



Twenty Fifth  
**Annual Report**  
2015-16



**ANNUAL REPORT 2015-16**

DIRECTORS : -

<b>NAME OF THE DIRECTOR</b>	<b>DESIGNATION</b>
Dr. Smt. Rochana Bharati	Chairperson
Mr. Arvind Bharati	Managing Director
Mrs. Smita Patodkar	Executive Director
Mr. Vijay Tiwari	Independent Director
Mr. Shreekumar Menon	Independent Director
Mr. Deepak Joshi	CFO

AUDITORS : - **HMA & ASSOCIATES**  
**CHARTERED ACCOUNTANTS**  
**1, RUNWAL PRATISHTHA, 1202/27,**  
**SHIVAJINAGAR, APTE ROAD,**  
**BEHIND SANTOSH BAKERY,**  
**PUNE 411 004.**

REGISTERED OFFICE : - **64-B-1, M.I.D.C. Area, Satpur, Nashik – 422007.**

CIN :- **L31200MH1991PLC063980**

AUTHORIZED CAPITAL :- **₹ 18,00,00,000/-**

PAID UP CAPITAL : - **₹ 17,10,00,000 /-**

NAME OF BANKERS : - **ICICI Bank Ltd.**  
**State Bank of India**  
**HDFC Bank**

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## **NOTICE TO THE MEMBERS**

Notice is hereby given that the 25<sup>th</sup> Annual General Meeting of the members of the Company will be held on Friday, the 30<sup>th</sup> day of September, 2016 at 10.00 a.m. at Plot No. 7, M.I.D.C. Area, Satpur, Nasik– 422007; to transact following business: -

### **Ordinary Business:** -

1. To receive, consider & adopt the Financial Statements as on 31<sup>st</sup> March 2016 along with the Directors' Report and Auditor's Report thereon.
2. To appoint Director in place of Mrs. Smita Deepak Patodkar, who retires by rotation and being eligible, offers herself for re-appointment.
3. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:-**

“RESOLVED THAT the appointment of HMA & Associates, Chartered Accountants [Firm Registration Number : 100537W] Pune, as Auditors of the Company be and is hereby ratified as approved by the members at the Twenty Fourth Annual General Meeting as Auditors of the Company, be and is hereby ratified to hold office until the conclusion of the Twenty Ninth Annual General meeting (AGM) to be held in the Financial year 2019-20 [subject to ratification of their appointment at every AGM], at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

Place:- Nasik

Date:- 31<sup>st</sup> August 2016

**By order of the Board of Directors**

sd/-

**Arvind Bharati**  
**(Managing Director)**  
**DIN- 00148830**

NOTES:

- **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
- The proxy, in order to be effective, must be deposited at the registered office of the company not less than 48 hours before the commencement of the meeting.
- A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
- All documents referred to in the accompanying Notice are open for inspection at the registered office of the Company between 10.00 a.m. and 12 noon on all working days excluding Saturdays & holidays up to the date of Annual General meeting.
- 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 at the Meeting.
- Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.
- The Ministry of Corporate Affairs has taken a “Green Initiative in the Corporate Governance” by allowing paperless compliances by the companies and has issued circulars stating that service of notice/documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members are requested to register their e-mail addresses in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to send their e-mail address to the following:

Universal Capital Services Pvt. Ltd. (RTA of the Company)  
21, Shakeel Niwas, Opp. Sri Satya Saibaba Temple,  
Mahakali Caves Road, Andheri (E) Mumbai 400 093.

The Notice of the AGM along with the Annual Report 2015-16 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.

- In accordance with the provision of section 108 of the Companies Act, 2013 read with Companies (Management & Administration) Rules, 2014, the shareholders may exercise their option to participate through electronic voting system and the company is providing the facility for voting by electronic means (e-voting) to all its members. The Company has engaged the services of Central Depository Services Limited (CDSL) to provide e-voting facilities and enabling the members to cast their vote in a secured manner.
- The Company has appointed M/s. S.G. Parekh & Co.– Company Secretaries, as ‘Scrutinizer’ for conducting and scrutinizing the e-voting process in a fair and transparent manner.
- The instructions for shareholders voting electronically are as under:
  - (i) The voting period begins on 27<sup>th</sup> September 2016 – 9.00 a.m. and ends on 29<sup>th</sup> September 2016 – 5.00 p.m. The e-voting module shall be disabled by CDSL for voting thereafter. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on 23<sup>rd</sup> September 2016 (i.e. Book closure date) may cast their vote electronically.
  - (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
  - (iii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
  - (iv) Click on Shareholders.
  - (v) 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.
  - (vi) Next enter the Image Verification as displayed and Click on Login.
  - (vii) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
  - (viii) If you are a first time user follow the steps given below:

	<b>For Members holding shares in Demat Form and Physical Form</b>
<b>PAN</b>	<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"> <li>• 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.</li> <li>• 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.</li> </ul>

<b>DOB</b>	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
<b>Dividend Bank Details</b>	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. <ul style="list-style-type: none"> <li>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)</li> </ul>

- (ix) After entering these details appropriately, click on “SUBMIT” tab.
- (x) 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.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xiii) 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.
- (xiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xv) 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.
- (xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xviii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30th June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xx) **Note for Non – Individual Shareholders and Custodians**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
  - The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the Scrutinizer to verify the same.
- (xxi) 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](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- Members holding shares in physical form should submit their PAN to the Company.
  - Members holding shares in single name and in physical form are advised to make a nomination in respect of their shareholding in the Company.

## **DIRECTORS' REPORT**

To,  
**The Members of**  
**STARLITE COMPONENTS LIMITED**

Your Directors have pleasure in presenting their Twenty-Fifth Annual Report, together with the Financial Statements, Audited Accounts together with Audit Report of the Company for the year ended 31<sup>st</sup> March, 2016.

### **1. Financial Results -**

(Amount in Rs.)

<b>PARTICULARS</b>	<b>CURRENT YEAR 2015-16</b>	<b>PREVIOUS YEAR 2014-15</b>
Gross Income	42,91,57,035	27,24,91,081
EBIDTA	3,78,28,519	1,53,87,300
Interest & finance expenses	1,48,16,874	1,09,51,645
Depreciation	47,98,007	39,31,724
Profit / (Loss) Before Tax	1,82,13,638	87,75,438
Less : Provision for Taxation	-	-
Less: Provision for Deferred Tax Liability	63,01,146	(14,47,401)
Profit / (Loss) after Tax	1,19,12,492	1,02,22,839
Add : Profit brought forward	(15,05,48,206)	(16,07,71,045)
Proposed Dividend - Equity	-	-
Proposed Dividend - Preference	-	-
Tax on Dividend	-	-
Profit carried forward	(13,86,35,713)	(15,05,48,206)

### **2. Dividend:**

Directors do not recommend any Equity dividend at the Annual General Meeting.

### **3. Amount Proposed To Be Transferred To Reserves :**

The Directors do not propose any transfer to Reserves.