

## VISISTH CHAY VYAPAR LIMITED

A – 446, BASEMENT, DEFENCE COLONY, NEW DELHI – 110024  
Email Id: [corp@citystarinfra.com](mailto:corp@citystarinfra.com), Phone No: 033-66133300  
CIN: L15491DL1985PLC019848

### DIRECTORS' REPORT FOR THE FINANCIAL YEAR 2014-2015

To,  
The Members,

Your directors have pleasure in presenting their next Annual Report on the business and operations of the company together with the Audited Statement of Accounts for the year ended 31st March, 2015.

#### Financial Highlights

During the year under review, performance of your company as under:

Particulars	(Rupees)	
	Year Ended 31st March, 2015	Year Ended 31st March, 2014
Profit/ Loss before Taxation	(18,65,476)	3,27,965
<b>Less: Tax Expenses</b>		
Current Tax	-	38,000
<b>Profit/(Loss) after Tax</b>	(18,65,476)	2,89,965
Add: Balance Brought Forward from last year	156,27,320	153,95,348
Taxation for Earlier Year	-	
Transferred o Reserve u/s 45-1C of the RBI Act, 1934	-	57,993
Provision for NPA written back	-	-
<b>Balance Profit/ (Loss) carried Forward to Balance Sheet</b>	<b>137,61,844</b>	<b>156,27,320</b>

#### State of Company's Affairs and Future Outlook

The performance of the Company depends upon a host of factors. Although the Company is continuously trying to overcome various market risks and other external factors involved in its progress. However, we remain optimistic about the performance of the Company.

#### Share Capital

The paid up Equity Share Capital as on March 31, 2015 was Rs. 19,99,90,000/-. During the year under review the Company has not issued any shares or any convertible instruments.

#### Dividend

Your Directors regret to recommend declaration of any dividend for the year in view of carry forward losses and loss during the year.

**CERTIFIED TO BE TRUE COPY**

For Visisth Chay Vyapar Ltd.

*T. N. D. J.*

**Director**

## **Details of Subsidiary, Joint Venture or Associates**

Details of Subsidiary, Joint Venture or Associate of the Company, in FORM AOC 1 has been enclosed with this report.

## **Directors**

Mr. Binod Bihani, Independent Director, retires by rotation pursuant to provisions of Section 152 of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

At a board meeting held on 15<sup>th</sup> January, 2015 the Board appointed Mr. Tarak Nath Dey as an Additional Director who vacates office at the ensuing AGM and is eligible for appointment pursuant to Section 160 of the Act.

At a board meeting held on 6<sup>th</sup> December, 2014, Mr. Nazir Ahmed tendered his resignation from the Board.

Further, Mr. Naveen Modi and Mr. Hemant Jain have tendered their resignation from the Board on 22.01.2015.

All independent directors have given declaration that they meet the criteria of independence as laid down under section 149(6) of the Companies Act, 2013

## **Number of Board Meetings**

During the Financial Year 2014-15, the Board met 9 times on 12<sup>th</sup> April, 2014; 29<sup>th</sup> May, 2014; 6<sup>th</sup> August, 2014; 20<sup>th</sup> November, 2014; 6<sup>th</sup> December, 2014; 26<sup>th</sup> December, 2014; 15<sup>th</sup> January, 2015; 22<sup>nd</sup> January, 2015 and 12<sup>th</sup> March, 2015.

## **Audit Committee**

The Audit committee comprises of 3 directors. The committee functions under the Chairmanship of Mr. Tarak Nath Dey, a non-executive independent Director. The other members of the Committee are Mr. Binod Bihani and Mr. Champa Lal Pareek.

The committee met 6 times during the year on 12<sup>th</sup> April, 2014; 29<sup>th</sup> May, 2014; 6<sup>th</sup> August, 2014; 6<sup>th</sup> December, 2014; 15<sup>th</sup> January, 2015 and 12<sup>th</sup> March, 2015.

*\*Mr. Naveen Modi and Mr. Nazir Ahmed have resigned from the Board as on 6<sup>th</sup> December, 2014 and 22<sup>nd</sup> January, 2015 respectively.*

## **Nomination & Remuneration Committee Policy**

A Remuneration Committee was constituted by the Board of Directors to consider, analyse, determine and approve on behalf of the Board and on behalf of the shareholders the remuneration to be paid to the executive directors of the Company.

## **NBFC Reserve Fund**

Due to loss during the year, the Company does not recommend transfer of any amount as NBFC Reserve.

### **Change in the Nature of Business, if any.**

The Company is engaged in Non- Banking Financial Activity and is duly registered with the RBI as an NBFC Company.

### **R.B.I Directive to NBFC**

The Company did not invite or accept any deposits from the public during the financial year ended 31st March, 2015. For the current financial year commencing on 1st April, 2015 the Board of Directors of the Company has confirmed by a Board Resolution dated 13<sup>th</sup> April, 2015 that the Company shall not invite or accept any deposit form the public during the financial year 2015-2016.

### **Transfer of Unclaimed Dividend to Investor Education and Protection Fund**

Since there was no unpaid/unclaimed Dividend declared and paid last year, the provisions of Section 125 of the Companies Act, 2013 do not apply.

### **Statutory Auditors**

M/s. S. Mandal & Co. (Firm Registration No: 314188E), Chartered Accountants, have been appointed as statutory auditors of the Company at the last Annual General Meeting held on 19.08.2014 for a period of five years subject to ratification by members at every consequent Annual General Meeting. Therefore, ratification of appointment of Statutory Auditors is being sought from the members of the Company at the ensuing AGM.

### **Explanation to Auditor's Remarks**

The observation made in the Auditor's Report read together with relevant notes thereon are self-explanatory and hence, do not call for any further comments under Section 134 of the Companies Act, 2013.

### **Particulars of Loan, Guarantees and Investments under Section 186**

The details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

### **Extract of Annual Return**

The extract of Annual Return, in format MGT 9, for the Financial Year 2014-15 has been enclosed with this report.

### **Related Parties Transactions**

There was no arrangement or contracts made with related parties as defined under Section 188 of the Companies Act, 2013 during the year under review.

### **Conservation of Energy, Technology, Absorption, Foreign Exchange Earnings and Outgo**

The provision of Section 134(m) of the Companies Act, 2013 do not apply to our Company. There was no foreign inflow or outflow during the year under review.

## **Risk Management Policy**

As an NBFC, your company is subjected to both external risk and internal risk. External risk due to interest rate fluctuation, slowdown in economic growth rate, political instability, market volatility, decline in foreign exchange reserves, etc. Internal risks associated with your company's business which includes deployment of funds in specific projects, diversifications into other business operations, retention of talented personnel, managing effective growth rate, volatility in interest rate, NPAs in portfolio, changes in compliance norms and regulations, contingent liabilities, and other legal proceedings. Your company recognizes the importance of risk management, and has invested in people, process and technologies to effectively mitigate the above risks.

## **Amounts Transferred to Reserves**

Due to loss during the year, the Company does not recommend transfer of any amount to reserves.

## **Material Changes Affecting the Financial Position of the Company**

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statements relate on the date of this report.

## **Corporate Social Responsibility (CSR) Policy**

The provisions of Section 135 of the Companies Act, 2013 related to Corporate Social Responsibility is not applicable to the Company.

## **Details of significant & material orders passed by the regulators or courts or tribunal**

No significant & material orders has been passed by any regulator or court or tribunal against the Company.

## **Directors Responsibility Statement**

In accordance with the provisions of Section 134(5) of the Companies Act 2013, your directors confirm that:

- a) in the preparation of the annual accounts for the financial year ended 31st March, 2015, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2015 and of the loss of the Company for that period;

- c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) the directors had prepared the annual accounts on a going concern basis;
- e) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**Acknowledgment**

The Directors express their sincere appreciation to the valued shareholders, bankers and clients and others associated with the Company for their support

Place Kolkata  
Date 25<sup>th</sup> June, 2015

**For and on behalf of the Board of Directors**



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Champa Lal Pareek  
Managing Director  
DIN: 00030815



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Tarak Nath Dey  
Director  
DIN: 00343396

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For Visisth Chay Vyapar Ltd.



**Director**

**Form AOC-1**

to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

**It features of the financial statement of subsidiaries/associate companies/joint ventures**

**Part "A": Subsidiaries- NIL**

**Part "B": Associates and Joint Ventures**

**Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

Fastener Commotrade Pvt. Ltd. 31.03.2015	Jasper Tracom Pvt. Ltd. 31.03.2015	Fastener Tracom Pvt. Ltd. 31.03.2015	Original Barter Pvt. Ltd. 31.03.2015
5000	5000	5000	5000
Rs. 50,000/-	Rs. 50,000/-	Rs. 50,000/-	Rs. 50,000/-
50 %	50 %	50 %	50 %
Control of more than 20% of total share capital	Control of more than 20% of total share capital	Control of more than 20% of total share capital	Control of more than 20% of total share capital
Vide Companies (Accounts) Rule 2014 dated 14-10-2014	Vide Companies (Accounts) Rule 2014 dated 14-10-2014	Vide Companies (Accounts) Rule 2014 dated 14-10-2014	Vide Companies (Accounts) Rule 2014 dated 14-10-2014

**Part "B": Associates and Joint Ventures****Annexure 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

Fastener Vanijya Pvt. Ltd. 31.03.2015	Jasper Vinimay Pvt. Ltd. 31.03.2015	Fastener Vintrade Pvt. Ltd. 31.03.2015	Jasper Vanijya Pvt. Ltd. 31.03.2015
5000	5000	5000	5000
Rs. 50,000/-	Rs. 50,000/-	Rs. 50,000/-	Rs. 50,000/-
50 %	50 %	50 %	50 %
Control of more than 20% of total share capital	Control of more than 20% of total share capital	Control of more than 20% of total share capital	Control of more than 20% of total share capital
Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014	Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014	Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014	Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014

**Part "B": Associates and Joint Ventures****Annexure 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

Stephen Commosales Pvt. Ltd. 31.03.2015	Original Dealtrade Pvt. Ltd. 31.03.2015	Primary Tie Up Pvt. Ltd. 31.03.2015	Stephen Commotrade Pvt. Ltd. 31.03.2015
5000 Rs. 50,000/- 50 %	5000 Rs. 50,000/- 50 %	5000 Rs. 50,000/- 50 %	5000 Rs. 50,000/- 50 %
Control of more than 20% of total share capital	Control of more than 20% of total share capital	Control of more than 20% of total share capital	Control of more than 20% of total share capital
Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014	Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014	Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014	Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014



**Part "B": Associates and Joint Ventures****Annexure 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

Rocky Dealcomm Pvt. Ltd. 31.03.2015	Jasper Tradelink Pvt. Ltd. 31.03.2015	Sonata Barter Pvt. Ltd. 31.03.2015	Stephen Suppliers Pvt. Ltd. 31.03.2015
5000 Rs. 50,000/-	5000 Rs. 50,000/-	5000 Rs. 50,000/-	5000 Rs. 50,000/-
50 %	50 %	50 %	50 %
Control of more than 20% of total share capital	Control of more than 20% of total share capital	Control of more than 20% of total share capital	Control of more than 20% of total share capital
Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014	Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014	Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014	Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014

**Part "B": Associates and Joint Ventures****Annexure 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

Original Dealsales Pvt. Ltd. 31.03.2015	Stephen Vinimay Pvt. Ltd. 31.03.2015	Original Tracom Pvt. Ltd. 31.03.2015	Stephen Tie Up Pvt. Ltd. 31.03.2015
5000	5000	5000	5000
Rs. 50,000/-	Rs. 50,000/-	Rs. 50,000/-	Rs. 50,000/-
50 %	50 %	50 %	50 %
Control of more than 20% of total share capital	Control of more than 20% of total share capital	Control of more than 20% of total share capital	Control of more than 20% of total share capital
Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014	Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014	Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014	Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014

**Part "B": Associates and Joint Ventures****Annexure 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

Olay Vanijya Pvt. Ltd. 31.03.2015	Escort Dealmark Pvt. Ltd. 31.03.2015	Lifelong Vanijya Pvt. Ltd. 31.03.2015	Olay Agents Pvt. Ltd. 31.03.2015
5000	5000	5000	5000
Rs. 50,000/-	Rs. 50,000/-	Rs. 50,000/-	Rs. 50,000/-
50 %	50 %	50 %	50 %
Control of more than 20% of total share capital	Control of more than 20% of total share capital	Control of more than 20% of total share capital	Control of more than 20% of total share capital
Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014	Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014	Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014	Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014

NA

NA

NA

**Part "B": Associates and Joint Ventures****Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

Bluebell Comtrade Pvt. Ltd. 31.03.2015	Sukhjot Commosales Pvt. Ltd. 31.03.2015	Bluebell Tie Up Pvt. Ltd. 31.03.2015	Escort Tie Up Pvt. Ltd. 31.03.2015
5000	5000	5000	5000
Rs. 50,000/-	Rs. 50,000/-	Rs. 50,000/-	Rs. 50,000/-
50 %	50 %	50 %	50 %
Control of more than 20% of total share capital	Control of more than 20% of total share capital	Control of more than 20% of total share capital	Control of more than 20% of total share capital
Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014	Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014	Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014	Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014

**Part "B": Associates and Joint Ventures****Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

Escort Tracom Pvt. Ltd. 31.03.2015	Starmark Vanijya Pvt. Ltd. 31.03.2015	Escort Vinimay Pvt. Ltd. 31.03.2015	Olay Vintrade Pvt. Ltd. 31.03.2015
5000	5000	5000	5000
Rs. 50,000/-	Rs. 50,000/-	Rs. 50,000/-	Rs. 50,000/-
50 %	50 %	50 %	50 %
Control of more than 20% of total share capital	Control of more than 20% of total share capital	Control of more than 20% of total share capital	Control of more than 20% of total share capital
Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014	Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014	Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014	Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014

**Part "B": Associates and Joint Ventures****Annexure 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

<b>Life-long Vincom Pvt. Ltd.</b>	<b>Crossroad Vincom Pvt. Ltd.</b>	<b>Fastener Commosales Pvt. Ltd.</b>	<b>Jasper Commotrade Pvt. Ltd.</b>
<b>31.03.2015</b>	<b>31.03.2015</b>	<b>31.03.2015</b>	<b>31.03.2015</b>
<b>5000</b>	<b>5000</b>	<b>5000</b>	<b>5000</b>
<b>Rs. 50,000/-</b>	<b>Rs. 50,000/-</b>	<b>Rs. 50,000/-</b>	<b>Rs. 50,000/-</b>
<b>50 %</b>	<b>50 %</b>	<b>50 %</b>	<b>50 %</b>
<b>Control of more than 20% of total share capital</b>	<b>Control of more than 20% of total share capital</b>	<b>Control of more than 20% of total share capital</b>	<b>Control of more than 20% of total share capital</b>
<b>Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014</b>	<b>Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014</b>	<b>Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014</b>	<b>Vide Companies (Accounts) Amendment Rule 2014 dated 14-10-2014</b>

NA

NA

NA

**Part "B": Associates and Joint Ventures****Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

Chemo Traders Pvt. Ltd.

Ocean Freight Enterprises Pvt.  
Ltd.

31.03.2015

31.03.2015

3,25,000

265250

Rs. 3,57,50,000/-

Rs. 2,91,77,500/-

25%

20 %

Control of more than 20% of total  
share capitalControl of more than 20% of total share  
capitalVide Companies (Accounts)  
Amendment Rule 2014 dated 14-10-  
2014Vide Companies (Accounts) Amendment  
Rule 2014 dated 14-10-2014

NA

NA

**For and on Behalf Of Board of Directors**

*C L Pareek*

Champa Lal Pareek, Din : 00030815

*T N Dey*

Tarak Nath Dey, Din : 00343396



<b>FORM NO. MGT 9</b>
<b>EXTRACT OF ANNUAL RETURN</b>
<b>as on financial year ended on 31.03.2015</b>
<b>Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management &amp; Administration ) Rules, 2014.</b>

**I REGISTRATION & OTHER DETAILS:**

i	CIN	L15491DL1985PLC019848
ii	Registration Date	16-01-1985
iii	Name of the Company	Visisth Chay Vyapar Limited
iv	Category/Sub-category of the Company	Public Company/ Limited By Shares
v	Address of the Registered office & contact details	A-446, Basement, Defence Colony, New Delhi - 110024
vi	Whether listed company	No
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	Niche Technologies Private Limited D-511, Bagree Market, 71, B.R.B. Basu Road, Kolkata - 700001 Phone No.: 033 2235-7270/7271 Fax: 033 - 2215 6823 Email : nichetechpl@nichetechpl.com

**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 & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company

**III PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES**

Sl No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
	As disclosed in the schedule 2.12 Investment Sheet of Balance Sheet & FORM AOC 1		Associate		2(6)

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year	
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares		
<b>A. Promoters</b>										
(1) Indian	-	-	-	-	-	-	-	-	-	-
a) Individual/HUF	-	-	-	-	-	-	-	-	-	-
b) Central Govt. or State Govt.	-	-	-	-	-	-	-	-	-	-
c) Bodies Corporates	-	64,85,000	64,85,000	32.427%	-	62,17,000	62,17,000	31.087%	-	-
d) Bank/FI	-	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-	-
<b>SUB TOTAL (A) (1)</b>	-	64,85,000	64,85,000	32.427%	-	62,17,000	62,17,000	31.087%	-	-
(2) Foreign	-	-	-	-	-	-	-	-	-	-
a) NRI- Individuals	-	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-	-
e) Any other...	-	-	-	-	-	-	-	-	-	-
<b>SUB TOTAL (A) (2)</b>	-	-	-	-	-	-	-	-	-	-
<b>Total Shareholding of Promoter (A)= (A)(1)+(A)(2)</b>	-	64,85,000	64,85,000	32.427%	-	62,17,000	62,17,000	31.087%	-	-
<b>B. PUBLIC SHAREHOLDING</b>										
(1) Institutions										
a) Mutual Funds	-	-	-	-	-	-	-	-	-	-
b) Banks/FI	-	-	-	-	-	-	-	-	-	-
c) Central govt	-	-	-	-	-	-	-	-	-	-
d) State Govt.	-	-	-	-	-	-	-	-	-	-
e) Venture Capital Fund	-	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-	-
g) FIIS	-	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-	-
<b>SUB TOTAL (B)(1):</b>	-	-	-	-	-	-	-	-	-	-
(2) Non Institutions										
a) Bodies corporates										
i) Indian	-	133,92,100	133,92,100	66.964%	-	136,60,100	136,60,100	68.304%	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-	-
b) Individuals										
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	-	91,700	91,700	0.459%	-	91,700	91,700	0.459%	-	-
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	-	30,200	30,200	0.151%	-	30,200	30,200	0.151%	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-	-
<b>SUB TOTAL (B)(2):</b>	-	135,14,000	135,14,000	67.573%	-	137,82,000	137,82,000	68.913%	-	-
<b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>	-	135,14,000	135,14,000	67.573%	-	137,82,000	137,82,000	68.913%	-	-
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	-	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	-	199,99,000	199,99,000	100%	-	199,99,000	199,99,000	100%	-	-

Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
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	
28,89,500	14.448%	-	28,89,500	14.448%	-	-
27,50,000	15.091%	-	27,50,000	13.751%	-	-
5,77,500	2.888%	-	5,77,500	2.888%	-	-
62,17,000	32.427%	-	62,17,000	31.087%	-	-

(SPECIFY IF THERE IS NO CHANGE)

Shareholding at the beginning of the Year		Cumulative Share holding during the year	
Shares	% of total shares of the company	No of shares	% of total shares of the company
30,18,000	15.091%	30,18,000	15.091%
27,50,000	13.751%	27,50,000	13.751%
(2,68,000)	-1.340%	(2,68,000)	-1.340%

other than Directors, Promoters & Holders of GDRs & ADRs)

Shareholding at the beginning of the year		Shareholding at the end of the year	
Shares	% of total shares of the company	No of shares	% of total shares of the company
10,00,500	9.258%	10,00,500	5.003%
9,98,200	4.991%	9,98,200	4.991%
9,96,000	4.980%	9,96,000	4.980%
9,50,000	4.750%	9,50,000	4.750%
9,50,000	4.750%	9,50,000	4.750%
9,50,000	4.750%	9,50,000	4.750%
9,17,400	4.587%	9,17,400	4.587%
9,00,000	4.500%	9,00,000	4.500%
9,00,000	4.500%	9,00,000	4.500%
9,00,000	4.500%	9,00,000	4.500%

... Limited transferred its 8,51,000 shares to Mega Resources Limited

Shareholding at the end of the year		Cumulative Shareholding during the year	
Shares	% of total shares of the company	No of shares	% of total shares of the company
-	-	-	-
-	-	-	-
-	-	-	-
-	-	-	-

V INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment					
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness	
<b>Indebtness at the beginning of the financial year</b>					
i) Principal Amount	-	100,51,082	-	100,51,082	
ii) Interest due but not paid	-	-	-	-	
iii) Interest accrued but not due	-	-	-	-	
<b>Total (i+ii+iii)</b>	-	100,51,082	-	100,51,082	
<b>Change in Indebtedness during the financial year</b>					
Additions	-	516,50,000	-	516,50,000	
Reduction	-	-	-	-	
<b>Net Change</b>	-	516,50,000	-	516,50,000	
<b>Indebtedness at the end of the financial year</b>					
i) Principal Amount	-	617,01,082	-	617,01,082	
ii) Interest due but not paid	-	14,53,413	-	14,53,413	
iii) Interest accrued but not due	-	-	-	-	
<b>Total (i+ii+iii)</b>	-	631,54,495	-	631,54,495	

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole time director and/or Manager: NIL

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

B. Remuneration to other directors: - NIL

Sl.No	Particulars of Remuneration	Name of the Directors	Total Amount
1	Independent Directors		
	(a) Fee for attending board committee meetings		
	(b) Commission		

	(c) Others, please specify						
	<b>Total (1)</b>						
2	Other Non Executive Directors						
	(a) Fee for attending board committee meetings						
	(b) Commission						
	(c) Others, please specify.						
	<b>Total (2)</b>						
	<b>Total (B)=(1+2)</b>						
	<b>Total Managerial Remuneration</b>						
	<b>Overall Ceiling as per the Act.</b>						

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

Sl. No.	Particulars of Remuneration	Key Managerial Personnel				Total
		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) of the Income Tax Act, 1961					
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961					
2	Stock Option					
3	Sweat Equity					
4	Commission					
	as % of profit					
	others, specify					
5	Others, please specify					
	<b>Total</b>					

VII PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES -

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment/Compounding fees imposed	Authority (RD/NCLT/Court)	Appeal made if any (give details)
<b>A. COMPANY</b>					
Penalty			<b>NONE</b>		
Punishment					
Compounding					
<b>B. DIRECTORS</b>					
Penalty			<b>NONE</b>		
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty			<b>NONE</b>		
Punishment					
Compounding					

**INDEPENDENT AUDITOR'S REPORT**

TO THE MEMBERS OF  
**VISISTH CHAY VYAPAR LIMITED**

**Report on the Financial Statements**

We have audited the accompanying financial statements of VISISTH CHAY VYAPAR LIMITED ("the company"), which comprise the Balance Sheet as at 31 March 2015, the Statement of Profit and Loss for the year then ended, the Cash Flow Statement of the cash flows for the year ended as on that date and a summary of significant accounting policies and other explanatory information.

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

The Company's Board of Directors is responsible for the matters in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the 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 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of 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**

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give true and fair view 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 Company's Directors, as well as evaluating the overall presentation of the financial statements.

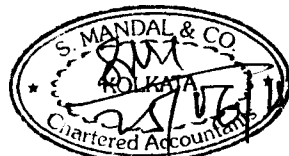
We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

**CERTIFIED TO BE TRUE COPY**

For Visisth Chay Vyapar Ltd,

*TNDP*

**Director**





## Opinion

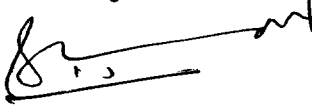
In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements, give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India;

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2015; and
- 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 flows for the year ended on that date.

## Report on Other Legal and Regulatory Requirements

- 1) Requirements of the Companies (Auditor's Report) Order, 2015("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, are applicable.
- 2) As required by Section 143 (3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c) The Balance Sheet and the Statement of Profit and Loss dealt with by this Report are in agreement with the books of accounts.
  - d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - e) On the basis of the written representations received from the directors as on 31st March, 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2015 from being appointed as a director in terms of Section 164 (2) of the Act.
  - f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - i. The Company does not have any pending litigations which would impact its financial position.
    - ii. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.
    - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For S.MANDAL & CO.  
(Chartered Accountants)  
Firm Registration No. 314188E

  
S.L. MANDAL  
Partner  
Membership No. FCA – 051834

Place: Kolkata  
Dated: June 25, 2015

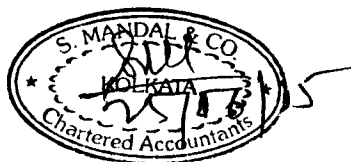


## Annexure to the Auditors' Report

Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' of our Report of even date to the members of Visisth Chay Vyapar Limited on the accounts of the company for the year ended 31<sup>st</sup> March, 2015

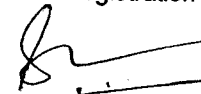
On the basis of such checks as we considered appropriate and according to the information and Explanations given to us during the course of our audit, we report that:

- (i) The Company has not possessed any fixed assets and therefore the question of maintaining relevant records, their physical verification or revaluation does not arise.
- (ii) In respect of its inventory:
  - a) As explained to us, the inventories of finished goods, semi-finished goods, stores, spare parts and raw materials were physically verified at regular intervals/ (at the end of the year) by the Management. In case of inventories lying with third parties, certificates of stocks holding have been received.
  - b) In our opinion and according to the information and explanation given to us, the procedures of physical verification of inventories followed by the Management were reasonable and adequate in relation to the size of the Company and the nature of its business.
  - c) In our opinion and according to the information and explanations given to us, the Company has maintained proper records of its inventories and no material discrepancies were noticed on physical verification of stocks as compared to book records.
- (iii) According to the information and explanations given to us, the Company has not granted any loans to companies, firms or other parties covered in the Register maintained under Section 189 of the Companies Act, 2013; and therefore paragraph 3(iii) of the Order is not applicable. )
- (iv) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business for the purchase of inventory, fixed assets and for the sale of goods (and/services). During the course of our Audit, we have not observed any continuing failure to correct major weaknesses in internal control.
- (v) The company has not received any public deposits during the year.
- (vi) The maintenance of cost records under section 148(1) of the Companies Act, 2013 are not applicable to the Company.
- (vii) In respect of statutory dues:
  - (a) According to the records of the company and information and explanations given to us, the Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees State Insurance (ESI), Investor Education and Protection Fund, Income-tax, Tax deducted at sources, Tax collected at source, Professional Tax, Sales Tax, value added tax (VAT), Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess and other material statutory dues as and when applicable to it, with the appropriate authorities.
  - (b) According to the information and explanations given to us, there were no undisputed amounts payable in respect of Income-tax, Wealth Tax, Custom Duty, Excise Duty, sales tax, VAT, Cess and other material statutory dues in arrears /were outstanding as at 31 March, 2015 for a period of more than six months from the date they became payable.



- (c) There were no amounts which required to be transferred by the Company to the Investor Education and Protection Fund.
- (viii) The Company does not have accumulated losses at the end of the financial year. Although the Company has incurred cash losses during the current year. The company has not incurred any cash losses in the immediately preceding financial year.
- (ix) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to financial institutions, banks and debenture holders.
- (x) In our opinion, and according to the information and the explanation given to us, the company has not given any guarantee for loans taken by others from banks or financial institutions during the year.
- (xi) The company has not obtained any term loan during the year, so this para of order is not applicable.
- (xii) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

For S.MANDAL & CO.  
(Chartered Accountants)  
Firm Registration No. 314188E



S.L. MANDAL  
Partner  
Membership No. FCA – 051834

Place: Kolkata  
Dated: June 25, 2015



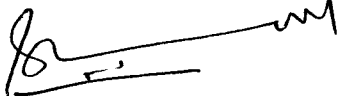
The Board of Directors,  
**VISISTH CHAY VYAPAR LIMITED**  
A-446 BASEMENT DEFENCE COLONY  
NEW DELHI - 110024

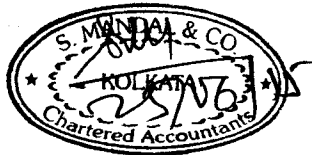
**Auditors Report as specified in Paragraph 2 of N B F C Auditors Report (Reserve Bank)  
Directions, 2008.**

We have audited the Balance Sheet of **VISISTH CHAY VYAPAR LIMITED** as at 31<sup>st</sup> March, 2015 and the Profit and Loss Account for the year ended on that date and would like to give our Report as specified in Paragraph 2 of N B F C Auditors Report (Reserve Bank) Directions 2008 as under :-

1. The Company is a Registered Non Banking Finance Company under section 45 - IA of the Reserve Bank of India Act, 1934 and a certificate of Registration was duly obtained from R B I.
2. The Company has not accepted any Public Deposit in pursuance of a resolution passed by its Board of Directors for Non acceptance of Public Deposits.
3. The Company has complied with the prudential norms relating to income recognition, accounting standards, asset classification and provisioning for bad and doubtful debts as applicable to it.


For S.MANDAL & CO.  
(Chartered Accountants)  
Firm Registration No. 314188E

  
S.L. MANDAL  
Partner  
Membership No. FCA - 051834



**CERTIFIED TO BE TRUE COPY**

For Visisth Chay Vyapar Ltd.

  
**Director**

Place: Kolkata  
Dated: June 25, 2015

**VISISTH CHAY VYAPAR LIMITED**

**BALANCE SHEET AS AT 31ST MARCH, 2015**

(Figures in Rs.)

Sl. No.	Particulars	Note No.	As at 31st March, 2015	As at 31st March, 2014
I.	<b>EQUITY AND LIABILITIES</b>			
(1)	<u>Shareholder's Funds</u>			
	(a) Share Capital	2.5	1999,90,000	1999,90,000
	(b) Reserves and Surplus	2.6	139,79,837	158,45,313
(2)	<u>Non-Current Liabilities</u>			
	(a) Long Term Borrowings	2.7	617,01,082	100,51,082
	(b) Long Term Provisions	2.8	2,36,197	2,36,197
(3)	<u>Current Liabilities</u>			
	(a) Trade Payables	2.9	18,78,502	21,54,283
	(b) Other Current Liabilities	2.10	17,31,366	7,167
	(c) Short-Term Provisions	2.11	123,84,332	123,84,332
	Total Equity & Liabilities		2919,01,317	2406,68,375
II.	<b>ASSETS</b>			
(1)	<u>Non-Current Assets</u>			
	(a) Non-Current Investments	2.12	1020,97,588	1024,47,588
	(b) Long Term Loans and Advances	2.13	1423,72,176	910,90,926
(2)	<u>Current Assets</u>			
	(a) Inventories	2.14	35,99,750	35,99,750
	(b) Cash and Bank Balances	2.15	97,611	5,34,359
	(c) Short - Term Loans and Advances	2.16	437,34,192	429,95,752
	Total Assets		2919,01,317	2406,68,375

Significant accounting Policies and Notes on Accounts.

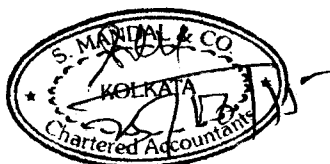
1 & 2 **CERTIFIED TO BE TRUE COPY**  
For Visisth Chay Vyapar Ltd.

As per our report of even date

For S. MANDAL & CO.  
(Chartered Accountants)  
Firm Registration No. 314188E

S.L. MANDAL  
Partner  
Membership No. FCA - 051834

Dated: June 25, 2015



*T.N. Dey*  
Director

For and on behalf of the Board of Directors

*C. Chandra*  
Champa Lal Pareek  
Managing Director  
00030815

*T.N. Dey*  
Tarak Nath Dey  
Director  
00343396

**VISISTH CHAY VYAPAR LIMITED**

**PROFIT & LOSS STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2015**

*(Figures in Rs.)*


Sl. No.	Particulars	Note No.	For the year ended 31st March, 2015	For the year ended 31st March, 2014
(1)	Revenue from operations	2.17	22,33,762	13,16,996
(2)	Total Revenue (1+2)		22,33,762	13,16,996
(3)	<u>Expenses:</u>			
	Employee Benefit Expense	2.18	7,86,670	8,57,226
	Finance Cost	2.19	16,14,903	-
	Other Expenses	2.20	16,97,665	1,31,805
	Total Expenses		40,99,238	9,89,031
-4	Profit before exceptional and extraordinary items and tax (3 - 4)		(18,65,476)	3,27,965
(5)	Exceptional Items		-	-
(6)	Profit before extraordinary items and tax (5 - 6)		(18,65,476)	3,27,965
(7)	Extraordinary Items		-	-
(8)	Profit before tax (7 - 8)		(18,65,476)	3,27,965
(9)	<u>Tax expense:</u>			
	(1) Current tax		-	38,000
(10)	Profit from operations (9 - 10)		(18,65,476)	2,89,965
(11)	Earning per equity share:			
	(1) Basic		(0.09)	0.01
	(2) Diluted		(0.09)	0.01

Significant accounting Policies and Notes on Accounts.

1 & 2

As per our report of even date


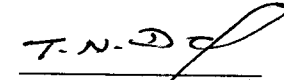
For S. MANDAL & CO.  
(Chartered Accountants)  
Firm Registration No. 314188E

  
S.I. MANDAL  
Partner  
Membership No. FCA - 051834

Dated: June 25, 2015

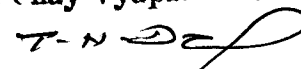


For and on behalf of the Board of Directors

   
Champa Lal Pareek      Tarak Nath Dey  
Managing Director      Director  
00030815      00343396

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For Visisth Chay Vyapar Ltd.

  
Director

**VISISTH CHAY VYAPAR LIMITED**

**CASH FLOW STATEMENT FOR THE YEAR ENDED AS ON 31ST MARCH '2015**

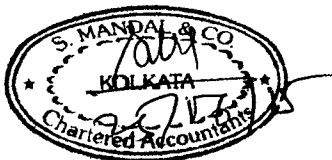
Particulars	For the year ended 31st March, 2015		For the year ended 31st March, 2014	
	Rs.	Rs.	Rs.	Rs.
<b>A. Cash flow from operating activities</b>				
Net Profit / (Loss) before extraordinary items and tax		(18,65,476)		3,27,965
<u>Adjustments for:</u>				
Provision against Standard Assets		-		-
Operating profit / (loss) before working capital changes		(18,65,476)		3,27,965
<u>Changes in working capital:</u>				
<u>Adjustments for (increase) / decrease in operating assets:</u>				
Inventories		-		-
Short term loans & Advances	(7,38,440)		(8,69,192)	
<u>Adjustments for increase / (decrease) in operating liabilities:</u>				
Trade payables	(2,75,781)		(56,56,540)	
Other current liabilities	17,24,199		(10,633)	
Provisions	-	7,09,978	38,000	(64,98,365)
<b>Net Cash from Operating activities</b>		<b>(11,55,498)</b>		<b>(61,70,400)</b>
Income Tax	-		38,000	
Taxation for earlier years	-	-	-	38,000
<b>Net Cash from/(used in) operating activities</b>		<b>(11,55,498)</b>		<b>(62,08,400)</b>
<b>B. Cash Flow from Investment activities</b>				
Purchase of Investment		3,50,000		-
<b>Net Cash (used in) investing activities</b>		<b>3,50,000</b>		<b>-</b>
<b>C. Net Cash from financing activities</b>				
(Increase)/decrease in Long Term Loans & Advances		(512,81,250)		(33,98,521)
Long Term Borrowings		516,50,000		100,51,082
<b>Net Cash (used in) financing activities</b>		<b>3,68,750</b>		<b>66,52,561</b>
<b>Net increase / (decrease) in Cash and cash equivalents (A+B+C)</b>		<b>(4,36,748)</b>		<b>4,44,161</b>
Cash and cash equivalents at the beginning of the year		5,34,359		90,198
<b>Cash and cash equivalents at the end of the year</b>		<b>97,611</b>		<b>5,34,359</b>

As per our report of even date

For S. MANDAL & CO.  
(Chartered Accountants)  
Firm Registration No. 314188E

S.L. MANDAL  
Partner  
Membership No. FCA - 051834

Dated: June 25, 2015



For and on behalf of the Board of Directors

Champa Lal Pareek  
Managing Director  
00030815

Tarakh Nath Dey  
Director  
00343396

**CERTIFIED TO BE TRUE COPY**  
For Visisth Chay Vyapar Ltd.

Director

VISISTH CHAY VYAPAR LIMITED

NOTES ON ACCOUNTS AND SIGNIFICANT ACCOUNTING POLICIES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2015

**1 SIGNIFICANT ACCOUNTING POLICIES**

**1.1 Basis of preparation of financial statements**

- a) The Accounts have been prepared under the historical cost convention on an Accrual basis and in accordance with the Accounting Standards notified under the relevant provisions of the Companies act, 2013 and are consistent with generally accepted accounting principles and conform to the statutory provisions and practices prevailing in the industry. All the figures have been rounded off to nearest rupees.
- b) The company generally follows mercantile system of accounting and recognises significant items of income and expenditure on accrual basis.

**1.2 Inventories**

Stock-in-trade are valued as follows:-

- a) Unquoted shares : At cost
- b) Quoted shares : At cost or market value whichever is lower
- c) Flats: At cost

**1.3 Investments**

Investments are valued at cost. All the investments are considered to be of long term by the management and decline in market value, if any, is of temporary nature. Bonus/ demerged shares are valued at nil cost.

**1.4 RBI Prudential Norms**

The Company has complied with the RBI Prudential Norms relating to Income Recognition, Accounting Standard and Asset classification and provisioning for bad and doubtful debts as applicable to it.

**1.5 Estimates**

The preparation of financial statements requires use of estimates and assumptions to be made that affect the reported amounts of assets, liabilities and disclosure of contingent liabilities on the date of financial statements and the reported amounts of revenue and expenses during the period. Difference between actual amount and estimates are recognised in the period in which the results are known / materialized.

**1.6 Taxes On Income**

Provision for current tax is made on the basis of estimated taxable income for the current accounting year in accordance with the Income Tax Act, 1961

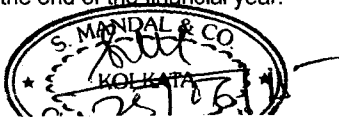
**2 NOTES ON ACCOUNTS**

2.1 There is no contingent liability at the end of the accounting year.

2.2 The Company has not accepted any Public Deposit during the year in pursuance of a resolution passed by the Board of Directors of the Company

2.3 The Provision Against Non Performing Assets have been made as per prudential norms of RBI.

2.4 In terms of Notification No. DNBS.222/ CGM(US)-2011 and DNBS.223/ CGM(US)-2011 both dated January 17, 2011 issued by the Department of Non-Banking Supervision, the Company has made a provision on Standard Assets at 0.25% of the amount outstanding as at the end of the financial year.



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A handwritten signature in black ink.



**VISISTH CHAY VYAPAR LIMITED**

**Notes forming part of the financial statements as at 31st March, 2015**

Note : 2.5 Share Capital

(Figures in Rs.)

Sl. No.	Particulars	As at 31st March, 2015	As at 31st March, 2014
1	<u>Authorized Capital</u> 20000000 Equity Shares of Rs. 10/- each.	2000,00,000	2000,00,000
		2000,00,000	2000,00,000
2	<u>Issued, Subscribed &amp; Paid Up Capital</u> 19999000 Equity Shares of Rs. 10/- each.	1999,90,000	1999,90,000
	<b>Total</b>	<b>1999,90,000</b>	<b>1999,90,000</b>

Reconciliation of the number of shares outstanding

Sl. No.	Particulars	As at 31st March, 2015	As at 31st March, 2014
1	Number of shares at the beginning	199,99,000	199,99,000
	Add: Shares issued during the year	-	-
	Number of shares at the closing	199,99,000	199,99,000

Details of shares held by each shareholder holding more than 5% shares

Sl. No.	Particulars	As at 31st March, 2015		As at 31st March, 2014	
		Total No. Of shares	Holding (%)	Total No. Of shares	Holding (%)
1	Hotahoti Wood Products Ltd	28,89,500	14.45	28,89,500	14.45
2	North Eastern Publishing & Advertising Co. Ltd.	30,18,000	15.09	30,18,000	15.09
3	Sangrahalaya Timber & Crafts Limited	18,51,500	9.26	18,51,500	9.26
	<b>Total</b>	<b>77,59,000</b>	<b>38.80</b>	<b>77,59,000</b>	<b>38.80</b>

Note : 2.6 Reserves & Surplus

(Figures in Rs.)

Sl. No.	Particulars	As at 31st March, 2015	As at 31st March, 2014
1	<u>Reserve u/s 45-1C of the RBI Act, 1934</u> As per last Balance Sheet	2,17,993	1,60,000
	Add: Transferred from Profit & Loss Account	-	57,993
		2,17,993	2,17,993
2	<u>Surplus / (Deficit) in Statement of Profit and Loss</u> Profit / (Loss) brought forward from previous year	156,27,320	153,95,348
	Add: Profit / Loss for the year	(18,65,476)	2,89,965
		137,61,844	156,85,313
	Less: Appropriations Transferred to Reserve u/s 45-1C of the RBI Act, 1934	-	57,993
		137,61,844	156,27,320
	<b>Total</b>	<b>139,79,837</b>	<b>158,45,313</b>



*Def*

*Cal*

**VISISTH CHAY VYAPAR LIMITED**  
**Notes forming part of the financial statements as at 31st March, 2015**

Note:2.7 Long Term Borrowing

(Figures in Rs.)

Sl. No.	Particulars	As at 31st March, 2015	As at 31st March, 2014
1	<u>Unsecured</u> Other Loans & Advances	617,01,082	100,51,082
	Total	617,01,082	100,51,082

Rate of Interest and maturity profile of Long Term Borrowings

Sr. No	Rate of Interest	Year 2015-2016
1	9%	588,01,082

Note:2.8 Long Term Provisions

(Figures in Rs.)

Sl. No.	Particulars	As at 31st March, 2015	As at 31st March, 2014
1	Contingent Provisions Against Standard Assets	2,36,197	2,36,197
	Total	2,36,197	2,36,197

Note : 2.9 Trade Payables

(Figures in Rs.)

Sl. No.	Particulars	As at 31st March, 2015	As at 31st March, 2014
1	Trade Payables for Services	18,78,502	21,54,283
	Total	18,78,502	21,54,283

Note : 2.10 Other Current Liabilities

(Figures in Rs.)

Sl. No.	Particulars	As at 31st March, 2015	As at 31st March, 2014
1	Interest Accrued & Due on Borrowing	14,53,413	-
2	Other Liabilities*	2,77,953	7,167
	Total	17,31,366	7,167

\* Includes TDS Payable

Note : 2.11 Short Term Provisions

(Figures in Rs.)

Sl. No.	Particulars	As at 31st March, 2015	As at 31st March, 2014
1	<u>Provisions</u> Income Tax	123,84,332	123,84,332
	Total	123,84,332	123,84,332



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**VISISTH CHAY VYAPAR LIMITED**  
Notes forming part of the financial statements as at 31st March, 2015

Note : 2.12 Non-Current Investments

(Figures in Rs.)

Sl. No	Particulars	As at 31st March, 2015			As at 31st March, 2014	
		Face Value	No. of Shares	Amount	No. of Shares	Amount
	<b>In Quoted Equity Instruments (fully paid up)</b>					
	Maurya Trading Co Ltd	10	35,875	71,750	35,875	71,750
	Total (a)		35,875	71,750	35,875	71,750
	<b>In Unquoted Equity Instruments (fully paid up)</b>					
	Sangrahalya Timber & Crafts Ltd	10	7,00,000	14,00,000	7,00,000	14,00,000
	North Eastern Publishing & Advertising Co Ltd.	10	17,75,000	35,50,000	17,75,000	35,50,000
	Kamini Finance & Investment Co Ltd	10	4,14,100	8,28,200	4,14,100	8,28,200
	Purbanchal Prestressed Ltd	10	18,00,000	36,00,000	18,00,000	36,00,000
	Chemo Traders Pvt.Ltd	10	3,25,000	357,50,000	3,25,000	357,50,000
	Citystar Infrastructures Ltd	10	14,10,000	155,10,000	14,10,000	155,10,000
	Ocean Freight Enterprises Pvt.Ltd	10	2,65,250	291,77,500	2,65,250	291,77,500
	Aries Commercial Ltd	10	1,830	18,300	1,830	18,300
	Maa Karni Finance (P) Ltd	10	2,800	28,000	2,800	28,000
	Jonnete Properties (P) Ltd	10	84,500	8,45,000	84,500	8,45,000
	Rukmini Properties (P) Ltd	10	840	62,28,358	840	62,28,358
	Intouch Trading Pvt Ltd	10	40,627	24,37,620	40,627	24,37,620
	N K Concrete Creation Pvt Ltd	10	65,286	6,52,860	65,286	6,52,860
	Fastener Commtrade Private Limited	10	5,000	50,000	5,000	50,000
	Jasper Tracom Private Limited	10	5,000	50,000	5,000	50,000
	Fastener Tracom Private Limited	10	5,000	50,000	5,000	50,000
	Original Barter Private Limited	10	5,000	50,000	5,000	50,000
	Fastener Vanijya Private Limited	10	5,000	50,000	5,000	50,000
	Jasper Vinimay Private Limited	10	5,000	50,000	5,000	50,000
	Fastener Vintrade Private Limited	10	5,000	50,000	5,000	50,000
	Jasper Vanijya Private Limited	10	5,000	50,000	5,000	50,000
	Stephen Commosales Private Limited	10	5,000	50,000	5,000	50,000
	Original Dealtrade Private Limited	10	5,000	50,000	5,000	50,000
	Primary Tie Up Private Limited	10	5,000	50,000	5,000	50,000
	Stephen Commtrade Private Limited	10	5,000	50,000	5,000	50,000
	Rocky Dealcomm Private Limited	10	5,000	50,000	5,000	50,000
	Jasper Tradelink Private Limited	10	5,000	50,000	5,000	50,000
	Sonata Barter Private Limited	10	5,000	50,000	5,000	50,000
	Stephen Suppliers Private Limited	10	5,000	50,000	5,000	50,000
	Original Dealsales Private Limited	10	5,000	50,000	5,000	50,000
	Stephen Vinimay Private Limited	10	5,000	50,000	5,000	50,000
	Original Tracom Private Limited	10	5,000	50,000	5,000	50,000
	Stephen Tie Up Private Limited	10	5,000	50,000	5,000	50,000
	Olay Vanijya Private Limited	10	5,000	50,000	5,000	50,000
	Escort Dealmark Private Limited	10	5,000	50,000	5,000	50,000
	Lifelong Vanijya Private Limited	10	5,000	50,000	5,000	50,000
	bal off		70,00,233	1011,75,838	70,00,233	1011,75,838



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**VISISTH CHAY VYAPAR LIMITED**

*Notes forming part of the financial statements as at 31st March, 2015*

*Note : 2.12 Non-Current Investments contd..*

*(Figures in Rs.)*

Sl. No	Particulars	Face Value	As at 31st March, 2015		As at 31st March, 2014	
			No. of Shares	Amount	No. of Shares	Amount
	bal b/f		70,00,233	1011,75,838	70,00,233	1011,75,838
	Olay Agents Private Limited	10	5,000	50,000	5,000	50,000
	Bluebell Commtrade Private Limited	10	5,000	50,000	5,000	50,000
	Sukhjit Commosales Private Limited	10	5,000	50,000	5,000	50,000
	Pluto Barter Private Limited	10	-	-	5,000	50,000
	Bluebell Tie Up Private Limited	10	5,000	50,000	5,000	50,000
	Bluebell Tracom Private Limited	10	-	-	5,000	50,000
	Starmark Barter Private Limited	10	-	-	5,000	50,000
	Escort Tie Up Private Limited	10	5,000	50,000	5,000	50,000
	Olay Dealcom Private Limited	10	-	-	5,000	50,000
	Escort Tracom Private Limited	10	5,000	50,000	5,000	50,000
	Starmark Vanijya Private Limited	10	5,000	50,000	5,000	50,000
	Escort Vinimay Private Limited	10	5,000	50,000	5,000	50,000
	Lifelong Tie Up Private Limited	10	-	-	5,000	50,000
	Olay Barter Private Limited	10	-	-	5,000	50,000
	Olay Vintrade Private Limited	10	5,000	50,000	5,000	50,000
	Lifelong Vincom Private Limited	10	5,000	50,000	5,000	50,000
	Crossroad Vincom Private Limited	10	5,000	50,000	5,000	50,000
	Fastener Commosales Private Limited	10	5,000	50,000	5,000	50,000
	Jasper Commtrade Private Limited	10	5,000	50,000	5,000	50,000
	Original Agencies Private Limited	10	5,000	50,000	5,000	50,000
	Primary Dealtrade Private Limited	10	5,000	50,000	5,000	50,000
	Lifelong Vinimay Private Limited	10	5,000	50,000	5,000	50,000
	Starmark Commosales Private Limited	10	5,000	50,000	5,000	50,000
	Lifelong Commosales Private Limited	10	-	-	5,000	50,000
	Total (b)		70,85,233	1020,25,838	71,20,233	1023,75,838
	Total(a+b)		71,21,108	1020,97,588	71,56,108	1024,47,588

*(Figures in Rs.)*

Sl. No	Particulars	As at 31st March, 2015		As at 31st March, 2014	
		Book Value	Market Value	Book Value	Market Value
	Aggregate Value of Quoted Equity Shares	71,750	-	71,750	-
	Aggregate Value of Unquoted Equity Shares	1020,25,838	-	1023,75,838	-

*Note : 2.13 Long Term Loans and Advances  
(Unsecured & Considered Good)*

*(Figures in Rs.)*

Sl. No	Particulars	As at	
		31st March, 2015	31st March, 2014
(a)	Loans and Advances	1423,72,176	910,90,926
	Total	1423,72,176	910,90,926

*Note : 2.14 Inventories*

*(Figures in Rs.)*

Sl. No	Particulars	As at	
		31st March, 2015	31st March, 2014
1	Stock - in - Trade	35,99,750	35,99,750
	Total	35,99,750	35,99,750



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**VISISTH CHAY VYAPAR LIMITED**

*Notes forming part of the financial statements as at 31st March, 2015*

*Note : 2.15 Cash & Bank Balances*

*(Figures in Rs.)*

Sl. No	Particulars	As at 31st March, 2015	As at 31st March, 2014
	<u>Cash &amp; Cash Equivalents</u>		
1	Cash-in-Hand	35,855	48,630
2	Cheques-in-Hand	-	3,75,073
3	Balance with Banks	61,756	1,10,656
	Total	97,611	5,34,359

*Note : 2.16 Short Terms Loans and Advances  
(Unsecured & Considered Good)*

*(Figures in Rs.)*

Sl. No	Particulars	As at 31st March, 2015	As at 31st March, 2014
(a)	Tax Deducted at source	251,06,586	242,22,060
(b)	Income Tax Paid	186,19,698	186,19,698
(c)	Others*	7,908	1,53,994
	Total	437,34,192	429,95,752

\* Includes Interest Receivable and Service Tax Receivables.



**VISISTH CHAY VYAPAR LIMITED**  
Notes forming part of the financial statements as at 31st March, 2015

Note : 2.17 Revenue from Operations (Figures in Rs.)

Sl. No.	Particulars	For the year ended 31st March, 2015	For the year ended 31st March, 2014
1	Interest	90,03,299	88,91,546
2	<u>Other Financial Services</u>		
	Dividend Income	-	1,41,000
	Profit/(Loss) on Future Trading	(67,69,537)	(77,15,550)
	Total	22,33,762	13,16,996

Note : 2.18 Employee Benefit Expenses (Figures in Rs.)

Sl. No.	Particulars	For the year ended 31st March, 2015	For the year ended 31st March, 2014
1	Salaries & Allowances	7,86,670	8,57,226
	Total	7,86,670	8,57,226

Note : 2.19 Finance Cost (Figures in Rs.)

Sl. No.	Particulars	For the year ended 31st March, 2015	For the year ended 31st March, 2014
1	Interest	16,14,903	-
	Total	16,14,903	-

Note : 2.20 Other Expenses (Figures in Rs.)

Sl. No.	Particulars	For the year ended 31st March, 2015	For the year ended 31st March, 2014
1	Legal Charges	14,45,000	62,922
2	Miscellaneous Expenditure	2,52,665	68,883
	Total	16,97,665	1,31,805

Payments to the auditors comprises (Figures in Rs.)

Sl. No.	Particulars	For the year ended 31st March, 2015	For the year ended 31st March, 2014
1	For Statutory Audit	7,900	7,900
2	For Tax Audit	3,400	3,400
	Total	11,300	11,300

As per our report of even date

For S. MANDAL & CO.  
(Chartered Accountants)  
Firm Registration No. 314188E

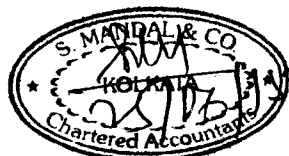
S.L. MANDAL  
Partner  
Membership No. FCA - 051834

Dated: June 25, 2015

For and on behalf of the Board of Directors

*C Chandra T.N. Dey*  
Champa Lal Pareek  
Managing Director  
00030815

Tarak Nath Dey  
Director  
00343396



CERTIFIED TO BE TRUE COPY  
For Visisth Chay Vyapar Ltd.  
*T.N.D.*  
Director