

24th ANNUAL REPORT 2014-2015

Forward-looking statement

In this Annual Report, we have disclosed forward-looking information to enable investors to comprehend our prospects and take investment decisions. The Company's forward-looking statements are based on management's current expectations and assumptions regarding the Company's business and performance, the economy and other future conditions and forecasts of future events, circumstances and results.

We have tried wherever possible to identify such statements by using words such as 'anticipate', 'estimate', 'expects', 'projects', 'intends', 'plans', 'believes' and words of similar substance in connection with any discussion of future performance. We cannot guarantee that these forward-looking statements will be realized, although we believe we have been prudent in assumptions.

The achievements of results are subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialize or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected. Readers should keep this in mind. We undertake no obligation to publicly update on any forward-looking statements, whether as a result of new information, future events or otherwise.

What's inside CONTENTS **Company Information** 1 Notice of Annual General Meeting 2 **Director's Report** 5 Management Discussion & Analysis Report 9 **Corporate Governance Report** 11 Secretarial Audit Report 25 **Financial Statements** 36 Notes 42 **Proxy Form** E-voting Instructions Annex: User id & Password for E-voting



Corporate Information

BOARD OF DIRECTORS

Mr. Vishnu Gopal Rajgarhia Director (Independent) Mr. Dalip Singh Dasila Managing Director Mr. Piyush Prakash Director (Independent)		Mr. Deepak Jalan Director (Independent) Mrs. Kirti Gupta Director (Independent)		
Mr. Sapan Mohan Garg Director (Non Executive)	r. Sapan Mohan Garg Mr. Manoj irector (Non Executive) Director (Non Exe			
COMPANY SECRETARY & CHIEF F Mr. Sumeer Narain Mathur	INANCIAL OFFICER			
AUDITORS				
STATUTORY	INTERNAL	SECRETARIAL		
M/s Srivastava Kumar & Co Chartered Accountants	M/s S.S.G & Co Chartered Accountants	M/s Vijay Kaul and Co Practicing Company Secretary		
BANKERS OF THE COMPANY ICICI Bank, New Delhi Bank of Baroda, New Delhi	M/s Sky Line Financi D-153-A, 1st Floor, C Phase-I, New Delhi- Tel:91-11-2681-2682 Email:admin@skylir	REGISTRAR & SHARE TRANSFER AGENT M/s Sky Line Financial Services Pvt Ltd D-153-A, 1st Floor, Okhla Industrial area Phase-I, New Delhi-110020 Tel:91-11-2681-2682 Fax: 91-11-30857562 Email:admin@skylinerta.com Web: www.skylinerta.com		
REGISTERED OFFICE	CORPORATE OFFI	CE		
Shop#1, Country Inn, Mehragoan, Bhimtal Uttarakhand 249179	New Delhi-110066 (T) : 91-11-261844 (F) : 91-11-261934 (E) : cs@wellesley : investor@we	(T) : 91-11-26184535, (F) : 91-11-26193448		

SHARES LISTED AT

Bombay Stock Exchange (Code: 532016) & Delhi Stock Exchange (Code: 8916)

CIN: L45202UR1991PLC000604

NOTICE

Notice is hereby given that, the 24th Annual General Meeting of the Company will be held on 16th July,2015 at 10:30 AM at "Country Inn", Mehragoan, Bhimtal,Uttarakhand-248179,to transact the following business:-

ORDINARY BUSINESS

- 1. To receive, consider and adopt the Balance Sheet as at March 31, 2015 and Profit & Loss Account for the financial year ended on that date and the Reports of Directors' and Auditors' thereon.
- 2. To appoint a Director in place of Mr. Sapan Mohan Garg (DIN 00061098) who retires by rotation and being eligible, offers himself for re-appointment.
- **3.** To ratify the appointment of M/s Srivastava Kumar & Co., Chartered Accountants (ICAI Firm Regn No: 01120N) as Statutory Auditors of the Company, for their balance term of appointment of 2 years.

SPECIAL BUSINESS

4. To consider and if thought fit to pass, with or without modification(s), the following resolution as" Special Resolution"

"**RESOLVED THAT** Mr. Piyush Prakash (DIN 01352769), who was appointed as an Independent Director of the Company on 29th July,2010 under Articles of Association of the Company and who by virtue of Section 149 & 152 of the Companies Act, 2013 to the extent applicable, is subject to reappointment being eligible, offers himself for re-appointment and in respect of whom the recommendation of a member has been received in writing, be and is hereby appointed as Independent Director of the Company for next 5 years not liable to retire by rotation".

5. To consider and if thought fit to pass, with or without modification(s), the following resolution as" Ordinary Resolution"

"**RESOLVED THAT** Mrs. Kirti Gupta (DIN 02887259), who was appointed as an Additional Director (Independent) of the Company on 1st February,2015 under Articles of Association of the Company and who by virtue Section 149,152 & 161 of the Companies Act, 2013 to the extent applicable, holds office up to the date of this Annual General Meeting, but being eligible, offers himself for re-appointment and in respect of whom the recommendation of a member has been received in writing, be and is hereby appointed as Independent Director of the Company for next 5 years not liable to retire by rotation".

6. To consider and if thought fit to pass, with or without modification(s), the following resolution as "Special Resolution"

"**RESOLVED THAT** pursuant to section 94(1) of the Companies Act, 2013, consent of the members is hereby accorded to keep the Statutory Registers, Index & Annual Returns at the Corporate Office of the company in Delhi at B-210, Bhikaji Cama Place, New Delhi-110066."

By order of the Board of Directors

Sumeer Narain Mathur Company Secretary & Chief Financial Officer **Membership no** : ACS-21151 **Address :** House no : 04,Seemant Vihar, Behind Radisson Hotel,Kaushambi, Ghaziabad-201014

Date: 28th May, 2015 Place: New Delhi

- 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 HERSELF/ HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
- 2. Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide member's facility to exercise their right to vote by electronic means, as an alternative to vote physically at the Annual General Meeting (AGM) and the business may be transacted through e-Voting Services provided by National Securities Depository Limited (NSDL).

Similarly, Members opting to vote physically can do the same by remaining present at the meeting and should not exercise the option for e-voting. However, in case Members cast their vote exercising both the options, i.e. physical and e-voting, then votes cast through e-voting shall be only be taken into consideration and treated valid whereas votes cast physically at the meeting shall be treated as invalid. The "E-Voting "procedure along with the user id and password of each shareholder is annexed along with the proxy form at the end of the annual report.

WELLESLEY Annual Report 2014-15

- 3. Corporate Members are requested to send a duly certified copy of the Board Resolution authorising their representative(s) to attend and vote on their behalf at the Meeting.
- 4. Members/Proxies should fill in the Attendance Slip for attending the Meeting and bring their Attendance Slip along with their copy of the Annual Report to the Meeting.
- 5. 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.
- 6. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of items no .4, 5 & 6 is attached thereto.
- 7. Members who hold shares in electronic form are requested to write their DP ID and Client ID numbers and those who hold share(s) in physical form are requested to write their Folio Number in the Attendance Slip for attending the Meeting to facilitate identification of membership at the Meeting.
- 8. Relevant documents referred to in the accompanying Notice are open for inspection by the Members at the Registered Office of the Company on all working days, except Saturdays between 11.00 A.M. and 2.00 P.M. up to the date of the Meeting.
- 9. The Company's Register of Members and Transfer Books will remain closed from 13th July,2015 to 17th July,2015 (both days inclusive) for the purpose of the Meeting, and the "E-Voting " facility shall be open for the period from 09:00 hours of 13th July,2015 to 17:00 hours of 15th July,2015,after this period the event will be no longer available for casting votes by "E-Voting " mechanism.
- 10. Members are requested to intimate immediately any change in their address or other mandates to their Depository Participants with whom they are maintaining their demat accounts. The Company or its Registrar and Transfer Agent cannot change mandates for shares in electronic form.
- 11. Members holding shares in physical form are requested to advise any change of address or bank mandates immediately to the Company / Registrar and Transfer Agent, Skyline Financial Services Pvt Limited.
- 12. The Securities and Exchange Board of India (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.
- 13. Members holding shares in physical form can submit their PAN details to the Company / Registrar and Transfer Agent.
- 14. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company.
- 15. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to Registrar and Transfer Agent, for consolidation into a single folio.
- 16. Members who have not registered their e-mail addresses so far are requested to register their e-mail address so that they can receive the Annual Report and other communication from the Company electronically.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

ITEM NO.4

The Board of Directors at their meeting held on 25.07.2010 appointed Mr. Piyush Prakash in the Board as Independent Director as per section 255 of the Company Act, 1956 & his term of office expires by virtue of first five year term as prescribed by the section 149 of the Companies Act, 2013 at the ensuing Annual General Meeting.

His candidature has been proposed by the member M/s Usha General Food Limited, and in compliance of section 160 of the Companies Act, 2013 the security money has been received by the company, which shall be refunded to the member in case Mr. Piyush Prakash gets elected or get more than 25% of the total valid votes cast either by show of hands or poll at the ensuring Annual General Meeting.

Profile of Mr. Piyush Prakash

Mr. Piyush Prakash, is a Bachelor in Architecture having working experience over 30 years. In his career he has designed diverse kinds of facilities including a stadium complex, hotels & resorts, schools, colleges, hospitals and office complexes including facilities for IT services and large industrial buildings. He has participated and won several national Commissions. He coordinates the project team & serves as the key liaison with the client, makes all Public design presentations and directly participates in the planning of the facilities.

Wellesley Corporation Limited Annual Report 2014-15

He has been successfully engaged by top private corporations and all levels of government for their projects requiring meticulous planning and inspired design.

Considering his qualification and experience the Board recommends keeping him on the board.

The Board of directors have reviewed the declaration made by Mr. Piyush Prakash that he meets the criteria of independence as provided in section 149(6) of the Companies Act,2013 and Equity Listing Agreement and the board is of opinion that he fulfills the conditions specified therein and is independent of the management .Furthermore the Board based on the performance evaluation of Mr.Piyush Prakash, recommends his appointment as Independent Director ,not liable to retire by rotation ,for a period of 5 years to the members for their approval.

Save & except Mr.Piyush Prakash, none of the Directors or Key Managerial Personnel or their relatives are, in any way, concerned or interested in the above resolution.

As on 28th May, 2015, Mr. Piyush Prakash is the member of Nomination & Remuneration Committee.As on 31st March,2015 Mr. Piyush Prakash does not hold any shares in the Company & his directorship in other companies are as under:-

Sr. No:	Name of other Companies in which Directorship has been held.
1.	DAAT India Pvt Limited
2.	DAAT.DAArchitects Pvt Limited
3.	DAAT Global Project Solutions Pvt. Ltd.

ITEM NO. 5

As per the amended listing agreement and as per section 149 of the Companies Act, 2013 every listed company should have a woman director on its board therefore, the Board of Directors in their meeting held on 28.01.2015 co-opted Mrs. Kirti Gupta in the Board as Additional Director (Independent) as per section 161 of the Company Act, 2013 & her term of office expires at the ensuing Annual General Meeting.

Her candidature has been proposed by the member M/s Usha General Food Limited, and in compliance of section 160 of the Companies Act, 2013 the security money has been received by the company, which shall be refunded to the member in case Mrs. Kirti Gupta gets elected or get more than 25% of the total valid votes cast either by show of hands or poll at the ensuring Annual General Meeting.

Profile of Mrs. Kirti Gupta

Mrs. Kirti Gupta is a Commerce Graduate from Rajasthan University. She is a Chartered Accountant and Ph.Ed. and working as partner in S.G.S.K & Associates, Chartered Accountants, Delhi .She is having rich experience of over 15 years. She has performed a wide range of assignments, including financial audits, Internal/ Concurrent/ System/ Stock Audits. She is having an expert knowledge of the industries like: Constructions, Financial, Stock broking and Electricity.

Considering her experience the Board recommends to keep her on the board.

The Board of directors have reviewed the declaration made by Mrs. Kirti Gupta that she meets the criteria of independence as provided in section 149(6) of the Companies Act,2013 and Equity Listing Agreement and the board is of opinion that she fulfills the conditions specified therein and is independent of the management. Furthermore the Board based on the performance evaluation of Mrs. Kirti Gupta has recommends her appointment as Independent Director, not liable to retire by rotation, for a period of 5 years, to the members for approval.

Save & except Mrs.Kirti Gupta, none of the Directors or Key Managerial Personnel or their relatives are, in any way, concerned or interested in the above resolution.

As on 28th May, 2015, Mrs.Kirti Gupta is the member of Risk Management Committee. As on 31st March, 2015 Mrs. Kirti Gupta does not hold any shares in the Company & her director ship in other companies are as under:-

Sr. No:	Name of other Companies in which Directorship has been held.	
1.	SGSK Consultants Pvt Limited	

Item no: 6

The chairman of the board of directors in their meeting held on 28th May,2015 informed the board that statutory registers, index & returns should be kept at the Corporate office in place of Registered office for better operations synergy & effective control and updation of the same. However as per section 94 of the Companies Act,2013 it is necessary that only after the approval of shareholder in general meeting, the registers & returns can be kept at any other place, therefore the board recommends the resolution to the members for their consideration and approval.



DIRECTORS' REPORT

Dear Members,

Your Directors have pleasure in presenting the 24th Annual Report together with the audited accounts of the Company for the financial year ended on 31st March, 2015.

I- FINANCIAL HIGHLIGHTS

The highlights of the financial results of the Company for the financial year ended 31st March, 2015 are as under:-

		(Figures in Rupees)
Particulars	Year ended 31 st March, 2015	Year ended 31 st March, 2014
Income	5,685,202	11,144,957
Expenditure	5,642,063	10,251,262
Profit before tax	43,139	893,695
Exceptional Items	17,079,554	NIL
Provision for tax (including deferred tax)	7,703,720	453,939
Profit after tax	(24,740,136)	439,757
Balance carried forward to Balance Sheet	(119,221,927)	(94,481,791)

II- REVIEW OF OPERATIONS & BUSINESS UPDATE

KEY FINANCIAL HIGHLIGHTS

Your company has recorded revenue of Rs 56.85 lacs in financial year 2014-15 as compared to Rs 111.44 lacs in financial year 2013-14, an overall decline of 49%. Profit before tax has decreased to Rs 0.43 lacs from Rs 8.93 lacs recorded in the last financial year. Profit after tax also turned to a loss of Rs 247.40 lacs from the last year's profit after tax of Rs 4.39 lacs. Since there is no profit, the Directors do not recommend any amount to carry to any reserve. The nature of the business remains the same throughout the reported financial year.

III- FUTURE OUTLOOK

The Management of the company has been working very dedicatedly to monetize the funds wedged in the J.V Projects and under litigations, also working on the effective utilization of realized funds to enhance the shareholders wealth.

IV- DIVIDEND

In view of accumulated losses, the Directors do not recommend any dividend during the year.

V- PUBLIC DEPOSITS

The Company has not invited or accepted any deposits from the public.

VI- DIRECTORS APPOINTED AND RESIGNED/RETIRED

Mr. Sapan Mohan Garg

In accordance with the provisions of Section 152 of the Companies Act, 2013 and Article 96 of the Articles of Association of the Company, Mr. Sapan Mohan Garg (DIN: 00061098) Director of the company, retire by rotation at the ensuing Annual General Meeting of the Company, being eligible, offer himself for reappointment.

Mrs. Kirti Gupta

As per the amended listing agreement and as per section 149 of the Companies Act, 2013 every listed company should have a woman director on its board therefore, the Board of Directors at their meeting held on 28.01.2015 co-opted Mrs. Kirti Gupta (DIN: 02887259) in the Board as Additional Director (Independent) as per section 161 of the Company Act, 2013 her tenure of office expires at the ensuing Annual General Meeting, being eligible, offer herself for reappointment.

Brief resume of the Directors seeking reappointment, nature of their expertise in specific functional areas, names of companies in which they hold directorships and memberships/chairmanships of Board Committees, as stipulated under

Clause 49 of Listing Agreement with the Stock Exchanges in India, are provided in the Report on Corporate Governance, forming part of the Annual Report.

VII- MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report, as stipulated under clause 49 of the Listing Agreement with the Stock Exchanges in India, is presented in a separate section forming part of the Annual Report.

VIII- CORPORATE GOVERNANCE REPORT

Pursuant to Clause 49 of the Listing Agreements with the Stock Exchanges, a detailed report on Corporate Governance is included in the Annual Report. A Certificate from a Practicing Chartered Accountant, certifying Company's compliance with the requirements of Corporate Governance, as stipulated under Clause 49 of the Listing Agreement, is annexed to the Corporate Governance Report.

IX- AUDITORS

Srivastava Kumar & Co., Chartered Accountants, (Firm Registration No. 011204N), Statutory Auditors of the Company was reappointed in the last AGM for next three years. As per section 139 of the Companies Act, 2013, the same needs to be ratified by the members of the company. The Board recommends the members to ratify the balance term of appointment of statutory auditors for the period of 2 years in the forthcoming Annual General Meeting.

X- COMMENTS/EXPLANATION ON AUDITORS' REPORT

I- The Statutory Auditor report

The report submitted by the Statutory Auditors is included in this annual report and since there are no adverse comments of the auditors in their report. Therefore, no comment/explanation needs to be given herein.

II- The Secretarial Audit report:

The report submitted by the Secretarial Auditor is included in this annual report as **Annexure: 1** and explanation to their qualifications are as under:

- To comply with the requirements of section 203 of the Companies Act, 2013, the Board of Directors in their meeting held on 28th May, 2015 has appointed Mr. Sumeer Narain Mathur as the CFO of the Company. Now, w.e.f 28th May, 2015, he shall hold the post of Chief Financial Officer (CFO) in addition to the post of Company Secretary.
- 2) The company has collected deposits of Rupees One lac in case of regularization of Mrs. Kirti Gupta & reappointment of Mr. Piyush Prakash from the member who proposes their candidature in the ensuing Annual General Meeting

XI- PARTICUALARS OF LOAN, GUARANTEE OR INVESTMENTS UNDER SECTION 186.

The company has neither granted nor provided any guarantee or made investment attracting the provisions of section 186 of the Companies Act, 2013.

XII- MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANICAL POSITION OF THE COMPANY

There were no such material changes and commitments occurred between the date of board report and the 31st March, 2015.

XIII- INFORMATION PURSUANT TO SECTION 134 OF THE COMPANIES ACT, 2013

A) CONSERVATION OF ENERGY

In absence of any manufacturing activities, no details have been given as required under Section 134 of the Companies Act, 2013 and the rules framed there under.

B) TECHNOLOGY AND FOREIGN EXCHANGE EARNING ETC

In absence of any manufacturing activities, no details have been given as required under Section 134 of the Companies Act, 2013 and the rules framed there under.

C) FOREIGN EXCHANGE EARNING AND OUTGO

There was no foreign exchange earnings and outgo during the year.

XIV- DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirements under Section 134(5) of the Companies Act, 2013 with respect to the Directors' Responsibility Statement, it is hereby confirmed:

- 1. That in the preparation of the Annual Accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures.
- 2. That 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 loss of the company for that period.
- 3. That 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;
- 4. That the Directors have prepared the annual accounts for the financial year ended 31st March, 2015 on a going concern basis.
- 5. That 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.
- 6. That the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

XV- INDEPENCE OF INDEPENDENT DIRECTORS

That in pursuance of section 149 (7) of the Companies Act, 2013 all the Independent Directors have given the declaration of their independence complying with the criteria as prescribed in section 149(6) and has been taken on record.

XVI- POLICY ON DIRECTORS, KMP & OTHER EMPLOYEES APPOINTMENT

The company has already having a Nomination and Remuneration committee to take care of the appointment of Directors, KMP & other employees and determining their qualifications, attributes ,independence etc.

XVII- DEVELOPMENT AND IMPLEMENTATION OF A RISK MANAGEMENT POLICY

The board has laid down a committee of risk management comprising three independent directors to lead the same and to manage the risk involved in the business of the company.

XVIII-DEVELOPMENT AND IMPLEMENTATION OF A POLICY ON CORPORATE SOCIAL RESPONSIBILITY.

The directors are of the view that since at present the company doesn't fall in the category of the specified companies abide by the CSR regulations therefore whenever company triggers that limit, the board shall take care of the effective implementation of the CSR provisions.

XIX- DETAILS OF TRAINING IMPARTED TO INDEPENDENT DIRECTORS

The Board has arranged on each board meeting for their Independent Directors a session of Training after the routine affairs. The broad object of such training sessions it to conversant the independent directors with the Industry, Company, their role, rights & responsibilities as a member of the board.

During the year under review two such sessions were organized which were attended by all the independent directors most of the time and were highly appreciated.

XX- DETAILS OF VIGIL MECHANISM

The company has laid down its vigil mechanism called "Whistle Blower Policy" for directors and employees to report to the management instances of unethical behavior, actual or suspected, fraud or violation of the company's code of conduct or ethics policy. This mechanism also has provision for direct access to the chairperson of the Audit Committee Mr. Vishnu Gopal Rajgarhia in appropriate or exceptional cases.

XXI- EVALUATION OF THE BOARD, ITS COMMITTEES AND INDIVIDUAL DIRECTORS

The Nomination & Remuneration Committee at its Meeting held on 28^{th} January,2015 and the Board of Directors at its Meeting held on 28^{th} January, 2015 respectively, had laid down criteria for performance of evaluation of Directors, Chairperson, MD & CEO, Board Level Committees and Board as a whole and also the evaluation process for the same.

The Statement indicating the manner in which formal annual evaluation of the Directors, the Board and the Board Level Committees are given in detail in the report on Corporate Governance which forms part of this Annual Report.

The performances of Non Executive Directors, Chairperson, MD & the Board as a whole were evaluated at the meeting of Independent Directors meeting held on 31st March,2015 and the performance of the independent directors were evaluated on the board meeting held on 28th May,2015.

XXII- INFORMATION PURSUANT TO SECTION 197 OF THE COMPANIES ACT, 2013 READ WITH RULE 4 & 5 OF THE COMPANIES APPOINTMENT & REMUNARATION OF MANAGERIAL PERSONNEL RULES 2014

A detailed disclosure of the information as required is attached herewith in the board report as Annexure: 2.

XXII- ABSRTRACT OF THE ANNUAL RETURN

Extract of the Annual Return in form MGT-9, as stipulated under section 134 of the Companies Act, 2013, is annexed at the end of the Board Report as **Annexure: 3**.

XXIII-DETAILS OF SUBSIDIARIES, JV OR ASSOCIATES ENTERED/CEASED DURING THE YEAR

During the year no Joint Venture Agreement, Subsidiary or associate joined /ceased with the company.

XXIV-ACKNOWLEDGEMENTS

Your Directors wish to express their gratitude for the continuous assistance and support received from the investors, clients, bankers, regulatory and government authorities, during the year. Your Directors also wish to place on record their deep sense of appreciation for the contributions made and committed services rendered by the employees of the Company at various levels, to the growth & success of the Company.

For and on behalf of the Board of Directors

Managing Director: Dalip Singh Dasila Din: 03613295 Address: 58-B, Block, Khanpur Extn, M.B Road Near Khanpur, New Delhi-62

Director: Vishnu Gopal Rajgarhia Din: 00480125 Address: C-740, New Friends Colony, New Delhi-110065

New Delhi Date: 28th May, 2015