



TRANS GLOBE TEXTILES LIMITED

(Formerly known as ROHIT TISSUE LIMITED)

Regd. Off. : 16/121-122, 1st Floor, Faiz Road, Karol Bagh, New Delhi - 110005

E-mail : rohittissueltd@gmail.com, transglobetextiles@gmail.com, Website : www.transglobetextiles.in

Phone : +91-11-23637431, Mobile : +91-9711588531, CIN : L51909DL1995PLC064680

Date: 05.10.2017

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

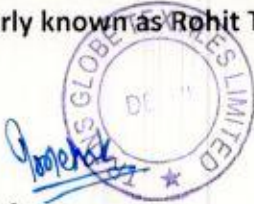
Sub- Submission of Annual Report (including Notice of AGM) under Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the financial year 2016-17. (SYMBOL: TRANSGLOBE)

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 Trans Globe Textiles Limited
(Formerly known as Rohit Tissue Limited)



Mehak Arora
Director
DIN: 06798853
Address:- HN-137 GN-1 2ND Floor Gopal Park,
Ram Nagar Ext, Delhi, 110051

Place: New Delhi

Encl: a/a

TRANS GLOBE TEXTILES LIMITED

(Formerly known as Rohit Tissue Limited)

ANNUAL REPORT

2016-2017



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TRANS GLOBE TEXTILES LIMITED

(Formerly known as Rohit Tissue Limited)

BOARD OF DIRECTORS

Naveen Kumar, Managing Director
Mehak Arora, Director
Vikash Chaubey, Director

STATUTORY AUDITOR

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

SECRETARIAL AUDITOR

M/s Chirag & Associates
(Company Secretaries)
C4 C-356 (GF), Janakpuri,
New Delhi- 110058

INTERNAL AUDITOR

Ms. kajal

BANKERS

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

BOARD COMMITTEES

• Audit Committee

Mehak Arora	Chairperson
Naveen Kumar	Member
Vikash Chaubey	Member

• Nomination & Remuneration Committee

Mehak Arora	Chairperson
Naveen Kumar	Member
Vikash Chaubey	Member

• Stakeholder's Relationship Committee

Mehak Arora	Chairperson
Naveen Kumar	Member
Vikash Chaubey	Member

• Risk Management Committee

Mehak Arora	Chairperson
Naveen Kumar	Member
Vikash Chaubey	Member

REGISTERED OFFICE

16/121-122, Jain Bhawan, First Floor, Faiz Road, W.E.A Karol Bagh, New Delhi-110005

REGISTRAR AND TRANSFER AGENT

Bigshare Services Private Limited
E4/8, First Floor, Jhandewalan Extensions,
New Delhi-110055

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

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

INVESTORS HELPDESK

Mehak Arora
Compliance officer
E- mail Id: transglobetextiles@gmail.com
Contact No. 011-23637431

WEBSITE

www.transglobetextiles.in

CIN

L51909DL1995PLC064680

TRANS GLOBE TEXTILES LIMITED

(Formerly known as Rohit Tissue Limited)

Regd. Office: 16/121-122, Jain Bhawan, First Floor, Faiz Road, W.E.A Karol Bagh, New Delhi- 110005

CIN: L51909DL1995PLC064680, **Ph. No.:** 011-23637431

E-mail Id: transglobetextiles@gmail.com; **Website:** www.transglobetextiles.in

NOTICE

Notice is hereby given that the 23rd Annual General Meeting of the Company will be held on Tuesday, 19th Day of September, 2017 at 4:00 P.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 Director’s Report and Auditor’s 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. Naveen Kumar (DIN: 06408235), 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 of Section 139 to 142 of the Companies Act, 2013 and other applicable provisions, if any, of the act and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Anil Kumar, Chartered Accountant, New Delhi, having Membership No. 86223, be and is hereby Re-appointed as Statutory Auditor of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting on such remuneration as may be fixed in this behalf by the Board of Directors of the Company.”

**For Trans Globe Textiles Limited
(Formerly known as Rohit Tissue Limited)**

**Place: New Delhi
Date: 10.08.2017**

**Naveen Kumar
Managing Director
DIN: 06408235**

**TRANS GLOBE TEXTILES LIMITED
(Formerly Known as Rohit Tissue Limited)
ANNUAL REPORT F.Y. 2016-17**

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.**
- (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.
- (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.
- (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 listing agreement, the Register of Members and Share Transfer Books of the Company will remain closed from **12th September, 2017 to 19th 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, E4/8, 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) Electronic copy of the Annual Report for financial year 2016-17 along with the Notice of the 23rd Annual General Meeting of the Company (including Attendance Slip and Proxy Form) is being sent to all the members whose email IDs are registered with the Registrar/Depository Participants(s) unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for the financial year 2016-17 along with Notice of the 23rd Annual General Meeting of the Company inter alia

indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent by other permissible modes.

- (ix) Members may also note that the Notice of the 23rd Annual General Meeting and the Annual Report for the Financial Year 2016-17 will also be available on the Company's website www.transglobetextiles.in for download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in New Delhi for inspection during normal business hours on all working day.
- (x) Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by any permissible mode free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: transglobetextiles@gmail.com.
- (xi) 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.
- (xii) All documents referred to in the Notice are open for inspection at the registered office of the Company during normal business hours on all working day.
- (xiii) 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.
- (xiv) *Shareholders who have not dematerialized their shareholding are requested to please dematerialise their holding as it is convenient to trade the shares on the stock exchange and as per listing norms also minimum 50% of the public shareholding is required to be kept in dematerialized form.*

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 the SEBI (Listing Obligations & 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 23rd Annual General Meeting (AGM) by electronic means and the **business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).**

The Company has approached NSDL for providing e-voting services through our e-voting platform. In this regard, your Demat Account/Folio Number has been enrolled by the Company for your participation in e-voting on resolution placed by the Company on e-Voting system. The Notice of the 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 <https://www.evoting.nsdl.com> or www.transglobetextiles.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 Trans Globe Textiles Limited. Members can cast their vote online from **16th September, 2017 (9:00 am) till 18th September 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 (nikhiljain2120@gmail.com) with a copy marked to evoting@nsdl.co.in.

GENERAL INSTRUCTIONS

- a. **The e-voting period commences on 16th September, 2017 (9:00 am) till 18th September 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. **12th 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 **12th September 2017**.
- f. M/s Nikhil Jain & Associates, Company Secretaries (COP No. 17727) 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 shall be declared by the Chairman at the meeting of the Company. The results declared along with the Scrutinizer's Report shall be placed on the Company's website viz., www.transglobetextiles.in and on the website of NSDL on or before **Friday, 22nd 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 23rd 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 <https://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***

**For Trans Globe Textiles Limited
(Formerly known as Rohit Tissue Limited)**

**Place: New Delhi
Date: 10.08.2017**

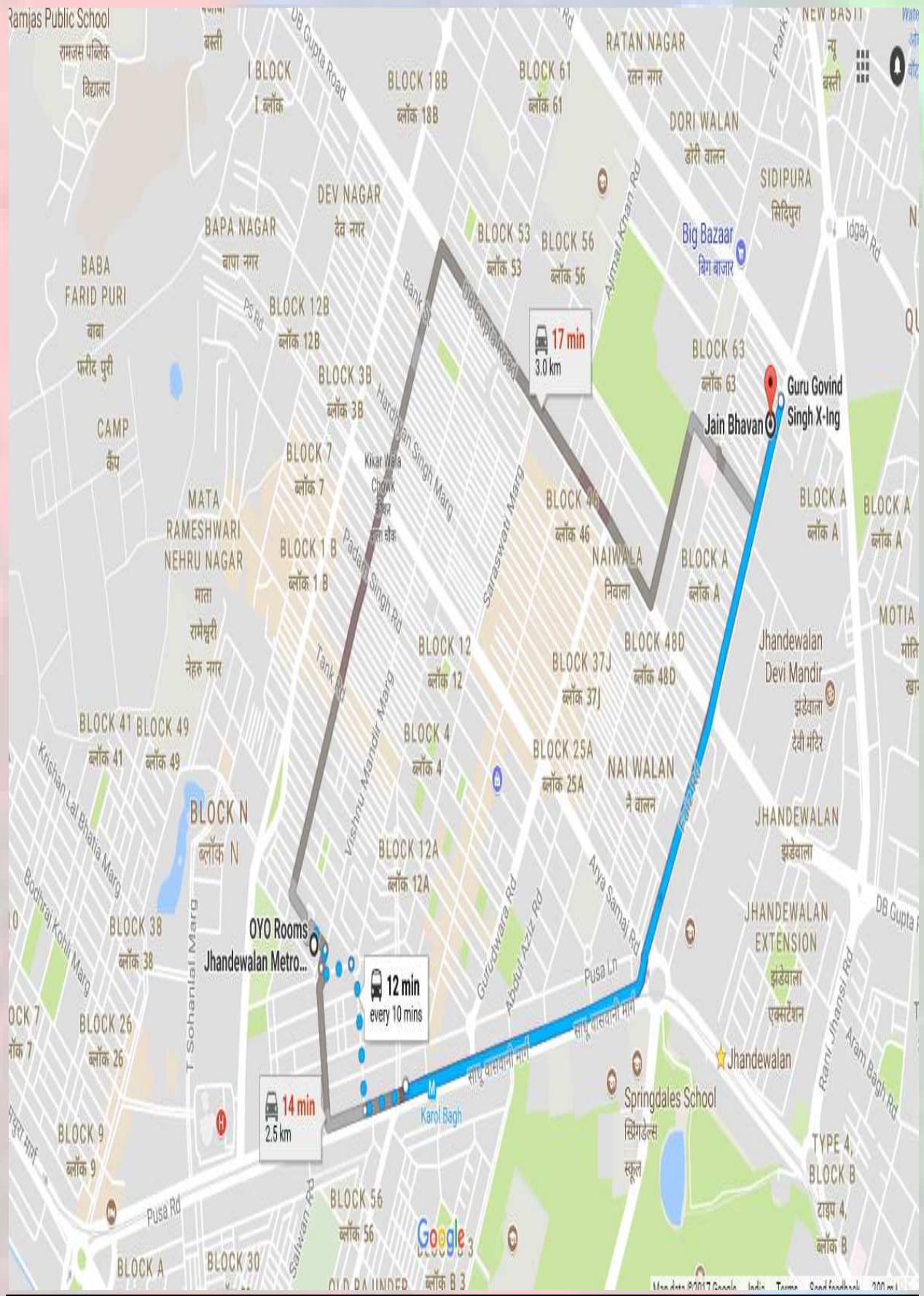
**Naveen Kumar
Managing Director
DIN: 06408235**

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. Naveen Kumar
Nationality	Indian
Date of Appointment	15.05.2014
Qualifications	Graduate
Number of Shares held in the Company	6300
Expertise in specific Functional areas	Financial Sector
Director of other Companies (excluding foreign Companies)	<ul style="list-style-type: none">• Macor Packaging Limited• SNS Diagnostics Limited• SNS Laboratories Limited• DHSL Textiles (India) Limited• Hillridge Investments Limited
Relationship between Director Inter se	Nil

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



DIRECTOR'S REPORT

To
The Members
Trans Globe Textiles Limited
(Formerly known as Rohit Tissue Limited)

The Directors have pleasure in presenting before you the 23rd Annual Report on the business and operations of the Company alongwith the Audited Financial Statement for the financial year ended 31st March, 2017.

FINANCIAL SUMMARY HIGHLIGHTS

Financial Result of the Company for the year under review alongwith the figures for previous year are as follows:

	(IN ₹)	(IN ₹)
	March 31, 2017	March 31, 2016
Total Income	3,43,35,172	48,346,123
Profit before Tax	(687,595)	79,101
Less: Provision for Tax	0	0
Current Tax	0	15,074
MAT Credit Entitlement	0	(15,074)
Earlier Year tax	0	0
Deferred Tax	0	0
Net Profit after Tax	(687,595)	79,101

STATE OF COMPANY AFFIARS

During the financial year 2016-17, the Company has recorded revenue of ₹ 343,35,172/- The Company has incurred loss of ₹ 687,595/- during the year as compared to profit ₹ 79,101/- in the last year. The Directors are optimistic about future performance of the Company.

CHANGE IN NATURE OF BUSINESS

There was no change in the nature of business of company.

DIVIDEND

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

TRANSFER TO RESERVES

The company Proposes does not transfer any amount to the General reserves, as company have Losses in the Financial year.

SHARE CAPITAL

The paid up share capital as on 31st March, 2017 was ₹ 2,26,16,000/-. There has been no change in the equity share capital of the company during the year.

DEPOSITS

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

SUBSIDIARIES, ASSOCIATED AND JOINT VENTURE COMPANIES:

The Company does not have any subsidiary company.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

Re-Appointment of Director:

In accordance with the provisions of the Companies Act, 2013 and the articles of association of the Company, Mr. Naveen Kumar, 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 their re-appointment.

Declaration by 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. Familiarization policy for Independent Director is available on website i.e www.transglobetextiles.in.

During the Year, one Independent Meeting held for independent Directors i.e. 20.03.2017.

Key managerial personnel:

There has been no change in the Key Managerial Personnel of the Company during Previous year and Mr. Naveen Kumar continues to act as Managing Director (KMP) of the Company.

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.

MEETINGS:

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:

4th April 2016, 19th May 2016, 14th July 2016, 3rd August 2016, 11th November 2016, 7th January 2017, 6th February 2017 and 20th March, 2017.

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

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

Name of Director	Designation	Category	Number of Board Meetings during the year		Attendance of Last AGM
			Held	Attended	
Mr. Naveen Kumar	Managing Director	Executive & Professional	8	8	Yes
Mr. Vikash Chaubey	Director	Non executive & Independent	8	8	Yes
Mrs. Mehak Arora	Director	Non executive & Independent	8	8	Yes

COMMITTEE MEETINGS

Audit Committee

The Audit Committee comprises three members 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 **19th May, 2016, 3rd August, 2016, 11th November 2016 and 6th 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 are invited to the meeting as and when required.

The Composition of audit committee and their attendance at the meeting are as under:-

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

Nomination & Remuneration Committee

The Nomination & Remuneration Committee comprises three members 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 **19th May, 2016 and 6th 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, their attendance at Nomination & Remuneration Committee Meetings is as under:

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

Stakeholders Relationship Committee

The Stakeholders Relationship Committee comprises three members of which two including Chairman of the Committee are Independent Director. During the Year Two (2) 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 two (2) times on **3rd August, 2016 and 6th 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 Stakeholders' Relationship committee and their attendance at the meeting are as under:-

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

Compliance Officer:

Name of the Compliance Officer	Mehak Arora
Contact Details	16/121-122, Jain Bhawan, First Floor, Faiz Road, W.E.A Karol Bagh, New Delhi- 110005
E- Mail Id	transglobetextiles@gmail.com

Risk management committee

The Risk Management Committee comprises three members 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 **3rd August, 2016 and 6th 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 Risk Management committee and their attendance at the meeting are as under:-

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

SHAREHOLDERS MEETING

There is only one Share Holder Meeting (Annual General Meeting) held on 25th June, 2016 at 04:00 P.M. at 16/121-122, Jain Bhawan, Faiz Road, Karol Bagh, New Delhi-110005.

DIRECTORS' RESPONSIBILITY STATEMENT

In accordance with the provision of section 134(5) of the Companies Act, 2013 the Board confirm and submit 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.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Details of Loans, Guarantees and Investment covered under the provisions of section 186 of the Companies Act, 2013 are given in the Notes to the Financial Statements.

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 functions.

DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM

In 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 i.e. www.transglobetextiles.in.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

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

CORPORATE GOVERNANCE

As per Regulation 15(2) of SEBI (Listing Obligation and Disclosures requirement) Regulation, 2015, report on Corporate Governance is not applicable as the Company is within the prescribed limit that the paid up Share Capital of the Company is ₹ 2,26,16,000/- (Rupees Two Crore Twenty Six Lakh Sixteen Thousand Only) and Net worth is ₹ 1,15,92,584/- (Rupees One Crore Fifteen Lakhs Ninty Two Thousand Five Hundred and Eighty Four Only) as on 31st March, 2017.

MANAGEMENT DISCUSSION 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.**

ENHANCING SHAREHOLDER VALUE:

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

DEMATERIALIZATION OF SHARES:

The Company has connectivity with NSDL & CDSL for dematerialization of its equity shares. The ISIN INE206S01017 has been allotted for the Company. Therefore, the matter and/or investors may keep their shareholding in the electronic mode with their Depository Participates. 63.74% of the Company's Paid-up Share Capital is in dematerialized form as on 31st March, 2017 and balance 36.26% is in physical form.

AUDITORS:

STATUTORY AUDITORS:

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

In this regard, written consent have submitted by Statutory Auditors for their eligibility and qualification to be re- appointed as Statutory Auditors 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.

a. Statutory Auditor's Report

*The Auditors have given an audit report on financial of 2016-17 and annexed herewith marked as **Annexure- II.***

b. Statutory Auditor's Observations

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

SECRETARIAL AUDITORS:

The Company has appointed M/s Chirag & Associates, Company Secretaries to hold the office of the Secretarial Auditors and to conduct the Secretarial Audit and the Secretarial Audit Report.

a. Secretarial Auditor's Report

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

b. Secretarial Auditor's Observations

There is a qualification in the report that company did not appoint Chief Financial Officer and Company Secretary.

The Management, Clarified that, it is in the search of suitable candidate for the post of Chief Financial Officer and Company Secretary.

INTERNAL AUDITOR:

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

a. Internal Auditor's Report & Observations

Mr. Randhir Maurya placed the internal audit report to the Company.

b. Internal Auditor's Observations

Internal audit report self explanatory and need no comments.

EXTRACT OF ANNUAL RETURN

The extract of the Annual return for the financial year 2016-2017, is being attached with the Directors report in form no. MGT-9 marked as **Annexure-IV**.

PARTICULARS OF EMPLOYEES

None of the employee was drawing in excess of the limits by the Companies act, 2013 and rules made thereunder which needs to be disclosed in the Director's report.

HEALTH, SAFETY AND ENVIRONMENT PROTECTION:

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

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

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

The policy is available on the website of the company i.e. www.transglobetextiles.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.

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.

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

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

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.

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

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

Particulars	Current Year 2016-17	Previous Year 2015-2016
Conservation of Energy	Nil	Nil
Technology Absorption	Nil	Nil
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.

**For Trans Globe Textiles Limited
(Formerly known as Rohit Tissue Limited)**

**Place: New Delhi
Date: 10.08.2017**

**Naveen Kumar
Managing Director
DIN: 06408235**

**Mehak Arora
Director
DIN: 06798853**

MANAGEMENT DISCUSSION AND ANALYSIS

REPORT

A. ECONOMIC OUTLOOK

India's textiles sector is one of the oldest industries in Indian economy dating back several centuries. The textile industry has two broad segments. First, the unorganised sector consists of handloom, handicrafts and sericulture, which are operated on a small scale and through traditional tools and methods. The second is the organised sector consisting of spinning, apparel and garments segment which apply modern machinery and techniques such as economies of scale. Keeping in view the above considerations, the company chooses the business of trading in textile industry.

B. COMPANY OVERVIEW

The company is engaged in supplying, trading etc. Of textiles 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 loss of ` 687,595/- during the year. The Directors are optimistic about future performance of the Company.

D. OPPORTUNITIES & THREATS: **OPPORTUNITIES**

- The textile industry records an annual growth of around 6-8%.
- A shift towards the market of branded ready-made garment is being observed.
- More number of emerging malls and retail industries are providing opportunities to industry's segments like handicrafts and apparels.
- There is a provision of more FDI and investment opportunities.
- Withdrawal of quota restriction is contributing immensely in market development.
- The global needs are being catered with product development.
- An upsurge in the purchasing power and disposable income of Indian customers has opened room for new market development.

THREATS

- Competing with other progressing countries like China.
- Striking a balance between the quality and price of products.
- Satisfying the demands of people all across the globe and at the same time, steadily improving the quality of the products.
- Striking a balance between demand and supply.
- Environmental and international labor laws.
- Removal of quota system will fluctuate the export demand.

E. RISK MANAGEMENT AND CONCERNS

The company operates in the textiles industry 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.

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 TRANS GLOBE TEXTILES LIMITED
(Formerly Known as **ROHIT TISSUE LIMITED**)

Report on the Financial Statements

I have audited the accompanying financial statements of **M/S TRANS GLOBE TEXTILES LIMITED** Formerly known as **ROHIT TISSUE 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 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 NOTES 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 loss 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

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.

1. 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 my 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. In my opinion they are in accordance with the books of accounts of the company.

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

Place: Delhi
Date: 26.05.2017

“ANNEXURE A” TO THE AUDITOR’S REPORT

The Annexure referred to in my report of even date to the members of **M/S TRANS GLOBE TEXTILES LIMITED** Formerly known as **ROHIT TISSUE LIMITED** as at and for the year ended 31st March, 2017, I report that:

1. **Fixed Assets:**
The Company does not have Fixed Assets, so that the clause is not applicable for the 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 not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. So, Further provisions of clause do not apply.
4. Since the company has not granted any loans to companies, firms, LLP or other parties covered in the register maintained under section 189 of the companies act, 2013, the provision regarding compliance with the provision of section 185 & 186 of companies act, 2013 in respect of loans/ investments, guarantees, and security are not applicable.
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 in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value 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 pays or provides managerial remuneration in accordance with the requisite approval mandated by the provisions of section 197 read with Schedule V to the Companies Act is not applicable.
12. The company is not a Nidhi company hence the provision related to the the Nidhi Company is not applicable.
13. In my opinion and according to the information and Explanation given to me company has complied the provision of related party transaction refer in sections 177 and 188 of Companies Act, 2013, and the detail have been disclosed in the financial statement as required by the applicable Accounting Standard.
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: Delhi
Date: 26.05.2017

“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 **TRANSGLOBE TEXTILES LIMITED** Formerly Known as ROHIT TISSUE LIMITED (“the Company”) as of 31st 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: Delhi
Date: 26.05.2017

TRANS GLOBE TEXTILES LIMITED
(Formerly Known As Rohit Tissue Limited)

BALANCE SHEET AS AT 31-03-2017

(IN ₹)

PARTICULARS		NOTE NO.	AS AT 31ST MARCH, 2017	AS AT 31ST MARCH, 2016
I	EQUITY AND LIABILITIES			
1	Shareholders Funds			
	(A) Share Capital	2	2,26,16,000	2,26,16,000
	(B) Reserves And Surplus	3	(1,10,23,416)	(1,03,35,821)
	(C) Money Received against share warrants		-	-
2	Share application money pending allotment		-	-
	TOTAL SHAREHOLDER'S FUND		1,15,92,584	1,22,80,179
3	Non-Current Liabilities			
	(A) Long-term Borrowings		-	-
	(B) Deffered Tax Liabilities		-	-
	(C) Other Long-term Liabilities		-	-
	(D) Long term Provisions		-	-
	TOTAL NON CURRENT LIABILITIES		-	-
4	Current Liabilities			
	(A) Short Term Borrowings		-	-
	(B) Trade Payables		-	-
	(i) Total outstanding dues of micro enterprises		-	-
	(ii) Total outstanding dues of creditors other than micro and small		-	-
	(C) Other Current Liabilities	4	62,425	60,361
	(D) Short- term provisions	5	-	15,074
	TOTAL CURRENT LIABILITIES		62,425	75,435
	TOTAL		1,16,55,009	1,23,55,614
II	ASSETS			
1	Non-Current Assets			
	(A) Fixed Assets			
	(i) Tangible Assets		-	-
	(ii) Intangible Assets		-	-
	(iii) Capital work-in-progress		-	-
	(iv) Intangible assets under development		-	-
	(B) Non-current Investments		-	-
	(C) Deffered Tax Assets		-	-
	(D) Long term loans and advances	6	65,79,101	65,79,101
	(E) Other non-current assets	7	20,93,913	27,91,885
	TOTAL NON-CURRENT ASSETS		86,73,014	93,70,986
2	Current Assets			
	(A) Current Investments		-	-
	(B) Inventories	8	22,35,196	14,78,734
	(C) Trade Receivables		-	-
	(D) Cash And Cash Equivalents	9	7,46,799	15,05,894
	(E) Short-term loans and advances		-	-
	(F) Other current assets		-	-
	TOTAL CURRENT ASSETS		29,81,994	29,84,628
	TOTAL		1,16,55,009	1,23,55,614

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

Signnificant Accounting policies and Notes on Financial

1

IN TERMS OF MY REPORT OF EVEN DATE ANNEXED

FOR TRANS GLOBE TEXTILES LIMITED
(Formerly Known as Rohit Tissue Limited)

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

NAVEEN KUMAR
(MANAGING DIRECTOR)
DIN : 06408235

MEHAK ARORA
(DIRECTOR)
DIN : 06798853

PLACE : DELHI
DATE:-26.05.2017

TRANS GLOBE TEXTILES LIMITED
(Formerly Known as Rohit Tissue Limited)
ANNUAL REPORT F.Y. 2016-17

TRANS GLOBE TEXTILES LIMITED

(Formerly known As ROHIT TISSUE 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	10	3,43,35,172	4,83,46,123
Other Income		-	-
Total Revenue		3,43,35,172	4,83,46,123
Cost of Material Consumed	11	3,46,70,000	4,76,76,000
Change in Inventories	12	(7,56,462)	(8,84,734)
Work in progress and Stock in trade		-	-
Employee Benefit Expense & Finance cost	13	1,62,784	48,000
Depreciation and amortisation expense	14	6,97,972	6,97,973
Other Expenses	15	2,48,473	7,29,783
Total Expenses		3,50,22,767	4,82,67,022
Profit Before Exceptional and Extraordinary items		(6,87,595)	79,101
Exceptional Items		-	-
Profit Before Extraordinary items		(6,87,595)	79,101
Extraordinary Items		-	-
Profit Before Tax		(6,87,595)	79,101
Tax Expense			
Current Tax		-	15,074
MAT Credit		-	-
Deferred Tax		-	(15,074)
Profit/ (Loss) For The Period from continuing operations		(6,87,595)	79,101
Profit/ (Loss) from Discontinuing operations		-	-
Tax expense of discontinuing operations		-	-
Profit/ (Loss) from Discontinuing operations after tax		-	-
Profit for the Period		(6,87,595)	79,101
Earning Per Equity Share			
Basic		(0.30)	0.03
Diluted		(0.30)	0.03

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

Significant Accounting policies and Notes on Financial 1

IN TERMS OF MY REPORT OF EVEN DATE ANNEXED

FOR TRANS GLOBE TEXTILES LIMITED

(Formerly Known as Rohit Tissue Limited)

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

NAVEEN KUMAR
(MANAGING DIRECTOR)
DIN : 06408235

MEHAK ARORA
(DIRECTOR)
DIN : 06798853

PLACE : DELHI
DATE:-26.05.2017

TRANS GLOBE TEXTILES LIMITED
(Formerly Known as Rohit Tissue Limited)
ANNUAL REPORT F.Y. 2016-17

TRANS GLOBE TEXTILES LIMITED
(Formerly known As ROHIT TISSUE LIMITED)

CASH FLOW STATEMENT FOR THE YEAR ENDED 31-03-2017

(₹ IN Lacs)

	PARTICULARS	2016-17	2015-16
A.	<u>CASH FLOWS FROM OPERATING ACTIVITIES :</u>		
	Net Profit Before Tax And Extraordinary Items	(6.88)	0.79
	Adjustments For :		
	Preliminary Expenditure Written Off	6.98	6.98
	Operating Profit Before Working Capital Changes	0.10	7.77
	Adjustments For :		
	Decrease/Increase In Current Assets	(7.56)	(8.85)
	Decrease/ Increase In Current Liabilities	0.02	0.47
	Cash Generated From Operating Activities	(7.44)	(0.61)
	Direct Tax Paid	(0.15)	(0.06)
	Net Cash From Operating Activities	(7.59)	(0.66)
B.	<u>CASH FLOWS FROM INVESTING ACTIVITIES</u>		
	Net Cash From Investment Activities	-	-
C.	<u>CASH FLOWS FROM FINANCING ACTIVITIES</u>		
	Net Cash From In Financing Activities	-	-
	NET INCREASE IN CASH AND CASH EQUIVALENTS	(7.59)	(0.66)
	CASH & CASH EQUIVALENTS (Opening Balance)	15.06	15.72
	CASH & CASH EQUIVALENTS (Closing Balance)	7.47	15.06

NOTE : NEGATIVE FIGURES HAVE BEEN SHOWN IN BRACKETS.

IN TERMS OF MY REPORT OF EVEN DATE ANNEXED

FOR TRANS GLOBE TEXTILES LIMITED
Formerly Known as Rohit Tissue Limited

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

NAVEEN KUMAR
(MANAGING DIRECTOR)
DIN: 06408235

MEHAK ARORA
(DIRECTOR)
DIN: 06798853

PLACE : DELHI
DATE:-26.05.2017

TRANS GLOBE TEXTILES LIMITED
(Formerly Known as Rohit Tissue Limited)
ANNUAL REPORT F.Y. 2016-17

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) 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. Based on the nature business the Company has ascertained its operating cycle as 12 months for the purpose of current – noncurrent classification of assets and liabilities.

(b) **Use of Estimates**

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

(c) **Accounting of Inventories:**

- (i) Finished goods, goods for trade and stores, spares, etc. are valued at cost or net realizable value, whichever is lower. Materials and supplies held for use in production of finished goods are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost.
- (ii) Goods in transit are valued at cost to date.
- (iii) ‘Cost’ comprises all costs of purchase. The cost formulae used is either ‘first in first out’, or ‘specific identification’, or the ‘average cost’, as applicable.

(d) **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.

(e) **Revenue Recognition**

Revenue from sale of goods in the course of ordinary activities is recognized when the property in the goods, or all significant risks and rewards of their ownership are transferred to the customer and no significant uncertainty exists regarding the amount of the consideration that will be derived from the sale of the goods as well as regarding its collection. Allowances for sales returns are estimated and provided for in the period of sales.

(f) **Provisions, contingents Liabilities and contingent Assets**

- (i) A Provision is recognized when the company has 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 statements after careful evaluation by the managements 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.
- (iii) Contingent Assets are neither recognized, nor disclosed in the financial statements.

(g) Taxation

Provisions 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. No Provision for Taxation has been made during the year.

(h) 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 averages 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 diluted potential equity shares.

(i) Cash and Cash Equivalents

Cash and cash equivalents in the cash flow statements 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 56,00,000 Equity Share of ₹ 10 Each	5,60,00,000	5,60,00,000
	5,60,00,000	5,60,00,000
Issued And Subscribed Share Capital Shares at the end of the Accounting Period 53,22,900 Equity Shares of ₹10/-	5,32,29,000	5,32,29,000
Paid up Share Capital Shares at the end of the Accounting Period 22,61,600 Equity Shares of ₹10/-	2,26,16,000	2,26,16,000
Total	2,26,16,000	2,26,16,000

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

2.2 The 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	22,61,600	22,61,600
Add : Issued during the year	-	-
Equity Shares at the end of the Year	22,61,600	22,61,600

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 held	No. Of Share	% of Shares held	No. Of Share
Reliable Finance Corpn Private Limited	15.70	3,55,000	-	-
VA Realcon Private Limited	11.61	2,62,600	-	-

Notes to Financial Statements

NOTE 3: RESERVES & SURPLUS

IN ₹

PARTICULARS	AS AT 31ST MARCH 2017	AS AT 31ST MARCH 2016
Capital Reserve		
Additions During The Year	1,52,50,224	1,52,50,224
At The End Of The Accounting Period	1,52,50,224	1,52,50,224
Surplus		
At The Beginning Of The Accounting Period	(2,55,86,045)	(2,56,65,146)
Additions During The Year (Balance In Statement Of Profit & Loss)	(6,87,595)	79,101
Transfer To Reserves		
At The End Of The Accounting Period	(2,62,73,640)	(2,55,86,045)
Grand Total	(1,10,23,416)	(1,03,35,821)

CURRENT LIABILITES:

NOTE 4 : OTHER CURRENT LIABILITIES

IN ₹

PARTICULARS	AS AT 31ST MARCH 2017	AS AT 31ST MARCH 2016
Expenses Payable	62,425	60,361
Total	62,425	60,361

NOTE 5 : SHORT TERM PROVISION

IN ₹

PARTICULARS	AS AT 31ST MARCH 2017	AS AT 31ST MARCH 2016
Provision for Taxation	-	15,074
Total	-	15,074

Notes to Financial Statements

NON CURRENT ASSETS

NOTE : 6 LONG TERM LOAN & ADVANCES

IN ₹

PARTICULARS	AS AT 31ST MARCH 2017	AS AT 31ST MARCH 2016
Capital Advances		
Advance For Machinery	65,53,367	65,53,367
Other Loans & Advances		
Security Deposit	5,000	5,000
MAT Credit Entitlement	20,734	20,734
Total	65,79,101	65,79,101

NOTE : 7 OTHER NON CURRENT ASSETS

IN ₹

PARTICULARS	AS AT 31ST MARCH 2017	AS AT 31ST MARCH 2016
(To The Extent Not Written Off Or Adjusted)		
<u>Preliminary & Pre Operative Expenses</u>		
Opening Balance	27,91,885	34,89,858
Less: Written Off During The Year	6,97,972	6,97,973
Grand Total	20,93,913	27,91,885

CURRENT ASSETS

NOTE : 8 STOCK IN TRADE

IN ₹

PARTICULARS	AS AT 31ST MARCH 2017	AS AT 31ST MARCH 2016
Stock of Shares	5,94,000	5,94,000
Stock Of Fabrics	16,41,196	8,84,734
Total	22,35,196	14,78,734

NOTE : 9 CASH & CASH EQUIVALENTS

IN ₹

PARTICULARS	AS AT 31ST MARCH 2017	AS AT 31ST MARCH 2016
Cash in Hand	5,61,696	7,29,801
Bank balance with Current account	1,85,103	7,76,093
Total	7,46,799	15,05,894

Notes to Financial Statements

NOTE : 10 REVENUE FROM OPERATIONS

IN ₹

PARTICULARS	CURRENT PERIOD 2016-17	PREVIOUS PERIOD 2015-16
Sale of Fabric	3,43,35,172	4,83,46,123
Total	3,43,35,172	4,83,46,123

NOTE : 11 COST OF TRADING GOODS

IN ₹

PARTICULARS	CURRENT PERIOD 2016-17	PREVIOUS PERIOD 2015-16
Purchases of Trading goods	3,46,70,000	4,76,76,000
Total	3,46,70,000	4,76,76,000

NOTE : 12 CHANGE IN STOCK IN TRADE

IN ₹

PARTICULARS	CURRENT PERIOD 2016-17	PREVIOUS PERIOD 2015-16
<u>Stock in Shares</u>		
Balance at the beginning of the year	5,94,000	5,94,000
Balance at the Closing of the year	5,94,000	5,94,000
Total	-	-
<u>Stock of Fabrics</u>		
Balance at the beginning of the year	8,84,734	-
Balance at the Closing of the year	16,41,196	8,84,734
Total	(7,56,462)	(8,84,734)
Grand Total	(7,56,462)	(8,84,734)

Notes to Financial Statements

NOTE : 13 EMPLOYEE BENEFITS EXPENSES & FINANCE COST

IN ₹

PARTICULARS	CURRENT PERIOD 2016-17	PREVIOUS PERIOD 2015-16
Salary Expenses	1,62,784	48,000
Total	1,62,784	48,000

NOTE : 14 DEPRICIATION & AMORTISATION EXPENSE

IN ₹

PARTICULARS	CURRENT PERIOD 2016-17	PREVIOUS PERIOD 2015-16
Amortisation Expenses	6,97,972	6,97,973
Total	6,97,972	6,97,973

NOTE : 15 OTHER EXPENSES

IN ₹

PARTICULARS	CURRENT PERIOD 2016-17	PREVIOUS PERIOD 2015-16
Advertisement & Publicity Expenses	25,449	58,434
Audit Remuneration	13,800	13,740
Bank Charges	1,121	1,087
Conveyance	28,625	15,249
Interest On Tax	1,656	-
Listing Compliance Charges	50,430	51,661
Legal & Professional Charges	65,925	96,568
Meeting Expenses	10,120	20,203
Other Community Expenses	2,500	-
Postal Charges	11,628	11,930
Processing Fees	-	3,99,000
Printing & Stationery	25,550	17,426
ROC Compliance Charges	3,600	36,800
Telephone Expenses	8,069	7,685
Total	2,48,473	7,29,783

16. Previous year figures have been reworked, regrouped, & reclassified wherever necessary to confirm to the current year presentation.
17. There are no fixed assets in the company.
18. 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.
19. The company is bearing accumulated losses of less than 50% of Share Holders' funds which affects the going concern assumption of the company. During the year also, the company has generated profit of ₹ (6,87,595)/- (P.Y. ₹ 79,101/-).

20. As per the Provision of AS-2, Accounting of Inventories, Stock in trade should be valued at cost or market price whichever is lower, so that the company has valued it's currently purchased all stock in trade at cost.
21. The company's business activity falls within single primary/ secondary business segment viz. Trading in Fabric Activity. The disclosure requirement of Accounting standard (AS) -17 "Segment Reporting" issued by the Institute of chartered Accountants of India, therefore is not applicable.
22. **Related Party Disclosure:**
As per Accounting Standard 18 on related Party disclosure issued by the Institute of chartered Accountants of India, there is no related party transaction during the year 2016-17.
23. Earnings per Share "AS-20" issued by the Institute of chartered Accountants of India:

Particulars	Year ended March 31, 2017	Year ended March 31, 2016
(A) Profit after taxation as Statement of Profit and Loss (in ₹)	(6,87,595)	79,101
(B) Weight Average number of equity Shares outstanding during the year	2,261,600	2,261,600
(C) Nominal value of Equity shares (in ₹)	10/-	10/-
(D) Basic Earnings per Share	(0.30)	0.03
(E) Diluted Earnings per share	(0.30)	0.03

24. **Payment to Auditor**
- | | | |
|-----------|------------------|------------------|
| | <u>2016-2017</u> | <u>2015-2016</u> |
| Audit Fee | ₹ 13,800/- | ₹ 13,740/- |
25. 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.

IN TERMS OF MY REPORT OF EVEN DATE ANNEXED

FOR TRANS GLOBE TEXTILES LIMITED
Formerly Known as Rohit Tissue Limited

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

NAVEEN KUMAR
(MANAGING DIRECTOR)
DIN: 06408235

MEHAK ARORA
(DIRECTOR)
DIN: 06798853

PLACE: NEW DELHI
DATE: 26.05.2017

TRANS GLOBE TEXTILES LIMITED
(Formerly Known as Rohit Tissue Limited)
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NOTES TO AND FORMING PART OF BALANCE SHEET AS
AT 31-03-2017
SPECIFIED BANK NOTES (SBN) AND TRANSACTED 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.4,00,000/-	Rs.91,335/-	Rs.4,91,335/-
(+) Permitted receipts	NIL	NIL	NIL
(-) Permitted Payment	NIL	Rs.13,800/-	Rs.13,800/-
(-) Amount deposited in Banks	Rs.4,00,000/-	NIL	Rs.4,00,000/-
(+) Amount withdrawal from Bank	NIL	Rs.2,60,000/-	Rs.2,60,000/-
Closing cash in hand as on 30.12.2016	NIL	Rs.3,37,535/-	Rs.3,37,535/-

AS PER CERTIFIED BY THE MANAGEMENT

FOR TRANS GLOBE TEXTILES LIMITED
Formerly Known as Rohit Tissue Limited

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

NAVEEN KUMAR
(MANAGING DIRECTOR)
DIN: 06408235

MEHAK ARORA
(DIRECTOR)
DIN: 06798853

PLACE: NEW DELHI
DATE: 26.05.2017

Form No. AOC-2

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

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

1. Details of contracts or arrangements or transactions not at arm's length basis

- (a) Name(s) of the related party and nature of relationship: NIL
- (b) Nature of contracts/arrangements/transactions: NIL
- (c) Duration of the contracts / arrangements/transactions: NIL
- (d) Salient terms of the contracts or arrangements or transactions including the value: NIL
- (e) Justification for entering into such contracts or arrangements or transactions: NIL
- (f) Date of approval by the Board: NIL
- (g) Amount paid as advances: NIL
- (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188: NIL

2. Details of material contracts or arrangement or transactions at arm's length basis

- (a) Name(s) of the related party and nature of relationship: NIL
- (b) Nature of contracts/arrangements/transactions: NIL
- (c) Duration of the contracts / arrangements/transactions: NIL
- (d) Salient terms of the contracts or arrangements or transactions including the value: NIL
- (e) Date(s) of approval by the Board: NIL
- (f) Amount paid as advances, if any: NIL

Form No. MR - 3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31.03.2017

[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 of
TRANS GLOBE TEXTILES LIMITED
CIN: L51909DL1995PLC064680
16/121-122, Jain Bhawan, First Floor, Faiz Road,
W.E.A Karol Bagh, New Delhi- 110005

Dear Members,

Pursuant to the provisions of Section 204 of the Companies Act 2013, the Board of Directors of the Company at their meeting held on 26.05.2017 have appointed me, the undersigned, as Secretarial Auditor to conduct an audit and report on the compliance of applicable statutory provisions and the adherence to good corporate practices by **TRANS GLOBE TEXTILES LIMITED (CIN: L51909DL1995PLC064680)** (hereinafter referred to as the 'Company').

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **TRANS GLOBE TEXTILES LIMITED (CIN: L51909DL1995PLC064680)**. The 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 Company's 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 31.03.2017 complied with the statutory provisions listed hereunder subject to observations mentioned in the report and also that the Company has proper Board- processes and compliance-mechanism in place to the extent and in the manner reported hereunder.

I/we have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March 2017 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (a) The Company has not complied with the provisions of Section 203 of the Companies Act, 2013 for appointment of Chief Financial Officer and Company Secretary during the audit period.
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) SEBI (LODR) Regulations, 2015 entered into by the Company with Stock Exchanges.

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 as on 31st March, 2017.
- The Company constituted the Nomination and Remuneration Committee with having two Non-Executive directors and one Executive Director which is not as per the provisions of Section 178 of the Companies Act, 2013.
- On the basis of Minutes of Board Meeting, it is apparent that all the decisions are carried through unanimous consensus and there were no dissenting members' views.
- Based on review of compliance mechanism established by the Company and on the basis of certificate issued by officers of the Company, we are of the opinion that the management has adequate systems and processes commensurate with its size and operations, to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
- The compliance by the Company of applicable financial laws, like direct and indirect tax laws and financial accounts, has not been reviewed in this Audit since the same have been subject to review by statutory financial audit and other designated professionals.

**For Chirag & Associates
(Company Secretaries)**

**Place: New Delhi
Date: 10/08/2017**

**Mr. Chirag Singla
(Prop.)
ACS 50931
C. P. No. 18463**

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

**TRANS GLOBE TEXTILES LIMITED
(Formerly Known as Rohit Tissue Limited)
ANNUAL REPORT F.Y. 2016-17**

Annexure-A

To,
The Members of
TRANS GLOBE TEXTILES LIMITED
CIN: L51909DL1995PLC064680
16/121-122, Jain Bhawan, First Floor, Faiz Road,
W.E.A Karol Bagh, New Delhi- 110005

Sub: 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 processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on to ensure that correct facts are reflected in secretarial records. I believe that the processes 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 representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficiency or effectiveness with which the management has conducted the affairs of the company.

**For Chirag & Associates
(Company Secretaries)**

**Place: New Delhi
Date: 10/08/2017**

**Mr. Chirag Singla
(Prop.)
ACS 50931
C. P. No. 18463**

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	L51909DL1995PLC064680
ii.	Registration Date	24/01/1995
iii.	Name of Company	TRANS GLOBE TEXTILES LIMITED (Formerly known as ROHIT TISSUE LIMITED)
iv.	Category of Company	Company Limited by shares
v.	Sub-Category of Company	Indian Non-Government Company
vi.	Address of Company	16/121-122, Jain Bhawan, First Floor, Faiz Road, W.E.A Karol Bagh, New Delhi- 110005
vii.	Listed/Unlisted	Listed
viii.	Name & Address of RTA	Bigshare services Pvt. Ltd. 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:-

Sl. No	Name and Description of main Products / Services	NIC Code of the Product / Service	% to total turnover of the Company
1.	Dealing in Wholesale of Textiles	51900	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. Promoter s									
(1) Indian									
a) Individual/ HUF	-	-	-	-	-	-	-	-	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A)	-	-	-	-	-	-	-	-	-
B. Public Shareholding									
1. Institutions	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	0	0	0	0	0	0	0	0
2. Non-Institutions									
a) Bodies Corp.	-	-	-	-	617604	-	617604	27.30	27.30
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	20000	267500	287500	12.72	-	267500	267500	11.82	(0.90)

ii) Individual shareholders holding nominal share capital in excess of Rs. 2 lakh	1376500	597600	1974100	87.28	823896	552600	1376496	60.88	(26.4)
c) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	1396500	865100	2261600	100.00	1441500	820100	2261600	100	-
Total Public Shareholding (B)=(B)(1)+ (B)(2)	1396500	865100	2261600	100.00	1441500	820100	2261600	100	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	1396500	865100	2261600	100.00	1441500	820100	2261600	100	-

ii. Shareholding 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	
1.	-	-	-	-	-	-	-
Total	-	-	-	-	-	-	-

iii. Change in Promoters' Shareholding (please specify, if there is no change):

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year	-	-	-	-
Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
At the End of the year	-	-	-	-

iv. Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding at the beginning of the year
	No. of shares	% of total shares of the company	No. of shares
At the beginning of the year	4,55,000	20.12	4,55,000
Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	522700	23.11	522700
At the End of the year	977700	43.23	4,55,000

v. Shareholding of Directors and Key Managerial Personnel

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding at the beginning of 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	81600	3.60	81600	
Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
At the End of the year	81600	3.60	81600	

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial 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	-	-	-	-
* Addition	-	-	-	-
* Reduction	-	-	-	-
Net Change	-	-	-	-
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: NAVEEN KUMAR (MANAGING DIRECTOR)

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

B. Remunerations to others Director

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

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

SL. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross Salary (a) Salary as per provisions contained in section 17(1) of the Income –tax Act,1961	-	-	-	-

	(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	-	-	-	-

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	-	-	-	-	-

TRANS GLOBE TEXTILES LIMITED

(Formerly known as Rohit Tissue Limited)

Regd. Office: 16/121-122, Jain Bhawan, First Floor, Faiz Road, W.E.A Karol Bagh, New Delhi- 110005

CIN: L51909DL1995PLC064680, **Ph. No.:** 011-23637431

E-mail Id: transglobetextiles@gmail.com; **Website:** www.transglobetextiles.in

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 23rd Annual General Meeting of the Company being held on Tuesday, the 19th Day of September, 2017 at 4:00 P.M. at 16/121-122, Jain Bhawan, Faiz Road, Karol Bagh, Delhi-110005 and at any adjournment thereof.

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.

TRANS GLOBE TEXTILES LIMITED

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CIN: L51909DL1995PLC064680, **Ph. No.:** 011-23637431

E-mail Id: transglobetextiles@gmail.com; **Website:** www.transglobetextiles.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: L51909DL1995PLC064680

Name of the company: Trans Globe Textiles Limited (Formerly Known as Rohit Tissue Limited)

Registered office: 16/121-122, Jain Bhawan, First Floor, Faiz Road, W.E.A Karol Bagh, Delhi- 110005

Name of Member(s) :

Registered address :

E-mail Id :

Folio No/ Client Id:

DP ID :

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

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 23rd Annual general meeting of the company, to be held on Tuesday, the 19th Day of September, 2017 at 4:00 P.M. at 16/121-122, Jain Bhawan, Faiz Road, Karol Bagh, 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 31, 2017.
2	Ordinary Resolution that Mr. Naveen Kumar retires by rotation and being eligible for re-appointment, as a Director of the Company.
3	Ordinary Resolution under Section 139 to 142 of the Companies Act, 2013 for Re-appointment of Mr. Anil Kumar, Chartered Accountant, as Statutory Auditor of the Company to hold office from the conclusion of this annual general meeting till the conclusion of next annual general meeting and fixing their remuneration.

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:

Trans Globe Textiles Limited
(Formerly known as Rohit Tissue Limited)
16/121-122, Jain Bhawan, First Floor, Faiz Road,
W.E.A Karol Bagh, New Delhi- 110005

TRANS GLOBE TEXTILES LIMITED
(Formerly Known as Rohit Tissue Limited)
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