

30<sup>TH</sup> ANNUAL  
REPORT 2014-15

**Anshuni Commercials Limited**

CC-5041/5042 , Tower – C , Bharat Diamond Bourse, Bandra Kurla Complex,

Bandra {E} , Mumbai 400 051

CIN NO : L51900MH1984PLC034879

## **Anshuni Commercials Limited**

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### **CORPORATE INFORMATION :**

#### **Board of Directors**

**Mr.Nitin Kalidas Mehta**  
Managing Director Din No - 00211780

#### **Company Secretary**

**Pramod S.Shah & Associates**

#### **Mrs.Bharati Nitin Mehta**

Women Director Din No - 00211711

#### **Statutory Auditors**

**V.A. Parikh & Associates LLP**

#### **Mr.Bhavin Nitin Mehta**

Director Din No - 00211661

#### **Registered Office**

CC-5041/5042 , Tower - C  
Bharat Diamond Bourse  
Bandra Kurla Complex , Bandra (East )  
Mumbai - 400 051  
Email : anshuni@tycarati.com  
CIN No: L51900MH1984PLC034879

#### **Mr.Anshul Nitin Mehta**

Director Din No - 00233371

#### **Mr.Navin C.Shah**

Director Din No - 00211842

#### **Company's Registrar & Transfer Agent**

**Sharex Dynamic (India) Pvt.Ltd**

#### **Mr.Maulik Shah**

Independent Director

#### **Mr.Hardik Shah**

Independent Director

# ANSHUNI COMMERCIALS LTD.

## NOTICE

Notice is hereby given that the Thirtieth Annual General Meeting of **ANSHUNI COMMERCIALS LIMITED** will be held on Wednesday, September 30, 2015 at 12.00 p.m. at the registered office of the Company situated at Office No. CC 5041 / 5042, Tower C, Bharat Diamond Bourse, Bandra Kurla Complex, Bandra (East), Mumbai - 400051, to transact the following business:

### ORDINARY BUSINESS

1. To consider and adopt the audited financial statement of the Company for the Financial Year ended March 31, 2015, the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Navin Chandrakant Shah (DIN: 00211842), who retires by rotation and being eligible, offers himself for re-appointment;
3. To ratify the appoint of Auditors and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as **Ordinary Resolution**:

**"RESOLVED** that pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and read with Companies (Audit and Auditors) Rules, 2014 including any statutory modification, re-enactment and amendments made from time to time and Ordinary Resolution passed by the members at the Annual General Meeting of the Company held on September 30, 2014, consent of members be and is hereby accorded to ratify the appointment of M/s. V. A. Parikh & Co., Chartered Accountants, Mumbai (Firm Registration No. 112787W) as Statutory Auditors of the Company for the financial year ending 31st March, 2016 at such remuneration plus service tax, out-of-pocket, travelling and living expenses, etc., as may be mutually agreed between the Board of Directors of the Company and the Auditors."

### SPECIAL BUSINESS:

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

**"RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203, read with Schedule V and other applicable provisions of the Companies Act, 2013 (including any statutory modifications or re-enactment(s) thereof, for the time being in force), The Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 the consent of the members be and is hereby accorded to ratify the appointment of Mr. Nitin Mehta (DIN 00211780) as the Managing Director of the Company, who was appointed as the Managing Director of the Company by the Board of the Directors in its Meeting held on November 14, 2014 for a period of one year, at Nil remuneration and on such other the terms & conditions as decided by the Board of Directors.

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**RESOLVED FURTHER THAT** the terms and conditions of remuneration may be altered and varied from time to time by the Board of Directors subject to approval of shareholders, if required, as it may in its discretion deem fit within the maximum amount payable to the Managing Director in accordance with Schedule V to the Companies Act 2013, other relevant provision of the Companies Act, 2013 and subject to such other modification/amendments made thereunder."

By Order of the Board of Directors

FOR ANSHUNI COMMERCIALS LTD.

*Anshul Nitin Mehta*

**DIRECTOR**

**ANSHUL NITIN MEHTA**

**Director & CFO**

**DIN: 00233371**

**Address:** 1002, Glenridge Apartments, 16 -  
Ridge Road, Malabar Hill, Mumbai- 400006,  
Maharashtra.

**Date:** 9/09/2015

**Place:** Mumbai

## Notes:

- 1) An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relation to the Special Businesses to be transacted at the Annual General Meeting is annexed hereto.
- 2) A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend the meeting and the proxy need not be a member of the Company. A proxy shall not vote except on a poll. The instrument appointing the proxy must be deposited at the registered office of the Company not less than 48 hours before the commencement of the meeting;
- 3) Member/Proxy holder must bring the attendance slip to the meeting and hand it over at the entrance duly signed.
- 4) A person appointed as proxy shall act on behalf of such member or number of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder;
- 5) The Register of Members and Transfer Books of the Company will be closed from 23<sup>rd</sup> September, 2015 to 30<sup>th</sup> September, 2015, both days inclusive;

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- 6) Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents, M/s. Sharex Dynamic (India) Pvt. Ltd to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to M/s. Sharex Dynamic (India) Pvt. Ltd;
- 7) Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact the Company or M/s. Sharex Dynamic (India) Pvt. Ltd for assistance in this regard;
- 8) Members holding shares in physical form in identical order of names in more than one folio are requested to send to the Company or M/s. Sharex Dynamic (India) Pvt. Ltd, the details of such folios together with the share certificates for consolidating their holding in one folio. A consolidated share certificate will be returned to such Members after making requisite changes thereon;
- 9) In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote;
- 10) Members/Proxies should fill the attendance slip for attending the meeting and bring their attendance slip along with their copy of Annual Report to the meeting. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID and those who hold shares in physical form are requested to write their Folio Number in the attendance slip for attending the Meeting;
- 11) Corporate Members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board resolution authorizing such a representative to attend and vote on their behalf at the meeting;
- 12) In compliance with the provisions of section 108 of the Act and the Rules framed thereunder, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by CDSL, on all resolutions set forth in this Notice;
- 13) Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of Companies Act, 2013 and Register of Contracts or arrangements in which directors are interested maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting;
- 14) All documents referred to in the notice are open for inspection at the registered office of the Company between Business hours on all working days up to the date of the Meeting;
- 15) Members desirous of obtaining any information concerning accounts and operations of the Company are requested to address their questions in writing to the Company at least 7 (Seven) days before the date of Annual General Meeting so that the information required may be made available at the meeting.

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16) Members are requested to address all correspondences, including dividend matters, to the Registrar and Share Transfer Agents, M/s. Sharex Dynamic (India) Pvt., Unit 1, Luthra Ind Premises, Safed Pool, Andheri Kurla Road, Andheri (East), Mumbai- 400072, Maharashtra, Tel No: 022 - 28515606 / 28515644, Fax No.: 022-28512885, Email : [sharexindia@vsnl.com](mailto:sharexindia@vsnl.com)

17) As per the provisions of the Companies Act, facility for making nominations is available for shareholders, in respect of the shares held by them. Nomination forms can be obtained from the Registrar and Share Transfer Agents of the Company;

18) Information under clause 49 of the listing agreement relating to directors retiring by rotation and seeking re-appointment is given at Annexure I;

## 19) E- voting:

In compliance with section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide its Shareholders with facility to exercise their right to vote at the 30<sup>th</sup> Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services (India) Limited (CDSL). The Company has signed an agreement with CDSL for facilitating e-voting to enable the shareholders to cast their vote electronically.

### Process for E-Voting -

#### The procedure and instructions for e-voting are as follows:

- i. Open your web browser during the voting period and log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com);
- ii. Click on "Shareholders" tab to cast your votes;
- iii. Now select the "COMPANY NAME" from the drop down menu and click on "SUBMIT";
- iv. Now Enter your User ID (For CDSL: 16 digits beneficiary ID, For NSDL: 8 Character DP ID followed by 8 Digits Client ID, Members holding shares in Physical Form should enter Folio Number registered with the Company and then enter the Image Verification as displayed and Click on Login.
- v. 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. If you are a first time user follow the steps given below;
- vi. Now, fill up the following details in the appropriate boxes:

	For Members holding shares in Demat Form	For Members holding shares in Physical Form
PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (in Capital) (Applicable for both demat	

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	shareholders as well as physical shareholders)
DOB#	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.
Dividend Bank Details#	Enter the Dividend Bank Details as recorded in Bank your demat account or in the company records for the said demat account or folio

\* 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 demat account / folio number in the PAN Field.

In case the folio 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 letter. Eg. If your name is Rakesh Kumar with folio number 100 then enter RA00000100 in the PAN field.

# 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 number of shares held by you as on the cutoff date in the Dividend Bank details field.

- vii. After entering these details appropriately, click on "SUBMIT" tab;
- viii. Members holding shares in physical form will then reach directly 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;
- ix. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice;
- x. Click on the EVSN for the relevant on which you choose to vote;
- xi. 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;
- xii. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolutions;
- xiii. 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;
- xiv. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote;

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- xv. You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page;
- xvi. If Demat account holder has forgotten the changed password then Enter the User ID and Image verification code and click on Forgot Password & enter the details as prompted by the system;
- xvii. Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates.
- xviii. They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)
- xix. After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
- xx. The list of accounts should be mailed to [helpdesk.evoting@cdsl.com](mailto:helpdesk.evoting@cdsl.com) and on approval of the accounts they would be able to cast their vote.
- xxi. They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same;

In case of members receiving the physical copy:

- 20) Please follow all steps from sr.no. (i) to sr.no (xxi) above to cast vote
- 21) The voting period begins from 10.00 a.m. on Sunday 27th September, 2015 and ends on 5:00 p.m. on Tuesday, 29th September, 2015. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Wednesday, 23<sup>rd</sup> September, 2015, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter;
- 23) 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.co.in](http://www.evotingindia.co.in) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com);
- 24) M/s. Pramod S. Shah & Associates, Practicing Company Secretaries, has been appointed as the scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer shall within a period not exceeding 3(three) working days from the conclusion of the e-voting period unblock the votes in the presence of at least 2(two) witness not in the employment of the Company and make a Scrutinizer's report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company;
- 25) The results shall be declared on or after the AGM of the Company on the website of CDSL immediately after the result is declared by the Chairman.

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## ANNEXURE TO NOTICE

### STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT:

#### Item No 4:

#### **Appointment of Mr. Nitin Mehta as Managing Director of the Company:**

Mr. Nitin Mehta, who was appointed as the Managing Director of the Company by the Board of the directors in its meeting held 14<sup>th</sup> November, 2014. The appointment was subject to the approval of the Members at the General Meeting. Mr. Nitin Mehta, being the founder of the Company is having good expertise in the field of the Companies Business activities and the Management. The terms and conditions of his appointment and remuneration may be varied, altered, increased, enhanced or widened from time to time by the Board as it may in its discretion deem fit, within the maximum amount payable in accordance with the provisions of the Companies Act, 2013, The Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 or any amendments made hereafter in this regard.

Mr. Nitin Mehta has given a declaration to the Company that he is not disqualified under Section 164 of the Act for appointment as a Director under the Act and has also given his consent to act as the CEO & Managing Director of the Company

## Directors' Report

To,  
The Members of  
Anshuni Commercials Limited,

Your Directors are pleased to present herewith the 30th Annual Report on the business and operations of your Company together with the audited financial statements and Auditor's Report for the financial year ended 31<sup>st</sup> March, 2015.

The State of the Company's Affairs

### 1. KEY FINANCIAL HIGHLIGHTS:

The financial performance of your Company for the financial year ended 31<sup>st</sup> March, 2015 is summarized below:

Particulars	31-Mar-15	31-Mar-14
Revenue from operations	4,758,169	2,395,637
Other Income	1,049,607	1,043,845
<b>Total Income</b>	<b>5,807,776</b>	<b>3,439,482</b>
Less:		
Expenses	5,127,714	3,023,393
<b>Net Profit before Exceptional items &amp; Taxes</b>	<b>680,061</b>	<b>416,089</b>
Add: Exceptional items	-	-
<b>Net Profit for the year before Taxes</b>	<b>680,061</b>	<b>416,089</b>
Less: Provision for Taxes		
Current Tax	234,000	127,250
Deferred Tax Assets	(17,816)	3,524
(Excess)/ Short Provision for tax of earlier years	-	-
<b>Profit after tax</b>	<b>463,877</b>	<b>285,315</b>

### FINANCIAL PERFORMANCE:

Your Company has reported revenue growth during the financial year 2014-2015. Total income increased to INR 5,807,776 from INR 3,439,482 in the previous financial year. The profit before tax increased to INR 263,972, by 63.44% while net profit after tax increased to INR 178,562, by 62.58%.

### 2. DIVIDEND:

As the Activities of the Company are expanding day by day, your Directors think it proper to conserve the funds of the Company and therefore your Directors do not recommend Dividend for the year. However, it will be the endeavour of the Management of your Company to have a stable dividend policy in the future.

### 3. TRANSFER TO RESERVES:

During the year, your Company has not transferred any amount to Reserves.

### 4. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO [SECTION 134 (3) (m) OF THE COMPANIES ACT, 2013:

Particulars required to be furnished by the Companies as per Rule 8 of Companies (Accounts) Rules, 2014, are as follows:

#### A. RULE 8 SUB-RULE 3 (A) PERTAINING TO CONSERVATION OF ENERGY

Although operations of the Company are not energy intensive, steps are always been taken to conserve energy in all possible areas.

**B. SUB-RULE 3 (B) PERTAINING TO TECHNOLOGY ABSORPTION**

The sub rule is not applicable to the company.

**C. RULE 8 SUB-RULE 3 (C) PERTAINING TO FOREIGN EXCHANGE EARNINGS AND OUTGO-**

There was no foreign exchange earnings or outgo, during the year under review.

**5. CHANGES IN THE NATURE OF BUSINESS, IF ANY:**

During the financial year 2014-2015 there was no change in the nature of business of your Company.

**6. MATERIAL CHANGES AND COMMITMENTS DURING THE YEAR:**

No material changes and commitments have occurred after the close of the year till the date of this Report, which affects the financial position of the Company.

**7. CHANGES IN AUTHORISED SHARE CAPITAL:**

During the financial year 2014-2015 there was no change in the Authorised Share Capital of your Company.

**8. CHANGES IN PAID-UP SHARE CAPITAL:**

During the financial year 2014-2015, there was no change in the Paid-Up Share Capital of your Company.

**9. DETAILS OF NEW SUBSIDIARY/ JOINT VENTURES/ASSOCIATE COMPANIES:**

There are no New Subsidiary/ Joint Venture / Associates Companies.

**10. ANNUAL RETURN:**

The extract of Annual Return pursuant to Section 92 of the Companies Act, 2013 read with The Companies (Management and Administration) Rules, 2014 in the prescribed Form MGT-9 is annexed as ANNEXURE 1 to this report as on 31st March, 2015.

**11. CONTRACT OR ARRANGEMENT WITH RELATED PARTIES:**

The Company has entered into transactions with related parties in accordance with the provisions of the Companies Act, 2013 and the particulars of contracts or arrangements with related parties referred to in Section 188(1), as prescribed in Form AOC - 2 is appended as ANNEXURE-2 of the rules prescribed under Chapter IX relating to Accounts of Companies under the Companies Act, 2013, is duly entered in the register.

**12. LOANS, GUARANTEE OR INVESTMENTS BY THE COMPANY:**

As provided in Section 186 of the Companies Act, 2013 read with the Companies (Meetings of the Board and its Powers) Rules, 2014 every Company shall -

1. give any loan to any person or other body corporate,
2. give any guarantee or provide security in connection with a loan to any other body corporate or person,
3. acquire by way of subscription, purchase or otherwise, the securities of any other body corporate,

Exceeding sixty per cent of its paid-up share capital, free reserves and securities premium account or one hundred per cent of its free reserves and securities premium account, whichever is more only with prior approval by means of a special resolution passed at a general meeting.

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 notes to Financial Statement and also detailed in "ANNEXURE 3".

**13. FIXED DEPOSITS / DEPOSITS:**

During the year under review your Company has not accepted or invited any fixed deposits from the public and there are no outstanding fixed deposits from the public as on the Balance Sheet date.

Your Company has not accepted deposit from the public falling within the ambit of Section 73(1) of the Companies Act, 2013 and The Companies (Acceptance of Deposits) Rules, 2014.

**14. DISCLOSURES UNDER SECTION 164(2):**

None of the Directors of your Company are disqualified from being appointed as Directors as specified under Section 164(2) of the Companies Act, 2013.

**15. KEY MANAGERIAL PERSONNEL:**

Your Company has separate position of Chief Financial Officer (CFO). Your Company has designated Mr. Anshul Nitin Mehta, Chief Financial Officer and Mr. Nitin Kalidas Mehta, Managing Director of your Company as the Key Managerial Personnel as per the requirement of Section 203 of the Companies Act, 2013.

**16. CHANGE IN DIRECTORS AND KEY MANAGERIAL PERSONNEL:**

Changes in Directors and Key managerial personnel are as follows:

Sr. No	Name of the Director/Key managerial personal	Particulars	Date of Appointment and resignation
NOT APPLICABLE			

**17. STATEMENT ON DECLARATION GIVEN BY THE INDEPENDENT DIRECTORS UNDER SECTION 149 (6) OF THE COMPANIES ACT, 2013:**

Pursuant to Section 149 (4) of the Companies Act, 2013 read with The Companies (Appointment and Qualifications of Directors) Rules, 2014 the Central Government has prescribed that your Company shall have minimum two Independent Directors.

In view of the above provisions, your Company has following Independent Directors:

Sr. No.	Name of the Independent Director	Date of appointment / Reappointment	Date of passing of special resolution (if any)
1.	Hardik Shah	30/03/2015	-
2.	Maulik Shah	30/03/2015	-

All the above Independent Directors meet the criteria of 'independence' prescribed under section 149(6) and have submitted declaration to the effect that they meet with the criteria of 'independence' as required under section 149(7) of the Companies Act, 2013.

#### **18. COMMITTEES OF BOARD:**

##### **I. Nomination and Remuneration Committee:**

In accordance with Section 178 of the Companies Act, 2013 your Company has constituted a Nomination and Remuneration Committee consisting of 3 non-executive directors out of which not less than one-half are to be independent directors.

a) The Composition of the Committee is as under:

**Chairman:** Navin Shah - Non-Executive Director

**Members:** Hardik Shah - Non-Executive and Independent Director

Maulik Shah - Non-Executive and Independent Director

b) Terms of reference of the Committee, inter alia, includes the following:

- To approve the Remuneration Plan of the Company;
- To review and grant increments to Executive / Managing Director;
- Such other matters as the Board may from time to time request the Remuneration Committee to examine and recommend / approve.

c) Attendance at the Remuneration Committee Meetings:

During the Financial Year 2014 -15, No meeting of the Remuneration Committee was held.

The Nomination and Remuneration Committee has formulated policy on Directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a Director and other matters provided under sub-section (3) of section 178 and the policy formulated by the Committee is forming part of this report and enclosed herewith in ANNEXURE-4.

## **II. Audit Committee:**

Your Company under the provisions of Section 177 of the Companies Act, 2013 has constituted an "Audit Committee" comprising of minimum three directors with independent directors forming a majority. The Audit Committee acts in accordance with the Terms of Reference specified by the Board in writing.

a) The Composition of the Committee is as under:

**Chairman:** Mr. Maulik Shah - Non-Executive & Independent Director

**Members:** 1. Mr. Hardik Shah - Non-Executive & Independent Director

2. Mr. Navin Shah - Non-Executive Director

b) Meetings:

During the Financial Year 2014 -15, No meeting of the Remuneration Committee was held.

c) Terms of reference of the Committee, inter alia, includes the following:

1. Recommendation for appointment, remuneration and terms of appointment of auditors of the company;

2. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
3. Examination of the financial statement and the auditors' report thereon;
4. Approval or any subsequent modification of transactions of the company with related parties;
5. Scrutiny of inter-corporate loans and investments;
6. Valuation of undertakings or assets of the company, wherever it is necessary;
7. Evaluation of internal financial controls and risk management systems;
8. Monitoring the end use of funds raised through public offers and related matters.

A summary statement of transactions with related parties was placed periodically before the Audit Committee during the year. Suitable disclosures have been made in the financial statements. The Minutes of the Meetings of the Committee are circulated through email to all Directors and are confirmed at the subsequent Meeting.

### **III. INVESTORS /SHAREHOLDER'S GREIVANCE COMMITTEE:**

#### **a) Composition:**

**Chairman: Mr. Hardik Shah-Non-Executive & Independent Director**

Member: 1) Mr. Nitin Mehta -Executive Director  
2) Mr. Maulik Shah-Non-Executive & Independent Director

The Shareholders' Grievance Committee for the Accounting Year comprises of following two Non-Executive and Independent Directors and one Executive Director

b) During the Financial Year 2014 -15, No meeting of the Remuneration Committee was held.

c) Investors' / Shareholders' Grievance Redressal:

The number of complaints received and resolved to the satisfaction of investors during the year under review and their break-up are as under:

Nature of Complaints	Opening	Received	Resolved	Pending
Non Receipt of Annual Report	0	0	0	0
Non receipt of dividend	0	0	0	0
Total	0	0	0	0

The Shareholders' Grievance Committee continued to function effectively during the year under review. It continued to attend the matters related to Share Transfers and redressal of Shareholders' complaints. The complaints and grievances of shareholders received were duly attended by the Committee and as of now no complaints are pending.

e) Terms of reference of the Committee, inter alia, includes the following:

- Transfer /Transmission of shares;
- Redressal of the Complaints of the share holders;
- Issue of duplicate share certificates;

- Review of shares dematerialized and all other related matters;
- Monitors expeditious redressal of investors' grievances;
- Non receipt of Annual Report and declared dividend;
- Non receipt of Notices, Share Certificates, Annual reports, Dividends;
- All other matters related to shares.

#### **19. VIGIL MECHANISM / WHISTLE BLOWER POLICY:**

Your Company has adopted and established a vigil mechanism named "Whistle Blower Policy (WBP) for directors and employees to report genuine concerns and to deal with instance of fraud and mismanagement, if any.

#### **20. ANNUAL EVALUATION BY THE BOARD OF ITS OWN PERFORMANCE AND THAT OF ITS COMMITTEES AND INDIVIDUAL DIRECTORS:**

During the year, the Board adopted a formal mechanism for evaluating its performance and as well as that of its Committees and individual Directors, including the Chairman of the Board. The exercise was carried out through a structured evaluation process covering various aspects of the Boards functioning such as composition of the Board & committees, experience & competencies, performance of specific duties & obligations, governance issues etc. Separate exercise was carried out to evaluate the performance of individual Directors including the Board Chairman who were evaluated on parameters such as attendance, contribution at the meetings and otherwise, independent judgment, safeguarding of minority shareholders interest etc.

The evaluation of the Independent Directors was carried out by the entire Board and that of the Chairman and the Non-Independent Directors were carried out by the Independent Directors.

The Directors were satisfied with the evaluation results, which reflected the overall engagement of the Board and its Committees with the Company.

Having regard to the industry, size and nature of business your company is engaged in, the evaluation methodology adopted is, in the opinion of the Board, sufficient, appropriate and is found to be serving the purpose.

**21. BOARD MEETINGS:**

The Board of Directors (herein after called as "the Board") met for Four times during the Year under review:

Sr. No.	Date of Meetings	Venue and time of the meeting	Directors present	Directors to whom Leave of absence was granted
1	30.05.2014	Venue: Office No.Cc 5041 / 5042, Tower C, Bharat Diamond, Bourse, Bandra Kurla Complex, Bandra (East), Mumbai 400051  Time: 11.00 A.M.	1) Mr. Nitin Mehta 2) Mr. Anshul Mehta 3) Mr. Bhavin Mehta	1. Bharati Mehta 2. Navin Shah

2	14.08.2014	Venue: Office No.Cc 5041 / 5042, Tower C, Bharat Diamond, Bourse, Bandra Kurla Complex, Bandra (East), Mumbai 400051  Time: 11.00 A.M	1) Mr. Nitin Mehta 2) Mr. Anshul Mehta 3) Mr. Bhavin Mehta 4) Mr. Navin Shah	1. Bharati Mehta
3	14.11.2014	Venue: Office No.Cc 5041 / 5042, Tower C, Bharat Diamond, Bourse, Bandra Kurla Complex, Bandra (East), Mumbai 400051  Time: 1.00 P.M.	1) Mr. Nitin Mehta 2) Mr. Anshul Mehta 3) Mr. Bhavin Mehta 4) Mr. Navin Shah	1. Bharati Mehta

4	10.02.2015	Venue: Office No.Cc 5041 / 5042, Tower C, Bharat Diamond, Bourse, Bandra Kurla Complex, Bandra (East), Mumbai 400051 Time: 1.00pm	1) Mr. Nitin Mehta 2) Mr. Anshul Mehta 3) Mr. Bhavin Mehta 4) Mr. Navin Shah 5) Bharati Mehta	None
5	30.03.2015	Venue: Office No.Cc 5041 / 5042, Tower C, Bharat Diamond, Bourse, Bandra Kurla Complex, Bandra (East), Mumbai 400051 Time: 11.30am	1) Mr. Nitin Mehta 2) Mr. Anshul Mehta 3) Mr. Bhavin Mehta 4) Mr. Navin Shah	1. Bharati Mehta

## **22. LISTING FEES:**

The Equity Shares of your Company are listed on the BSE Limited (BSE). Your Company has paid the applicable listing fees to the above Stock Exchange for the financial year 2015-2016. Your Company's shares are also traded in dematerialized segment for all investors compulsorily and

your Company had entered into agreements with the Central Depository Services (India) Limited (CDSL) for custodial services.

### **23. INTERNAL FINANCIAL CONTROLS:**

Your Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weakness in the designs or operations were observed.

### **24. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:**

The management continuously reviews the internal control systems and procedures for the efficient conduct of your Company's business. Your Company adheres to good practices with respect to transactions and financial reporting and ensures that all its assets are appropriately safeguarded and protected against losses. The Internal Auditor of your Company conducts the audit on regular basis and the Audit Committee actively reviews internal audit reports and effectiveness of internal control systems.

Internal Control Systems are implemented to safeguard your Company's assets from loss or damage, to keep constant check on the cost structure, to prevent revenue leakages, to provide adequate financial and accounting controls and to implement accounting standards.

### **25. ENHANCING SHAREHOLDERS VALUE:**

Your Company believes that its Members are among its most important stakeholders. Accordingly, your Company's operations are committed to the pursuit of achieving high levels of operating performance and cost competitiveness, consolidating and building for growth, enhancing the productive asset and resource base and nurturing overall corporate reputation. Your Company is also committed to creating value for its other stakeholders by ensuring that its corporate actions positively impact the socio-economic and environmental dimensions and contribute to sustainable growth and development.

## **26. PARTICIPATION IN THE GREEN INITIATIVE:**

Your Company continues to wholeheartedly participate in the Green Initiative undertaken by the Ministry of Corporate Affairs (MCA) for correspondences by Corporate to its Members through electronic mode. All the Members are requested to join the said program by sending their preferred e-mail addresses to the Registrar and Share Transfer Agent.

## **27. FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS:**

A new concept of 'Familiarisation programme for Independent Directors' has been introduced by Clause 49.

As per Clause 49(II) (B) (7) of the Equity Listing Agreement:

"The Company shall familiarise the independent directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc., through various programmes."

The Company is in the process of developing familiarisation programmes for its independent directors including their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company and related matters.

## **28. DIRECTOR'S RESPONSIBILITY STATEMENT:**

Pursuant to sub-section (5) of Section 134 of the Companies Act, 2013 and to the best of their knowledge and belief and according to the information and explanations obtained /received from the operating management, your Directors make the following statement and confirm that-

(a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

(c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) the directors had prepared the annual accounts on a going concern basis; and

(e) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**29. STATUTORY AUDITORS:**

The Members have approved by way of Ordinary Resolution passed in the Annual General Meeting of your Company held on 30<sup>th</sup> September, 2014, the appointment of M/s. V.A.Parikh & Associates (Chartered

Accountants, Mumbai as a Statutory Auditors of your Company for the period of five financial years from 2014 - 2015 to 2018 - 2019 the Statutory Auditors of your Company as per the requirement of Section 139(1) and all other applicable provisions of the Companies Act, 2013.

A resolution proposing ratification of appointment of M/s. V.A.Parikh & Associates, Chartered Accountants, Mumbai, as the Statutory Auditors of your Company for the financial year 2015-2016, pursuant to Section 139(1) and all other applicable provisions of the Companies Act, 2013 forms part of the Notice.

Your Company has received a letter from M/s. V.A.Parikh & Associates, Chartered Accountants, Mumbai as the Statutory Auditors, the ratification of appointment, if made, shall be within the limits prescribed under Section 141(3)(g) of the Companies Act, 2013 and they are not disqualified in terms of Section 141 of the Companies Act, 2013. As required under Clause 49 of the Listing Agreement, the auditors have also confirmed that they hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India.

### **30. SECRETARIAL AUDIT:**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, your Company has appointed M/s. Pramod S. Shah & Associates, a firm of Company Secretaries in Practice, Mumbai to undertake the Secretarial Audit of your Company.

### **31. INTERNAL AUDIT:**

The Board of Directors has appointed M/s. Pramod S. Shah & Associates, a firm of Company Secretaries in Practice, Mumbai to undertake the Internal Audit of your Company.

**32. QUALIFICATION GIVEN BY THE AUDITORS:**

**(a) QUALIFICATION GIVEN BY THE STATUTORY AUDITORS:**

There are no qualificatory remarks made by the Statutory Auditors of the Company in their report.

**(b) QUALIFICATION GIVEN BY THE SECRETARIAL AUDITOR:**

There are no qualificatory remarks made by the Secretarial Auditors of the Company in their report.

**33. DISCLOSURE OF REMUNERATION PAID TO DIRECTOR AND KEY MANAGERIAL PERSONNEL AND EMPLOYEES:**

a. None of the employees of the Company is drawing remuneration in excess of the limits prescribed under Rule (5)(2), Chapter XIII as provided under Section 197 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

b. The further details with regard to payment of remuneration to Director and Key Managerial Personnel is provided in Form No. MGT 9-extract of annual return appended as Annexure 1.

**34. OBLIGATION OF COMPANY UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:**

In order to prevent sexual harassment of women at work place a new act The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 has been notified on 9th December, 2013. Under the said Act every company is required to set up an Internal Complaints Committee to look into complaints relating to sexual harassment at work place of any women employee.

Your Company has always believed in providing a safe and harassment free workplace for every individual through various interventions and practices. The Company always endeavors to create and provide an environment that is free from discrimination and harassment including sexual harassment.

During the year ended 31 March, 2015, no complaints have been received pertaining to sexual harassment.

**35. ACKNOWLEDGEMENT:**

Your Directors place on record their deep appreciation to employees at all levels for their hard work, dedication and commitment.

The Board place on record its appreciation for the support and co-operation your Company has been receiving from its investors, customers, vendors, bankers, financial institutions, business associates, Central & State Government authorities, Regulatory authorities and Stock Exchanges.

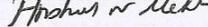
For and on behalf of the Board of Directors

**FOR ANSHUNI COMMERCIALS LTD.**

  
**DIRECTOR**

**Nitin Mehta**  
**Managing Director**

**FOR ANSHUNI COMMERCIALS LTD.**



**DIRECTOR**

**Anshul Mehta**  
**Director**

Date: 29<sup>th</sup> May, 2015

Place: Mumbai

**ANNEXURE INDEX**

<b><u>Annexure</u></b>	<b><u>Content</u></b>
I	MGT-9- Annexure to Annual Return
II	Nomination & Remuneration Policy
III	Form AOC-2
IV	Details of Loans, Guarantees & Advances

**ANSHUNI COMMERCIALS LIMITED**

**Financial Statements for the Year 2014-2015**

**Chartered Accountants**

**V.A.Parikh & Associates LLP**

Vasant Parikh  
Jinesh Shah  
Nirav Parikh

**V.A.Parikh & Associates LLP**  
Chartered Accountants

7/C Nusser House, 20.M.P.Road, Opera House, Mumbai 400 004.

Phone +91 (22) – 2369 8854, 2369 5018

Fax +91 (22) – 23615110 Website [www.vaparikh.in](http://www.vaparikh.in)

## **INDEPENDENT AUDITOR'S REPORT**

To,  
The Members of **ANSHUNI COMMERCIALS LIMITED**,  
Mumbai.

We have audited the accompanying standalone financial statements of **ANSHUNI COMMERCIALS LIMITED** ("the Company"), which comprise the Balance Sheet as at 31<sup>st</sup> March, 2015, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

### **Management's Responsibility for the Standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### **Auditors Responsibility:**

Our responsibility is to express an opinion on these standalone financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers

internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

#### Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31<sup>st</sup> March, 2015, and its profit/loss and its cash flows for the year ended on that date.

#### Report on Other Legal and Regulatory Requirements

As required by Section 143 (3) of the Act, we report that:

- (a) We have sought and obtained all the information and explanations which to the best of our Knowledge and belief were necessary for the purposes of our audit.
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books
- (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors as on 31<sup>st</sup> March, 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2015 from being appointed as a director in terms of Section 164 (2) of the Act
- (f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company has made provision, as required under the applicable law or accounting standards

For V.A.PARIKH & ASSOCIATES LLP  
Chartered Accountants  
F.R. NO. 11278

*Nirav R. Parikh*

CA. Nirav R. Parikh  
Partner  
Membership No. 121674



Place of Signature: MUMBAI  
Date : 29<sup>th</sup> May, 2015

ANSHUNI COMMERCIALS LIMITED

Balance Sheet as at 31st March, 2015

(Amt. in Rs.)

Particulars	Note	Figures as at 31-03-2015	Figures as at 31-03-2014
<b>I. EQUITY AND LIABILITIES</b>			
<b>(1) Shareholders' Funds</b>			
(a) Share Capital	1	2,400,000	2,400,000
(b) Reserves and surplus	2	14,094,572	13,630,695
(c) Money received against share warrants			
<b>(2) Share application money pending allotment</b>			
<b>(3) Non-Current Liabilities</b>			
(a) Long Term Borrowings			
(b) Deferred Tax Liabilities (Net)	3	14,880	32,696
(c) Other Long Term Liabilities			
(d) Long Term Provisions			
<b>(4) Current Liabilities</b>			
(a) Short Term Borrowings		-	-
(b) Trade Payables	4	3,075,979	108,206
(c) Other Current Liabilities	5	6,180	7,691
(d) Short Term Provisions for Tax		234,000	
<b>TOTAL</b>		<b>19,825,611</b>	<b>16,179,288</b>
<b>II. ASSETS</b>			
<b>(1) Non-Current Assets</b>			
<b>(a) Fixed Assets</b>			
i) Tangible assets	6	560,033	708,020
ii) Intangible assets			
iii) Capital Work-in-progress			
iv) Intangible assets under development			
(b) Non-current Investments	7	761,117	761,117
(c) Deferred Tax Assets (Net)		-	-
(d) Long Term Loans and Advances		-	-
(e) Other Non-Current Assets		-	-
<b>(2) Current Assets</b>			
(a) Current Investments			
(b) Inventories	8	721,044	1,799,766
(c) Trade Receivable	9	3,262,479	2,396,637
(d) Cash and cash equivalents	10	14,350,970	10,448,822
(e) Short term loans and advances	11	169,968	64,926
(f) Other current assets			
<b>TOTAL</b>		<b>19,825,611</b>	<b>16,179,288</b>

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The accompanying notes are an integral part of the financial statements (Note No. 18)

This is the Balance Sheet referred to in our report of even date

For V.A.Parikh & Associates  
Chartered Accountants

*[Signature]*

CA. Nirav Parikh - Partner  
Membership No. : 121674  
Firm Regn. No. 12787W



For and on behalf of the Board

*[Signature]*

Director

*[Signature]*

Director

Mumbai  
Date : 29th May, 2015

ANSHUNI COMMERCIALS LIMITED

Statement of Profit and loss for the year ended 31st March, 2015

(Amount in Rs.)

INCOME		Note	Figures for the year 2014-15	Figures for the year 2013-14
I.	Revenue from operations	12	4,758,169	2,395,637
II.	Other Income	13	1,049,607	1,043,845
III.	Total Revenue (I + II)		5,807,776	3,439,482
IV.	Expenses:			
i)	Cost of Material Consumed	14	4,053,858	2,274,870
ii)	Purchase of Stock-in-trade			
iii)	Change in inventories of finished goods, work-in-progress and stock-in-trade			
iv)	Employee Benefits Expense	15	130,278	223,762
v)	Finance Costs	16	9,437	14,615
vi)	Depreciation and amortization expenses	6	140,008	94,866
vii)	Other Expenses	17	794,133	415,280
	Total Expenses		5,127,714	3,023,393
V.	Profit Before Exceptional Items (III - IV)		680,061	416,089
VI.	Exceptional Items		-	-
VII.	Profit before extraordinary items and tax (V-VI)		680,061	416,089
VIII.	Extraordinary Items		-	-
IX.	Profit before Tax		680,061	416,089
X.	Tax Expenses			
(1)	Current Tax		234,000	127,250
(2)	Deferred Tax		(17,816)	3,524
XI.	Profit (Loss) for the period from Continuing operations (IX- X)		463,877	285,315
XII.	Profit/(Loss) from Discontinuing Operations		-	-
XIII.	Tax Expenses on Discontinuing operations		-	-
XIV.	Profit/(Loss) from Discontinuing operations (XII - XIII)		-	-
XV.	Profit / (Loss) for the period (XI + XIV)		463,877	285,315
XVI.	Earnings per equity share			
(1)	Basic		1.93	1.19
(2)	Diluted		1.93	1.19

The accompanying notes are an integral part of the financial statements (Note No 18)

This is the statement of Profit & loss referred to in our report of even date

For V.A.Parikh & Associates  
Chartered Accountants

CA. Nilay Parikh - Partner  
Membership No. : 121674  
Firm Regn. No. 112787W

Mumbai  
Date : 29th May, 2015



For and on behalf of the Board

*[Signature]*  
Director

*[Signature]*  
Director

ANSHUNI COMMERCIALS LIMITED

NOTES ON FINANCIAL STATEMENTS AS AT 31ST MARCH, 2015

(Amt. in Rs.)																																			
1. SHARE CAPITAL	As at 31.03.2015	As at 31.03.2014																																	
<b>Particulars</b>																																			
a) <b>Total Number of Authorized Shares:</b>	250,000	250,000																																	
i. Equity Shares:-																																			
<b>Amount of Authorized Share capital:</b>	2,500,000	2,500,000																																	
i. Equity Shares:-																																			
b) <b>Total number of Equity Shares:</b>	240,000	240,000																																	
i. Issued, subscribed and fully paid																																			
ii. Subscribed but not fully paid-																																			
c) <b>Par Value per Share:</b>	10	10																																	
i. Equity Shares:-																																			
d) <b>Reconciliation of Shares:</b>																																			
Total number of Shares Issued (opening)	240,000	240,000																																	
Add: Increase in Share Capital																																			
<b>Less: Number of Shares Cancelled/Buy-back</b>																																			
Total no.s of shares (Closing Balance)	240,000	240,000																																	
e) Disclosure of shares in the company held by each shareholder holding more than 5% shares specifying the number of shares held.																																			
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: left;">Names</th> <th style="text-align: center;">Shareholding</th> <th style="text-align: center;">No of shares</th> </tr> </thead> <tbody> <tr> <td>Bharati N Mehta</td> <td style="text-align: center;">14.75%</td> <td style="text-align: right;">35,400</td> </tr> <tr> <td>Anshul N Mehta</td> <td style="text-align: center;">10.44%</td> <td style="text-align: right;">25,050</td> </tr> <tr> <td>Celid Net Promotion &amp;. Entertain Pvt. Ltd.</td> <td style="text-align: center;">9.75%</td> <td style="text-align: right;">23,400</td> </tr> <tr> <td>India Shopping Mall.com.pvt.ltd.</td> <td style="text-align: center;">9.20%</td> <td style="text-align: right;">22,100</td> </tr> <tr> <td>Nitin K Mehta</td> <td style="text-align: center;">8.52%</td> <td style="text-align: right;">20,450</td> </tr> <tr> <td>Nitin K Mehta (HUF)</td> <td style="text-align: center;">8.33%</td> <td style="text-align: right;">20,000</td> </tr> <tr> <td>Purvi B Mehta</td> <td style="text-align: center;">7.42%</td> <td style="text-align: right;">17,800</td> </tr> <tr> <td>Bhavin N Mehta</td> <td style="text-align: center;">6.06%</td> <td style="text-align: right;">14,550</td> </tr> <tr> <td>Shantaben V Mehta</td> <td style="text-align: center;">6.02%</td> <td style="text-align: right;">14,450</td> </tr> <tr> <td></td> <td></td> <td style="text-align: right;">2,400,000</td> </tr> </tbody> </table>	Names	Shareholding	No of shares	Bharati N Mehta	14.75%	35,400	Anshul N Mehta	10.44%	25,050	Celid Net Promotion &. Entertain Pvt. Ltd.	9.75%	23,400	India Shopping Mall.com.pvt.ltd.	9.20%	22,100	Nitin K Mehta	8.52%	20,450	Nitin K Mehta (HUF)	8.33%	20,000	Purvi B Mehta	7.42%	17,800	Bhavin N Mehta	6.06%	14,550	Shantaben V Mehta	6.02%	14,450			2,400,000		
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		2,400,000																																	
	2,400,000	2,400,000																																	

2. RESERVES & SURPLUS

Particulars	As at 31.03.2015	As at 31.03.2014
<b>Surplus of Profit &amp; Loss Account :</b>		
As per last Balance Sheet	13,630,695	13,345,380
Add; Additions during the year	463,877	285,315
	14,094,572	13,630,695
<b>Less: Appropriations</b>		
Dividend		
Bonus Shares		
Transfer to Reserves, etc.		
	14,094,572	13,630,695
<b>TOTAL</b>	14,094,572	13,630,695

3. DEFERRED TAX LIABILITIES

Particulars	As at 31.03.2015	As at 31.03.2014
i. On account of depreciation difference	14,880	32,696
	14,880	32,696

4. TRADE PAYABLES

Particulars	As at 31.03.2015	As at 31.03.2014
i. Sundry Creditors For Goods	2,975,136	
ii. Sundry Creditors For Others	100,843	108,206
	3,075,979	108,206

*[Signature]*

*[Signature]*

ANSHUNI COMMERCIALS LIMITED

6. FIXED ASSETS

Name Of The Asset	Gross Block				Depreciation			Net Block			
	Opening Bal. As At 01.04.14	Additions During The Year	Deductions During The Year	Closing Balance As At 31.03.15	Opening Bal. As At 01.04.14	Addition During The Year	Adjustments During The Year	Closing Bal. As At 31.03.15	Rate Of Depn	As At 31.03.15	As At 31.03.14
<b>Tangible Assets</b>											
Fax Machine	10,400	-	10,400.00	-	7,904	-	7,904	-	0.00%	-	2,496
Motor Car	979,078	-	-	979,078	279,037	140,008	-	419,045	12.50%	560,033	700,041
Air Condition	21,850	-	21,850.00	-	17,646	-	17,646	-	0.00%	-	4,204
TV Mini Camera	6,780	-	6,780.00	-	5,501	-	5,501	-	0.00%	-	1,279
<b>TOTAL</b>	<b>1,018,108</b>	<b>-</b>	<b>39,030</b>	<b>979,078</b>	<b>310,088</b>	<b>140,008</b>	<b>31,051</b>	<b>419,045</b>	<b>0</b>	<b>560,033</b>	<b>708,020</b>

For and on Behalf of the Board

 Director  
 Director

**5. OTHER CURRENT LIABILITIES**

Particulars		As at 31.03.2015	As at 31.03.2014
x.	Other payables		
	Statutory Liabilities	6,180	7,691
		6,180	7,691

**7. NON CURRENT INVESTMENTS**

Particulars		As at 31.03.2015	As at 31.03.2014
i.	Non trade Investment		
	Quoted		
	In Equity shares - fully paid		
	Reliance Power Ltd.	427,309	427,309
	Alston T&D India Ltd.	116,904	116,904
	Schneider Electric Infrastructure	116,904	116,904
	Unquoted		
	Associated journal Ltd.	100,000	100,000
		761,117	761,117
Total Investment			
Aggregate book value of quoted Invesatment		661,117	661,117
Market value of quoted Investment		487,905	279,260
Aggregate book value of unquoted Invesatment		100,000	100,000

**8. INVENTORIES**

Particulars		As at 31.03.2015	As at 31.03.2014
x.	Inventory	721,044	1,799,766
	( As quantified, valued and certified by management)	721,044	1,799,766

**9. TRADE RECEIVABLES**

Particulars		As at 31.03.2015	As at 31.03.2014
i.	Outstanding for less than six months	3,261,479	2,395,637
ii.	Outstanding for more than six months	1,000	1,000
iii.	others	-	-
		3,262,479	2,396,637

**10. CASH AND CASH EQUIVALENT**

Particulars		As at 31.03.2015	Figures as at 31.03.2014
i.	Balance with Bank (In Current Account)	513,552	68,649
ii.	Bank Deposits (For a period more than a Year)	11,914,288	10,313,604
iii.	Bank Deposits (For a period less than a year )	1,880,529	
iv.	Cash on hand	42,601	66,569
		14,350,970	10,448,822

**11. SHORT TERMS LOANS AND ADVANCES**

Particulars		As at 31.03.2015	Figures as at 31.03.2014
i.	Advance receivable in cash or kind	-	7,934
ii.	Prepaid Expenses	2,084	1,236
iii.	VAT Receivable (net of payable)	10,097	
iv.	Advance tax Paid	142,787	15,086
	(Net provision for tax of Rs. 6,44,750/- (P.Y. Rs. 644750/-))		
v.	Balance with Statutory Authorities	-	25,670
vi.	Other Deposits	15,000	15,000
		169,968	64,926



For and on Behalf of the Board

Director

Director

**ANSHUNI COMMERCIALS LIMITED**

Notes on the Financial Statements for the year ended on 31st March, 2015

**12. REVENUE FROM OPERATIONS**

Particulars	Figures as at 31.03.2015	Figures as at 31.03.2014
Sales		
Sale - Export C & P Diamonds	3,216,145	2,445,604
Sale - Gold 24 Kt	1,557,293	-
Exchange Difference on Export	(15,269)	(49,967)
	4,758,169	2,395,637

**13. OTHER INCOMES**

Particulars	Figures as at 31.03.2015	Figures as at 31.03.2014
Dividend on Shares	900	900
Interest on Fixed Deposit	1,048,707	1,042,945
	1,049,607	1,043,845

**14. COST OF MATERIALS**

Particulars	Figures as at 31.03.2015	Figures as at 31.03.2014
Opening Stock (Gross)	1,799,766	1,741,035
Add: Purchases	2,975,136	2,333,601
Less: Closing Stock	721,044	1,799,766
	4,053,858	2,274,870

**15. EMPLOYEE BENEFIT EXPENSES**

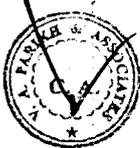
Particulars	Figures as at 31.03.2015	Figures as at 31.03.2014
Salaries	116,400	205,100
Professional Tax paid for Employees	350	2,625
Staff Welfare Expense	13,528	16,037
	130,278	223,762

**16. FINANCE EXPENSES**

Particulars	Figures as at 31.03.2015	Figures as at 31.03.2014
Bank Charges	9,437	14,615
	9,437	14,615

**17. OTHER EXPENSES**

Particulars	Figures as at 31.03.2015	Figures as at 31.03.2014
Other expenses	794,133	415,280
	794,133	415,280



For and on Behalf of the Board

*[Signature]*

Director

*[Signature]*

Director

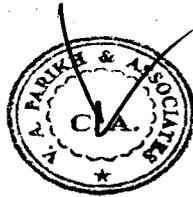
ANSHUNI COMMERCIALS LIMITED

GROUPINGS TO EXPENSES

Grouping to Other Expenses

(Amt. in Rs.)

Particulars	Figures as at 31.03.2015	Figures as at 31.03.2014
Advertising Expenses & Business		
Promotion Expense	50,254	49,926
Assets written off	7,979	-
Audit Fees	61,798	50,562
Clearing & Forwarding Charges	9,955	9,308
Conveyance	4,377	2,434
Export Commission	-	13,707
Domain charges	950	-
Late Payment Interest on TDS	228	-
Membership & Subscription Fees	7,866	7,866
Motor Car Expense	190,700	138,478
Motor Car Insurance	24,389	-
Post & Telegram	950	415
Printing & Stationery	3,208	-
Legal and Professional Fees	374,870	91,237
Telephone, Mobile & Internet Expenses	23,068	20,602
Professional Tax (Company)	2500	2,500
Service Contract Charges	13,921	13,815
Sundry Expenses	17,120	4,430
Rent	-	10,000
<b>TOTAL</b>	<b>794,133</b>	<b>415,280</b>



For and on Behalf of the Board

Director

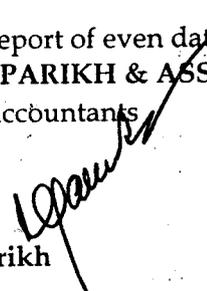
Director

ANSHUNI COMMERCIALS LIMITED

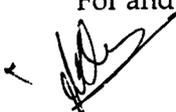
CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2015

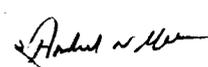
	March 31, 2015 (Rs.)	March 31, 2014 (Rs.)
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit before tax & extraordinary items	680,061	416,089
Adjustment for		
- Depreciation	140,008	94,866
- Finance Costs	9,437	14,615
Adjustment for		
- Receivables	(865,842)	(234,515)
- Inventories	1,078,722	(58,731)
- Loans & Advances	(105,042)	(181,318)
- Current Liabilities	2,966,262	(1,983,872)
Cash generated from / (used in) operations		
Net cash from / (used in) operating activities	3,903,606	(1,932,866)
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
- Sale of fixed assets	7,979	
- Purchase / Increase of Investments	(3,481,213)	
- Sale/Decrease of Investments		2,072,325
Net Cash from / (used in) investing activities	(3,473,234)	2,072,325
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
- Short Term Borrowings	-	(152,690)
- Finance Costs	(9,437)	(14,615)
Net cash from / (used in) financing activities	(9,437)	(167,305)
Net increase / (decrease) in cash & cash equivalents	420,935	(27,846)
Cash & cash equivalents as at 1st April (Opening)	135,218	163,064
Cash & cash equivalents as at 31st March (Closing)	556,153	135,218

As per our report of even date  
**FOR V. A. PARIKH & ASSOCIATES LLP**  
 Chartered Accountants

  
 Nirav R. Parikh  
 Partner  
 Membership No.121674  
 Mumbai  
 Dated: May 29, 2015

For and on behalf of the Board

  
 DIRECTOR

  
 DIRECTOR

Notes to the Financial Statement:Note No. 18: Significant Accounting Policies -

Notes annexed to and forming part of the Balance Sheet as at 31<sup>st</sup> March, 2015 and statement of Profit & Loss Account for the year ended on that date.

I - Significant Accounting Policies & Notes To Accounts1. Significant Accounting Policiesa) **AS - 1 Disclosure of Accounting Policies**

The financial statements have been prepared using mercantile system of accounting under the historical cost convention on a going concern basis. It recognizes significant items of income and expenditure on accrual basis.

All the assets and liabilities have been classified as current or non current as per criteria set out in the Schedule III of the Companies Act, 2013.

b) **AS - 2 Valuation of Inventories**

Inventories are valued in accordance with the method of valuation prescribed by The Institute of Chartered Accountants of India, at lower of cost or net realizable value.

c) **AS - 4 Contingencies & Events occurring after the Balance Sheet Date**

There were no events occurring after the Balance Sheet Date.

d) **AS - 5 Net Profit or Loss for the Period, Prior Period Items and Changes in Accounting Policies**

No prior period items and extraordinary items were noticed during the course of audit.

e) **AS - 6 Depreciation Accounting**

Depreciation has been provided under the Straight Line Method considering the useful life estimates as prescribed under schedule II of the Companies Act, 2013. There has been no asset sold or disposed off during the year. However, assets which have already completed useful life have been written off to the Profit & loss Account.

f) **AS - 9 Revenue Recognition**

- All Income and expenditure are accounted on accrual basis.

- Dividend income on Investment is accounted for when the right to receive the payment is established.



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g) **AS - 10 Accounting for Fixed Assets**

Fixed assets are stated at cost of acquisition to the company including expenditure incurred up to the date the asset is put to use.

h) **AS - 11 Accounting for the effects of changes in Foreign exchange rates**

i) Transactions denominated in foreign currencies are normally recorded at the exchange rate prevailing at the time of the transaction.

ii) Monetary items denominated in foreign currencies at the year-end and not covered by forward exchange contract are translated at year-end rate.

i) Non-monetary foreign currency items are carried at cost.

ii) Any income or expense on account of exchange difference either on settlement or on translation is adjusted to the profit and loss account.

i) **AS - 14 Investments:**

Investments are classified into Long term depending on the management's intention of holding these investments. Long Term Investments are valued at Cost.

j) **AS - 18 Related Party Disclosure**

Name	Relation	Nature of Transaction	Volume of Transaction
Anshul Mehta	Director in the Company	• Sale of Material	15,57,293/-

k) **AS - 20 Earnings per share**

Earning per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders, by the weighted average number of equity shares outstanding during the period.

Earnings Per Share (EPS)	2014-2015	2013-2014
Net Profit after tax as per Statement of Profit and Loss attributable to Equity Shareholders	463,877	285,315
Weighted Average number of equity shares used as denominator for calculating EPS	240,000	240,000
Nominal Value per Equity Share (Rs.)	Rs. 10	Rs. 10
Earning Per Share (Basic) (Rs.)	1.93	1.19

l) **AS - 22 Accounting for Taxes on Income**

The deferred tax for timing difference between the book profit and the tax profit for the year is accounted for using tax rates and tax laws that have been enacted or substantially enacted at the Balance Sheet date.

m) AS - 29 Provision, Contingent Liabilities and Contingent Assets

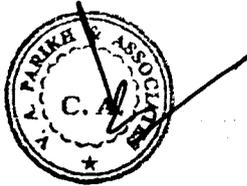
The Company recognizes a provision when there is a present obligation as a result of a past event that requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but will not require an outflow of resources. When there is a possible obligation or a present obligation that the likelihood of outflow of resources is remote, no provision or disclosure is made.

n) Additional Information as per Provision of Part \_\_\_\_ of Schedule III

Earning in Foreign Currency :

Particulars	31 <sup>st</sup> March, 2015	31 <sup>st</sup> March, 2014
FOB Value of Exports	32,16,145/-	24,45,604/-

1. In the absence of Confirmation of balances, Debtors, Creditors are taken as per Books of Accounts and are subject to reconciliation, if any. Also Creditors under MSME are not ascertainable.
2. In the opinion of the Board, all the assets excepting Fixed Assets and Non - current investments are approximately of the value stated if realized in the ordinary course of Business
3. Previous year's figures have been regrouped and restated wherever considered necessary.



Place : Mumbai  
Date : 29<sup>th</sup> May, 2015

For V. A. Parikh & Associates LLP  
Chartered Accountants  
FR No.: 12787W  
*(Signature)*  
(Nav R. Parikh)  
Partner  
Membership No.: 121674

*(Signature)*

*(Signature)*

# ANSHUNI COMMERCIALS LTD.

## Form A

FORMAT OF COVERING LETTER OF THE ANNUAL AUDIT REPORT TO BE FILED WITH THE STOCK EXCHANGE

1	NAME OF THE COMPANY	ANSHUNI COMMERCIALS LIMITED
2	ANNUAL FINANCIAL STATEMENT FOR THE YEAR ENDED	31 <sup>ST</sup> MARCH,2015
3	TYPE OF AUDIT OBSERVATION	UNQUALIFIED/MATTER OF EMPHASIS
4	FREQUENCY OF OBSERVATION	WHEATHER APPEARED for the first time _____/REPITITIVE_____/SINCE HOW LONG PERIOD
5	TO BE SIGNED BY-  CEO/MANAGING DIRECTOR  CFO  AUDITORS OF THE COMPANY  AUDIT COMMITTEE CHAIRMAN	<p>FOR ANSHUNI COMMERCIALS LTD.</p> <p><i>[Signature]</i> <b>DIRECTOR</b></p> <p><i>Anshu or Kelli</i></p> <p><b>V. A. Parikh &amp; Associates</b> Chartered Accountants</p> <p><i>[Signature]</i> Partner Nirav R. Parikh Membership No. 121674</p> <p>N A</p>

# ANSHUNI COMMERCIALS LTD.

## Attendance Slip

Registered Folio / DP ID & Client ID	
Name	
Address of Shareholder	
No. of Shares held	

I/We hereby record my/our presence at the 30<sup>th</sup> Annual General Meeting of the Company at its Registered Office at Office No.CC 5041 / 5042, Tower C, Bharat Diamond Bourse, Bandra Kurla Complex, Bandra (East), Mumbai - 400051 on Wednesday, 30<sup>th</sup> September, 2015, at 12:00 p.m.

Signature of Shareholder / Proxy Present.....

### Note: 1.

1. You are requested to sign and hand this over at the entrance.
2. If you are attending the meeting in person or by proxy please bring copy of notice and annual report for reference at the meeting.

**BOOK - POST**

if not delivered, please return to :  
**ANSHUNI COMMERCIALS LIMITED.**  
CC-5041/5042 , Tower – C,  
Bharat Diamond Bourse, Bandra Kurla complex  
Mumbai - 400 051