

HILLRIDGE INVESTMENTS LIMITED

Regd. Office : 203, Aman Chamber, Pusa Road, Rajendra Place Metro Station, New Delhi-110060
Email : hillridgeinvest@gmail.com, Website : hillridgeinvestments.in, CIN : L65993DL1980PLC010757
Tel. : +91-11-28756903, Mob. : +91-9650836542

Date: 09.10.2017

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 - 400 098

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 2016-17. (SYMBOL: HILLRIDGE)

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 2016-17.

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

For Hillridge Investments Limited



Mehak arora
Managing director

DIN: 06798853

Address: H. NO. HN-137 GN-1 2ND Floor
Gopal Park Ram Nagar Ext Delhi

Place: New Delhi

Encl: a/a

HILLRIDGE INVESTMENTS LIMITED

**37TH ANNUAL REPORT
(2016-2017)**



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CORPORATE INFORMATION

CIN

L65993DL1980PLC010757

BOARD OF DIRECTORS

Mehak Arora Managing Director

Naveen Kumar Director

Ramesh Kumar Murolia Director

Deepu Singh Director

Vikash Chaubey Director

CHIEF FINANCIAL OFFICER

Mr. Sudhish Kumar Verma

REGISTERED OFFICE

203, Aman Chamber, Pusa Road
Rajendra Place Metro Station
New Delhi- 110060

SECRETARIAL AUDITORS

M/s Anurag Gupta & Associates
(Company Secretaries)
WE- 96, Mohan Garden, Uttam Nagar
New Delhi- 110059

STATUTORY AUDITORS

Mr. Anil Kumar
(Chartered Accountant)
BA-52/B Janakpuri, New Delhi-110058

INTERNAL AUDITORS

Ms. Vaishali Jain

BOARD COMMITTEE:

Audit Committee:

Mr. Naveen Kumar Chairperson

Mr. Vikash Chaubey Member

Mrs. Mehak Arora Member

Stakeholders Relationship Committee:

Mr. Naveen Kumar Chairperson

Mr. Vikash Chaubey Member

Mrs. Mehak Arora Member

Nomination & Remuneration Committee:

Mr. Naveen Kumar Chairperson

Mr. Vikash Chaubey Member

Mr. Ramesh Kumar Murolia Member

Risk Management Committee:

Mr. Naveen Kumar Chairperson

Mr. Vikash Chaubey Member

Mrs. Mehak Arora Member

REGISTRAR AND TRANSFER AGENT

Bigshare Services Pvt. Ltd.
E4/8, First Floor, Jhandewalan
Extension, New Delhi-110055

STOCK EXCHANGE(S) WHERE COMPANY'S SECURITIES ARE REGISTERED

- Metropolitan Stock Exchange of India Limited (MSEI)
- Delhi Stock Exchange Limited (DSE)
- Ahmadabad Stock Exchange (ASE)

BANKERS

- IDBI Bank, Punjabi Bagh, New Delhi
- Oriental Bank of Commerce, Old Rajinder Nagar, New Delhi

E-MAIL ID

hillridgeinvest@gmail.com

INVESTORS HELPDESK & E-MAIL

Mehak Arora
Compliance officer
hillridgeinvest@gmail.com

WEBSITE

www.hillridgeinvestments.in

CONTACT NO.

011-25755261

HILLRIDGE INVESTMENTS LIMITED

Regd. Office: 203, Aman Chamber, Pusa Road Rajendra Place Metro Station, New Delhi - 110060

CIN: L65993DL1980PLC010757, **Ph. No.:** 011- 25755261

E-mail Id: hillridgeinvest@gmail.com, **Website:** www.hillridgeinvestments.in

NOTICE

Notice is hereby given that the 37th Annual General Meeting of the Company will be held on **Monday, 25th Day of September, 2017 at 02:00 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 31st March, 2017 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. Deepu Singh (DIN: 06786614), 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 there under (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**

PLACE: NEW DELHI

DATE: 08.08.2017

**MEHAK ARORA
MANAGING DIRECTOR
DIN: 06798853**

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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) There is no special business to be transacted in AGM. Hence, no Explanatory statement pursuant to the provision of Section 102 of the Companies Act 2013 for material facts related to Special business is annexed herewith.
- (iii) 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.
- (iv) 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.
- (v) 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 **18th September, 2017 to 25th September, 2017** (both days inclusive).
- (vi) 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.
- (vii) 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.

- (viii) 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.
- (ix) Electronic copy of the Annual Report for the financial year 2016-17 along with the Notice of the 37th 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 Participant(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 2016-17 along with Notice of the 37th 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.
- (x) Members may also note that the Notice of the 37th Annual General Meeting and the Annual Report for the financial year 2016-17 will also be available on the Company's website 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.
- (xi) 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
- (xii) 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.
- (xiii) 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 37th 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

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Company for your participation in e-voting on resolution placed by the Company on e-Voting system.

The Notice of the 37th 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 or 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.

PROCEDURE TO LOGIN TO E-VOTING WEBSITE

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
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 22, 2017 (9:00 am) till September 24, 2017 (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 tripathistik@gmail.com with a copy marked to evoting@nsdl.co.in.

GENERAL INSTRUCTIONS

- a) **The e-voting period commences on September 22, 2017 (9:00 am) till September 24, 2017 (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. **18th September, 2017** may obtain the login ID and password by sending a request at 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 **18th September, 2017**.
- f) **M/S Anurag Gupta & Associates** (COP No. 17887) 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 and on the website of NSDL viz., www.evoting.nsdl.com on or before **Thursday, 28th September, 2017**.

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 37th 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 for the purpose of casting your votes electronically by using your existing user ID and password used for accessing the website 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 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**

**PLACE: NEW DELHI
DATE: 08.08.2017**

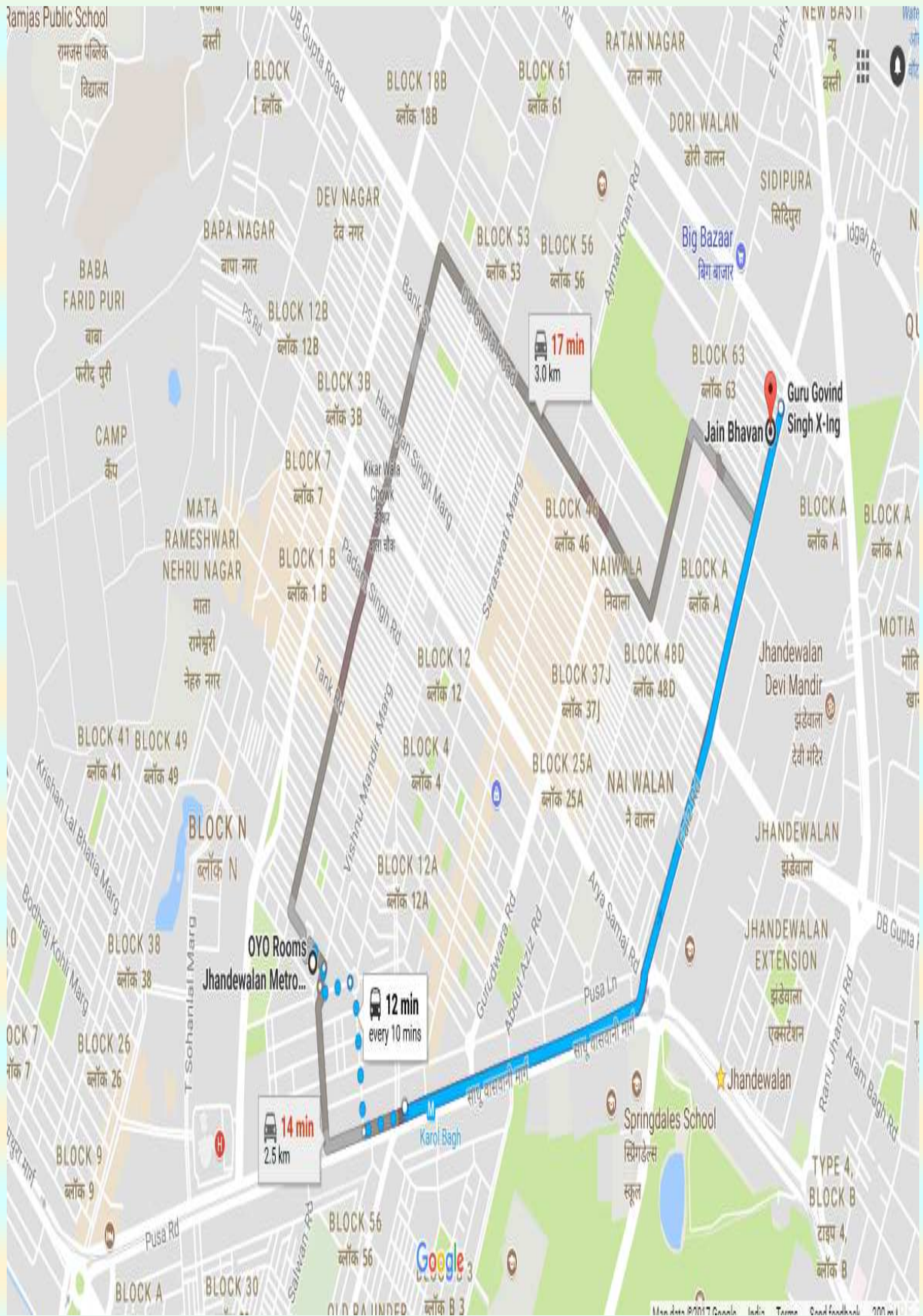
**MEHAK ARORA
MANAGING DIRECTOR
DIN: 06798853**

DETAILS OF DIRECTORS RETIRING BY ROTATION AND SEEKING RE- APPOINTMENT

(In Pursuance of Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

Name of Director	Mr. Deepu Singh
Nationality	Indian
Date of Appointment	30.03.2015
Qualifications	Graduate
Number of Shares held in the Company	150000
Expertise in specific Functional areas	Financial Sector
Director of other Companies (excluding foreign Companies)	<ul style="list-style-type: none">• DHSL Textiles (India) Limited• India Stuffyarn Limited• Shri Niwas Leasing And Finance Limited• Abhijit Trading Co. Limited• Nature India Communique Limited
Relationship between Director Inter se	Nil

ROUTE MAP



DIRECTOR'S REPORT

To
The Members
Hillridge Investments Limited

The Directors have pleasure in presenting before you the 37th Annual Report on the business and operations of the Company along with the Audited Financial Statement for the financial year ended 31st March, 2017.

1. FINANCIAL SUMMARY HIGHLIGHTS

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

PARTICULARS	(In ₹)	
	MARCH 31, 2017	MARCH 31, 2016
Total Revenue	5,563,068	4,68,07,637
Profit before Tax	50,209	10,14,307
Current Tax	(25,019)	(3,22,527)
MAT Credit Entitlement	-	-
Deferred Tax	1,558	79
Net Profit after Tax	26,748	6,91,859

2. STATEMENT OF COMPANY'S AFFAIR

During the financial year 2016-17, the Company has recorded revenue of ₹ **5,563,068** /-. The Company has earned net profit of ₹ **26,748** /- during the year as compared to profit ₹ **6,91,859** /- in the last year. The Directors are optimistic about future performance of the Company.

3. CHANGE IN NATURE OF BUSINESS:

There was no change in the nature of business of company during the financial year.

4. 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.

5. TRANSFER TO RESERVES

The Company did not transfer any amount to the General Reserves.

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6. SHARE CAPITAL

The paid up share capital as on 31st March, 2017 was ₹ 8,52,00,000 comprising 85,00,000 equity shares of ₹ 10/- each and 20,000 preference shares of ₹ 10/- each. There is no change took place during the year.

7. DEPOSITS

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

8. SUBSIDIARY/ASSOCIATE/ JOINT VENTURE COMPANIES

The Company does not have any subsidiary/ Associates/ Joint Venture company.

9. CHANGE IN REGISTERED OFFICE

The company registered office has been shifted from 3rd Floor, 2127-28, Block-K, Gali No. - 58, Naiwala Gurudwara Road, Karol Bagh, New Delhi 110005 to 203, Aman Chamber, Pusa Road Rajendra Place Metro Station New Delhi 110060 w.e.f. 26th December, 2016.

10. DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Re-Appointment of Director:

Mr. Deepu Singh, 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 her re-appointment. Resolution for her Re-appointment is given in the Annual General Meeting notice.

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. The policy for Familiarisation of Independent Director is also placed on Website of the company i.e. www.hillridgeinvestments.in respectively.

As per the Provisions of Companies Act, 2013, one (1) Meeting held in the F.Y. 2016-17 on **24th March, 2017** of the Independent Directors.

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 2016-2017 under review:

- (i) Ms. Mehak Arora, Managing Director
- (ii) Mr. Sudhish Kumar Verma, Chief Financial Officer

Resignation of Company Secretary

During the year, Ms. Shubhangi Shukla, Company Secretary of the Company has shown his desire to discontinue his service as Company Secretary of the Company w.e.f. 1st April, 2017, due to his pre-occupation. The Board of Directors has accepted the same and placed on record its appreciation for the services rendered by Ms. Shubhangi Shukla during his tenure as Company Secretary of the Company.

11. MEETINGS

A. Board Meetings

The Board of Directors duly met Eight (8) times during the financial year from 1st April, 2016 to 31st March, 2017. The dates on which meetings were held are as follows:

24th May 2016, 4th August 2016, 1st September 2016, 24th September 2016, 9th November 2016, 11th November 2016, 3rd February, 2017 and 24th March, 2017.

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	
Ms. Mehak Arora	Managing Director	Executive & Non Independent	8	8	Yes
Mr. Ramesh Kumar Murolia	Director	Non Executive & Independent	8	8	Yes
Mr. Naveen Kumar	Director	Non Executive & Independent	8	8	Yes
Mr. Deepu Singh	Director	Non Executive & Non 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 (4) Audit Committee Meetings were convened and held.

Meetings of the Committee:

The Committee met four (4) times on **24th May 2016, 4th August 2016, 9th November 2016 and 3rd February 2017** during the financial year ended March 31, 2017.

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 (2) Nomination & Remuneration Committee Meetings were convened and held.

Meetings of the Committee:

The Committee met two (2) times on **24th May, 2016 and 3rd February, 2017** during the financial year ended March 31, 2017.

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
Mr. Ramesh Kumar Murolia	Member	2	2

The policy of nomination policy is also placed on website of the company i.e. www.hillridgeinvestments.in respectively.

(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 (3) 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 three (3) times on **4th August, 2016, 11th November, 2016 and 3rd February, 2017** during the financial year ended March 31, 2017.

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:

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

(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 (2) Risk Management Committee Meetings 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 two (2) times on **4th August, 2016 and 3rd February, 2017** during the financial year ended March 31, 2017.

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 28th September, 2016 at 11.00 AM. At 16/121-122, Jain Bhawan, Karol Bagh, New Delhi 110005

12. 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, 2017 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.

13. PARTICULARS OF LOAN, GUARANTEES 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.

14. INTERNAL FINANCIAL 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.

15. 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.

16. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

The particulars of contracts or arrangements with related parties for the financial year 2016-17 are annexed herewith to the financial statements in Form No AOC -2.

17. 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 ₹ **24,61,53,486/-** (Rupees Twenty Four Crore Sixty One Lakhs Fifty Three Thousand Four Hundred Eighty Six only) as on 31st March, 2017.

18. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management Discussion and Analysis Report is applicable to the company as per the Regulation 34 under SEBI (Listing Obligation and Disclosures Requirements) Regulation, 2015 and annexed herewith marked as **Annexure-I**.

19. 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 until 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.

Statutory Auditor's Report:

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

Statutory 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 Anurag Gupta & Associates, Company Secretaries to hold the office of the Secretarial Auditor.

Secretarial Auditor's Report

The Secretarial Audit Report is annexed herewith marked as **Annexure- III** to this report in **Form No. MR-3**.

Secretarial Auditor's Observations:

Secretarial Audit Report is self explanatory and need no Comments.

C. Internal Auditor:

The Company has appointed Ms. Vaishali Jain, as an Internal Auditor of the Company for the financial year 2016-17.

Internal Auditor's Report

Ms. Vaishali Jain placed the internal audit report to the Company.

Internal Auditor's Observations

Internal Audit Report is self explanatory and need no comments.

20. ENHANCING SHAREHOLDER VALUE:

Your Company firmly believes that its success in the market place and a good reputation is among the primary determination of value to the shareholders. For this purpose the Management has listed its shares on MSEI having nationwide trading platform.

21. EXTRACT OF THE ANNUAL RETURN

The Extract of the Annual Return for the financial year 2016-17 is being attached with the Directors report in Form No. MGT-9 marked as **Annexure-IV**.

22. 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.

23. 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. 69.95% of the Company's Paid-up Share Capital is in dematerialized form and balance 30.05% is in physical form as on 31st March, 2017.

24. 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.

25. 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

The following is a summary of sexual harassment complaints received and disposed off during the year 2016-17.

No of complaints received : NIL

No of complaints disposed off : N.A.

26. 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.

27. DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions are not applicable.

28. 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.

S.NO	PARTICULARS	2016-17	2015-2016
A	Conservation of Energy	Nil	Nil
B	Technology Absorption	Nil	Nil
C	Foreign Exchange Earnings & Outgo	Nil	Nil

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**

**PLACE: NEW DELHI
DATE: 08.08.2017**

**MEHAK ARORA
MANAGING DIRECTOR
DIN: 06798853**

**VIKASH CHAUBEY
DIRECTOR
DIN: 06788465**

MANAGEMENT DISCUSSION & ANALYSIS REPORT

A. ECONOMIC OUTLOOK

The long-term fundamentals of the Indian economy continue to be strong due to rising incomes and large investments. These growth drivers are expected to sustain over a long period of time. At the same time, there are some concerns due to uncertain global economic environment and slow recovery in developed markets.

B. COMPANY OVERVIEW

The company is engaged in trading in shares, financial services and investment activities where the outlook of the business seems to be encouraging over and above we have been diversified into different businesses ranging from third party product distributions (lowest balance sheet risk) to originating unsecured personal loans, corporate loans (highest balance sheet risk). We believe that we are well placed to leverage on the growth opportunities in the economy.

C. FINANCIAL PERFORMANCE

The Company has incurred a net profit of ₹ **26,748** /- during the year. The Directors are optimistic about future performance of the Company.

D. OPPORTUNITIES & THREATS

Opportunities

- Increase in Income levels will aid greater penetration of financial products.
- Positive regulatory reforms.
- Increase in corporate growth & risk appetite.
- Greater efficiency in debt market operations which will also help greater penetration.
- Increased securitization.
- Focus on selling new product/services.

Threats

- Inflation could trigger increase in consumer price inflation, which would dampen growth.
- Increased competition in both local & overseas markets.
- Unfavorable economic development.
- Market risk arising from changes in the value of financial instruments as a result of changes in market variables like interest rate and exchange rates.

E. RISK MANAGEMENT AND CONCERNS

The company operates in the Financial Services Sector, which is affected by variety factors linked to economic development in India and globally which, in turn, also affected global fund flows. Any economic event across the globe can have direct or indirect impact on your company. To mitigate this, Company has diversified its revenue stream across multiple verticals. Your Company's risk management system is a comprehensive and integrated framework comprising structured reporting and stringent controls. Through its approach it strives to identify opportunities that enhance organizational values while managing or mitigating risks that can adversely impact the company's future performance. Within the

organization, every decision taken is after weighing the pros and cons of such a decision making taking note of the risk attributable.

F. HUMAN RESOURCE

The Company keeps developing its organizational structure consistently over time. Efforts are made to follow excellent Human Resource practices. Adequate efforts of the staff and management personnel are directed on imparting continuous training to improve the management practices.

The objective of your Company is to create a workplace where every person can achieve his or her full potential. The employees are encouraged to put in their best. Lot of hard work is put in to ensure that new and innovative ideas are given due consideration to achieve the short and long term objectives of your company.

G. MATERIAL DEVELOPMENT IN HUMAN RESOURCES / INDUSTRIAL RELATION FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED

The employees are satisfied and having good relationship with the Management.

H. DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT

This is to confirm that the Company has adopted a Code of conduct for its employees including the director. I confirm that the Company has in respect of the financial Year ended 31st March, 2017, received from the Senior Management team of the Company and the members of the Board, a declaration of Compliance with the code of Conduct as applicable to them.

I. DISCLOSURE OF ACCOUNTING TREATMENT

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards notified under Section 133 of the Companies Act, 2013 ("the 2013 Act") and the relevant provisions of the 2013 Act, as applicable. The financial statements have been prepared on going concern basis under the historical cost convention on accrual basis.

The Company has follows to continue with the period of 1st day of April to 31st day of March, each year as its financial year for the purpose of preparation of financial statements under the provisions of Section 2(41) of the Companies Act, 2013.

J. CAUTIONARY STATEMENT

Statements in the Management Discussion and Analysis describing the Company's objectives, expectations, predictions and assumptions may be "FORWARD LOOKING" within the meaning of applicable Laws and Regulations. Actual results may differ materially from those expressed herein, important factors that could influence the Company's operations include domestic economic Conditions affecting demand, supply, price conditions, and change in Government's regulations, tax regimes, other statutes and other factors such as industrial relations.

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, 2017** 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

HILLRIDGE INVESTMENTS LIMITED (ANNUAL REPORT 2016-17)

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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 ₹ 28.99 Lacs (P.Y ₹ 33.74 Lacs) by virtue of which profit of the company has been overstated by ₹ 28.99 Lacs & there is non provision of diminution in the value of Inventories to the tune of ₹ 26.53 Lacs (P.Y ₹ 26.58 Lacs) by virtue of which profit of the company has been overstated by ₹ 26.53 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, 2017;
- (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 Outflows 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 book;
 - 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, 2017, and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2017, 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 does not have any pending litigations which would impact its financial position.
 - (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.
 - (iv) The Company provide proper disclosure in financial statement for holding and dealing in Specified Bank Notes (SBN) in notes to account during the period 08.11.2016 to 30.12.2016.
 - (v) In my opinion they are in accordance with the books of accounts of the company.

**CA. ANIL KUMAR
(CHARTERED ACCOUNTANT)
M.NO. 086223**

**PLACE: NEW DELHI
DATE: 24.05.2017**

“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, 2017, 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. Since the company has not granted any loans to companies, firms, LLP or others parties covered in the register maintained under section 189 of the companies act, 2013, the provision regarding compliance 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. The company is regular depositing undisputed statutory dues including provident funds, employees’ state insurance, Income-tax, Sales-tax, Service-tax, duty of customs, duty of excise, value of added tax, cess and any other statutory dues to the appropriate authorities.

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 paid or provided 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. Since the company has not related party transaction, the provision regarding compliance with section 177 & 188 of companies act, 2013 are not applicable.
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: 24.05.2017

“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 2017 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 we 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 2017, 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: 24.05.2017**

HILLRIDGE INVESTMENTS LIMITED

BALANCE SHEET AS AT 31-03-2017

(IN ₹)

PARTICULARS		NOTE NO.	AS AT 31ST MARCH, 2017	AS AT 31ST MARCH, 2016
I	<u>EQUITY AND LIABILITIES</u>			
1	<u>Shareholders Funds</u>			
	(A) Share Capital	2	8,52,00,000	8,52,00,000
	(B) Reserves And Surplus	3	16,09,53,493	16,09,26,746
	(C) Money Received against share warrants		-	-
2	<u>Share application money pending allotment</u>			
			-	-
	TOTAL SHAREHOLDER'S FUND		24,61,53,493	24,61,26,746
3	<u>Non-Current Liabilities</u>			
	(A) Long-term Borrowings		-	-
	(B) Deffered Tax Liabilities		-	-
	(C) Other Long-term Liabilities		-	-
	(D) Long term Provisions		-	-
	TOTAL NON CURRENT LIABILITIES		-	-
4	<u>Current Liabilities</u>			
	(A) Short Term Borrowings		-	-
	(B) Trade Payables		-	-
	(i) Total outstanding dues of micro enterprises and small enterprises; and		-	-
	(ii) Total outstanding dues of creditors other than micro and small enterprises;		-	-
	(C) Other Current Liabilites	4	2,28,776	2,27,063
	(D) Short- term provisions	5	25,019	3,22,527
	TOTAL CURRENT LIABILITIES		2,53,795	5,49,590
TOTAL			24,64,07,288	24,66,76,335
II	<u>ASSETS</u>			
1	<u>Non-Current Assets</u>			
	(A) Fixed Assets	6		
	(i) Tangible Assets		34,191	15,496
	(ii) Intangible Assets		-	-
	(iii) Capital work-in-progress		-	-
	(iv) Intangible assets under development		-	-
	(B) Non-current Investments	7	13,77,43,000	13,77,43,000
	(C) Deffered Tax Assets	8	1,637	79
	(D) Long term loans and advances	9	4,00,06,761	5,20,00,000
	(E) Other non-current assets		-	-
	TOTAL NON-CURRENT ASSETS		17,77,85,589	18,97,58,575
2	<u>Current Assets</u>			
	(A) Current Investments		-	-
	(B) Inventories	10	6,08,95,452	2,18,85,879
	(C) Trade Receivables	11	31,49,784	84,75,926
	(D) Cash And Cash Equivalents	12	4,34,599	2,30,84,537
	(E) Short-term loans and advances	13	41,41,865	34,71,418
	(F) Other current assets		-	-
	TOTAL CURRENT ASSETS		6,86,21,699	5,69,17,760
TOTAL			24,64,07,288	24,66,76,335

Schedules referred to above and notes attached there to form an integral part of Balance Sheet
Significant Accounting policies and Notes on Financial

01

IN TERMS OF MY REPORT OF EVEN DATE ANNEXED

FOR HILLRIDGE INVESTMENTS LIMITED

CA. ANIL KUMAR
(CHARTERET ACCOUNTANT)
M. NO. 086223

MEHAK ARORA
(MANAGING DIRECTOR)
DIN: 06798853

VIKASH CHAUBEY
(DIRECTOR)
DIN : 06788465

PLACE: NEW DELHI
DATE: 24.05.2017

SUDHISH KUMAR VERMA
(CHIEF FINANCIAL OFFICER)

HILLRIDGE INVESTMENTS LIMITED (ANNUAL REPORT 2016-17)

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HILLRIDGE INVESTMENTS LIMITED
STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31-03-2017

(IN ₹)

PARTICULARS	NOTE NO.	CURRENT PERIOD 2016-2017	PREVIOUS PERIOD 2015-2016
Revenue From Operations	14	55,63,068	4,50,26,645
Other Income	15	-	17,80,992
Total Revenue		55,63,068	4,68,07,637
Cost of Material Consumed	16	3,90,36,196	5,60,21,128
Change in Inventories	17	(3,90,09,573)	(1,19,43,061)
Work in progress and Stock in trade		-	-
Employee Benefit expense & finance cost	18	10,76,864	11,65,850
Depreciation and amortisation expense	6	20,805	22,604
Other Expenses	19	43,88,568	5,26,809
Total Expenses		55,12,859	4,57,93,330
Profit Before Exceptional and Extraordinary items		50,209	10,14,307
Exceptional Items		-	-
Profit Before Extraordinary items		50,209	10,14,307
Extraordinary Items		-	-
Profit Before Tax		50,209	10,14,307
Tax Expense			
Current Tax		(25,019)	(3,22,527)
MAT Credit		-	-
Deferred Tax		1,558	79
Profit/ (Loss) For The Period from continuing operations		26,748	6,91,859
Profit/ (Loss) from Discontinuing operations		-	-
Tax expense of discontinuing operations		-	-
Profit/ (Loss) from Discontinuing operations after tax		-	-
Profit for the Period		26,748	6,91,859
Earning Per Equity Share			
Basic		0.00	0.08
Diluted		0.00	0.08

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

Significant Accounting policies and Notes on Financial 01

IN TERMS OF OUR REPORT OF EVEN DATE ANNEXED

FOR HILLRIDGE INVESTMENTS LIMITED

CA. ANIL KUMAR
(CHARTERET ACCOUNTANT)
M. NO. 086223

MEHAK ARORA
(MANAGING DIRECTOR)
DIN: 06798853

VIKASH CHAUBEY
(DIRECTOR)
DIN : 06788465

PLACE: NEW DELHI
DATE: 24.05.2017

SUDHISH KUMAR VERMA
(CHIEF FINANCIAL OFFICER)

HILLRIDGE INVESTMENTS LIMITED (ANNUAL REPORT 2016-17)

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HILLRIDGE INVESTMENTS LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED 31-03-2017

(₹ In Lacs)

	PARTICULARS	2016-17	2015-16
A.	<u>CASH FLOWS FROM OPERATION ACTIVITIES</u>		
	Net Profit Before Tax And Extraordinary Items	0.27	6.92
	Add: Depreciation charged	0.21	0.23
	Add: Provision for Taxation	0.25	3.23
	Operating Profit Before Working Capital Changes	0.73	10.37
	Adjustments For :		
	Decrease/ increase In Current Assets	(343.55)	(137.77)
	Increase In Current Liabilities	0.02	0.85
	Cash Generated From Operations	(342.81)	(126.55)
	Direct Tax Paid	(3.23)	(0.41)
	Net Cash From Operating Activities	(346.03)	(126.96)
B.	<u>CASH FLOWS FROM INVESTING ACTIVITIES</u>		
	Investment purchased	-	-
	Fixed Assets Purchased	(0.40)	(0.38)
	Sale of investments During the Year	-	870.00
	Net Cash Used In Investment Activities	(0.40)	869.62
C.	<u>CASH FLOWS FROM FINANCING ACTIVITIES</u>		
	Loans & Advances made	119.93	(520.00)
	Net Cash From In Financing Activities	119.93	(520.00)
	NET INCREASE IN CASH AND CASH EQUIVALENTS	(226.49)	222.66
	CASH & CASH EQUIVALENTS (Opening Balance)	230.84	8.18
	CASH & CASH EQUIVALENTS (Closing Balance)	4.35	230.84

NOTE : NEGATIVE FIGURES HAVE BEEN SHOWN IN BRACKETS.
 IN TERMS OF MY REPORT OF EVEN DATE ANNEXED

FOR HILLRIDGE INVESTMENT LIMITED

CA. ANIL KUMAR
 (CHARTERET ACCOUNTANT)
 M. NO. 086223

MEHAK ARORA
 (MANAGING DIRECTOR)
 DIN: 06798853

VIKASH CHAUBEY
 (DIRECTOR)
 DIN : 06788465

PLACE: NEW DELHI
 DATE: 24.05.2017

SUDHISH KUMAR VERMA
 (CHIEF FINANCIAL OFFICER)

Note 1: 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, 2017 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 of 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 comprises 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 than its 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 personnel's. 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 2017	AS AT 31ST MARCH 2016
Authorised Share Capital 8,500,000 Equity Share (Previous Year 8,500,000) of ₹ 10 Each	8,50,00,000	8,50,00,000
Preference Share 20,000 Preference Share (Previous Year 20,000) of ₹ 10 Each	2,00,000	2,00,000
	8,52,00,000	8,52,00,000
Issued, Subscribed & Paid up Share Capital 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	-	-
Total	8,50,00,000	8,50,00,000
Preference Share 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	-	-
Total	2,00,000	2,00,000

2.1 The company has two classes of Shares namely Equity & Preferential shares having Par Value of ₹ 10 per Share. All these Shares have Same right & preferences with respect to payment of dividend.

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

PARTICULARS	AS AT 31ST MARCH 2017	AS AT 31ST MARCH 2016
Equity Shares at the beginning of the year	85,00,000	85,00,000
Add : Issued during the year	-	-
Equity Shares at the end of the Year	85,00,000	85,00,000
Preference Shares at the beginning of the year	20,000	20,000
Add : Issued during the year	-	-
Preference Shares at the end of the Year	20,000	20,000

2.3 Shares In The Company Held By Each Shareholder Holding More Than 5% Shares

Name of the Shareholders	AS AT 31ST MARCH 2017		AS AT 31ST MARCH 2016	
	% of Shares	No. Of Share	% of Shares	No. Of Share
Reliable Finance Corpn Pvt. Ltd.	20.2	1717000	-	-
VA Realcon Pvt. Ltd.	14.47	1230000	-	-
		2947000		-

Notes to Financial Statements

NOTE 3: RESERVES & SURPLUS

IN ₹

PARTICULARS	AS AT 31ST MARCH 2017	AS AT 31ST MARCH 2016
<u>Security Premium Account</u>		
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	<u>16,18,00,000</u>	<u>16,18,00,000</u>
<u>Surplus</u>		
At The Beginning Of The Accounting Period	(8,73,255)	(15,90,705)
Additions During The Year	26,748	6,91,859
(Balance In Statement Of Profit & Loss)		
Amount debited which is credited earlier	-	25,590
At The End Of The Accounting Period	<u>(8,46,507)</u>	<u>(8,73,255)</u>
Grand Total	16,09,53,493	16,09,26,746

CURRENT LIABILITES:

NOTE 4 : OTHER CURRENT LIABILITIES

IN ₹

PARTICULARS	AS AT 31ST MARCH 2017	AS AT 31ST MARCH 2016
Expenses Payable	2,28,776	2,27,063
Grand Total	2,28,776	2,27,063

NOTE 5 : SHORT TERM PROVISION

IN ₹

PARTICULARS	AS AT 31ST MARCH 2017	AS AT 31ST MARCH 2016
Provision for Taxation	25,019	3,22,527
Grand Total	25,019	3,22,527

HILLRIDGE INVESTMENTS LIMITED

(FIXED ASSETS AS PER COMPANIES ACT 2013)

Notes to the Financial Statement

Note : 6 Fixed Asset

IN ₹

Sr · N o	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 31.03.2017	WDV as on 31.03.2016
I	Tangible Assets										
1	Air Conditioner	-	39,500	-	39,500	-	11,018	-	11,018	28,482	-
2	Computer	32,500	-	-	32,500	19,290	8,343	-	27,633	4,867	13,210
3	Printer	5,600	-	-	5,600	3,314	1,444	-	4,758	842	2,286
	SUB TOTAL	38,100	39,500	-	77,600	22,604	20,805	-	43,409	34,191	15,496
	Total (Current Year)	38,100	39,500	-	77,600	22,604	20,805	-	43,409	34,191	15,496
	(Previous Year)	-	38,100	-	38,100	-	22,604	-	22,604	15,496	-

IN TERMS OF MY REPORT OF EVEN DATE ATTACHED

FOR HILLRIDGE INVESTMENTS LIMITED

CA. ANIL KUMAR
(CHARTERET ACCOUNTANT)
M. NO. 086223

MEHAK ARORA
(MANAGING DIRECTOR)
DIN : 06798853

VIKASH CHAUBEY
(DIRECTOR)
DIN: 06788465

PLACE: NEW DELHI
DATE: 24.05.2017

SUDHISH KUMAR VERMA
(CHIEF FINANCIAL OFFICER)

HILLRIDGE INVESTMENTS LIMITED

(FIXED ASSETS AS PER INCOME TAX ACT)

SCHEDULE OF FIXED ASSETS AS ON 31.03.2017

(As Per Income Tax)

Annexure 14 of Tax Audit Report :

Sl.No.	PARTICULARS	DEP. RATE	OPENING WDV AR ON 01.04.2016	ADDITIONS / REVALUATION ON OR BEFORE 30/09/2016	ADDITIONS / REVALUATION AFTER 30/09/2016	SOLD DURING THE YEAR	TOTAL	DEPRECIATION	CLOSING WDV AS ON 31.03.2017
1	Computer	60.00%	13,000.00	-	-	-	13,000.00	7,800.00	5,200.00
2	Printer	60.00%	2,240.00	-	-	-	2,240.00	1,344.00	896.00
3	Air Conditioner	15.00%	-	39,500.00	-	-	39,500.00	5,925.00	33,575.00
	TOTAL		15,240.00	39,500.00	-	-	54,740.00	15,069.00	39,671.00

IN TERMS OF MY REPORT OF EVEN DATE ATTACHED

FOR HILLRIDGE INVESTMENTS LIMITED

CA. ANIL KUMAR
(CHARTERET ACCOUNTANT)
M. NO. 086223

MEHAK ARORA
(MANAGING DIRECTOR)
DIN : 06798853

VIKASH CHAUBEY
(DIRECTOR)
DIN: 06788465

PLACE: NEW DELHI
DATE: 24.05.2017

SUDHISH KUMAR VERMA
(CHIEF FINANCIAL OFFICER)

HILLRIDGE INVESTMENTS LIMITED (ANNUAL REPORT 2016-17)

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Notes to Financial Statements

NON CURRENT ASSETS

NOTE 7 : NON CURRENT INVESTMENT

IN ₹

PARTICULARS		AS AT 31ST MARCH 2017	AS AT 31ST MARCH 2016
Unquoted Equity Shares			
19880 (19880)	Excel Tex- Fab Pvt. Ltd. of ₹ 10/-each	19,88,000	19,88,000
1358000 (1358000)	Blue Bell Finance Ltd. of ₹10/-each	13,57,55,000	13,57,55,000
Grand Total		13,77,43,000	13,77,43,000

* Fair market value of Investment

13,48,43,786

13,76,24,505

NOTE 8: DEFERRED TAX ASSETS

IN ₹

PARTICULARS	AS AT 31ST MARCH 2017	AS AT 31ST MARCH 2016
Deferred Tax assets	1,637	79
Grand Total	1,637	79

NOTE : 9 LONG TERM LOAN & ADVANCES

IN ₹

PARTICULARS	AS AT 31ST MARCH 2017	AS AT 31ST MARCH 2016
Unsecured Loan		
Loans at agreement values less installment received (include overdue Amount)		
Standard Assets	4,00,06,761	5,20,00,000
Grand Total	4,00,06,761	5,20,00,000

Notes to Financial Statements

NOTE : 10 STOCK IN TRADE

IN ₹

Stock valued at cost and market value whichever is lower.

PARTICULARS	AS AT 31ST MARCH 2017		AS AT 31ST MARCH 2016	
	No. of Shares	Amount	No. of Shares	Amount
Apoorva Leasing Finance & investments Co. Ltd.	10,18,000	65,88,099	10,18,000	65,88,099
Sital Leasing & Finance Limited	6,62,330	5,01,03,006	1,85,960	1,42,90,656
Stellar Investment Ltd.	1,43,150	7,15,750	-	-
Tarini Enterprises Limited	17,620	34,88,597	5,075	10,07,124
Grand Total		6,08,95,452		2,18,85,879
*Market Value of The Stock held		5,82,42,141		2,45,43,987

CURRENT ASSETS

NOTE : 11 TRADE RECEIVABLES

IN ₹

PARTICULARS	AS AT 31ST MARCH 2017	AS AT 31ST MARCH 2016
Sundry Debtors		
Less Than Six Month	-	18,26,142
More Than Six Month	31,49,784	66,49,784
Grand Total	31,49,784	84,75,926

NOTE : 12 CASH & CASH EQUIVALENTS

IN ₹

PARTICULARS	AS AT 31ST MARCH 2017	AS AT 31ST MARCH 2016
Cash in Hand	3,40,927	5,86,501
Bank balance with Current Account	93,672	6,75,536
Cheque In Hand	-	2,18,22,500
Grand Total	4,34,599	2,30,84,537

NOTE : 13 SHORT TERM LOANS & ADVANCES

IN ₹

PARTICULARS	AS AT 31ST MARCH 2017	AS AT 31ST MARCH 2016
Receivables from Revenue Authority	41,41,865	34,71,418
Grand Total	41,41,865	34,71,418

Notes to Financial Statements

NOTE : 14 REVENUE FROM OPERATION

IN ₹

PARTICULARS	CURRENT PERIOD 2016-2017	PREVIOUS PERIOD 2015-2016
Sale of Shares	-	2,00,14,055
Sale of Commodities	-	2,18,54,610
Interest On Loan	55,63,068	3,69,370
Profit / Loss on commodity	-	27,88,610
Grand Total	55,63,068	4,50,26,645

NOTE : 15 OTHER INOCME

IN ₹

PARTICULARS	CURRENT PERIOD 2016-2017	PREVIOUS PERIOD 2015-2016
Interest on FDR	-	23,421
Profit on Sale of Investment	-	17,53,750
Interest on Refund	-	3,821
Grand Total	-	17,80,992

NOTE : 16 COST OF TRADING GOODS

IN ₹

PARTICULARS	CURRENT PERIOD 2016-2017	PREVIOUS PERIOD 2015-2016
Purchases of Shares	3,90,09,573	3,18,26,974
Purchases of Commodities	-	2,35,86,814
Trading Expenses	26,622	6,07,340
Grand Total	3,90,36,196	5,60,21,128

NOTE : 17. CHANGE IN STOCK IN TRADE

IN ₹

PARTICULARS	CURRENT PERIOD 2016-2017	PREVIOUS PERIOD 2015-2016
Balance at the beginning of the year	2,18,85,879	99,42,818
Balance at the Closing of the year	6,08,95,452	2,18,85,879
Grand Total	(3,90,09,573)	(1,19,43,061)

Notes to Financial Statements

NOTE : 18 EMPLOYEE BENEFITS EXPENSES & FINANCE COST

IN ₹

PARTICULARS	CURRENT PERIOD 2016-2017	PREVIOUS PERIOD 2015-2016
Salary Expenses	10,76,864	11,65,850
Grand Total	10,76,864	11,65,850

NOTE : 19 OTHER EXPENSES

IN ₹

PARTICULARS	CURRENT PERIOD 2016-2017	PREVIOUS PERIOD 2015-2016
Advertisement expenses	22,649	67,540
Audit Remuneration	23,000	22,800
Bank Charges	2,352	6,387
Bad debts	35,00,000	-
Conveyance Expenses	32,300	21,438
Demat Account	540	595
Interest on Taxes	27,822	4,126
Legal & Professional charges	69,360	1,36,047
Meeting Expenses	26,620	22,838
Secretarial & Filing Fees Expenses	3,700	10,200
Miscellaneous Expenses	4,075	-
Listing Compliance charges	5,05,313	1,63,681
Office rent	10,000	22,000
Repair & Maintenance	1,03,120	-
postage Charges	17,134	14,523
Printing & Stationery Expenses	33,450	30,712
Telephone Expenses	7,133	3,922
Grand Total	43,88,568	5,26,809

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 ₹ 28.99 Lacs (P. Y. ₹ 33.74 Lacs) by virtue of which profit of the company has been overstated by ₹ 28.99 Lacs (P. Y. ₹ 33.74 Lacs). There is non provision of diminution in the value of Inventories to the tune of ₹ 26.53 Lacs (P.Y. ₹ 26.58 Lacs) by virtue of which profit of the company has been overstated by ₹ 26.53 Lacs (P.Y ₹ 26.58 Lacs).

23. **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.
24. **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.
25. Earnings per Share as per "AS- 20" issued by the Institute of Chartered Accountants of India:

(In ₹)

Particulars	Year ended March 31, 2017	Year ended March 31, 2016
Profit/(Loss) after taxation as per Profit and Loss Account (in ₹)	26,748	6,91,860
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 ₹)	0.01	0.08
Diluted earnings per share (in ₹)	0.01	0.08

26. **Payment to Auditor**
- | | | |
|-----------|----------------|----------------|
| | <u>2016-17</u> | <u>2015-16</u> |
| Audit Fee | 23,000/- | 22,800/- |

27. **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, 2017. 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

CA. ANIL KUMAR
(CHARTERED ACCOUNTANT
M. No. 086223

MEHAK ARORA
(MANAGING DIRECTOR)
DIN: 06798853

VIKASH CHOUBEY
(DIRECTOR)
DIN: 06788465

Place: NEW DELHI
Date: 24.05.2017

SUDHISH KUMAR VERMA
(CHIEF FINANCIAL OFFICER)

NOTES TO AND FORMING PART OF BALANCE SHEET
AS AT 31-03-2017
SPECIFIED BANK NOTES (SBN) AND TRANSACTIONS DURING THE PERIOD
08.11.2016 TO 30.12.2016

Particular	SBN	Other Denomination notes	Total
Closing Cash in hand as on 08.11.2016	Rs.4,50,000	Rs.61,145.57/-	Rs.5,11,145.57/-
(+) Permitted receipts	NIL	NIL	NIL
(-) Permitted Payment	NIL	Rs.8,500/-	Rs.8,500/-
(-) Amount deposited in Banks	Rs.4,50,000	NIL	Rs.4,50,000
(+) Amount withdrawal from Bank	NIL	Rs.2,10,000/-	Rs.2,10,000/-
Closing cash in hand as on 30.12.2016	NIL	Rs.2,62,645.57/-	Rs.2,62,645.57/-

As per certified by the Management.

FOR HILLRIDGE INVESTMENTS LIMITED

CA. ANIL KUMAR
(CHARTERED ACCOUNTANT
M. No. 086223

MEHAK ARORA
(MANAGING DIRECTOR)
DIN: 06798853

VIKASH CHOUBEY
(DIRECTOR)
DIN: 06788465

Place: NEW DELHI
Date: 24.05.2017

SUDHISH KUMAR VERMA
(CHIEF FINANCIAL OFFICER)

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 31.03.2017

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

To,
The Members,
HILLRIDGE INVESTMENTS LIMITED
203, Aman Chamber, Pusa Road,
Rajendra Place Metro Station,
New Delhi – 110060

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 me 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, 2017** (**‘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, 2017** 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; (Not applicable to the company during the audit period)
- 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 (Listing Obligation & Disclosure Requirements) Regulations , 2015;
 - c. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - d. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - e. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme)Guidelines, 1999;
 - f. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - g. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - h. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - i. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

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.

Disclaimer: - The above fact and figure are corrected and true to the best of my knowledge as per the document and information provided by the Company and its officer. Any false or incorrect information is responsibility of management.

Anurag Gupta & Associates

**Anurag Gupta
(Proprietor)
ACS No. 49293
C P No.:17887**

**Place: New Delhi
Date: 08.08.2017**

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
203, Aman Chamber, Pusa Road,
Rajendra Place Metro Station,
New Delhi – 110060

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. I 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.

Anurag Gupta & Associates

Anurag Gupta
(Proprietor)
ACS No. 49293
C P No.:17887

Place: New Delhi
Date: 08.08.2017

FORM NO. MGT-9 EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31/03/2017

[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.	CIN	L65993DL1980PLC010757
ii.	Registration Date	12/08/1980
iii.	Name of Company	HILLRIDGE INVESTMENTS LIMITED
iv.	Category of Company	Company limited by shares
v.	Sub-Category of Company	Indian Non-Government Company
vi.	Address of Company	203, Aman Chamber, Pusa Road Rajendra Place Metro Station New Delhi -110060
vii.	Listed/Unlisted	Listed
viii.	Name & Address of RTA	Bigshare services Pvt. Ltd. Address: E4/8, 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:-

S. 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	65993	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
NIL					

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	
A. PROMOTORS									
1. Indian									
a) Individual/ HUF	0	0	0	0	0	0	0	0	0
b) Central govt.	0	0	0	0	0	0	0	0	0
c) State Govt.(s)	0	0	0	0	0	0	0	0	0
d) Bodies corp.	0	0	0	0	0	0	0	0	0
e) Banks/FI	0	0	0	0	0	0	0	0	0
f) Any Others	0	0	0	0	0	0	0	0	0
Sub Total A (1):	0	0	0	0	0	0	0	0	0
2. Foreign									
a) NRIs – Individuals	0	0	0	0	0	0	0	0	0
b) Other – Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks/FI	0	0	0	0	0	0	0	0	0
e) Any Others	0	0	0	0	0	0	0	0	0
Sub Total A (2):	0	0	0	0	0	0	0	0	0
Total Shareholding of Promoter (A)=(A)(1)+ (A)(2)	0	0	0	0	0	0	0	0	0
B. PUBLIC SHARE HOLDING									
1. Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks/ FI	0	0	0	0	0	0	0	0	0
c) Central govt.	0	0	0	0	0	0	0	0	0
d) State Govt.(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total (B)(1):-	0	0	0	0	0	0	0	0	0
2. Non Institutions									
a) Bodies Corp.									
(i) Indian	0	1,37,000	1,37,000	1.61	30,46,800	37,200	30,84,000	36.28	34.67

(ii)Overseas	0	0	0	0	0	0	0	0	0
b) Individuals									
i) Individual shareholders holding nominal share capital up to Rs. 2 lakh	0	1,64,250	1,64,250	1.93	0	1,64,250	1,64,250	1.93	0
ii) Individuals shareholders holding nominal share capital excess of Rs 2 lakh	58,59,000	23,39,750	81,98,750	96.45	29,12,000	23,39,750	52,51,750	61.79	(34.67)
c)Others (Specify)	0	0	0	0	0	0	0	0	0
Sub-Total (B) (2):-	58,59,000	26,41,000	85,00,000	100	59,58,800	25,41,200	85,00,000	100	0.00
Total Public Shareholding (B)= (B) (2)	58,59,000	26,41,000	85,00,000	100	59,58,800	25,41,200	85,00,000	100	0.00
C. Share held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	58,59,000	26,41,000	85,00,000	100	59,58,800	25,41,200	85,00,000	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

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 : Demat Transfer	2604000	30.64	2604000	30.64
At the end of year (or on the date of separation during the year)	4257000	50.08	4257000	50.08

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

For Each of the Directors and KMP	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	575000	6.76	575000	6.76
Date wise Increase/ Decrease in Share holding during the year specifying the reasons for increase / decrease	0	0	0	0
At the end of year (or on the date of separation during the year)	575000	6.76	575000	6.76

V. **INDEBTEDNESS**

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

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

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	
		Managing Director (Mehak Arora)	----	----		----
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	₹ 1,38,444/- P.A.	-	-	-	₹ 1,38,444/- P.A.
2.	Stock Option	-	-	-	-	-
3.	Sweat Equity	-	-	-	-	-
4.	Commission - As % of profit - Others, Specify...	-	-	-	-	-
5.	Others, please specify	-	-	-	-	-
6.	Total (A)	₹ 1,38,444/- P.A.	-	-	-	₹ 1,38,444/- P.A.
7.	Ceiling as per the Act	-	-	-	-	-

B. Remunerations to others Director

S. No.	Particulars of Remuneration	Name of Director				Total Amount
		-----	-----	-----	-----	
1.	1. Independent Directors • Fee for attending board committee meetings • Commission • Others, Please specify	-	-	-	-	-
2.	Total (1)	-	-	-	-	-
3.	2. Other Non – Executive Directors • Fee for attending board committee meetings • Commission • Others, please specify	-	-	-	-	-
4.	Total (2)	-	-	-	-	-
5.	Total (B) = (1+2)	-	-	-	-	-
6.	Total Managerial Remuneration	-	-	-	-	-
7.	Overall Ceiling as per the Act	-	-	-	-	-

C. Remuneration to Key Managerial Personnel other than MD/ Manager/WTD

S. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary (Shubhangi Shukla)	CFO (Sudhish Kumar Verma)	Total
1.	Gross Salary				
	(a) Salary as per provisions contained in section 17(1) of the Income –tax Act, 1961	-	₹ 152220/- PA	₹ 358250/- PA	₹ 5,10,470/- P.A.
	(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	-	-	-	-
	Total	-	₹ 152220/- PA	₹ 358250/- PA	₹ 5,10,470/- P.A.

* Ms Shubhangi Shukla ceased to be the company secretary on 01/04/2017

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)
A. COMPANY					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. DIRECTORS					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. OTHER OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

HILLRIDGE INVESTMENTS LIMITED

Regd. Office: 203, Aman Chamber, Pusa Road Rajendra Place Metro Station, New Delhi - 110060

CIN: L65993DL1980PLC010757, **Ph. No.:** 011- 25755261

E-mail Id: hillridgeinvest@gmail.com, **Website:** www.hillridgeinvestments.in

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 37th Annual General Meeting of the Company being held on **Monday, 25th Day of September, 2017 at 2:00 P.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: 203, Aman Chamber, Pusa Road Rajendra Place Metro Station, New Delhi - 110060

CIN: L65993DL1980PLC010757, **Ph. No.:** 011- 25755261

E-mail Id: hillridgeinvest@gmail.com, **Website:** www.hillridgeinvestments.in

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: 203, Aman Chamber, Pusa Road Rajendra Place Metro Station, New Delhi - 110060

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

1. Name :	Address :
E-mail Id :	Signature :

or failing him,

2. Name :	Address :
E-mail Id :	Signature :

or failing him

3. Name :	Address :
E-mail Id :	Signature :

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 37th Annual general meeting of the company, to be held on **Monday, 25th Day of September, 2017 at 2:00 P.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:

S. NO.	RESOLUTIONS
ORDINARY BUSINESS	
1	Ordinary Resolution for adoption of Audited Financial Statements for the year ended March 31st, 2017.
2	Ordinary Resolution for re- appointment of Mr. Deepu Singh (DIN: 06786614), who is liable to retire by rotation as Director of the Company and being eligible for re-appointment.
3	Ordinary Resolution for reappointment of Mr. Anil Kumar, Chartered Accountant, Membership No. 86223, as Statutory Auditor of the company to hold office from the conclusion of this meeting till the conclusion of next Annual General Meeting of the company.

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

Signature of shareholder

Signature of Proxy holder(s)

Affix Revenue
Stamp

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

203, Aman Chamber, Pusa Road Rajendra
Place Metro Station, New Delhi - 110060