



# HILLRIDGE INVESTMENTS LIMITED

Regd. Off. : 2127-28, 3rd Floor, Block-K, Gali No. 58, Gurudwara Road, Karol Bagh, New Delhi-110005  
Email : hillridgeinvest@gmail.com, Website : hillridgeinvestments.in, CIN : L65993DL1980PLC010757  
Tel. : +91-11-32622647, +91-11-28756903, Mob. : +91-9650836542

Date: 01.09.2016

To,  
The Head- Listing & Compliances  
Metropolitan Stock Exchange of India Limited  
Vibgyor Towers, 4th floor, Plot No C 62, G - Block,  
Opp. Trident Hotel, Bandra Kurla Complex, Bandra (E),  
Mumbai – 400098

Sub- Submission of Annual Report (including Notice of AGM) under Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the financial year 2015-16

Dear Sir,

With reference to the above mentioned subject, please find enclosed herewith the Annual Report (including AGM Notice) as per Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for financial year 2015-16.

You are requested to take the above on your records and acknowledge the same.

Thanking You,

For HILLRIDGE INVESTMENTS LIMITED

*Mehak*  
Mehak Arora  
(Managing Director)

DIN: 06798853

Address: HN-137 GN-1, 2nd Floor Gopal Park,  
Ram Nagar Ext, Delhi – 110051

Encl. a/a

HILLRIDGE INVESTMENTS LIMITED

36<sup>TH</sup> ANNUAL REPORT  
(2015-2016)



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# HILLRIDGE INVESTMENTS LIMITED

## CORPORATE INFORMATION

<b>CIN</b>	:	L65993DL1980PLC010757
<b>Board of Directors</b>	:	Mehak Arora <i>Managing Director</i> Naveen Kumar <i>Director</i> Ramesh Kumar Murolia <i>Director</i> Deepu Singh <i>Director</i> Vikash Chaubey <i>Director</i>
<b>Chief Financial Officer</b>	:	Sudhish Kumar Verma
<b>Company Secretary</b>	:	Shubhangi Shukla
<b>Statutory Auditors</b>	:	Anil Kumar (Chartered Accountant) BA-52/B Janakpuri New Delhi-110058
<b>Registrar and Transfer agent</b>	:	Bigshare Services Pvt. Ltd. 4E/8, First Floor, Jhandewalan Extension, New Delhi-110055
<b>Bankers</b>	:	IDBI Bank Punjabi Bagh, New Delhi.
<b>Registered Office</b>	:	2127-28, 3 <sup>rd</sup> Floor, Block- K, Gali No. - 58, Naiwala, Gurdwara Road, Karol Bagh, New Delhi- 110005
<b>E-mail</b>	:	hillridgeinvest@gmail.com
<b>Investors Helpdesk &amp; E-mail</b>	:	Shubhangi Shukla hillridgeinvest@gmail.com
<b>Website</b>	:	www.hillridgeinvestments.in
<b>Contact No.</b>	:	011-28756903

# HILLRIDGE INVESTMENTS LIMITED

Regd. Office: 2127-28, 3<sup>rd</sup> Floor, Block- K, Gali No.- 58, Naiwala,  
Gurdwara Road, Karol Bagh, New Delhi- 110005

CIN: L65993DL1980PLC010757

E-mail Id: hillridgeinvest@gmail.com

Website: www.hillridgeinvestments.in

Ph. No.: 011-28756903

## NOTICE

Notice is hereby given that the 36<sup>th</sup> Annual General Meeting of the Company will be held on **Wednesday, 28<sup>th</sup> Day of September, 2016 at 11:00 A.M.** at 16/121-122, Jain Bhawan, Faiz Road, Karol Bagh, New Delhi-110005 to transact the following businesses:

### Ordinary Business:

1. To consider and if thought fit, to pass with or without modification, the following resolution as an ordinary resolution:

**“RESOLVED THAT** the Audited Balance Sheet as at 31<sup>st</sup> March, 2016 and Statement of Profit and Loss for the year ended on that date, together with the Directors’ Report and Auditors’ Report thereon as presented to the meeting, be and the same are hereby, approved and adopted.”

2. To consider and if thought fit, to pass with or without modification, the following resolution as an ordinary resolution:

**“RESOLVED THAT** Mr. Ramesh Kumar Muroli (DIN: 00537325), Director of the Company, retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company.”

3. To consider and if thought fit, to pass with or without modification, the following resolution as an ordinary resolution:

*“RESOLVED THAT pursuant to provisions to Section 139 of the Companies Act, 2013 and other applicable provisions if any of the act and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Anil Kumar, Chartered Accountant, New Delhi, having Membership No. 86223, be and is hereby re-appointed as Statutory Auditor of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting on such remuneration as may be fixed in this behalf by the Board of Directors of the Company.”*

*By Order of the Board of Directors  
For Hillridge Investments Limited*

*Shubhangi Shukla  
Company Secretary  
M. No.: A38094*

*Place: New Delhi*

*Date: 01.09.2016*

Notes:

- (i) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND TO VOTE AT A POLL INSTEAD OF HIMSELF/HERSELF AND THAT A PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXY IN ORDER TO BE EFFECTIVE SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY, DULY COMPLETE AND SIGNED, NOT LESS THAN 48 HOURS BEFORE THE SCHEDULED TIME OF THE MEETING. A BLANK PROXY FORM IS ENCLOSED. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN (10) % OF THE TOTAL SHARE CAPITAL OF THE COMPANY. A MEMBER HOLDING MORE THAN 10% OF TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS A PROXY AND SUCH PERSON SHOULD NOT ACT AS PROXY OF ANY OTHER MEMBER.
- (ii) Corporate Members intending to send their respective authorized representative are requested to send a duly certified copy of the Board/ Governing Body resolution authorizing such representative to attend and vote at the Annual General Meeting pursuant to the Section 113 of the Companies Act, 2013.
- (iii) 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.
- (iv) Pursuant to the provisions of Section 91 of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) regulations, 2015, the Register of Members and Share Transfer Books of the Company will remain closed from 22<sup>nd</sup> September, 2016 to 28<sup>th</sup> September, 2016 (both days inclusive).

- (v) To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members who are holding shares in physical forms are requested to notify changes in their respective address/ Bank Mandate/ National Electronic Clearing Service (NECS) details, if any, to Company's Registrar i.e. Bigshare Services Pvt. Ltd. , 4E/8, First Floor, Jhandewalan Extension, New Delhi-110055. Beneficial owners holding shares in electronic form are requested to intimate change in address/ Bank Mandate/ National Electronic Clearing Service (NECS) details, if any, to their respective Depository Participants (DP). Members are requested to register/ update their e-mail addresses with the Registrar in case of shares held in physical form and with their respective Depository Participants in case shares are held in electronic form.
- (vi) 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 the PAN to their Depository Participants with whom they are maintaining their Demat Accounts. Members holding shares in physical form are requested to submit their PAN details to the Registrar.
- (vii) Pursuant to the provisions of Section 72 of the Companies Act 2013, the member(s) holding shares in physical form may nominate, in the prescribed manner, a person to whom all the rights in the shares shall vest in the event of death of the sole holder or all the joint holders. Member(s) holding shares in demat form may contact their respective Depository Participant for availing this facility.



- viii) *Electronic copy of the Annual Report for the financial year 2015-16 along with the Notice of the 36<sup>th</sup> Annual General Meeting of the Company (including Attendance Slip and Proxy Form) is being sent to all the members whose email IDs are registered with the Registrar/Depository Participants(s) unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for the financial year 2015-16 along with Notice of the 36<sup>th</sup> Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent by other permissible modes.*
- (ix) *Members may also note that the Notice of the 36<sup>th</sup> Annual General Meeting and the Annual Report for the financial year 2015-16 will also be available on the Company's website [www.hillridgeinvestments.in](http://www.hillridgeinvestments.in) for download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in New Delhi for inspection during normal business hours on all working day.*
- (x) *Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by any permissible mode free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: [hillridgeinvest@gmail.com](mailto:hillridgeinvest@gmail.com)*
- (xi) *The Register of Director and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, and Register of Contracts or Arrangements in which directors are interested under Section 189 will be made available for inspection by members of the Company at the meeting.*

(xii) All documents referred to in the Notice are open for inspection at the registered office of the Company during normal business hours on all working day.

### Voting through electronics means:

Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, the Company is pleased to provide members facility to exercise their right to vote at the 36<sup>th</sup> Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).

The Company has approached NSDL for providing e-voting services through our e-voting platform. In this regard, your Demat Account/Folio Number has been enrolled by the Company for your participation in e-voting on resolution placed by the Company on e-Voting system.

The Notice of the 36<sup>th</sup> Annual General Meeting (AGM) of the Company inter alia indicating the process and manner of e-Voting process along with printed Attendance Slip and Proxy Form can be downloaded from the link [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or [www.hillridgeinvestments.in](http://www.hillridgeinvestments.in)

The facility for voting through Poling Paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

The procedure to login to e-Voting website is given below:

1. Open the attached PDF file “**e-Voting.pdf**” giving your Client ID (in case you are holding shares in demat mode) or Folio No. (in case you are holding shares in physical mode) as password, which contains your “User ID” and “Password for e-voting”. Please note that the password is an initial password. You will not receive this PDF file if you are already registered with NSDL for e-voting.
2. Launch internet browser by typing the URL <https://www.evoting.nsdl.com/>
3. Click on “Shareholder - Login”.
4. Put User ID and password as initial password noted in step (1) above and Click Login. If you are already registered with NSDL for e-voting then you can use your existing user ID and password. If you forgot your password, you can reset your password by using “Forgot User Details/Password” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
5. Password Change Menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof.
6. Home page of remote “e-Voting” opens. Click on **e-Voting: Active Voting Cycles**.

7. Select **EVEN (E-Voting Event Number)** of Hillridge Investments Limited. Members can cast their vote online from **September 25, 2016 (9:00 am) till September 27, 2016 (5:00 pm)**.
8. Now you are ready for “e-Voting” as “Cast Vote” page opens.
9. Cast your vote by selecting appropriate option and click on “Submit” and also “Confirm”, when prompted.
10. Institutional shareholders (i.e., other than Individuals, HUF, NRI etc.) are also required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority Letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail [tripathiaстик@gmail.com](mailto:tripathiaстик@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

**General instructions:**

- a. The e-voting period commences on **September 25, 2016 (9:00 am) till September 27, 2016 (5:00 pm)**. During this period shareholders' of the Company, may cast their vote electronically. The e-voting module shall also be disabled for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- b. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. **21<sup>st</sup> September, 2016** may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)
- c. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.

- d. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
- e. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of **21<sup>st</sup> September, 2016**.
- f. M/s Astik Tripathi & Associates, Company secretaries (COP No. 10384) has been appointed by the Company to act as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- g. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of ballot paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- h. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- i. The results declared along with the Scrutinizer's Report shall be placed on the Company's website viz., [www.hillridgeinvestments.in](http://www.hillridgeinvestments.in) and on the website of NSDL viz., [www.evoting.nsdl.com](http://www.evoting.nsdl.com) on or before **Friday, 30<sup>th</sup> September, 2016**.

*All the documents referred to in the accompanying Notice will be available for inspection at the Registered Office of the Company during business hours on all working days up to date of declaration of the result of the 36<sup>th</sup> Annual General Meeting of the Company.*

**Other information:**

- Login to e-voting website will be disabled upon five unsuccessful attempts to key-in the correct password. In such an event, you will need to go through 'Forgot Password' option available on the site to reset the same.*
- Your login id and password can be used by you exclusively for e-voting on the resolutions placed by the companies in which you are the shareholder.*
- It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential.*
- Please note that if you have opened 3-in-1 account with ICICI Group i.e. Bank Account and Demat Account with ICICI Bank Limited and Trading Account with ICICI Securities Limited, you can access e-Voting website of NSDL through their website viz.; [www.icicidirect.com](http://www.icicidirect.com) for the purpose of casting your votes electronically by using your existing user ID and password used for accessing the website [www.icicidirect.com](http://www.icicidirect.com). Please note that in case you are not able to login through the ICICI direct website, you can also access the e-Voting system of NSDL by using your existing user ID and password for the e-voting system of NSDL.*

*In case of any queries, you may refer to the “Frequently Asked Questions (FAQs) for members” and “e-voting user manual for members” available at the Downloads sections of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the following toll free no.: 1800-222-990.*

**MEMBERS HOLDING EQUITY SHARES IN ELECTRONIC FORM AND PROXIES THEREOF, ARE REQUESTED TO BRING THEIR DP ID AND CLIENT ID FOR IDENTIFICATION.**

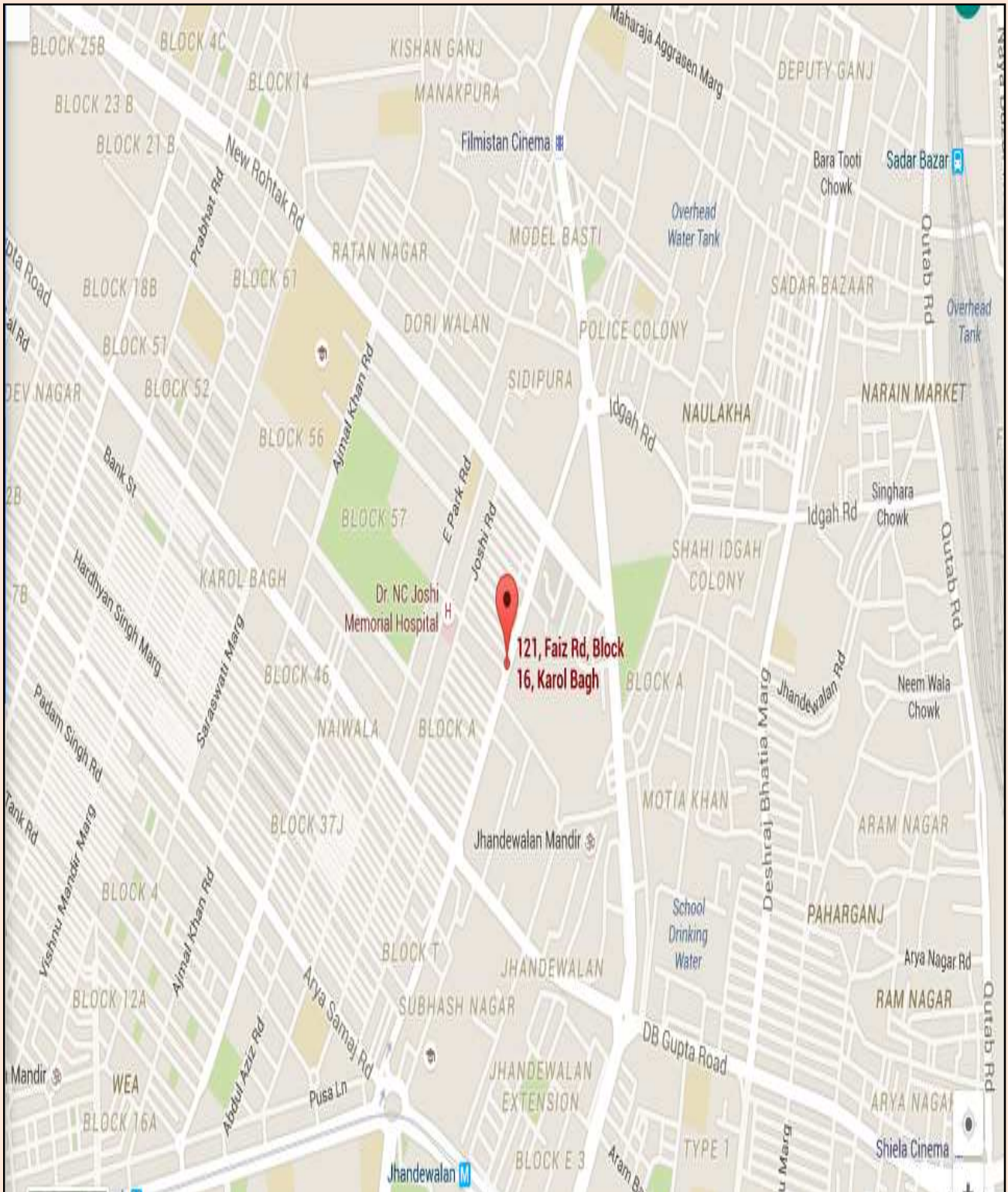
*By Order of the Board of Directors  
For Hillridge Investments Limited*

*Shubhangi Shukla  
Company Secretary  
M. No.: A38094*

*Place: New Delhi*

*Date: 01.09.2016*

*Here we are given below the route map for the purpose of company's AGM venue:*





# DIRECTOR'S REPORT



To  
The Members  
*Hillridge Investments Limited*

The Directors have pleasure in presenting before you the 36<sup>th</sup> Annual Report on the business and operations of the Company along with the Audited Financial Statement for the financial year ended 31st March, 2016.

## FINANCIAL HIGHLIGHTS

Financial Results of the Company for the year under review along with the figures for previous year are as follows:

	(IN ₹)	(IN ₹)
	March 31, 2016	March 31, 2015
Total Revenue	4,68,07,637	40,28,500
Profit before Tax	10,14,307	2,11,722
Less: Provision for Tax	-	-
Current Tax	(3,22,527)	(40,664)
MAT Credit Entitlement	-	-
Earlier Year tax	-	-
Deferred Tax	79	-
Net Profit after Tax	6,91,859	1,71,058

## **OPERATIONAL PERFORMANCE**

*During the financial year 2015-16, the Company has recorded revenue of ₹ 4,68,07,637 /-. The Company has earned net profit of ₹ 6,91,859/- during the year as compared to profit ₹ 1,71,058 /- in the last year. The Directors are optimistic about future performance of the Company.*

## **SUBSIDIARY COMPANIES**

*The Company does not have any subsidiary company.*

## **DIVIDEND**

*As the company kept the profits for investment in better projects it regret not to recommend any dividend. But the directors are hopeful better result in ensuring future.*

## **TRANSFER TO RESERVES**

*The company has transferred ₹ 691,859/- to Reserves and Surplus.*

## **DEPOSITS**

*During the year, the Company has not invited/accepted any deposits under Companies Act, 2013.*

## **INTERNAL CONTROL SYSTEM**

*The Company has in place well defined and adequate internal controls commensurate with the Size of the Company and same were operating throughout the year. The Company has in house Internal Audit Function.*

## SHARE CAPITAL

The paid up share capital as on 31<sup>st</sup> March, 2016 was ₹ 8,52,00,000 comprising 85,00,000 equity shares of ₹ 10/- each and 20,000 preference shares of ₹ 10/- each. The company has neither issued shares with differential rights as to dividend, voting or otherwise nor issued shares (including sweat equity shares) to the employees or directors of the company, under any scheme. As on 31<sup>st</sup> March, 2016, none of the Directors of the company hold shares or convertible instruments of the Company.

No disclosure is required under section 67(3) of the act, in respect of voting rights not exercised directly by the employees of the company as the provisions of the said section are not applicable.

## PARTUCULARS OF LOAN, GUARNTEES AND INVESTMENTS

Details of Loans, Guarantees and investments covered under the provisions of Section 186 of the Act, are given in the notes to the financial statements.

## DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM/ WHISTLE BLOWER POLICY

Pursuant to the provision of section 177(9) & (10) of the Companies Act, 2013, the Company has formulated a Whistle Blower Policy to establish a vigil mechanism for Directors and employees of the Company to report concerns about unethical behavior, actual or suspected fraud or violation of the company's code of conduct or ethics policy. The Whistle Blower Policy is available on the website of the Company viz., [www.hillridgeinvestments.in](http://www.hillridgeinvestments.in).

## **BOARD OF DIRECTORS**

### **A. Director Retiring by Rotation**

*Mr. Ramesh Kumar Murolia, Director of the Company, is liable to retire by rotation at the ensuing Annual General Meeting and being eligible, offer himself for re-appointment. The Board of Directors recommends his re-appointment.*

### **B. Independent Directors**

*The Independent Directors hold office for a fixed term of five years and are not liable to retire by rotation.*

*The Independent Directors have submitted their disclosure to the board that they fulfill all the requirements as to qualify for their appointment as an Independent Director under the provisions of the Companies Act, 2013 as well as SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.*

### **C. Resignation of Company Secretary**

*During the year, Mr. Anuj Dubey, Company Secretary of the Company has shown his desire to discontinue his service as Company Secretary of the Company w.e.f. 1<sup>st</sup> January, 2016, due to his pre-occupation. The Board of Directors has accepted the same and placed on record its appreciation for the services rendered by Mr. Anuj Dubey during his tenure as Company Secretary of the Company.*

### **D. Appointment of Company Secretary**

*Ms. Shubhangi Shukla, an Associate member of the ICSI, Lucknow has been appointed, by the Board of Directors of the Company, as Company Secretary of the Company with effect from 1<sup>st</sup> January, 2016.*

## **BOARD EVALUATION**

Pursuant to the provisions of the Companies Act, 2013 and relevant Regulation of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration, Stakeholders' Relationship Committee and Risk Management Committees.

## **KEY MANAGERIAL PERSONNEL**

The following employees were designated as whole-time key managerial personnel by the Board of Directors during the year 2015-2016 under review:

- (i) Ms. Mehak Arora, Managing Director
- (ii) Mr. Sudhish Kumar Verma, Chief Financial Officer
- (iii) Mr. Anuj Dubey, Company Secretary\*
- (iv) Ms. Shubhangi Shukla, Company Secretary\*\*

\*Mr. Anuj Dubey ceased from the post of Company Secretary w.e.f. 1<sup>st</sup> January, 2016.

\*\* Ms. Shubhangi Shukla appointed as Company Secretary w.e.f. 1<sup>st</sup> January, 2016.

## **DIRECTOR'S RESPONSIBILITY STATEMENT**

In accordance with the provision of section 134(5) of the Companies Act, 2013 the Board confirms and submits the Director's Responsibility Statement:

- in the preparation of the Annual Accounts, the applicable Accounting Standards have been followed;
- The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for the year under review;

- The Directors have taken proper & sufficient care of the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for prevention & detecting fraud & other irregularities;
- The Directors have prepared the accounts for the year ended 31st March, 2016 on a going concern basis.
- 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.
- The directors had devised proper system to ensure compliance with the provision of all applicable laws and that such systems were adequate and operating effectively.

## **MEETINGS**

### **A. BOARD MEETINGS**

The Board of Directors duly met 8 times during the financial year from 1<sup>st</sup> April, 2015 to 31<sup>st</sup> March, 2016. The dates on which meetings were held are as follows:

20<sup>th</sup> May 2015, 7<sup>th</sup> August 2015, 17<sup>th</sup> August 2015, 5<sup>th</sup> November 2015, 1<sup>st</sup> January, 2016, 29<sup>th</sup> January, 2016, 25<sup>th</sup> February, 2016, 14<sup>th</sup> March, 2016

The periodicity between two Board Meetings was within the maximum time gap as prescribed in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 / Companies Act, 2013.

*The composition of the Board of Directors, their attendance at Board Meetings and last Annual General Meeting is as under:*

Name of Director	Designation	Category	Number of Board Meetings during the year		Attendance of Last AGM
			Held	Attended	
Mr. Ramesh Kumar Muroli	Director	Non Executive & Non Independent	8	8	Yes
Ms. Mehak Arora	Managing Director	Executive & Non Independent	8	8	Yes
Mr. Naveen Kumar	Director	Non Executive & Independent	8	8	Yes
Mr. Deepu Singh	Director	Non Executive & Independent	8	8	Yes
Mr. Vikash Chaubey	Director	Non Executive & Independent	8	8	Yes

## **B. COMMITTEE MEETINGS**

### **(i) Audit Committee**

*The Audit Committee comprises three members out of which two including Chairman of the Committee are Independent Director. During the Year Four Audit Committee Meetings were convened and held.*

#### ***Meetings of the Committee:***

*The Committee met 4 times on 20<sup>th</sup> May, 2015, 7<sup>th</sup> August, 2015, 5<sup>th</sup> November 2015 and 29<sup>th</sup> January 2016 during the financial year ended March 31, 2016.*

*The Minutes of the Meetings of the Audit Committee are discussed and taken note by the board of directors.*

The Statutory Auditor, Internal Auditor and Executive Directors/Chief Financial Officer are invited to the meeting as and when required.

**The Composition of the Audit Committee and their attendance at the meeting:**

Name of Members	Category/ Designation	No. of Meetings	
		Held	Attended
Mr. Naveen Kumar	Chairperson	4	4
Mr. Vikash Chaubey	Member	4	4
Ms. Mehak Arora	Member	4	4

**(ii) Nomination & Remuneration Committee**

The Nomination & Remuneration Committee comprises three members out of which two including Chairman of the Committee are Independent Director. During the Year Two Nomination & Remuneration Committee Meetings were convened and held.

**Meetings of the Committee:**

The Committee met 2 times on 18<sup>th</sup> August, 2015 and 1<sup>st</sup> January, 2016 during the financial year ended March 31, 2016.

The Minutes of the Meetings of the Nomination & Remuneration Committee are discussed and taken note by the board of directors.

**The Composition of the Nomination & Remuneration Committee and their attendance at the meeting:**

Name of Members	Category/ Designation	No. of Meetings	
		Held	Attended
Mr. Naveen Kumar	Chairperson	2	2
Mr. Vikash Chaubey	Member	2	2
Ms. Mehak Arora*	Member	0	0
Mr. Ramesh Kumar Muroli**	Member	2	2

\*Ms. Mehak Arora ceased from membership w.e.f. 30<sup>th</sup> March, 2015.

\*\*Mr. Ramesh Kumar Muroli was appointed by board of director's w.e.f. 30<sup>th</sup> March, 2015.



### ***(iii) Stakeholders' Relationship Committee:***

*The Stakeholders' Relationship Committee comprises three members out of which two including Chairman of the Committee are Independent Director. During the Year Three Stakeholders' Relationship Committee Meetings were convened and held.*

#### ***Scope of the Committee:***

*The scope of the Shareholders/ investors Grievance Committee is to review and address the grievance of the shareholders in respect of share transfers, transmission, non-receipt of annual report, non-receipt of dividend etc, and other related activities. In addition, the Committee also looks into matters which can facilitate better investor's services and relations.*

#### ***Meetings of the Committee:***

*The Committee met 3 times on 20<sup>th</sup> May, 2015, 4<sup>th</sup> November, 2015 and 29<sup>th</sup> January, 2016 during the financial year ended March 31, 2016.*

*The Minutes of the Meetings of the Stakeholders' Relationship Committee are discussed and taken note by the board of directors.*

#### ***The Composition of the Stakeholders' Relationship Committee and their attendance at the meeting:***

<i>Name of Members</i>	<i>Category/ Designation</i>	<i>No. of Meetings</i>	
		<i>Held</i>	<i>Attended</i>
<i>Mr. Naveen Kumar</i>	<i>Chairperson</i>	<i>3</i>	<i>3</i>
<i>Mr. Vikash Chaubey</i>	<i>Member</i>	<i>3</i>	<i>3</i>
<i>Ms. Mehak Arora</i>	<i>Member</i>	<i>3</i>	<i>3</i>

#### ***Compliance Officer***

<i>Name Of The Compliance Officer</i>	<i>Ms. Shubhangi Shukla</i>
<i>Contact Details</i>	<i>2127-28, 3<sup>rd</sup> Floor, Block- K, Gali No.- 58, Naiwala Gurdwara Road, Karol Bagh New Delhi 110005</i>
<i>E- Mail Id</i>	<i>hillridgeinvest@gmail.com</i>

**(iv) Risk Management Committee:**

The Risk Management Committee comprises three members out of which two including Chairman of the Committee are Independent Director. During the Year Two Risk Management Committee Meeting were convened and held.

**Scope of the Committee:**

The Committee constituted to understand and assess various kinds of risks associated with the running of business and suggesting/ implementing ways and means for eliminating/ minimizing risks to the business of the Company and periodic review of the management control procedures/ tools used to mitigate such risks.

**Meetings of the Committee:**

The Committee met 2 times on 7<sup>th</sup> August, 2015 and 25<sup>th</sup> February, 2016 during the financial year ended March 31, 2016.

The Minutes of the Meetings of the Risk Management Committee are discussed and taken note by the board of directors.

**The Composition of the Risk Management Committee and their attendance at the meeting:**

Name of Members	Category/ Designation	No. of Meetings	
		Held	Attended
Mr. Naveen Kumar	Chairperson	2	2
Mr. Vikash Chaubey	Member	2	2
Ms. Mehak Arora	Member	2	2

**C. SHAREHOLDERS MEETING:**

There is only one Share Holder Meeting (Annual General Meeting) held on 18<sup>th</sup> September, 2015.

## AUDITORS

### A. Statutory Auditor:

*Mr. Anil Kumar, Chartered Accountant, had re-appointed as the Statutory Auditor of the company pursuant to the provisions of Section 139, 142 of the Companies act, 2013 and other applicable provisions, if any, to hold office from the conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting, on such remuneration to be decided by the Board of Directors of the Company*

*In this regard, written consent have submitted by Statutory Auditor for their eligibility and qualification to be re-appointed as Statutory Auditor of the company in terms of Section 139 of the Companies act, 2013 and also satisfy the criteria provided in section 141 of the Companies Act, 2013.*

### Auditor's Report:

*The Auditors' Report is annexed herewith marked as Annexure III and forms part of the Annual Report.*

### Auditor's Observations:

*The observations made by Auditor with reference to notes to account are self explanatory and need no comments.*

### B. Secretarial Auditor:

*The Company has appointed M/s Astik Tripathi & Associates, Company Secretaries to hold the office of the Secretarial Auditor and to conduct the Secretarial Audit and the Secretarial Audit Report is annexed herewith marked as Annexure I to this report in Form No MR-3.*

### C. Appointment Of Internal Auditor:

The Company has appointed Mr. Gunjesh Jha, as an Internal Auditor of the Company for the financial year 2015-16. Mr. Gunjesh Jha placed the internal audit report to the Company which is self explanatory and need no comments.

### PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

The particulars of contracts or arrangements with related parties for the financial year 2015-16 are annexed herewith to the financial statements in Form No AOC -2.

### LISTING OF SHARES

The Company has got Listed 85,00,000 Equity Shares of ₹ 10/- each on Metropolitan Stock Exchange of India Limited (MSEI) on 9<sup>th</sup> May, 2016 vide its notice number MSEI/LIST/4139/2016 which has effected from 11<sup>th</sup> May, 2016 and on Ahmedabad Stock Exchange Limited (ASE) on 19<sup>th</sup> February, 2016 vide its notice number ASE/L/HIL/2016 which has effected from 22<sup>nd</sup> February, 2016.

Further, the shares of the company are also listed on Delhi Stock Exchange Limited (DSE), but as per SEBI circular WTM/PS/45/MRD/DSA/NOV/2014 dated 19<sup>th</sup> November, 2014, DSE has been derecognized as Stock Exchange.

Further, the company made an application for listing of 85,00,000 Equity Shares of ₹ 10/- each on Bombay Stock Exchange Limited (BSE) on dated 26<sup>th</sup> February, 2016.

## ENHANCING SHAREHOLDER VALUE

Our Company firmly believes that its success in the market place and a good reputation is among the primary determination of value to the shareholders.

## CORPORATE GOVERNANCE

As per Regulation 15(2) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, report on Corporate Governance is not applicable as the Company is within the prescribed limit that the paid up equity Share Capital of the Company is ₹ 8,50,00,000/- (Rupees Eight Crore Fifty Lakh Only) and Net worth is ₹ 24,59,26,745/- (Rupees Twenty Four Crore Fifty Nine Lakh Twenty Six Thousand Seven Hundred Forty Five Only).

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management Discussion and Analysis Report is a part of Corporate Governance Report; hence, applicability of this report is also not applicable to the Company.

## MATERIAL CHANGES AND COMMITMENTS

Except as disclosed elsewhere in the Report, there have been no material changes and commitments made between the end of the financial year of the company and the date of this report.

## SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS OF THE COMPANY

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status of the company.

## EXTRACT OF THE ANNUAL RETURN

The Extract of the Annual Return for the financial year 2015-16 is being attached marked as **Annexure II** with the Directors report in Form No MGT-9.

## PARTICULARS OF EMPLOYEES

None of the employee was drawing in excess of the limits by the Companies Act, 2013 and rules made there under which needs to be disclosed in the directors report.

## CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS & OUTGO

The Company does not fall under any of the industries covered by the Companies (Accounts) Rules, 2014. Hence, the requirements of disclosure in relation to the conservation of energy, technology absorption, foreign exchange earnings & outgo are not applicable to it.

	Particulars	Current Year 2015-16	Previous Year 2014-2015
A	Conservation of Energy	Nil	Nil
B	Technology Absorption	Nil	Nil
C	Foreign Exchange Earnings & Outgo	Nil	Nil

## DEMATERILISATION OF SHARES

The Company has connectivity with NSDL & CDSL for dematerialization of its equity shares. The ISIN **INE138S01012** has been allotted for the Company. Therefore, the matter and/or investors may keep their shareholding in the electronic mode with their Depository Participates. 68.77% of the Company's Paid-up Share Capital is in dematerialized form as on 31<sup>st</sup> March, 2016 and balance 31.23% is in physical form.

## HEALTH, SAFETY AND ENVIRONMENT PROTECTION

The Company has complied with all the applicable environmental law and labour laws. The Company has been complying with the relevant laws and has been taking all necessary measures to protect the environment and maximize worker protection and safety.

## SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

The policy is available on the website of the company i.e. [www.hillridgeinvestments.in](http://www.hillridgeinvestments.in)

The following is a summary of sexual harassment complaints received and disposed off during the year 2015-16.

- No of complaints received : NIL
- No of complaints disposed off : N.A.

## DEVELOPMENT & IMPLEMENTATION OF RISK MANAGEMENT POLICY

The assets of the Company are adequately insured against the loss of fire, riot, earthquake, terrorism, loss of profits, etc other risks which considered necessary by the management. The Company has been addressing the various risks impacting the Company and policy of the Company on risk management is continuously reviewed by Management of the Company.

## ACKNOWLEDGEMENT

*The Directors are thankful to the Bankers, Customers, Dealers, and Vendors for their valuable support and assistance.*

*The Directors wish to place on record their appreciation of the commendable work done, dedication and sincerity by all the employees of the Company at all levels during the year under review.*

*The Company will make every effort to meet the aspirations of its shareholders and wish to sincerely thank them for their whole hearted co-operation and support at all times.*

*By Order of the Board of Directors  
For Hillridge Investments Limited*

*Mehak Arora  
Managing Director  
DIN: 06798853*

*Vikash Chaubey  
Director  
DIN: 06788465*

*Place: New Delhi*

*Date: 24.05.2016*



## Form No. AOC-2

*(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)*

*Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.*

- 1. Details of contracts or arrangements or transactions not at arm's length basis*
  - (a) Name(s) of the related party and nature of relationship: NIL*
  - (b) Nature of contracts/arrangements/transactions: NIL*
  - (c) Duration of the contracts / arrangements/transactions: NIL*
  - (d) Salient terms of the contracts or arrangements or transactions including the value: NIL*
  - (e) Justification for entering into such contracts or arrangements or transactions: NIL*
  - (f) Date of approval by the Board: NIL*
  - (g) Amount paid as advances: NIL*
  - (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188: NIL*
- 2. Details of material contracts or arrangement or transactions at arm's length basis*
  - (a) Name(s) of the related party and nature of relationship: NIL*
  - (b) Nature of contracts/arrangements/transactions: NIL*
  - (c) Duration of the contracts / arrangements/transactions: NIL*
  - (d) Salient terms of the contracts or arrangements or transactions including the value: NIL*
  - (e) Date(s) of approval by the Board: NIL*
  - (f) Amount paid as advances, if any: NIL*

## **FORM NO. MR-3**

### **SECRETARIAL AUDIT REPORT**

#### **FOR THE FINANCIAL YEAR ENDED 31.03.2016**

*[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration of managerial Personnel) Rules, 2014]*

#### **Secretarial audit report** **For the financial year ended 31.03.2016**

To,

The Members,

**Hillridge Investments Limited**

2127-28, 3rd Floor, Block- K, Gali No.58, Naiwala  
Gurdwara Road, Karol Bagh, New Delhi- 110005

Date of Incorporation: 12/08/1980

Authorized Share Capital: 85,200,000.00

Paid up Share Capital: 85,200,000.00

*I have conducted the secretarial audit of the compliance of applicable statutory provisions Hillridge Investments Limited hereinafter referred to as ("the company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.*

*Based on my verification of the Hillridge Investments Limited books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st Day of March, 2016 ('Audit Period') complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes*

and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **Hillridge Investments Limited** ('The Company') for the financial year ended on 31st Day of March, 2016 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009
  - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 and

*(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998*

*I have relied on the representation made by the Company and its Officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations as applicable to the Company*

*I have also examined compliance with the applicable clauses of the following:*

- i. Secretarial Standards issued by The Institute of Company Secretaries of India.*
- ii. The Listing Agreements entered into by the Company with Stock Exchange(s), if applicable;*

*During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above*

***I further report that:***

*The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.*

*Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. Company does not have proof of payment of sitting fee to the directors.*

*All decisions at Board Meetings are carried out unanimously as recorded in the minutes.*

*I further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.*

*AstikTripathi and Associates*

*Astik Mani Tripathi*

*Proprietor*

*ACS No. 27667*

*C P No.:10384*

*Place: New Delhi*

*Date: 24.05.2016*

*This report is to be read with my letter of even date which is annexed as Annexure A and forms an integral part of this report.*

## *Annexure- A*

*To,  
The Members,  
Hillridge Investments Limited  
2127-28, 3rd Floor, Block- K, Gali No.58, Naiwala  
Gurdwara Road, Karol Bagh, New Delhi- 110005*

*My report of even date is to be read along with this letter*

- 1. Maintenance of Secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.*
- 2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the process and practices, I followed provide a reasonable basis for my opinion.*
- 3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.*
- 4. Where ever required, I have obtained the management representations about the compliance of laws, rules and regulations and happening of events etc.*
- 5. The Compliance of provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. My examination was limited to the verification of procedure on test basis.*
- 6. The Secretarial Audit report is neither an assurance as to the future viability nor of the efficacy of the effectiveness with which the management has conducted the affairs of the Company.*

*AstikTripathi and Associates*

*Astik Mani Tripathi  
Proprietor  
ACS No. 27667  
C P No.:10384*

*Place: New Delhi*

*Date: 24.05.2016*

**HILLRIDGE INVESTMENTS LIMITED**

**ANNUAL REPORT F.Y. 2015-16**

**FORM NO. MGT-9****EXTRACT OF ANNUAL RETURN***As on the financial year ended on 31/03/2016**[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]***I. REGISTRATION AND OTHER DETAILS:**

i.	<b>CIN</b>	L65993DL1980PLC010757
ii.	<b>REGISTRATION DATE</b>	12/08/1980
iii.	<b>NAME OF COMPANY</b>	HILLRIDGE INVESTMENTS LIMITED
iv.	<b>CATEGORY OF COMPANY</b>	Company limited by shares
v.	<b>SUB-CATEGORY OF COMPANY</b>	Indian Non-Government Company
vi.	<b>ADDRESS OF COMPANY</b>	2127-28, 3 <sup>rd</sup> Floor, Block-k, Gali No.58, Naiwala Gurudwara Road, Karol Bagh, New Delhi-110005
vii.	<b>LISTED/UNLISTED</b>	Listed
viii.	<b>NAME &amp; ADDRESS OF RTA</b>	Bigshare services Pvt. Ltd. 4E/8, First Floor, Jhandewalan Extension, New Delhi- 110055

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY***All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-*

Sl. No	Name and Description of main Products / Services	NIC Code of the Product / Service	% to total turnover of the Company
1.	Other Financial Services- Dealing in shares and securities	0649	100%

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

S.N.	NAME AND ADDRESS OF THE COMPANY	CIN/ GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	%OF SHARES HELD	APPLICABLE SECTION
<i>NIL</i>					

## IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as Percentage of Total Equity )

### i. Category-wise share Holding

Category of Shareholders	No. of shares held at the beginning of the year				No. of shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. PROMOTORS</b>									
<b>1. Indian</b>									
a) Individual/HUF									
b) Central govt.	-	-	-	-	-	-	-	-	-
c) State Govt.(s)	-	-	-	-	-	-	-	-	-
d) Bodies corp.	-	-	-	-	-	-	-	-	-
e) Banks/FI	-	-	-	-	-	-	-	-	-
f) Any Others	-	-	-	-	-	-	-	-	-
<b>Sub Total A (1):</b>	-	-	-	-	-	-	-	-	-
<b>2. Foreign</b>									
a) NRIs Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any Others	-	-	-	-	-	-	-	-	-
<b>Sub Total A (2):</b>									
<b>Total Shareholding of Promoter (A)=(A)(1)+(A)(2)</b>	-	-	-	-	-	-	-	-	-
<b>B. Public Share holding</b>									
<b>1. Institutions</b>									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks/ FI	-	-	-	-	-	-	-	-	-
c) Central govt.	-	-	-	-	-	-	-	-	-



<i>d) State Govt.(s)</i>	-	-	-	-	-	-	-	-	-
<i>e) Venture Capital Funds</i>	-	-	-	-	-	-	-	-	-
<i>f) Insurance Companies</i>	-	-	-	-	-	-	-	-	-
<i>g) FIIs</i>	-	-	-	-	-	-	-	-	-
<i>h) Foreign Venture Capital Funds</i>	-	-	-	-	-	-	-	-	-
<i>i) Others (specify)</i>	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(1):-</b>	-	-	-	-	-	-	-	-	-
<b>2.Non Institutions</b>									
<b>a) Bodies Corp.</b>									
<i>(i)Indian</i>	-	137000	137000	1.61	-	137000	137000	1.61	0.00
<i>(ii)Overseas</i>	-	-	-	-	-	-	-	-	-
<b>b) Individuals</b>									
<i>(i)Individual shareholders Holding nominal share capital up to Rs. 1 lakh/ 2 lakh</i>	-	149250	149250	1.75	-	164250	164250	1.93	0.18
<i>(ii)Individuals shareholders holding nominal share capital excess of Rs 1 lakh/ 2 lakh</i>	-	8213750	8213750	96.41	5859000	2339750	8198750	96.45	0.04
<i>c)Others (Specify)</i>	-	-	-	-	-	-	-	-	-
<b>sub-total (B) (2):-</b>	-	8500000	8500000	100	5859000	2641000	8500000	100	0.00
<b>Total Public Shareholding (B)= (B) (2)</b>		8500000	8500000	100	5859000	2641000	8500000	100	0.00
<b>C. Share held by Custodian for GDRs &amp; ADRs</b>	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	-	8500000	8500000	100	5859000	2641000	8500000	100	0.00

**ii. Share Holding of Promoters**

Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding during the year
	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	

*NIL*

**iii. Change in Promoters shareholding (Please Specify, if there is no change)**

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year	-	-	-	-
Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease	-	-	-	-
At the End of the year (or on the date of separation, if separated during the year)	-	-	-	-

**iv. Shareholding Pattern of top ten shareholders (other than Directors, Promoters and Holder of GDRs and ADRs)**

For Each of the Top 10 Shareholders	Shareholding At the beginning of the year		Cumulative Shareholding during the year	
	No. of Shares	% of total shares of the company	No. of shares	% of total of the company
At the beginning of the year	1653000	19.44	1653000	19.44
Date wise Increase/ Decrease in Share holding during the year specifying the reasons for increase / decrease	-	-	-	-
At the end of year (or on the date of separation during the year)	1653000	19.44	1653000	19.44

**v. Shareholding of Director and Key Managerial Personnel:**

<i>For Each of the Directors and KMP</i>	<i>Shareholding at the beginning of the year</i>		<i>Cumulative Shareholding during the year</i>	
	<i>No. of Shares</i>	<i>% of total shares of the company</i>	<i>No. of shares</i>	<i>% of total shares of the company</i>
<i>At the beginning of the year</i>	575000	06.76	575000	06.76
<i>Date wise Increase/ Decrease in Share holding during the year specifying the reasons for increase / decrease</i>	-	-	-	-
<i>At the end of year</i>	575000	06.76	575000	06.76

**V. INDEBTEDNESS**

*Indebtedness of the company including interest outstanding/accrued but not due for payment*

	<i>Secured Loans excluding deposits</i>	<i>Unsecured Loans</i>	<i>Deposits</i>	<i>Total Indebtedness</i>
<i>Indebtedness at the beginning of the year</i>				
<i>(i)Principal Amount</i>	-	-	-	-
<i>(ii)Interest due but not paid</i>	-	-	-	-
<i>(iii)Interest accrued but not due</i>	-	-	-	-
<i>Total (i+ii+iii)</i>				
<i>Change in Indebtedness during the financial year</i>				
> <i>Addition</i>	-	-	-	-
> <i>Reduction</i>				
<i>Net Charge</i>	-	-	-	-
<i>Indebtedness at the end of the financial year</i>				
<i>(i)Principal Amount</i>	-	-	-	-
<i>(ii)Interest due but not paid</i>				
<i>(iii)Interest accrued but not due</i>				
<i>Total (i+ii+iii)</i>	-	-	-	-

## VI. REMUNARATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

### A. Remuneration to managing Director, Whole -time Directors and / or Manager:

S. No	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
		----	-----	----	-----	
1.	Gross Salary (a) Salary as per provisions contained in section 17(1) of the Income -tax Act,1961 (b) Value of perquisites u/s 17(2) Income tax Act, 1961 (c) Profit in lieu of salary under section 17(3) Income tax Act,1961	Mehak Arora (Managing Director)	-	-	-	Rs. 27500/- P.M.
2.	Stock Option	-	-	-	-	-
3.	Sweat Equity	-	-	-	-	-
4.	Commission - As % of profit - others, Specify...	-	-	-	-	-
5.	Others, please specify	-	-	-	-	-
	Total (A)	-	-	-	-	-
	Ceiling as per the Act	-	-	-	-	-

### B. Remunerations to others Director

	Particulars of Remuneration	Name of Director				Total Amount
		-----	-----	-----	-----	
	1. Independent Directors • Fee for attending board committee meetings • Commission • Others, Please specify	-	-	-	-	-
	<b>Total (1)</b>	-	-	-	-	-
	2. Other Non - Executive Directors • Fee for attending board committee meetings • Commission • Others, please specify	-	-	-	-	-
	<b>Total (2)</b>	-	-	-	-	-
	<b>Total (B) = (1+2)</b>	-	-	-	-	-
	<b>Total Managerial Remuneration</b>	-	-	-	-	-
	<b>Overall Ceiling as per the Act</b>	-	-	-	-	-

**C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/ MANAGER/WTD**

S. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross Salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	Shubhangi Shukla (CS)	Sudhish Kumar Verma (CFO)	Rs. 21000/- P.M.  Rs. 27500/- P.M.
	(b) Value of perquisites u/s 17(2) Income tax Act, 1961	-	-	-	-
	(c) Profit in lieu of salary under section 17(3) Income tax Act, 1961	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission - As % of profit - Others specify.....	-	-	-	-
5.	Others, Please specify	-	-	-	-
	<b>Total</b>	-	-	-	Rs. 48500/- P.M.

**VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:**

Type	Section of the companies Act	Brief Description	Details of Penalty / Punishment / Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
<b>B. DIRECTORS</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

*C. OTHER OFFICERS IN DEFAULT*

<i>Penalty</i>	-	-	-	-	-
<i>Punishment</i>	-	-	-	-	-
<i>Compounding</i>	-	-	-	-	-

*FOR HILLRIDGE INVESTMENTS LIMITED*

*Mehak Arora*  
*Managing Director*  
*DIN: 06798853*

*Shubhangi Shukla*  
*Company Secretary*  
*MEM NO.: 38094*

*PLACE: NEW DELHI*

*DATE: 24.05.2016*

## Independent Auditor's Report

To the Members of  
**M/S HILLRIDGE INVESTMENTS LIMITED**

### **Report on the Financial Statements**

I have audited the accompanying financial statements of M/S HILLRIDGE INVESTMENTS LIMITED ("the Company") which comprise the Balance Sheet as at March 31, 2016 and the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

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

The Company's Management is responsible for the matters in section 134(5) of the Companies Act, 2013 (the Act) with respect to preparation of these 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 the Companies Act, 2013 read with rule 7 of Companies (Accounts) Amendment Rules, 2015. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the act for the safeguarding of Assets of the company and for preventing and detecting the frauds and other irregularities, selection and application of appropriate accounting policies, making judgments and estimated that are reasonable and prudent and design, implementation and maintenance of internal financial control, 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.

### **Auditor's Responsibility**

My responsibility is to express an opinion on these financial statements based on my audit. I have taken into account the provisions of the act, the accounting and Auditing standards and matter which are required to be included in the audit report under the provision of the act and the rules made thereunder. I conducted my audit in accordance with the Standards on Auditing specified under section 143 (10) of the act. Those Standards require that I 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 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 control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my audit opinion on the financial statements.

### **Opinion**

In my opinion and to the best of my information and according to the explanations given to me, the financial statements read together with subject to Note No. 22, there is non provision of diminution in the value of Non Current Investment to the tune of ₹ 33.74 Lacs (P.Y ₹ 27.33 Lacs) by virtue of which profit of the company has been overstated by ₹ 33.74 Lacs thereon, 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:

- (a) In the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2016;
- (b) In the case of the Statement of Profit and Loss, of the Profit for the year ended on that date;
- (c) In the case of the Cash Flow Statement, of the Cash Inflows for the year ended on that date;

### **Report on other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, I give in the "Annexure A" statement on the matters specified in paragraphs 3 and 4 of the Order.



2. *As required by section 143(3) of the Act, I report that:*
- a) *I have sought and obtained all the information and explanations which to the best of my knowledge and belief were necessary for the purpose of my audit;*
  - b) *in my opinion proper books of account as required by law have been kept by the Company so far as appears from my examination of those books;*
  - c) *the Balance Sheet, Statement of Profit and Loss, and cash flow Statement dealt with by this Report are in agreement with the books of account;*
  - d) *in my opinion, the aforesaid Financial Statements, comply with the Accounting Standards specified under section 133 of the act, read with 7 of Companies (Accounts) Amendment Rules, 2015.*
  - e) *on the basis of written representations received from the directors as on 31st March, 2016, and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2016, from being appointed as a director in terms of section 164(2) of the act.*
  - f) *with respect to adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B", and*
  - g) *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 my opinion and to the best of my information and according to the explanations given to me:*
    - (i) *the Company has pending litigations as per NOTE No- 25.*
    - (ii) *the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.*
    - (iii) *there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company*

**CA. ANIL KUMAR**  
**(Chartered Accountant)**  
**M.No. 086223**

**Place: New Delhi**  
**Date: 24.05.2016**

## ***"ANNEXURE A" TO THE AUDITOR'S REPORT***

*The Annexure referred to in my report of even date to the members of M/s HILLRIDGE INVESTMENTS LIMITED as at and for the year ended 31st March, 2016, I report that:*

### *1. Fixed Assets:*

- (a) Company is maintaining proper records showing full particulars, including quantitative detail and situation of fixed assets.*
- (b) These fixed assets have been physically verified by the management at reasonable intervals and information and explanation given to us there is no material discrepancies were noticed on such verification.*
- (c) There are no immovable properties held in the name of company.*

### *2. Inventories:*

- a) The inventories have been physically verified during the year by the management. In my opinion, the frequency of verification is reasonable.*
- b) In my opinion and according to the information and explanations given to me, the procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.*
- c) The Company has maintained proper records of inventories. As per the information and explanation given to me, no material discrepancies were noticed on physical verification.*

### *3. Secured or unsecured Loans*

*The company has granted unsecured loans to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. The terms and conditions of such loans are nor prejudicial to the interest of the company. The company has been regular in receiving the interest from the parties, wherever applicable.*

- 4. The company has complied with the provision of section 185 & 186 in respect of loans, investments, guarantees, and security.*

- 5. In my opinion and according to the Information & Explanation given to me, The Company has not accepted deposits under the provisions of sections 73 to 76 are not applicable or any other relevant provisions of the Companies Act, 2013 and the rules framed there under.*

6. *I have been informed that the maintenance of cost records has not been prescribed by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.*

7. *Statutory dues*

a) *According to the records of the Company, undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues have been generally regularly deposited with the appropriate authorities. According to the information and explanations given to me, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at March 31, 2016 for a period of more than six months from the date of becoming payable.*

b) *According to records of company, information and explanations given to me, the details of disputes are as under.*

Sr. No.	Act	Appeal Pending Before	Assessment Year	Amount of demand
1.	Income Tax Act	ITAT	2009-10	1,25,25,369

8. *Since the company has not taken any loan or borrowing from a financial institution, bank, Government or dues to debenture holders hence the default in repayment of dues to banks, financial institutions, and Government does not arise.*

9. *In my opinion and according to the Information & Explanation given to me, the company has not raised moneys by way of initial public offer or further public offer (including debt instruments) and term loans so the clause is not applicable for the company.*

10. *Based on the procedure performed and the information and explanation given to me, I report that no fraud on or by the company has been noticed or reported during the year, nor I have been informed of such cases by the management.*

11. *In my opinion and according to the information and Explanation given to me company has pays or provides managerial remuneration in accordance with the requisite approval mandated by the provisions of section 197 read with Schedule V to the Companies Act.*

12. *The company is not a Nidhi company hence the provision related to the the Nidhi Company is not applicable.*
13. *The provision for related party transaction are not applicable to the company.*
14. *The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.*
15. *The company has not entered into any non-cash transactions with directors or persons connected with him.*
16. *The company is not an NBFC hence the company is not to be registered under section 45-IA of the Reserve Bank of India Act, 1934.*

*CA. ANIL KUMAR*  
*(Chartered Accountant)*  
*M.No. 086223*

*Place: New Delhi*  
*Date: 24.05.2016*

## ***“Annexure - B” to the Auditors’ Report***

*Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)*

*I have audited the internal financial controls over financial reporting of M/s HILLRIDGE INVESTMENTS LIMITED (“the Company”) as of 31 March 2016 in conjunction with my audit of the standalone financial statements of the Company for the year ended on that date.*

### ***Management’s Responsibility for Internal Financial Controls***

*The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (‘ICAI’). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.*

### ***Auditors’ Responsibility***

*My responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on my audit. I conducted my audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the “Guidance Note”) and the Standards on auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that I comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.*

*My audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. My audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. 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.*

*I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my audit opinion on the Company's internal financial controls system over financial reporting.*

#### ***Meaning of Internal Financial Controls over Financial Reporting***

*A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.*

### *Inherent Limitations of Internal Financial Controls Over Financial Reporting*

*Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.*

### *Opinion*

*In my opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.*

**CA. ANIL KUMAR**  
**(Chartered Accountant)**  
**M.No. 086223**

**Place: New Delhi**  
**Date: 24.05.2016**

# HILLRIDGE INVESTMENTS LIMITED

## BALANCE SHEET AS AT 31-03-2016

(IN ₹)

PARTICULARS	NOTE NO.	AS AT 31ST MARCH, 2016	AS AT 31ST MARCH, 2015
<b>I EQUITY AND LIABILITIES</b>			
1 <u>Shareholders Funds</u>			
(A) Share Capital	2	8,52,00,000	8,52,00,000
(B) Reserves And Surplus	3	16,09,26,745	16,02,09,296
2 <u>Current Liabilities</u>			
(A) Other Current Liabilities	4	2,27,063	1,68,062
(B) Short Term Provision	5	3,22,527	40,664
<b>TOTAL</b>		<b>24,66,76,335</b>	<b>24,56,18,022</b>
<b>II ASSETS</b>			
1 <u>Non-Current Assets</u>			
(A) Fixed Assets			
(i) Tangible Assets	6	15,496	-
(B) Non-Current Investments	7	13,77,43,000	22,47,43,000
(C) Deferred Tax Assets	8	79	-
(D) Long-Term Loans And Advances	9	5,20,00,000	-
2 <u>Current Assets</u>			
(A) Trade Receivables	10	84,75,926	66,49,784
(B) Stock In Trade	11	2,18,85,879	99,42,818
(C) Cash And Cash Equivalents	12	2,30,84,537	8,18,442
(D) Short-Term Loans And Advances	13	34,71,418	34,63,978
<b>TOTAL</b>		<b>24,66,76,335</b>	<b>24,56,18,022</b>

*Schedules referred to above and notes attached there to form an integral part of Balance Sheet*

*In Terms Of My Report Of Even Date Annexed*

**FOR HILLRIDGE INVESTMENTS LIMITED**

**CA. ANIL KUMAR**  
(Chartered Accountant)  
M. NO. 086223

**MEHAK ARORA**  
(Managing Director)  
DIN: 06798853

**VIKASH CHAUBEY**  
(Director)  
DIN : 06788465

Place: New Delhi  
Date: 24.05.2016

**SHUBHANGI SHUKLA**  
(Company secretary)  
M. No. A38094

**SUDHISH KUMAR VERMA**  
(Chief Financial officer)



# HILLRIDGE INVESTMENTS LIMITED

## STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31-03-2016

(IN ₹)

PARTICULARS	NOTE NO.	CURRENT PERIOD	PREVIOUS PERIOD
		2015-16	2014-15
Revenue From Operations	14	4,50,26,645	40,28,500
Other Income	15	17,80,992	-
<b>Total Revenue</b>		<b>4,68,07,637</b>	<b>40,28,500</b>
Cost of Trading Goods	16	5,60,21,128	40,50,000
Change in Stock In Trade	17	(1,19,43,061)	(7,74,818)
Employee Benefits Expenses	18	11,65,850	1,25,500
Depreciation And Amortization Expenses	6	22,604	-
Other Expenses	19	5,26,809	4,16,096
<b>Total Expenses</b>		<b>4,57,93,330</b>	<b>38,16,778</b>
<b>Profit Before Tax</b>		<b>10,14,307</b>	<b>2,11,722</b>
<b>Tax Expense</b>			
Current Tax		(3,22,527)	(40,664)
Earliar Years Tax		-	-
Deferred Tax		79	-
<b>Profit (Loss) For The Period</b>		<b>6,91,859</b>	<b>1,71,058</b>
Earning Per Equity Share			
Basic		0.08	0.02
Diluted		0.08	0.02

In Terms Of My Report Of Even Date Annexed

FOR HILLRIDGE INVESTMENTS LIMITED

CA. ANIL KUMAR  
(Chartered Accountant)  
M. NO. 86223

MEHAK ARORA  
(Managing Director)  
DIN: 06798853

VIKASH CHAUBEY  
(Director)  
DIN: 06788465

Place: New Delhi  
Date: 24.05.2016

SHUBHANGI SHUKLA  
(Company secretary)  
M. No. A38094

SUDHISH KUMAR VERMA  
(Chief Financial officer)

# HILLRIDGE INVESTMENTS

## CASH FLOW STATEMENT FOR THE YEAR ENDED 31-03-2016

(₹ In Lacs)

	PARTICULARS	2015-16	2014-15
<b>A.</b>	<b><u>CASH FLOWS FROM OPERATION ACTIVITIES</u></b>		
	Net Profit Before Tax And Extraordinary Items	6.92	2.12
	Add: Depreciation charged	0.23	
	Add: Provision for Taxation	3.23	
	Operating Profit Before Working Capital Changes	10.37	2.12
	<b>Adjustments For :</b>		
	Decrease/ increase In Current Assets	(137.77)	(7.75)
	Increase In Current Liabilities	0.85	0.23
	Cash Generated From Operations	(126.55)	(5.40)
	Direct Tax Paid	(0.41)	-
	<b>Net Cash From Operating Activities</b>	<b>(126.96)</b>	<b>(5.40)</b>
<b>B.</b>	<b><u>CASH FLOWS FROM INVESTING ACTIVITIES</u></b>		
	Investment purchased	-	(320.00)
	Fixed Assets Purchased	(0.38)	-
	Sale of investments During the Year	870.00	-
	<b>Net Cash Used In Investment Activities</b>	<b>869.62</b>	<b>(320.00)</b>
<b>C.</b>	<b><u>CASH FLOWS FROM FINANCING ACTIVITIES</u></b>		
	Loans & Advances made	(520.00)	322.05
	<b>Net Cash From In Financing Activities</b>	<b>(520.00)</b>	<b>322.05</b>
	<b>NET INCREASE IN CASH AND CASH EQUIVALENTS</b>	<b>222.66</b>	<b>(3.36)</b>
	CASH & CASH EQUIVALENTS (Opening Balance)	8.18	11.54
	<b>CASH &amp; CASH EQUIVALENTS (Closing Balance)</b>	<b>230.84</b>	<b>8.18</b>

NOTE : NEGATIVE FIGURES HAVE BEEN SHOWN IN BRACKETS.

In Terms Of My Report Of Even Date Annexed

FOR HILLRIDGE INVESTMENT LIMITED

CA. ANIL KUMAR  
(Chartered Accountant)  
M. NO. 86223

MEHAK ARORA  
(Managing Director)  
DIN: 06798853

VIKASH CHAUBEY  
(Director)  
DIN: 06788465

Place: New Delhi  
Date: 24.05.2016

SHUBHANGI SHUKLA  
(Company secretary)  
M. No. A38094

SUDHISH KUMAR VERMA  
(Chief Financial officer)

## Notes to the Financial Statements

### **Note1: SIGNIFICANT ACCOUNTING POLICIES**

**(a) Basis for preparation of Accounts:**

The Financial Statements of the Company are prepared and presented under the historical cost convention, on the accrual basis of accounting in accordance with Generally Accepted Accounting Principles ("GAAP") in India, mandatory accounting standards, as specified in the Companies (Accounting Standards) Amendment Rules, 2016 and the provisions of the Companies Act, 2013, to the extent applicable, and as adopted consistently by the Company.

All assets and liabilities have been classified as current or non-current as per the criteria set out in the Schedule III to the Companies Act, 2013. . The necessary details pursuant to the provision of the schedule III to the Companies Act, 2013 have been given to the extent applicable during the year. Based on the nature business the Company has ascertained its operating cycle as 12 months for the purpose of current - noncurrent classification of assets and liabilities.

**(b) Use of estimates:**

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting year end. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Any revisions to the accounting estimates are recognized prospectively in the current and future years

**(c) Investment:**

Long-term investments are stated at cost. Provision of diminution in the value of long-term investments is made only if such a decline is other than temporary in the opinion of the management. As in case of Company such decline is presumed to be temporary hence no provision has been created.

**(d) Fixed Assets:**

*Fixed Assets are stated at cost less accumulated depreciation. Cost comprises the purchase price and any attributable cost of bringing the assets to its working condition for its intended use.*

*Intangible Assets expected to provide future enduring economic benefits are carried at cost less accumulated amortization and impairment losses, if any. Cost comprise of purchase price and directly attributable expenditure on making the assets ready for its intended use.*

**(e) Depreciation & Impairment of Assets**

*Depreciation on fixed assets is provided on written down value method, at the useful Lives and in the manner prescribed in Schedule-II to the companies Act, 2013.*

**(f) Revenue Recognition:**

- a. In respect of loan agreements, the income is accrued by applying the implicit rate in the transaction on declining balance on the amount financed for the period of the agreement.*
- b. Dividend income on investments is accounted for as and when the right to receive the same is established.*

**(g) Accounting of Inventories**

*Stock in trade should be valued at cost or market price whichever is lower, so that the company has valued its currently purchased all stock in trade at less value that is cost.*

**(h) Financial Derivatives and Commodity Hedging Transaction:**

*In respect of Derivative contracts, premium paid, gain & losses on settlement and losses on restatement are recognized in the Statement of profit & Loss.*

**(i) Provision and Contingent Liabilities:**

- (i) A provision is recognized when the company has a present obligation as a result of past event and it is probable that outflow of resources will be required to settle the obligation and in respect of which a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.*

(ii) *Contingent Liabilities* are disclosed separately by way of note to financial statement after careful evaluation by the management of the facts and legal aspects of the matter involved in case of :

- a. A present obligation arising from the past event, when it is not probable that an outflow of resources will be required to settle the obligation.
- b. A possible obligation, unless the probability of outflow of resources is remote.

**(j) Employee Benefits**

Company do not follow the provision of the accounting Standard-15 "Employee benefits" as the company do not have employee more than 10 personnels. So it is the policy of the company that any kind of provision mentioned in the AS -15 will not be entertained. And the company does not make provision for gratuity also.

In case the company's employee limits goes beyond the prescribed limits then AS-15 for Employee benefits will be taken into consideration.

**(k) Taxation**

Provision for current tax is made in accordance with and at the rates specified under the Income-Tax Act, 1961, in accordance with Accounting Standard 22 - 'Accounting for taxes on Income', issued by the Institute of Chartered Accountant of India.

**(l) Earnings per share:**

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares

**(m) Cash and Cash equivalents:**

Cash and cash equivalents in the cash flow statement comprise cash at bank and in hand and highly liquid investments that are readily convertible into known amount of cash.

## Notes to Financial Statements

### NOTE 2. SHARE CAPITAL

IN ₹

PARTICULARS	AS AT 31ST MARCH 2016	AS AT 31ST MARCH 2015
<b>Authorised Share Capital</b> 8,500,000 Equity Share (Previous Year 8,500,000) of ₹ 10 Each	8,50,00,000	8,50,00,000
<b>Preference Share</b> 20,000 Preference Share (Previous Year 20,000) of ₹ 10 Each	2,00,000	2,00,000
	<b>8,52,00,000</b>	<b>8,52,00,000</b>
<b>Issued, Subscribed &amp; Paid up Share</b> Shares at the end of the Accounting Period 85,00,000 Equity Shares (Previous Year 8,500,000) of ₹10/- each	8,50,00,000	8,50,00,000
Addition During The Year	-	-
<b>Total</b>	<b>8,50,00,000</b>	<b>8,50,00,000</b>
<b>Preference Share</b> Shares at the end of the Accounting Period 20,000 Preference Shares (Previous Year 20,000) of ₹10/- each	2,00,000	2,00,000
Addition During the Year	-	-
<b>Total</b>	<b>2,00,000</b>	<b>2,00,000</b>

2.1 The company has only one class of equity Shares having Par Value of ₹ 10 per Share. All these Shares have Same right & preferences with respect to payment of dividend, repayment of Capital & Voting.

2.2 The company has no shareholder of 5% of the Total Paid up Capital.

## Notes to Financial Statements

2.3 The reconciliation of the number of Shares outstanding is set out Below:

<b>PARTICULARS</b>	<b>AS AT 31ST MARCH 2016</b>	<b>AS AT 31ST MARCH 2015</b>
<b>Equity Shares at the beginning of the year</b>	85,00,000	85,00,000
Add: Issued during the year	-	-
<b>Equity Shares at the end of the Year</b>	<b>85,00,000</b>	<b>85,00,000</b>
<b>Preference Shares at the beginning of the year</b>	20,000	20,000
Add: Issued during the year	-	-
<b>Preference Shares at the end of the Year</b>	<b>20,000</b>	<b>20,000</b>

### NOTE 3: RESERVES & SURPLUS

IN ₹

<b>PARTICULARS</b>	<b>AS AT 31ST MARCH 2016</b>	<b>AS AT 31ST MARCH 2015</b>
<b>Security Premium Account</b>		
At the Beginning of Accounting Period	16,18,00,000	16,18,00,000
Addition during the year	-	-
At the End of the Accounting Period	<b>16,18,00,000</b>	<b>16,18,00,000</b>
<b>Surplus</b>		
At The Beginning Of The Accounting Period	(15,90,705)	(17,61,763)
Additions During The Year (Balance In Statement Of Profit & Loss)	6,91,859	1,71,058
Amount debited which is credited earlier	25,590	
At The End Of The Accounting Period	<b>(8,73,255)</b>	<b>(15,90,705)</b>
<b>Grand Total</b>	<b>16,09,26,745</b>	<b>16,02,09,296</b>

### CURRENT LIABILITIES:

#### NOTE 4 : OTHER CURRENT LIABILITIES

IN ₹

<b>PARTICULARS</b>	<b>AS AT 31ST MARCH 2016</b>	<b>AS AT 31ST MARCH 2015</b>
Expenses Payable	2,27,063	1,68,062
<b>Grand Total</b>	<b>2,27,063</b>	<b>1,68,062</b>

## Notes to Financial Statements

### NOTE 5 : SHORT TERM PROVISION

IN ₹

PARTICULARS	AS AT 31ST MARCH 2016	AS AT 31ST MARCH 2015
Provision for Taxation	3,22,527	40,664
<b>Grand Total</b>	<b>3,22,527</b>	<b>40,664</b>

### NON CURRENT ASSETS

### NOTE 7: NON CURRENT INVESTMENT

IN ₹

PARTICULARS	AS AT 31ST MARCH 2016	AS AT 31ST MARCH 2015
<b>Unquoted Equity Shares</b>		
19880 Excel Tex- Fab Pvt. Ltd. of ₹ 10/-each	19,88,000	19,88,000
0 Eagle Infratech Pvt. Ltd. of ₹10/-each (550000)	-	5,50,00,000
1358000.00 Blue Bell Finance Ltd. of ₹10/-each	13,57,55,000	13,57,55,000
0 Avail Financial Services Ltd. of ₹ 10/- each (35000)	-	2,91,20,000
0 Dewan Motors Investment & Finance Ltd. of ₹ 10/- each (28800)	-	28,80,000
<b>Grand Total</b>	<b>13,77,43,000</b>	<b>22,47,43,000</b>

\* Fair market value of Investmenst

13,76,24,505

22,20,09,303

### NOTE 8: DEFERRED TAX ASSETS

IN ₹

PARTICULARS	AS AT 31ST MARCH 2016	AS AT 31ST MARCH 2015
Deferred Tax assets	79	-
<b>Grand Total</b>	<b>79</b>	<b>-</b>



*Notes to the Financial Statement*

*Note : 6 Fixed Asset*

IN ₹

Sr. No	Particulars	Gross Block				Depreciation				Net Block	
		Value at the beginning	Addition during the year	Deduction during the year	Value at the end	Value at the beginning	Addition during the year	Deduction during the year	Value at the end	WDV as on 31.03.2016	WDV as on 31.03.2015
I	<u>Tangible Assets</u>										
1	Computer	-	32,500	-	32,500	-	19,290	-	19,290	13,210	-
2	Printer	-	5,600	-	5,600	-	3,314	-	3,314	2,286	-
	<b>SUB TOTAL</b>	-	<b>38,100</b>	-	<b>38,100</b>	-	<b>22,604</b>	-	<b>22,604</b>	<b>15,496</b>	-
	<b>Total (Current Year)</b>	-	<b>38,100</b>	-	<b>38,100</b>	-	<b>22,604</b>	-	<b>22,604</b>	<b>15,496</b>	-
	<b>(Previous Year)</b>	-	-	-	-	-	-	-	-	-	-

IN TERMS OF MY REPORT OF EVEN DATE ATTACHED

FOR HILLRIDGE INVESTMENTS LIMITED

C.A. ANIL KUMAR  
(Chartered Accountant)  
M. NO. 086223

MEHAK ARORA  
(Managing Director)  
DIN: 06798853

VIKASH CHAUBEY  
(Director)  
DIN: 06788465

Place: New Delhi  
Date: 24.05.2016

SHUBHANGI SHUKLA  
(Company secretary)  
M. No. A38094

SUDHISH KUMAR VERMA  
(Chief financial officer)

## Notes to Financial Statements

### NOTE :09 LONG TERM LOAN & ADVANCES

IN ₹

PARTICULARS	AS AT	
	31ST MARCH 2016	31ST MARCH 2015
<b>Unsecured Loan</b>		
Loans at agreement values less installment received (include overdue Amount)		
Standard Assets	5,20,00,000	-
<b>Grand Total</b>	<b>5,20,00,000</b>	<b>-</b>

### CURRENT ASSETS

### NOTE : 10 TRADE RECEIVABLES

IN ₹

PARTICULARS	AS AT	
	31ST MARCH 2016	31ST MARCH 2015
<b>Sundry Debtors</b>		
Less Than Six Month	18,26,142	-
More Than Six Month	66,49,784	66,49,784
<b>Grand Total</b>	<b>84,75,926</b>	<b>66,49,784</b>

### NOTE : 11 STOCK IN TRADE

IN ₹

Stock valued at cost and market value whichever is lower.

PARTICULARS	AS AT		AS AT	
	31ST MARCH 2016		31ST MARCH 2015	
	No. of Shares	Amount	No. of Shares	Amount
RKG Finvest Limited*	-	-	47500	79,17,818
Blue Bell Finance Limited*	-	-	20,000.00	20,25,000
Apoorva Leasing Finance & investments Co. Limited	10,18,000	65,88,099	-	-
Sital Leasing & Finance Limited	1,85,960	1,42,90,656	-	-
Tarini Enterprises Limited	5,075	10,07,124	-	-
<b>Grand Total</b>		<b>2,18,85,879</b>		<b>99,42,818</b>
<b>* Market Value of the stock held</b>		<b>2,45,43,987</b>		<b>1,90,12,500</b>

## Notes to Financial Statements

### NOTE : 12 CASH & CASH EQUIVALENTS

IN ₹

PARTICULARS	AS AT 31ST MARCH 2016	AS AT 31ST MARCH 2015
Cash in Hand	5,86,501	7,34,195
Bank balance with Current Account	6,75,536	84,248
Cheque In Hand	2,18,22,500	-
<b>Grand Total</b>	<b>2,30,84,537</b>	<b>8,18,442</b>

### NOTE : 13 SHORT TERM LOANS & ADVANCES

IN ₹

PARTICULARS	AS AT 31ST MARCH 2016	AS AT 31ST MARCH 2015
Receivables from Revenue Authority	34,71,418	34,63,978
<b>Grand Total</b>	<b>34,71,418</b>	<b>34,63,978</b>

### NOTE : 14 REVENUE FROM OPERATION

IN ₹

PARTICULARS	CURRENT PERIOD 2015-2016	PREVIOUS PERIOD 2014-2015
Sale of Shares	2,00,14,055	40,28,500
Sale of Commodities	2,18,54,610	-
Interest On Loan	3,69,370	-
Profit / Loss on commodity	27,88,610	-
<b>Grand Total</b>	<b>4,50,26,645</b>	<b>40,28,500</b>

### NOTE : 15 OTHER INOCME

IN ₹

PARTICULARS	AS AT 31ST MARCH 2016	AS AT 31ST MARCH 2015
Interest on FDR	23,421	-
Profit on Sale of Investment	17,53,750	-
Interest on Refund	3,821	-
<b>Grand Total</b>	<b>17,80,992</b>	<b>-</b>

## Notes to Financial Statements

### NOTE : 16 COST OF TRADING GOODS

IN ₹

<i>PARTICULARS</i>	<i>CURRENT PERIOD</i> 2015-2016	<i>PREVIOUS PERIOD</i> 2014-2015
Purchases of Shares	3,18,26,974	40,50,000
Purchases of Commodities	2,35,86,814	
Trading Expenses	6,07,340	
<b>Grand Total</b>	<b>5,60,21,128</b>	<b>40,50,000</b>

### NOTE : 17 CHANGE IN STOCK IN TRADE

IN ₹

<i>PARTICULARS</i>	<i>CURRENT PERIOD</i> 2015-2016	<i>PREVIOUS PERIOD</i> 2014-2015
Balance at the beginning of the year	99,42,818	91,68,000
Balance at the Closing of the year	2,18,85,879	99,42,818
<b>Grand Total</b>	<b>(1,19,43,061)</b>	<b>(7,74,818)</b>

### NOTE : 18 EMPLOYEE BENEFITS EXPENSES

IN ₹

<i>PARTICULARS</i>	<i>CURRENT PERIOD</i> 2015-2016	<i>PREVIOUS PERIOD</i> 2014-2015
Salary Expenses	11,65,850	1,25,500
<b>Grand Total</b>	<b>11,65,850</b>	<b>1,25,500</b>

## Notes to Financial Statements

### NOTE : 19 OTHER EXPENSES

IN ₹

PARTICULARS	CURRENT PERIOD 2015-2016	PREVIOUS PERIOD 2014-2015
Advertisement expenses	67,540	60,080
Audit Remuneration	22,800	20,000
Bank Charges	6,387	1,605
Bad debts	-	492
Conveyance Expenses	21,438	-
Demat Account	595	1,150
Interest on Taxes	4,126	-
Legal & Professional charges	1,36,047	1,46,068
Meeting Expenses	22,838	-
Secretarial & Filing Fees Expenses	10,200	25,400
Listing Compliance charges	1,63,681	1,13,484
Office rent	22,000	6,000
Repair & Maintenance	-	2,950
postage Charges	14,523	14,824
Printing & Stationery Expenses	30,712	24,043
Telephone Expenses	3,922	-
<b>Grand Total</b>	<b>5,26,809</b>	<b>4,16,096</b>

20. Previous year's figures have been reworked, regrouped, rearranged & reclassified wherever necessary to confirm to the current year presentation.
21. In the opinion of Board of Director, the current assets, loans & advances have a value on realization in the ordinary course of business at least equal to the amount at which these are stated.
22. As per AS-13, all long term investments are to be carried at cost less diminution in the value except for temporary diminution. There is non provision of diminution in the value of Non Current Investment to the tune of ₹ 33.74 Lacs (P. Y. 27.33 Lacs) by virtue of which profit of the company has been overstated by ₹ 33.74 Lacs (P. Y. 27.33 Lacs).
23. During the year, the Company had sold its investments of ₹ 870 Lacs and earned profit of ₹ 17.54 Lacs. And the sale consideration received from this transaction is further applied to the Loan disbursement of ₹ 520 Lacs and remaining Amount were utilized to deal in marketable Shares & Securities.

During the company, the company has turnover of ₹ 446.57 Lacs from the Sale of Shares, trading in Futures & options and trading in commodity. The company has adopted the policy of trading in Shares & F & O's in Shares & Commodities will be taken into consideration as sale and purchase for the accounting purpose.

24. **Segment Reporting:** The Company's business activity falls within single primary/secondary business segment viz., Finance Activity. The disclosure requirement of Accounting Standard (AS) - 17 "Segment Reporting" issued by the Institute of Chartered Accountant of India, therefore is not applicable.

25. **Contingent Liabilities & Pending Litigations:**

The Income Tax department has filed an appeal to ITAT against the order of CIT (A) for A. Y. 2009-10. The litigation is pending before ITAT till date.

26. **Related Party Disclosures :** As per Accounting Standard 18 on Related Party disclosures issued by the Institute of Chartered Accountants of India, the nature and volume of transactions of the Company. During the year, there is no related party transaction.

27. **Earnings per Share as per "AS- 20" issued by the Institute of Chartered Accountants of India:**

(In ₹)

Particulars	Year ended March 31, 2016	Year ended March 31, 2015
Profit/(Loss) after taxation as per Profit and Loss Account (in ₹)	6,91,860	171,058
Weighted average number of Equity Shares outstanding during the year	85,00,000	85,00,000
Nominal value of Equity shares (in ₹)	10/-	10/-
Basic earnings per share (in ₹)	0.08	0.02
Adjusted earnings per share (in ₹)	0.08	0.02

28. <i>Payment to Auditor</i>	<u>2015-16</u>	<u>2014-15</u>
<i>Audit Fee</i>	22,800/-	20,000/-

29. *Micro and Small Scale Business Industries:-*

*There are no Micro, Small and Medium Enterprises, to whom the company owes dues which outstanding for more than 45 days as at 31st March, 2016. This information as required to be disclosed under the Micro, Small and Medium Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with company.*

*Auditor's Report Signed in Terms of my Separate Report of even date*

*FOR HILLRIDGE INVESTMENTS LIMITED*

*C.A. ANIL KUMAR*  
*(Chartered Accountant)*  
*M. No. 086223*

*Mehak Arora*  
*(Managing Director)*  
*DIN: 06798853*

*Vikash Choubey*  
*(Director)*  
*DIN: 06788465*

*Place: New Delhi*  
*Date: 24.05.2016*

*Shubhangi Shukla*  
*(Company Secretary)*  
*M. No. A38094*

*Sudhish Kumar Verma*  
*(Chief Financial Officer)*

# HILLRIDGE INVESTMENTS LIMITED

**Regd. Office:** 2127-28, 3<sup>rd</sup> Floor, Block- K, Gali No.- 58, Naiwala,  
Gurdwara Road, Karol Bagh, New Delhi- 110005

**CIN:** L65993DL1980PLC010757

**E-mail Id:** hillridgeinvest@gmail.com

**Website:** www.hillridgeinvestments.in

**Ph. No.:** 011-28756903

## ATTENDANCE SLIP

Please complete this Attendance Slip and hand it over at the Entrance of the Hall. Only Members or their Proxies are entitled to be present at the meeting.

Name and Address of the Member	Folio No.
	Client ID No.
	DP ID No.
	No. of Shares Held

I hereby record my Presence at the 36<sup>th</sup> Annual General Meeting of the Company being held on **Wednesday, 28<sup>th</sup> Day of September, 2016 at 11:00 A.M.** at 16/121-122, Jain Bhawan, Faiz Road, Karol Bagh, New Delhi-110005.

Signature of the Shareholder	Signature of the Proxy

- Note:**
1. The copy of Annual Report may please be brought to the Meeting Hall.
  2. Briefcase, Hand Bags etc. are not allowed inside the Meeting Hall.
  3. Please note that no gifts will be distributed at the meeting.



# **HILLRIDGE INVESTMENTS LIMITED**

**Regd. Office:** 2127-28, 3<sup>rd</sup> Floor, Block- K, Gali No.- 58, Naiwala,  
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**CIN:** L65993DL1980PLC010757

**E-mail Id:** hillridgeinvest@gmail.com

**Website:** www.hillridgeinvestments.in

**Ph. No.:** 011-28756903

## **FORM NO. MGT-11**

### **Proxy form**

*[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the  
Companies (Management and Administration) Rules, 2014]*

**CIN:** L65993DL1980PLC010757

**Name of the company:** Hillridge Investments Limited

**Registered office:** 2127-28, 3<sup>rd</sup> Floor, Block- K, Gali No.- 58,  
Naiwala, Gurdwara Road, Karol Bagh, Delhi-110005

*Name of Member(s) :*

*Registered address :*

*E-mail Id :*

*Folio No/ Client Id:*

*DP ID :*

*I/We, being the member (s) of ..... shares of the above named company, hereby appoint*

<i>1. Name :</i>	<i>Address :</i>
<i>E-mail Id :</i>	<i>Signature :</i>

*or failing him*

<i>2. Name :</i>	<i>Address :</i>
<i>E-mail Id :</i>	<i>Signature :</i>

*or failing him*

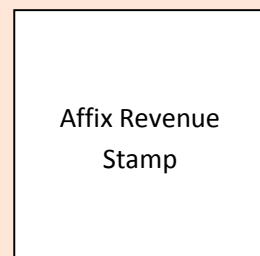
<i>3. Name :</i>	<i>Address :</i>
<i>E-mail Id :</i>	<i>Signature :</i>

*as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 36<sup>th</sup> Annual general meeting of the company, to be held on Wednesday, 28<sup>th</sup> Day of September, 2016 at 11:00 A.M. at 16/121-122, Jain Bhawan, Faiz Road, Karol Bagh, New Delhi-110005 and at any adjournment thereof in respect of such resolutions as are indicated below:*

<i>S. No.</i>	<i>Resolutions</i>
<b><i>ORDINARY BUSINESS</i></b>	
<i>1</i>	<i>Ordinary Resolution for adoption of Audited Financial Statements for the year ended March 31<sup>st</sup>, 2016.</i>
<i>2</i>	<i>Ordinary Resolution for re- appointment of Mr. Ramesh Kumar Murolia, retires by rotation and being eligible for re-appointment and offers himself, as a Director of the Company.</i>
<i>3</i>	<i>Ordinary Resolution under Section 139 to 142 of the Companies Act, 2013 for re-appointment of Mr. Anil Kumar, Chartered Accountant, as Statutory Auditor of the Company and fixing their remuneration.</i>

*Signed this ..... day of..... 20.....*

*Signature of shareholder*



*Signature of Proxy holder(s)*

*Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.*

*If undelivered, please return to:*

***Hillridge Investments Limited***

***2127-28, 3<sup>rd</sup> Floor, Block- K, Gali No. -  
58, Naiwala, Gurdwara Road, Karol  
Bagh, Delhi- 110005***