green Initiative.

m) Theroute mapalong with prominent land mark for easy location of the 28th Annual General Meeting venue is printed on the last page of the Annual Report.

2. CUT OFF DATE:

a) This Notice is being sent to all the Members whose names appear as on 23rd August, 2019 in the Register of Membersor in the Register of beneficial owners as received from M/s Indus Portfolio Private Limited,the Registrar, and Transfer Agent ("RTA") of the Company.

b) A person whose name is recorded in the Register of Members or in the Register of beneficial owners maintainedby the depositories as on 16th September, 2019, (the "cut-off date") only shall be entitled to avail the facility of remotee-voting as well as voting at the AGM through ballot paper. The voting rights of Members shall be in proportionto their share of the paid-up equity share capital of the Company as on the cut-off date.

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

3. VOTING BY MEMBERS

The voting for the agenda items as mentioned in the Notice shall be done in the following manner:

a) At the venue of AGM, voting shall be done through ballot papers ("**Ballot Paper**") and the Members attending AGM who have not casted their vote by Remote E-voting shall be entitled to cast their vote through Ballot Paper. Ballot Papers will be made available at the venue of the AGM.

b) AMember may participate in the AGM even after exercising his right to vote through Remote E-voting but shall not be allowed to vote again at the venue of the AGM. If a Member casts vote through Remote E-voting and also at the AGM, then voting done through Remote E-voting shall prevail and voting done at the AGM shall be treated as invalid.

c) VOTING THROUGH ELECTRONIC MEANS:

In compliance with Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 as amended and Regulation 44 of the SEBI (Listing and Disclosure Requirements) Regulations 2015,the Company is pleased to provide facility of Remote E-voting to all its Members, to enable them to cast their votes on resolutions proposed to be considered at the Annual General Meeting (AGM)and set forth in this Notice electronically and the business mentioned in the Notice may be transacted through e-voting. The facility of E-voting is optional and not mandatory. The Company has engaged the services of National Securities Depository Limited ("NSDL") for the purpose of providing Remote E-voting facility to all its Members. The process and manner of Remote E-voting are as under:

(A) How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1 : Log-in to NSDL e-Voting system at https://www.evoting.nsdl.com/

Step 2 : Cast your vote electronically on NSDL e-Voting system.

Details on **Step 1** are mentioned below:

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL e-services i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL e-services after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID, For example if your Beneficiary ID is 12********** then your user ID is 12**********
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company. For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   c) How to retrieve your 'initial password'?
      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
      (ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
   a) Click on "**Forgot User Details/Password**?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Details on **Step 2** is given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting

Cycles.

2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" (E-Voting Event Number) of Oscar Global Limited for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to bhatia_r_s@hotmail.com with a copy marked to evoting@nsdl.co.in
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. You can also update your mobile number and e-mail id in the user profile details of the folio, which may be used for sending future communication(s).
4. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in

(B) E-voting Period

The remote e-voting facility will be available during the following period:

Commencement of remote e-voting	From 9.00 AM (IST) on Friday, September 20th, 2019
End of remote e-voting	Upto 5:00 PM (IST) on Sunday, September 22nd, 2019

The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled by NSDL upon expiry of the aforesaid period.

(C) User ID and Password for the Members who became Members after the dispatch of AGM notice:

Any person, who acquires shares of the Company and become a member of the Company after dispatch of the notice and holding shares as of the Cut Off Date i.e. Monday, September 16, 2019, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or RTA.

(D) VOTING THROUGH BALLOT PAPER

Members who have not exercised the option of Remote E-voting shall be entitled to participate and vote at the venue of the AGM on the date of the AGM. Voting at the venue of AGM shall be done through Ballot Papers and Members attending the AGM shall be able to exercise their voting rights at the meeting through Ballot Papers. After the agenda item has been discussed, the Chairman will instruct the Scrutinizer to initiate the process of voting on all the resolutions through Ballot Papers. The Ballot Paper/s will be issued to the Shareholders / Proxy holders/ Authorized Representatives present at the AGM. The Shareholders may exercise their right of vote by tick marking as (") against "FOR" or "AGAINST" as his/her choice may be, on the agenda item in the Ballot Paper and drop the same in the Ballot Box(es) kept at the meeting hall for this purpose.

Please note that the Members who have cast their vote by Remote E-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

4. SCRUTINIZER

(a) Mr. R.S. Bhatia, Practicing Company Secretary (C.P. No. 2514 and FCS No. 2599) has been appointed for as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.

(b) The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of " e-voting" or "Ballot Paper" or "Poling Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote –voting facility.

(c) The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, whoshallcountersignthesameanddeclaretheresultofthevotingforthwith.

(d) The results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company www.oscar-global.net and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited Mumbai.

5. DECLARATION OF RESULTS

The Result of voting (Remote E-voting and the voting at the AGM) on the resolutions shall be declared not later than 48 hours from the conclusion of AGM by the Chairman or any person authorized by him for this purpose. The results declared along with the report of the Scrutiniser shall be placed on the website of the Company i.e. **www.oscar-global.net**(in the Investors Relations section) and on the website of NSDL i.e. www.evoting.nsdl.com immediately after the result is declared and simultaneously communicated to the BSE Limited.

6. NOMINATION

Members holding shares in the physical form and desirous of making a nomination in respect of their shareholding in the Company, as permitted under Section 72 of the Companies Act, 2013 or any statutory re-enactment thereof, are requested to submit the request in prescribed Form SH-13 to the RTA (enclosed with this Notice).

7. DEMATERIALIZATION

As SEBI has mandated that transfer of securities in a listed company will be processed only if the securities are held indematerialized form, the Members, who have not yet got their shares de-materialized, are requested to opt for the samein their own interest and send their share certificates through Depository Participant(s) with whom they have openedthe de-materialization account to the Company's RTA. The SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securitiesmarket. Members holding shares in electronic form are, therefore, requested to submit the PAN to the depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form arerequested to submit their PAN details to the Company's RTA.

EXPLANATORY STATEMENT UNDER SECTION 102(1) OF THE COMPANIES ACT 2013

Item No. 3 and 4

The Board of Directors at its meeting held on 07th February, 2019, on the recommendation of Nomination and Remuneration Committee of the Company, appointed Mr. Karan Kanika Verma [DIN: 00034343]as an AdditionalDirector effective 07th February, 2019. As per the provisions of Section 161(1) of the Act read with Articles of Associationof the Company, he holds office of Additional Director only up to the date of the this AGM of the Company, and is eligible for appointment as Director. The Company has received a notice under Section 160 of the Act proposing his candidature for the office of Director of the Company.

Further, at the same Board Meeting, the Board of Directors on the recommendation of Nomination and Remuneration Committee of the Company appointedMr.Karan Kanika Verma [DIN: 00034343]as Managing Director for a period of 5 (five) years, of the Company, with effect from 8th February, 2019 to 07th February, 2024 on the following terms and conditions :

Tenure	:	5 years i,e. 08th February, 2019 to 07th February, 2024
Salary	:	Rs. 4,00,000/- (Rupees Four Lacs) p.m.
Perquisites	:	Rs. 1,00,000/- (Rupees One Lacs) p.m.

However, the benefits namely, Gratuity, Leave Encashment Benefits, Provident Funds etc. shall not be counted as perquisites to the extent it is exempted under Income Tax Act, 1961.

A brief profile and other information as required under Regulation 36 of the SEBI (Listing Obligations and DisclosureRequirements) Regulations, 2015 ["SEBI LODR"] and Secretarial Standard-2 issued by ICSI is provided in "Annexure A" to this notice.

Mr. Karan Kanika Vermasatisfies all the conditions set out in Part-I of Schedule V of the Act as also conditions set out under Section 196(3) of the Act for being eligible for his appointment. He is notdisqualified from being appointed as Director in terms of Section 164 of the Act. Further, Mr. Karan Kanika Verma has also confirmed that he is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circulars dated 20thJune, 2018 issued by BSE Limited pertaining to enforcement of SEBI Orders regarding appointment ofDirectors by the listed Companies.

Having regard to the qualifications, experience and knowledge, the Directors are of the view that the appointment of Mr. Karan Kanika Verma as Managing Director (KMP) will be of immense value to the organisation and shall play a vital role in growth and transformation of business of the Company. Hence, the remuneration payable to him is commensurate with his abilities and experience and is in line with the remuneration policy of the Company. At present Mr. Karan Kanika Vermaholds 22500 equity shares of the company.

Accordingly, the Board recommends the passing of the Ordinary Resolution as set out at Item No. 3 of the accompanying Notice in relation to the appointment of Mr. Karan Kanika Verma as Director and Special Resolution at item No. 4 in relation to his appointment as Managing Director for a period of 5 years commencing from 07 February, 2019 to 08 February, 2024 for the approval of the Members.

The above may be treated as a written memorandum setting out the terms of appointment of Mr. Karan Kanika Verma under Section 190 of the Act.

Except Mr. Karan Kanika Vermahimself and Ms Arpita Verma being his relatives, none of the other Director or KMP of the Company and their relatives is concernedor interested, financially or otherwise, in the resolutionsset out at Item Nos. 3 &4 of the accompanying Notice. Besides Ms Arpita Verma Mr. Karan Kanika Verma is not related to any other Director or KMP of the Company.

Item No. 5

The Board of Directors at its meeting held on 12th February, 2018, on the recommendation of Nomination and Remuneration Committee of the Company, appointed Ms. Arpita Verma (DIN: 01360010) as Whole Time Director for a period of 5 (five) years, of the Companywith effect from 01-04-2018 to 31-03-2023 on the following terms and conditions :

Tenure	:	5 years i.e. 01st April, 2018 to 31st March, 2023
Salary	:	Rs. 3,00,000/- (Rupees Three Lacs) p.m.
Perquisites	:	Rs. 1,00,000/- (Rupees One Lacs) p.m.

However, the benefits namely, Gratuity, Leave Encashment Benefits, Provident Funds etc. shall not be counted as perquisites to the extent it is exempted under Income Tax Act, 1961.

A brief profile and other information as required under Regulation 36 of the SEBI (Listing Obligations and DisclosureRequirements) Regulations, 2015 ["SEBI LODR"] and Secretarial Standard-2 issued by ICSI is provided in "Annexure A" to this notice.

Ms. Arpita Verma satisfies all the conditions set out in Part-I of Schedule V of the Act as also conditions set out under Section 196(3) of the Act for being eligible for her appointment. She is notdisqualified from being appointed as a Whole Time Director. Further, Ms Arpita Verma has also confirmed that She is not debarred from holding the office of Director by virtue of any SEBI Order or any such authority pursuant to circulars dated 20thJune, 2018 issued by BSE Limited pertaining to enforcement of SEBI Orders regarding appointment ofDirectors by the listed Companies.

Having regard to the her qualifications, experience and knowledge, the Directors are of the view that the appointment of Ms Arpita Verma as Whole Time Director (KMP) will be of immense value to the organisation and shall play a vital role in growth and transformation of business of the Company. Hence, the remuneration payable to her commensurate with her abilities and experience and is in line with the remuneration policy of the Company. At present Ms. Arpita Verma holds Nil equity shares of the company.

Accordingly, the Board recommends the passing of the Special Resolution as set out at Item No. 5 of the accompanying Notice in relation to the appointment of Ms Arpita Verma as Whole Time Director for a period of Five years commencing from 01st April, 2018 to 31s March, 2023 for the approval of the Members.

The above may be treated as a written memorandum setting out the terms of appointment of Ms Arpita Vermaunder Section 190 of the Act.

Except Ms. Arpita Verma herselfand Mr Karan Kanika Verma being his relatives, none of the other Director or KMP of the Company and their relatives is concernedor interested, financially or otherwise, in the resolutionsset out at Item Nos. 5 of the accompanying Notice. Besides Mr. Karan Kanika Verma Ms. Arpita Verma is not related to any other Director or KMP of the Company.

Item No.6

Mr. Mohd Akbar (DIN: 08018407), was appointed as an Additional Director of the Company and also Non-Executive Independent Director on the Board of the Company pursuant to the provisions of Section 149 of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation of the SEBI (Listing Obligations and DisclosureRequirements) Regulations, 2015 ["SEBI LODR"] to hold office as an Independent Director of the Company from 16th Feb, 2019 upto the conclusion of the Annual General Meeting of the company to be held in the calendar year 2019.

The members may note that pursuant to section 149(10) of the Act, an independent director shall hold office for a term of uptofive(5) consecutive years on the Board of the Company but shall be eligible for reappointment for a further term of five(5) consecutive years by passing a Special Resolution by the Company.

The company has received a notice in writing under the provisions of section 160 of the act from a member proposing the candidature of Mr. Mohd. Akbar for appointment as a regular director.

The Nomination and remuneration Committee (NRC) of the Board of the Company, at its meeting, unanimously recommended to the Board, the appointment of Mr. Mohd. Akbar as an Independent Director for a period of Five years from 16 thFeb., 2019 to 15thFeb, 2024. While recommending the appointment ofMr. Mohd. Akbar the NRC had considered various factors, viz., qualification, knowledge and experience, his likely contribution to the growth of the Company.

The Board on the recommendation made by NRC as above, by passing a resolution by circulation decided to recommend to the shareholders to appoint Mr. Mohd. Akbar as an Independent director not liable to retire by rotation at the forth coming annual general meeting.

A brief profile of Mr. Mohd. Akbar along with the required particulars is given at the end of the statement. Further Mr. Mohd. Akbar has confirmed that he is not disqualified from being appointed as a director in terms of section 164 of the act and from being appointed as a Director. Mr. Mohd. Akbar has also confirmed that he is not debarred from holding the office of director by virtue of any SEBI Order or any such authority pursuant to circular dated 20th June, 2018 issued by BSE pertaining to enforcement of SEBI Orders regarding appointment of directors by the listed company.

Mr. Mohd. Akbar has given his consent to be reappointed as an Independent Director and also confirm that he is not disqualified to act as a director in terms of section 164 of the Act besides he is also confirmed that he meets the criteria of independence as prescribed, both, u/s 149(6) of the Act read with relevant rules and under regulation 16(1)(b) of the SEBI LODR.

In the opinion of Board Mr. Mohd. Akbar fulfills the criteria/conditions specified in section 149,152 and other applicable provisions of the Act and rules made thereunder read with schedule 4 of the Act and Regulation 25 of the SEBI LODR.

The Nomination and Remuneration Committee of the Board of Directors, has recommended re-appointment of Mr. Mohd. Akbaras an Independent Directors to hold office for a second term of 5 (Five) consecutive years w.e.f. 16th Feb, 2019 to15th Feb, 2024.

The Board, as per the recommendation of the Nomination and Remuneration Committee, considers that, given his background and experience is of the opinion that the appointment of Mr. Mohd. Akbar would be beneficial to the Company.

ANNEXURE A

The details of Directors seeking appointment/re-appointment/revision of the remuneration as per requirements of Companies Act, 2013, Regulation 36(3) of the Securities and Exchange Board of India (Listing and Disclosure Obligations) Regulations, 2015 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India

Particulars	**Mr. Karan Kanika Verma [DIN: 00034343]**	**Mr. Mohd Akbar (DIN: 00415795)**	**Ms. Arpita Verma (DIN: 01360010)**
Date of Birth	21.12.1979	29.09.1992	22.06.1977
Date of first Appointment	08.02.2019	16.02.2019	12.08.2013
Qualification	Engineer	B.Com CS LLB	MBA
Brief Resume	Mr. Karan Kanika Verma is Engineer and has around 18 Years Experience, Keeping in view the background of Mr. Karan Kanika Verma, he is best suitable for the job.	Mr. Mohd. Akbar is a practising Company Secretary and has over 3 years post qualification experience.	Ms. Arpita Verma is serving the company with her expertise in strategic planning and good management practices.
Experience and expertise in specific functional area	18 Years	3 Years	19 Years
Directorships held in Other Companies in India .	1. Akanksha Viniyog Limited 2. Senao International Limited 3. Suraksha Diagnostic Private Limited 4. Oscar International Limited 5. Kanika Audio Visuals Private Limited 6. Kavin Infotech Private Limited 7. Sunwel Diagnostic Private Limited 8. KVM Infracture Private Limited	NIL	1. Rolex Electricals Companies Private Limited 2. Reliance Electronic Industries (India) Private Limited 3. Oscar Marketing Company Private Limited 4. SRD Agencies Private Limited 5. ASV Electronics Private Limited 6. Oscar Technologies Limited
Chairman/Member of Committee of the Board of other Companies in which they are director	NIL	NIL	NIL
Shareholding in Oscar Global Limited	22500	NIL	NIL
Inter-se Relationship between Directors/ Mangers/Key Managerial Personnel	NIL	NIL	NIL
Terms and Conditions of Appointment / Re-appointment and Remuneration	Terms & Conditions is as per the appointment Letter	Terms & Conditions is as per the appointment Letter	Terms & Conditions is as per the appointment Letter
Remuneration Last Drawn	Rs. 4,00,000/- p.m. Plus Rs. 1,00,000/- Perquisites	NIL	Rs. 3,00,000 p.m. Plus Rs. 1,000,00/- Perquisites
Number of Board Meetings Attended during the Financial Year 2018-19 (Total 5 Board Meetings were held during the Financial Year)	1	NIL	3

By Order of the Board
For an on behalf of Oscar GlobalLimited
Sd/-
Karan Kanika Verma
Managing Director
DIN: 00034343

Date : 12.08.2019
Place : New Delhi

BOARD'S REPORT

Dear Members,

Your Directors are pleased to present 28th Annual Report covering the operational and financial performance of your Company along with the Audited Financial Statements for the Financial Year ended March 31, 2019.

1. FINANCIAL SUMMARY OF THE COMPANY

A brief summary of the audited financials of the Company for the FY ended March 31, 2019 is given below. The figures of the current FY and previous FY have been prepared in accordance with the Indian Accounting Standards ('Ind AS').

(Rs.)

Particulars	Year ended on March 31, 2019 (Audited)	Year ended on March 31, 2018 (Audited)
Revenue from operations	**1,88,21,492.00**	**6,56,49,521.00**
Other Income	**2,76,88,025.00**	**19,59,772.00**
Total Income	**4,65,09,517.00**	**6,76,09,293.00**
Cost of material Consumed	**1,05,53,350.31**	**2,77,00,679.89**
Depreciation	**7,59,038.28**	**9,92,529.64**
Excise Duty	**Nil**	**Nil**
Other expenses	**1,59,65,611.96**	**2,15,43,576.04**
Total Expenses	**4,76,41,574.69**	**6,74,02,868.21**
Profit Before Tax	**(11,32,057.69)**	**2,06,424.79**
Less: Income Tax Expense:	**(24,171.82)**	**1,49,625.00**
Current Tax	**-**	**89,513.00**
Deferred Tax	**(24,171.82)**	**60,112.00**
Profit before other comprehensive income	**(11,07,885.87)**	**56,799.79**
Other comprehensive income for the year, net of tax	**-**	**-**
Total comprehensive income for the year	**(11,07,885.87)**	**56,799.79**

2. KEY HIGHLIGHTS :

Total Income for the year 2018-19 fell to Rs. 4.65 Crores from Rs. 6.76 Crores in 2017-18, resulting in a decline of 31.21%.

The Net Profit declined to Net Loss of Rs.11,07,885.87 in 2018-19 from Net Profit of Rs. 56,799.79 in the previous year, resulting in a decline of 94.94%

The Earnings per share (EPS) for the year is Rs. (0.336) per share resulting a decline of 99.49% as compared to Rs 0.0017 per share of the previous year.

3. STATE OF COMPANY'S AFFAIRS :

Your Company is in to production and export of leather Garments and accessories. The company's products are exported mainly to Europe. Of late your company is facing tough competition mainly from China and Bangladesh mainly because of the reason that the cost of raw lather is much cheaper in Bangladesh as compared to India, therefore Bangladesh leather garments are available in much lesser cost as compare to Indian products. Further the jackets made of Polyester fabric are much cheaper in cost and easy to maintain. China is the biggest supplier. This type of jackets is gaining popularity and customer's preferences have changed from leather garments to this kind of cheaper garments. Your company is suffering because of the decline in use of leather garments. All efforts are being made to revive the sales of the company.

4. DIVIDEND :

In view of the inadequate profits incurred, no dividend has been recommended.

5. TRANSFER TO RESERVE :

During the FY 2018-19, the Company has not transferred any amount towards General Reserve.

6. MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION BETWEEN THE END OF THE FINANCIAL YEAR AND DATE OF REPORT :

There are no material changes affecting the affairs of the company which have occurred between the end of the financial year on March 31, 2019 of the company to which the financial statements relate and the date of this report. Except that due to the adverse market situations Company could not get sufficient orders and hence there is almost nill production since January 2019 onwards.The unaudited financial results for the first quarter of the financial year 2019-2020, which the Company got published in the newspaper alnd also available at BSE website and company website shows that there is no income during the quarter. Consequently the Company was forced to reduce the manpower. Even on the date of filing this report there is no production activity. Your management is trying to revive the situation however no material relief seems to be available in near future

7. CHANGE IN THE NATURE OF BUSINESS :

There is no change in the nature of the Business during the financial year under review.

8. DEPOSITS :

Your Company has no unclaimed / unpaid matured deposit or interest due thereon. Your Company has not accepted any deposits covered under 'Chapter V - Acceptance of Deposits by Companies' under the Companies Act, 2013 during the financial year ended March 31, 2019.