

**33RD ANNUAL REPORT
2015-2016**

SHREENATH INDUSTRIAL INVESTMENT COMPANY LIMITED



BOARD OF DIRECTORS:

Mr. Harish Veerappa Kanchan -Chairman and Managing Director
Mr. Sreeram Ranganathan - Director
Mr..Chitra Phadke - Director
Mr. Nitin Ramamurthy - Director

STATUTORY AUDITORS:

M/s. Motilal & Associates
Chartered Accountants
Mumbai

BANKER:

ICICI Bank

REGISTERED OFFICE:

401, 597 Rajshila Co-Op. Society Ltd.,
J.S.S. Road, Chira Bazar,
Marine Lines East, Mumbai-400 002
Tel : 022-2207 1707
Email:info@shreenathiic.in
Website: www.shreenathiic.in

Contents	Page No.
Notice	1
Directors' Report	8
Auditors' Report	22
Balance Sheet	26
Profit & Loss Statement	27
Cash Flow Statement	28
Notes on Financial Statements	29

SHARE TRANSFER AGENT:

PURVA SHAREGISTRY (INDIA) PVT. LTD.
Unit no. 9, Shiv Shakti Ind. Estt.
J .R. Boricha Marg, Opp. Kasturba Hospital Lane,
Lower Parel (E), Mumbai 400 011
Tel : 022-2301 8261
Email : purvashr@gmail.com

33RD ANNUAL GENERAL MEETING:

Date: Wednesday, September 14, 2016
Time: 3.30 P. M.

Venue: A`la mode Banquets, Gulmohar Cross Road No. 9, J.V.P.D. Scheme, Juhu, Mumbai -400049

NOTICE

Notice is Hereby given that the 33rd Annual General Meeting of the Members of Shreenath Industrial Investment Company Limited will be held at A`la mode Banquets, Gulmohar Cross Road No. 9, J.V.P.D. Scheme, Juhu, Mumbai -400049 on Wednesday, 14th September, 2016 at 3.30 P.M. to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2016, the statement of Profit and Loss for the year ended on that date together with the Directors' and Auditors' Reports thereon.
2. To Appoint M/s. V. Vaidyanathan & Co., Chartered Accountants (FRN: 111225W) as Statutory Auditors of the Company to fill the vacancy due to resignation of Auditors M/s Motilal & Associates, Chartered Accountants (FRN:106584W) and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution.

"RESOLVED THAT pursuant to the provisions of Section 139 of the Companies Act, 2013 and other applicable provisions of the Act, if any, including any statutory modifications, amendments or re-enactments thereof, consent of the members be and is hereby accorded to appoint M/s. V. Vaidyanathan & Co., Chartered Accountants (FRN: 111225W), Mumbai as Statutory Auditors of the company to hold office as statutory auditor for the period of five years from the conclusion of this 33rd Annual General Meeting until the conclusion of 38th Annual General Meeting subject to ratification of their appointment at the every Annual General Meeting.

RESOLVED FURTHER THAT remuneration payable to the Auditors for the above appointment be as agreed upon by the Board of Directors and Auditors."

SPECIAL BUSINESS:

3. To consider and if thought fit, to pass, with or without Modification(s), the following resolution as an Ordinary Resolution

"RESOLVED THAT Mr. Harish Veerappa Kanchan, who was appointed as an additional Director of the Company and who holds office up to the date of this Annual General Meeting pursuant to the provisions of section 161(1) of the Companies Act, 2013, be and is hereby appointed as Director of the Company."

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and remuneration of Managerial personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Members be and is hereby accorded to the appointment of Mr. Harish Veerappa Kanchan (DIN 00615999) as a "Managing Director" without remuneration for the period of One year, w. e. f. July 19, 2016 on such terms and conditions as contained in the agreement to be entered between the Company and Mr. Harish Veerappa Kanchan, a draft whereof is placed before the meeting and for the purpose of identification is superscribed by the Chairman hereof.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient for the purpose of giving effect to this Ordinary Resolution."

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

"RESOLVED THAT pursuant to the provisions of section 161(1), 149 and 152 and other applicable provisions, if any, of the Companies Act, 2013, and the rules made thereunder, read with Schedule IV of the said Act, Mr. Sreeram Ranganathan (DIN: 07524336), who was appointed as an additional Director of the Company on June 30, 2016 and who holds office up to the date of this Annual General Meeting be and is hereby appointed as an Independent Director of the Company for the period of five years up to June 29, 2021, not liable to retire by rotation."

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

"RESOLVED THAT pursuant to the provisions of section 161(1), 149 and 152 and other applicable provisions, if any, of the Companies Act, 2013, and the rules made thereunder, read with Schedule IV of the said Act, Mr. Nitin Ramamurthy (DIN:03371187) appointed as an additional Director of the Company on June 30, 2016 and who holds office up to the date of this Annual General Meeting be and is hereby appointed as an Independent Director of the Company for the period of five years up to June 29, 2021, not liable to retire by rotation."

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

“RESOLVED THAT pursuant to the provisions of section 161(1), 149 and 152 and other applicable provisions, if any, of the Companies Act, 2013, and the rules made thereunder, read with Schedule IV of the said Act, Mrs. Chitra Shridhar Phadke (DIN:07032047), who was appointed as an additional Director of the Company on June 30, 2016 and who holds office up to the date of this Annual General Meeting be and is hereby appointed as an Independent Director of the Company for the period of five years up to June 29, 2021, not liable to retire by rotation.”

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

“RESOLVED THAT pursuant to the provisions of Section 180(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013, consent of the Company be and is hereby accorded to the Board of Directors to borrow (excluding temporary loans obtained from the Banks in the ordinary course of business) for the purpose of the business of the Company, such sum(s) of money (in foreign currency or Indian rupee) from time to time with or without security on such terms and conditions as the Board of Directors may deem fit, notwithstanding that the money or monies to be borrowed by the Company together with the money already borrowed and remaining outstanding at any time may exceed the aggregate of the paid up capital and free reserves of the Company provided however that the money or monies to be borrowed by the Company together with the money already borrowed shall not, at any time exceed Rs. 50 Crores (Rupees Fifty Crores Only).”

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

“RESOLVED THAT Pursuant to section 94(1) of the Companies Act, 2013 read with rule 15 of Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), consent of the Company be and is hereby accorded to keep the Registers and the Index of members and debenture holders required to be kept and maintained by the Company under section 88 and copies of all Annual Returns under Section 92 of the Companies Act, 2013 at the office of the Registrar and Share Transfer Agent of the Company within the city of Mumbai.

RESOLVED FURTHER THAT the registers, indices, returns, certificates and documents mentioned above, be kept open for the inspection at the above mentioned place to the extent, in the manner and on payment of the fees specified in the

Companies Act, 2013 between office hours on any working day of the Company except when the registers and the books are closed under the provision of the Act.

RESOLVED FURTHER THAT the Board of Directors or any Committee thereof of the Company be and are hereby authorized to do all such things and take all such actions as may be required from time to time for giving effect to the above resolution and matters related thereto.”

By order of the Board of Directors
Shreenath Industrial Investment Company Limited

Harish Veerappa Kanchan
Chairman and Managing Director

Place: Mumbai
Date: August 12, 2016

Registered Office:
Office No. 401, Rajshila Co-Op. Society Ltd.,
597 J.S.S. Road, Chira Bazar, Mumbai - 400002

NOTES

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE SHOULD BE DULY COMPLETED, STAMPED AND SIGNED AND MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**

A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

2. **THE EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013, IN RESPECT OF THE BUSINESS UNDER ITEM NO. 3 TO 9 OF THE NOTICE SET OUT ABOVE, ARE ANNEXED HERETO.**

3. The register of members and share transfer books will remain closed from Saturday, September 10, 2016 to Wednesday, September 14, 2016. (Both days inclusive).
4. Shareholders seeking any information with regard to accounts are requested to write to the Company at least 10 days before the meeting so that the information is made available by the management at the day of the meeting.
5. Shareholders holding shares in physical form are requested to intimate any change in their residential address to Purva Share Registry (India) Pvt. Ltd., Unit no. 9, Shiv Shakti Ind. Estate., J .R. Boricha marg, Opp. Kasturba Hospital Lane, Lower Parel (E), Mumbai – 400 011, Registrar and transfer agent of the Company immediately.
6. Shareholders who are holding shares in Demat mode are requested to notify any changes in their residential addresses, bank accounts details and/ or email addresses immediately to their respective Depository Participants.
7. The government took a 'green initiative in corporate governance' in 2011 by allowing the Companies to service the documents to its members through electronic mode. Accordingly, the Company sends all communication including the notice along with annual report in electronic form to all members whose email ids are registered with the Company/ depository participant(s) unless a specific request for hard copy has been requested.
8. Members are requested to update their email id's by downloading the form which is available at the website of the Company i.e. www.shreenathiic.in and submit the same at the registered office of the Company for receiving the notices and other documents at their email addresses.
9. The Company has appointed M/s. Sandeep Dar & Co., Practicing Company Secretaries, Navi Mumbai, to act as the scrutinizer, to scrutinize the remote e-voting and physical votes received through ballot in accordance with the law in a fair and transparent manner.
10. In accordance with Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; Our Company is exempted from compliance with the Corporate Governance provisions and hence Corporate Governance Report is not required to be attached with this Annual Report.

11. VOTING OPTIONS

I. Voting through electronic means

The Company is pleased to offer remote e-voting facility, for all its members to enable them to cast their vote electronically in term of section 108 of the Companies Act,

2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Facility for voting, through ballot/polling paper will be made available at the venue of the Annual General Meeting. The members attending the meeting, who have not already cast their votes through remote e-voting shall be able to exercise their voting rights through ballot papers at the meeting. The members who have already cast their votes through remote e-voting may attend the meeting but shall not be entitled to cast their votes again at the Annual General Meeting.

The instructions for members for voting electronically are as under:-

- (i) The voting period begins on Sunday, September 11, 2016 at 9:00 a.m. and ends on Tuesday, September 13, 2016 at 5:00 p.m. Members holding Shares in physical or in demat form as on cut off date i. e. Wednesday, September 7, 2016 shall only be eligible for e-voting.
- (ii) Log on to the e-voting website www.evotingindia.com
- (iii) Click on "Shareholders" tab.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in Demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any Company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	For demat shareholders: Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department. For physical shareholders, please use the first two letters of your name and the 8 digits of the sequence number in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatory enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e- voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the SHREENATH INDUSTRIAL INVESTMENT COMPANY LIMITED on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30th June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xix) Note for Non-individual Shareholders and Custodians.
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer to the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com
- In case of members receiving the physical copy:**
- Please follow all steps from sl. no. (i) to sl. no. (xix) above to cast vote.
- II. Voting Through Ballot:**
- The Company is also providing the facility for voting through Ballot process at the AGM and the members attending the Meeting who have not cast their vote by remote e-voting will be able to exercise their right to vote at the Annual General Meeting. The Ballot Forms will be available at the venue for the Annual General Meeting.
- III. Other Instructions**
- A Member can opt for only one mode of voting i.e. either through e-voting or ballot. If a Member casts his / her vote by both modes, then voting done through e-voting shall prevail and the vote by ballot shall be treated as invalid.
12. The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have demat accounts.
- Members holding shares in physical form can submit their PAN details to the Company's Registrar and Share Transfer Agents, M/s. Purva Shareregistry (India) Pvt. Ltd., quoting their folio numbers.

Annexure to the Notice:**EXPLANATORY STATEMENT AS REQUIRED BY SECTION 102 OF THE COMPANIES ACT, 2013**

The following Explanatory Statement, as required by Section 102 of the Companies Act, 2013 sets out the material facts relating to business under Item Nos. 3 to 9, mentioned in the accompanying Notice dated August 12, 2016

ITEM NO. 3:

Mr. Harish Veerappa Kanchan was appointed as an Additional Director by the Board w. e. f. June 30, 2016 and holds office as Director till the date of the forthcoming Annual General meeting.

In terms of section 160 of the Companies Act, 2013, Company have received a notice from a shareholder proposing candidature of Mr. Harish Veerappa Kanchan for the appointment as an Director by the Shareholders of the Company.

The Board considers it desirable that the Company should continue to avail of the services of Mr. Harish Veerappa Kanchan as Director and accordingly recommends the Resolution at Item No. 3 for approval by the Members.

None of the Directors and key Managerial Personnel of the Company other than Mr. Harish Veerappa Kanchan and their relatives is concerned or interested, financial or otherwise, in resolution set out at item No. 3 of the accompanying notice for the approval of the Members.

ITEM NO. 4:

The Board of Director of the Company at its meeting held on July 19, 2016, subject to the approval of the members, appointed Mr. Harish Veerappa Kanchan as Managing Director of the Company for the period of 1 year w. e. f. July 19, 2016 without remuneration as recommended by the nomination and remuneration committee and approved by the Board of Directors of the Company.

The information of appointment is as follows:

I. GENERAL INFORMATION:

- a) Nature of Industry: Presently Company has financial activities as main objects. However, with proposed changes in main business objectives, the Company will be part of builders and developers of land properties and construction industry. Also company is entering into manufacturing and marketing of bio-medical devices.
- b) Date of commencement of commercial production: Company intent to commence construction activities

immediately on receipt of necessary statutory and regulatory clearances. As for bio-medical devices, it is conceptualizing and identifying sourcing for the product development.

- c) Foreign investments or collaborations: For construction activities, Company does not foresee any foreign investment or collaborations. Bio-medical devices can be sourced with foreign collaborations.

II. INFORMATION ABOUT THE APPOINTEE:**a) Background details:**

Mr. Harish Veerappa Kanchan, 53 years old is a self made entrepreneur who has made his mark in the construction industry. With 13 years of experience in the construction industry, Mr. Harish Veerappa Kanchan has requisite knowledge and experience to steer company on the path of growth.

Mr. Harish Veerappa Kanchan was appointed as Director of the Company on June 30, 2016. The Board of Directors in accordance with the policy framed by Nomination and Remuneration Committee and adopted by the Board decided to appoint Mr. Harish Veerappa Kanchan, as Managing Director in alignment with the above policy for a period of one years w. e. f. July 19, 2016.

b) Past remuneration:

Not Applicable.

c) Job profile and his suitability:

The Managing Director would have the authority to oversee and implement the day-to-day operations of the Company. Managing Director will also be responsible for formulating the policies and strategies in consent with the Board of Directors of the Company. The appointee has clear vision and foresight to work for the prosperity and success of the Company. The Managing Director has immense capacity for hard work, interpersonal skills, extraordinary ability for analytical thinking and positive attitude.

d) The draft agreement between the Company and Mr. Harish Veerappa Kanchan for his reappointment contains inter-alia the following terms and conditions.

- i. Salary: Rs. Nil/-
- ii Perquisites and Allowances: Nil
- iii. Minimum Remuneration: N. A.
- iv. The terms and conditions of the said appointment and/or agreement may be altered and varied from time to time by

the Board as it may in its discretion deem fit, within the minimum amount payable to Managing Director in accordance with Schedule V to the Companies Act 2013 or any amendments made hereafter in this regard.

- v. The Agreement may be terminated by either party giving the other party three months' notice or the Company paying three months remuneration in lieu of such notice.

III. OTHER INFORMATION:

- a) Reasons for loss or inadequate profits:

Company is in the process of restructuring its business activities and pursues new business opportunities in the construction industry and bio-medical devices. The past performance has no relevance and guidance to the new activities of the Company. As Company has not yet commenced new activities, the Managing Director shall be without remuneration for his tenure of one year as Managing Director in the Company.

In accordance with the provisions of Section 197 of the Companies Act, 2013, the terms of his appointment specified above are now being placed before the Members in Annual General Meeting for their approval.

The draft Agreement between the Company and Mr. Harish Veerappa Kanchan, Managing Director is available for inspection by the members of the Company at the Registered Office of the Company between 11.00 a. m. and 1.00 p. m. on any working day till the Annual General Meeting of the Company.

Your Directors recommend passing of this Ordinary resolution

None of the Directors and key Managerial Personnel of the Company other than Mr. Harish Veerappa Kanchan and their relatives is concerned or interested, financial or otherwise, in resolution set out at Item No. 4 of the accompanying notice for the approval of the Members.

ITEM NO. 5:

Pursuant to the Section 161 of the Companies Act, 2013, the Board of Directors of the Company in their meeting held on 30th June, 2016 appointed Mr. Sreeram Ranganathan (DIN: 07524336) as an additional Director on the Board. In terms of section 160 of the Companies Act, 2013, Company has received a notice from a shareholder proposing candidature of Mr. Sreeram Ranganathan for the appointment as an Independent Director of the Company.

Mr. Sreeram Ranganathan, aged 52 years, is M.COM and Masters in Marketing Management by qualification and has rich experience in the finance and commercial sector for last 16 years and possesses the relevant experience and fulfills

the conditions specified in the Act, for appointment as Independent Director of the Company.

None of the Directors and key Managerial Personnel of the Company other than Mr. Sreeram Ranganathan and their relatives is concerned or interested, financial or otherwise, in resolution set out at item No. 5 of the accompanying notice for the approval of the Members.

ITEM NO. 6:

Pursuant to the Section 161 of the Companies Act, 2013, the Board of Directors of the Company in their meeting held on 30th June, 2016 appointed Mr. Nitin Ramamurthy (DIN: 03371187) as an additional Director on the Board. In terms of section 160 of the Companies Act, 2013, Company has received a notice from a shareholder proposing candidature of Mr. Nitin Ramamurthy for the appointment as an Independent Director of the Company.

Mr. Nitin Ramamurthy, aged 35 years, is a Software Engineer by qualification and has rich experience in the software and cloud computing sector for last 14 years and posses the relevant experience and fulfill the conditions specified in the Act, for appointment as Independent Director of the Company.

None of the Directors and key Managerial Personnel of the Company other than Mr. Nitin Ramamurthy and their relatives is concerned or interested, financial or otherwise, in resolution set out at item No. 6 of the accompanying notice for the approval of the Members.

ITEM NO. 7:

Pursuant to the Section 161 of the Companies Act, 2013, the Board of Directors of the Company in their meeting held on 30th June, 2016 appointed Mrs. Chitra Shridhar Phadke (DIN: 07032047) as an additional Director on the Board. In terms of section 160 of the Companies Act, 2013, Company has received a notice from a shareholder proposing candidature of Mrs. Chitra Shridhar Phadke for the appointment as an Independent Director of the Company.

Mrs. Chitra Shridhar Phadke, aged 60 years, is B.Sc, L.L.M., by qualification and has rich experience in the legal sector for last 30 years and possesses the relevant experience and fulfills the conditions specified in the Act, for appointment as Independent Director of the Company.

None of the Directors and key Managerial Personnel of the Company other than Mrs. Chitra Shridhar Phadke and their relatives is concerned or interested, financial or otherwise, in resolution set out at item No. 7 of the accompanying notice for the approval of the Members

ITEM NO. 8:

In view of the Company's diversification plans and to avail more opportunities in areas in which your Company is proposed to engage, it is necessary to increase the limits of borrowing powers in excess of paid-up capital and free reserves of the Company so that the Company may borrow monies by way of terms loan / working capital limits including issue of securities comprising of Bonds/ Debentures/ Warrants from Financial Institutions/ Lenders/ Bankers/ Trustees/ Agents and Others.

According to the provisions of Section 180 (1) (c) of the Companies Act, 2013 it is necessary to obtain prior approval of the shareholders by passing a special resolution authorizing the Board to borrow in excess of the paid-up capital and free reserves. The Board of Directors, accordingly, recommends the Special Resolution as set out in the Notice for approval of the shareholders.

None of the Directors and any key managerial person and their relatives is considered to be concerned or interested in the aforesaid Special resolution.

ITEM NO. 9:

As required under the provisions of Section 94 the Companies Act, 2013, the Register of Members, Index of Members and certain other registers, certificates, documents etc., are required to be kept at the registered office of the Company. However, these documents can be kept at any other place within the city, town or village in which the registered office is situated or any other place in India in which more than one-tenth of the total members entered in the register of members reside, if approved by a Special Resolution passed at a General Meeting of the Company. Accordingly, the

approval of the members is sought in terms of Section 94(1) of the Companies Act, 2013, for keeping the aforementioned registers and documents at the office of the Registrar and Transfer Agent ("RTA"), Purva Share Registry (India) Private Limited, unit no. 9, Shiv shakti Industrial Estate, J. R. Boricha Marg, Opp. Kasturba Hospital Lane, Lower Parel (E) Mumbai 400011 or any other its office or place within the Mumbai city.

The Directors recommend the Special resolution proposed vide Item No. 9 to be passed by the members, as Company's registered office is being proposed to be shifted to Nashik city whereas our existing RTA is situated in Mumbai.

None of the Directors, Key Managerial Personnel of the Company, and/or their relatives may be deemed to be concerned or interested in the said resolution

By order of the Board of Directors
Shreenath Industrial Investment Company Limited

Harish Veerappa Kanchan
Chairman and Managing Director

Place: Mumbai

Date: August 12, 2016

Registered Office:

Office No. 401, Rajshila Co-Op. Society Ltd.,
597 J.S.S. Road, Chira Bazar, Mumbai -400002

BOARD'S REPORT

Dear Members,

The Board of Directors of Your Company take pleasure in presenting the 33rd Standalone Annual Report on the operational and business performance, along with the Audited Financial Statements for the financial year ended 31st March 2016.

KEY FINANCIALS:

The Company's Financial Performance for the financial year ended 31st March, 2016, is summarized below:

(Rs. In Lakhs)

PARTICULARS	Year Ended	
	31 st March 2016	31 st March 2015
INCOME FROM OPERATIONS	406.93	151.73
Profit Before Tax	1.05	4.07
Less: Provision for Tax	0.33	1.23
Profit After Tax	0.72	2.84
Add: Balance b/d from previous year	9.58	4.43
Less: Transfer to Special Reserve	--	0.57
Balance carried over to Balance Sheet	10.30	9.58

RESULT OF OPERATIONS AND STATE OF AFFAIRS

The Year gone by has been a good year with company closing on a profitable note. The total Income of the company for the year under review is `406.93Lacs. The Profit before Tax stood at Rs. 1.05 Lacs and Profit After Tax stood at Rs.0.72 Lacs. Trading in Fabrics and Interest Income from the financing of Project & Advances has continued to yield good results. Your Directors are glad to inform you that financial year 2014-2015 has been a successful year for the company.

Your Directors in their meeting held on 26th March 2016 agreed for voluntary surrender of its NBFC Registration Certificate to RBI.

DIVIDEND

Your directors regret to inform you that we do not recommend any dividend for the year to strengthen the position of Your Company.

SHARE CAPITAL**(A) Authorised Share Capital**

The Company's Authorised Capital stands Rs. 5,00,00,000 (divided into 50,00,000 Equity Share of `Rs. 10/- each). During the Year there has been no change in the authorized share capital.

(B) Issued and Paid-up Share Capital**(1) Equity**

During the Year under review, the Company has not issued further equity share capital. As at March 31, 2016, the paid-up equity share capital of the company was Rs. 3,40,00,000 divided into 34,00,000 equity shares of Rs. 10/- each.

LISTING OF SHARES OF THE COMPANY

Your Company's equity shares continue to remain listed on BSE Limited and Ahmedabad Stock Exchange Limited. As per the requirement of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations 2015, which came in effect from December 1, 2015, a shortened version of the Uniform Listing Agreement was signed by the Company with both the Stock Exchange.

Your Company has paid the listing fees as payable to the BSE Limited for the financial Year 2016-17 on time.

DIRECTORS AND KEY MANAGERIAL PERSONNELS

In accordance with provision of Section 152 of the Companies Act, 2013 and Articles of Association, none of the Directors are liable to retire by rotation in the ensuing general meeting.

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 and the Provision of Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations 2015.

None of the Directors of Your Company is related to each other. Brief Resume of Directors proposed to be appointed/re-appointed, nature of their expertise in specific functional areas and names of other listed companies in which they hold Directorship along with their Membership/Chairmanship of committees of the Board as stipulated under Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations 2015, are provided in the annexure to the Notice of the Thirty Third Annual General Meeting being sent to the members along with the Annual Report.

Based on the confirmation received, none of the Directors are disqualified for being appointed/re-appointed as directors in terms of Section 164 of the Companies Act, 2013.

During the Year under review, no stock options were issued to the Directors of the Company.

PARTICULARS OF EMPLOYEES

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are provided in the Annual Report. In terms of the provisions of Section 197(12) of the Companies Act, 2013, read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules are provided in the Annual Report.

However, pursuant to first proviso to Section 136(1) of the Companies Act, 2013 and as advised, the Annual Report excluding the aforesaid information is being sent to the members of the Company. The said information is available for inspection at the registered address of the company during working hours and any member interested in obtaining such information may write to the Company Secretary and the same will be furnished on request. The full annual report including the aforesaid information is being sent electronically to all those members who have registered their email addresses and is available on the company's website.

Anti-Sexual Harassment Policy

Your Company laid down Anti-Sexual Harassment Policy and it is made available on the website of the Company. The Company has Zero tolerance on sexual harassment at workplace. During the year under review, there were no cases filed pursuant to the sexual harassment of Women at Workplace (prevention, Prohibition and Redressal) Act, 2013.

BOARD EVALUATION

The provisions of the Companies Act, 2013 mandated formal annual evaluation of the Board of Directors, its committees and Individual Directors. Schedule IV of the Companies Act 2013 also require the performance evaluation of Chairman and Managing Director and Non-Executive Directors and Board as a Whole to be carried out a separate meeting by the Company's Independent Directors. It also states that performance evaluation of independent Directors shall be done by the entire Board excluding the Directors being evaluated. The provisions of Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, also require that the Board shall monitor and review the Board Evaluation Framework. The annual performance evaluation of the board Committees including Audit Committee and Nomination & Remuneration Committee was carried out.

LOANS, GUARANTEES AND INVESTMENTS

Since the Company is a Non-Banking Finance Company, the disclosure regarding particulars of the Loans Given, guarantee given and security provided is exempt under Section 186 (11) of the Companies Act, 2013.

RELATED PARTY TRANSACTIONS

There were no materially significant related party transaction i.e. transaction of material nature, with its promoters, directors or senior management or their relatives etc., that may have [potential conflict with the interest of company at large. Transactions entered with related parties, as defined under the Companies Act, 2013 and provisions of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations 2015 during the financial year 2015-16 were mainly on the ordinary course of business and on an arm's length basis.

Prior approval of the Audit committee is obtained by the company before entering into any related party transactions as per the applicable provisions of Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations 2015. As per the provisions of section 188 of the Companies Act, 2013, approval of the Board of Directors is also obtained for entering into related party transactions by the company. A quarterly update is also given to the Audit Committee and the Board of Directors on the Related Party Transactions undertaken by the Company for their review and consideration.

BOARD MEETINGS

Your Company holds at least four Board meeting in a year, one in each quarter, inter-alia, to review the financial results of the company. The company also holds additional board meeting to address its specific requirements as and when required. All the decisions and urgent matters approved by way of circular resolutions are placed and numbered and noted at the subsequent Board meeting. Annual calendar of the meeting of the board are finalized well before the beginning of the financial year after seeking concurrence of all the Directors.

During the financial year 2015-16, Seven (7) Board Meetings were convened and held. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013 and the Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Board Committees

Your Company has a duly constituted Audit Committee as per the provisions of Section 177 of the Companies Act, 2013 and Provisions of the Securities Exchange Board of India (Listing

Obligation and Disclosure Requirements) Regulations, 2015. It coordinated with the Statutory Auditors, Internal Auditors and other key personnel of the Company and has rendered guidance in the areas of internal audit and control, finance and accounts. All the recommendations made by the Audit Committee were accepted by the Board. Four meetings of the Audit Committee were held during the year.

The Nomination and Remuneration Committee recommends to the Board the suitability of candidates for appointment as Key Managerial Personnel, Directors and the remuneration packages payable to them and other employees. The Nomination and Remuneration Committee met Three times during the year.

The Audit Committee and other Board Committee meet at regular intervals and ensure to perform the duties and functions as entrusted upon them by the Board.

WHISTLE BLOWER POLICY/VIGIL MECHANISM

Your Company has adopted a Whistle Blower Policy pursuant to which employees can raise their concerns relating to fraud, malpractice or any other activity or event which is against the interest of the Company or Society as a whole. Details of the Complaints received and the actions taken are reviewed by the Audit Committee.

RISK MANAGEMENT POLICY

The Company follows a proactive risk management policy, aimed at protecting its assets and employees while at the same time ensuring growth and continuity of its business. The Company has put in place adequate risk identification, risk management and mitigation processes to keep any such trade-off at bay. Regular updates are made available to Board at the Board Meetings and in special cases on ad-hoc basis.

Nevertheless, there are certain fundamental risks glued to lending business such as Credit Risk, Business/Market Risk and Operational Risks. The Company has instituted clear strategies to mitigate these:

Credit Risk

The Company maintains a well-diversified and balanced credit portfolio with a low risk profile, wherein the entire loan book is fully collateralized and spread across sectors and lending segments. Selection of borrowers after thorough screening of creditworthiness and then exhaustive credit appraisal mitigates the credit risk to the bare minimum. Credit risk does not end at good pre-sanction appraisal. To maintain the asset quality throughout the tenor of the loan, and to avoid delinquencies, the post disbursement monitoring of the loan account is equally

important. The Company continues to monitor credit exposure post disbursement through a very active monitoring mechanism via dedicated teams, in both the business verticals, to ensure end use of funds lent, maintenance of asset financed, monitoring continuity/ progress of project/business underwritten and timely recovery of principal and interest.

Business Risk

Business risk pertains to bearing of peripheral factors on business profitability and continuity. These risks are basically Interest Rate Risk, Eco-political Risk and Competition Risk. Our Management Committee meets time to time to take stock of the developments in economy, financial markets, including trends in interest rates and its impact on the portfolio. The Company has a dedicated research team, which keeps a constant vigil on the developments in the market and the economy.

Operational Risk

The business model in the Company is such that there are enough checks and balances to ward off any operational risks. The Company has in place systems and procedures that enable monitoring of all activities on a real time basis. All operations are fully computerized, leaving very little scope for human error or intervention. IT architecture / infrastructure put in place ensure seamless operations on a continuing basis. Attrition at the Company is much below the industry average. The Company stringently adheres to regulatory guidelines and proactively prepares for any impending changes

INTERNAL AUDIT & INTERNAL FINANCIAL CONTROL AND ITS ADEQUACY

Your company has internal financial controls which are adequate and were operating effectively. The controls are adequate for ensuring the orderly & efficient conduct of the business, including adherence to the Company's Policies, the preventions and detections of frauds & errors, the accuracy and completeness of accounting records and timely preparation of reliable financial information.

STATUTORY AUDITOR

M/s. Motilal & Associates (FRN: 06711W) Chartered Accountants whose appointment for the period of five years upto 36th Annual General Meeting is subject to ratification at the ensuing 33rd Annual General Meeting of the Company.

Notes to Accounts and Auditor's Report

The notes to the accounts referred to in Auditor's Report are self-explanatory and do not call for and further comments. The Statutory Auditor's Report on the financial statements for the

financial year 2015-16 does not contain any qualification, reservation and adverse remarks.

SECRETARIAL AUDIT REPORT

Pursuant to the provisions of section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors of the Company has appointed Mr. Ashok Chagganbhai Patel Proprietor of M/s. Ashok Patel & Associates, Practicing Company Secretary, Mumbai, to undertake the secretarial audit of the company for the financial year 2015-16. The Secretarial Audit Report for the financial year ended March 31, 2016 is annexed as 'Annexure-I' to this report. The said report does not contain any qualification, reservation and adverse remark.

DIRECTOR'S RESPONSIBILITY STATEMENT

You Directors would like to inform that the audited financial statements for the year ended March 31, 2016 are in conformity with the requirements of the Companies Act, 2013 and they believe that the financial statements reflect fairly the form and substance of transactions carried out during the year and reasonably present the Company's financial condition and result of operations. These financial statements are audited by M/s. Motilal & Associates, Chartered Accountants, and statutory auditors of the Company.

Pursuant to the provisions of section 134(5) of the Companies Act, 2013, it is hereby confirmed that:

- (i) in the preparation of the accounts for the financial year ended 31st March, 2016, the applicable accounting standards have been followed along with proper explanation relating to material departures; if any;
- (ii) the Directors have 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 March 31, 2016 and Profit of the Company for the year under review;
- (iii) the Directors have 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;
- (iv) the Directors have prepared the accounts for the financial year ended 31st March, 2016 on a 'going concern' basis.
- (v) the director have laid down internal financial control to be followed by the company and the such internal controls are adequate and are operating effectively; and

- (vi) the Directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNING AND OUTGO

During the year under review, the Company has not carried out any manufacturing activity and hence the Directors have nothing to report under Section 134 (3) (m) of the Companies Act 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 with reference to Conservation of Energy and Technology Absorption. There was no foreign exchange earnings and outgo during the year under review.

EXTRACT OF ANNUAL RETURN

Pursuant to section 134(3) and section 92(3) of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules 2014, the extract of the Annual Return as at March 31, 2016, in the prescribed form MGT-9, forms part of this report and is annexed as 'Annexure-II'.

ACKNOWLEDGEMENT

Your Directors would like to express their sincere appreciation for the assistance and cooperation received from the financial institutions, Banks, Government authorities, customers' vendors and members during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed services by the company's executives, staff and workers.

On behalf of the Board of Directors

KailashJangid
Managing Director
 DIN: 03377929

UdayGherwada
Director
 DIN: 06741691

Mumbai, May 25, 2016

SHREENATH INDUSTRIAL INVESTMENT COMPANY LIMITED

Annexure-I

Form No. MGT-9

Extract of Annual Return

As on the Financial Year Ended on March 31, 2016

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12 (1) of the Companies
(Management and Administration) Rules, 2014]

1.	CIN	L65990MH1983PLC263361
	Registration Date	March 5, 1983
	Name of the Company	Shreenath Industrial Investment Company Limited
	Category/Sub-Category of the Company	Company having Share Capital
	Address of the Registered Address Contact Details	Office No. 401, Rajshila Co-Op. Society Ltd., 597 J.S.S. Road, Chira Bazar, Marine Lines East, Mumbai-400002 Tel No.022-22071707 E-Mail:info.shreenathiic@gmail.com
	Whether Listed Company	Yes
	Name, Address and Contact Details of Share Transfer Agent	Purva Sharegistry (India) Pvt Ltd Unit No. 9, Shiv Shakti Ind. Estt J. R. Boricha Marg, Opp. Kasturba Hospital Lane Lower Parel (E), Mumbai 400 011 Tel No.022-23018261 E-Mail : busicom@vsnl.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)

Sr. No.	Name and Description of the main Products/ Services	NIC Code of the Product / Services	% to the total turnover of the company
1.	Non Banking Financial Services	64920-Financial Services except Insurance and Pension Funding Activities	5.27%
2.	Sale of Fabrics	479- Retail Trades not in Stores, Stalls or Markets	94.73%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and Address of the Company	CIN/GLN	Holding / Subsidiary/ Associates	% of shares held	Applicable section
1.			NIL		

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

i. Category-wise Shareholding :

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 i.e. Increase/ (Decrease)
	Demat	Physical	Total	% of Total Share	Demat	Physical	Total	% of Total Share	
A. Promoters									
(1) Indian									
(a) Individual/HUF	-	-	-	-	-	-	-	-	-
(b) Central Govt	-	-	-	-	-	-	-	-	-
(c) State Govt(s)	-	-	-	-	-	-	-	-	-
(d) Bodies Corporate	855000	-	855000	25.15	855000	-	855000	25.15	-
(e) Banks/FI	-	-	-	-	-	-	-	-	-
(f) Any Other	-	-	-	-	-	-	-	-	-
Sub-Total (A)(1):-	855000	-	855000	25.15	855000	-	855000	25.15	-
(2) Foreign									
(a) NRIs-Individuals	-	-	-	-	-	-	-	-	-
(b) Other-Individuals	-	-	-	-	-	-	-	-	-
(c) Bodies Corporate	-	-	-	-	-	-	-	-	-
(d) Banks/FI	-	-	-	-	-	-	-	-	-
(e) Any Other	-	-	-	-	-	-	-	-	-
Sub-Total (A)(2):-	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoters (A)=A(1)+A(2)	855000	-	855000	25.15	855000	-	855000	25.15	-
B. Public Shareholding									
(1) Institutions									
(a) Mutual Funds	-	-	-	-	-	-	-	-	-
(b) Banks/FI	-	-	-	-	-	-	-	-	-
(c) Central Govt(s)	-	-	-	-	-	-	-	-	-
(d) State Govt(s)	-	-	-	-	-	-	-	-	-
(e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
(f) Insurance Companies	-	-	-	-	-	-	-	-	-
(g) FIs	-	-	-	-	-	-	-	-	-
(h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
(i) Others (Specify)	-	-	-	-	-	-	-	-	-
Sub-Total (B)(1):-	-	-	-	-	-	-	-	-	-
(2) Non-Institutions									
(a) Bodies Corporate									
i. Indian	300	-	300	0.01	157535	-	157535	4.63	4.62
ii. Overseas	-	-	-	-	-	-	-	-	-
(b) Individuals									
i. Individual Shareholders holding Nominal Share Capital upto Rs.1 Lakh	190720	68690	259410	7.63	614275	38250	652525	19.19	11.57
ii. Individual Shareholders holding Nominal Share Capital in excess of Rs.1Lakh	1916000	-	1916000	56.35	1527401	-	1527401	44.92	(11.43)
(c) Others (HUF, Clearing Members, NRI, Trusts etc)	353650	15640	369290	10.86	200159	7380	207539	6.10	(4.76)
Sub-Total (B)(2):-	2460670	84330	2545000	74.85	2499370	45630	2545000	74.85	-
Total Public Shareholding (B)=B(1)+B(2)	2460670	84330	2545000	74.85	2499370	45630	2545000	74.85	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	3315670	84330	3400000	100	3354370	45630	3400000	100	-

ii. Shareholding of Promoters:

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the Year			%Change During the Year i.e. Increase/ (Decrease)
		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/en cumbered to total shares	
	Winsome Retails and Marketing Pvt Ltd	855000	25.15	-	855000	25.15	-	-
		855000	25.15	-	855000	25.15	-	-

iii. Change in Promoters' Shareholding

Sl. No.	For Each Promoter	Shareholding at the beginning of the year		Transaction during the Year				Cumulative Shareholding at the end of the year	
		No. of Shares	% of Total shares of the Company	Date	Increase (No. of Shares)	Decrease (No. of Shares)	Reason	No. of Shares	% of Total shares of the Company
1.	Winsome Retails and Marketing Pvt Ltd	855000	25.15	-	-	-	-	855000	25.15

iv. Shareholding Pattern of Top Ten Shareholders (Other than Director, Promoters and Holders of GDRs and ADRs)

Sl. No.	For Each Promoter	Shareholding at the beginning of the year		Transaction During the Year			Cumulative Shareholding at the end of the year	
		No. of Shares	% of Total shares of the Company	Date	No. of Shares	Reason	No. of Shares	% of Total shares of the Company
1.	JITENDRA FATEHCHAND JAIN	390000	11.47	-	-	-	390000	11.47
	At the end of the Year	-	-	-	-	-	390000	11.47
2.	KIRAN FATEHCHAND JAIN	390000	11.47	-	-	-	390000	11.47
	At the end of the Year	-	-	-	-	-	390000	11.47
3.	HARSHAD VANRAVANDAS VORA	125000	3.68				125000	3.68
		-	-	04/11/2015	(29000)	Sale	96000	2.82
		-	-	26/11/2015	(5000)	Sale	91000	2.68
		-	-	16/03/2016	(91000)	Sale	-	-
	At the end of the Year	-	-	-	-	-	-	-
4.	JIGNASHA NITIN THAKKER	125000	3.68	-	-	-	125000	3.68
	At the end of the Year	-	-	-	-	-	125000	3.68
5.	UTKARSH HARSHAD VORA	105000	3.09	-	-	-	105000	3.09
		-	-	23/03/2016	(30000)	Sale	75000	2.21
	At the end of the Year	-	-	-	-	-	75000	2.21
6.	AJINKYA PATIL	100000	2.94	-	-	-	100000	2.94
		-	-	24/02/2016	(29170)	Sale	70830	2.08
		-	-	08/03/2016	(20000)	Sale	50830	1.50
		-	-	09/03/2016	(20000)	Sale	30830	0.91
		-	-	11/03/2016	(30830)	Sale	-	-
	At the end of the Year	-	-	-	-	-	-	-
7.	ASHWINKUMAR KESHRIKAL SHAH HUF	80000	2.35	-	-	-	80000	2.35
		-	-	19/01/2016	(30000)	Sale	50000	1.47
		-	-	21/01/2016	(20000)	Sale	30000	0.88
	At the end of the Year	-	-	-	-	-	30000	0.88
8.	ASHWINKUMAR K SHAH	80000	2.35	-	-	-	80000	2.35
		-	-	19/01/2016	(10000)	Sale	70000	2.06
		-	-	21/01/2016	(15000)	Sale	55000	1.61
	At the end of the Year	-	-	-	-	-	55000	1.61
9.	CHANDA N KILLA	40000	1.18	-	-	-	40000	1.18
		-	-	05/11/2015	(25054)	Sale	14946	0.44
		-	-	21/01/2016	(14946)	Sale	-	-
	At the end of the Year	-	-	-	-	-	-	-
10.	VINOD KUMAR SHANTHILAL	40000	1.18	-	-	-	40000	1.18
		-	-	07/01/2016	(40000)	Sale	-	-
	At the end of the Year	-	-	-	-	-	-	-
11.	MITTU URVISHKUMAR SHAH	40000	1.18	-	-	-	40000	1.18
		-	-	06/01/2016	(40000)	Sale	-	-
	At the end of the Year	-	-	-	-	-	-	-
12.	KESHRIKAL BHIMRAJ SHAH HUF	40000	1.18	-	-	-	40000	1.18
		-	-	25/01/2016	(15000)	Sale	25000	0.74
	At the end of the Year	-	-	-	-	-	25000	0.74

13.	SULOCHANA SRAWAN KILLA	40000	1.18	-	-	-	40000	1.18
		-	-	05/11/2015	(40000)	Sale	-	-
	At the end of the Year	-	-	-	-	-	-	-
14.	HEMLATABEN KESARIMAL SHAH	40000	1.18	-	-	-	40000	1.18
		-	-	21/01/2016	(15000)	Sale	25000	0.74
		-	-	01/02/2016	(20000)	Sale	5000	0.15
	At the end of the Year	-	-	-	-	-	5000	0.15
15.	RUZBEH DHUN PATEL	-	-	-	-	-	-	-
		-	-	22/03/2016	30000	Market Purchase	30000	0.88
		-	-	23/03/2016	36500	Market Purchase	60000	1.76
		-	-	28/03/2016	26302	Market Purchase	86302	2.54
	At the end of the Year	-	-	-	-	-	86302	2.54
16.	JAYESH BALWANTRAI DOSHI	-	-	-	-	-	-	-
		-	-	17/02/2016	27000	Market Purchase	27000	0.79
		-	-	10/03/2016	39500	Market Purchase	66500	1.61
	At the end of the Year	-	-	-	-	-	66500	1.61
17.	JASHMIN BALWANTRAI DOSHI	-	-	-	-	-	-	-
		-	-	18/02/2016	32500	Market Purchase	32500	0.96
		-	-	19/02/2016	23000	Market Purchase	55500	1.63
		-	-	10/03/2016	11000	Market Purchase	66500	1.93
	At the end of the Year	-	-	-	-	-	66500	1.93
18.	MANISH G GATHANI	-	-	-	-	-	-	-
		-	-	17/02/2016	33000	Market Purchase	33000	0.97
		-	-	18/02/2016	23100	Market Purchase	56100	1.65
		-	-	10/03/2016	10900	Market Purchase	67000	1.97
	At the end of the Year	-	-	-	-	-	67000	1.97

v. Shareholding of Directors and Key Managerial Personnel

i. Shareholding of Director

Sl. No.	For Each Director	Shareholding at the beginning of the year			Shareholding at the end of the Year			%Change During the Year i.e. Increase/ (Decrease)
		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.	Uday Kishore Gherwada	100	0.001	-	100	0.001	-	-
2.	Rani Ajay Jha	50	0.001	-	50	0.001	-	-
	Total	150	0.002	-	150	0.002	-	-

ii. Shareholding of KMP

Sl. No.	For Each Director	Shareholding at the beginning of the year			Shareholding at the end of the Year			%Change During the Year i.e. Increase/ (Decrease)
		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.	NIL	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-

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				
(ii) Principal Amount				
(iii) Interest due but not paid				
(iv) Interest accrued but not due				
Total (I + ii + iii)				
Change in Indebtedness during the financial year				
Addition		NIL		
Reduction				
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)				

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-Time Directors and/or Manager

Sl. No.	Particulars of Remuneration	Mr. KailashJangid (Managing Director)
1.	Gross Salary	
	(a). Salary as per provision contained in section 17(1) of the Income Tax Act, 1961	3,60,000.00
	(b). Value of perquisites u/s 17(2) Income-Tax Act,1961	-
	(c). Profits in lieu of salary u/s 17(3) Income-Tax Act, 1961	-
2.	Stock Option/Stock Appreciation Rights	-
3.	Sweat Equity	-
4.	Commission	-
5.	Others	-
	Total (A)	3,60,000.00

B. Remuneration to Other Directors

Sl. No.	Name of Independent Director	Fees for attending Board Meeting	Commission (Gross)	Total Amount (Gross)
1.	Rani Ajay Jha	20,000.00	-	20,000.00
2.	Priya Satish Shetty	20,000.00	-	20,000.00
	Total B(1)	40,000.00	-	40,000.00

C. Remuneration to Key Managerial Personnel other than Managing Director/Manager/Whole Time Director

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		Total (Rs.)
		Mr. Ashok Patel Company Secretary	Ms. Manisha Lonare Company Secretary	
1.	Gross Salary			
	(a) Salary as per provision contained in section 17(1) of the Income Tax Act, 1961	1,21,000.00	81,000.00	2,02,000.00
	(b) Value of perquisites u/s 17(2) Income-Tax Act,1961	-	-	-
	(i) Perquisites w.r.t. exercise of Stock Option	-	-	-
	(ii) Other Perquisites	-	-	-
	(c) Profits in lieu of salary u/s 17(3) Income-Tax Act, 1961	-	-	-
2.	Stock Option/Stock Appreciation Rights	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission	-	-	-
5.	Others	-	-	-
	Total (in `)	1,21,000.00	81,000.00	2,02,000.00

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VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES

		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:			None		
	Penalty					
	Punishment					
	Compounding					
B.	DIRECTORS			None		
	Penalty					
	Punishment					
	Compounding					
C.	OTHER OFFICERS IN DEFAULT			None		
	Penalty					
	Compounding					

Form No. MR-3

SECRETARIAL AUDIT REPORT**FOR FINANCIAL YEAR ENDED ON MARCH 31, 2016**

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

To,
The Members,
Shreenath Industrial Investment Company Limited
Office No. 401, 597, Rajshia Co- Op. Society Ltd,
J S S Road, Chira Bazar,
Marinelines (E), Mumbai-400 002

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. Shreenath Industrial Investment Company Limited** (L65990MH1983PLC263361) (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information and explanations provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2016 complied with the statutory provisions listed hereunder and also that the Company has proper board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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, 2016 according to the provisions of:

- i). The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii). The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii). The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv). Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

- v). The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - d) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
 - 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) All other relevant laws applicable to the Company, a list of which has been provided by the management. The examination and reporting of these laws and rules are limited to whether there are adequate systems and processes in place to monitor and ensure compliance with those laws.

We have also examined compliances with the applicable clauses of the following and have to report as under:

(i). Secretarial Standards

The Secretarial Standards SS-1 and SS-2 issued and notified by the Institute of Company Secretaries of India has been complied with by the Company during the financial year under review.

(ii). Listing Agreements

The Company has complied with the applicable clauses of the Listing Agreements entered into by it with the Bombay Stock Exchange (BSE) Limited and the Ahmedabad Stock Exchange Limited as also with the applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

We further report that:

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

Adequate notice was given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through as there are no dissenting members' views. These are captured and recorded as part of the minutes.

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

We further report that during the audit period, except the events listed below no other events occurred which had any

major bearing on the Company's affairs in pursuance of the above referred laws, rule, regulations, guidelines, and standards and that the Company has complied with such of those relevant clauses thereto which are applicable:

1. The Company has made an application to the Reserve Bank of India for cancellation of its Certificate of Registration voluntarily as non-deposit taking Non Banking Financial Company.
2. In pursuance of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, open offer for acquisition of upto 13,55,000 fully paid-up equity shares of face value Rs.10/- each from the public shareholders of the Company has been made by Mr. Harish Veerappa Kanchan.

For ASHOK PATEL & ASSOCIATES
Practicing Company Secretary

Ashok Patel

M. No. A37323

CP No. 15326

Place: Mumbai

Date: 1st August, 2016

Note: This report is to be read with our letter of even date which is annexed and forms an integral part of this report.

ANNEXURE TO SECRETARIAL AUDIT REPORT OF M/S. SHREENATH INDUSTRIAL INVESTMENT COMPANY LIMITED

To,
The Members of
M/s. Shreenath Industrial Investment Company Limited
Office No. 401, 597, Rajshia Co- Op. Society Ltd,
J S S Road, Chira Bazar, Marinelines (E), Mumbai - 400002

Our Secretarial Audit Report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We 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 test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of eventsetc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assuranceas to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Yours truly
For ASHOK PATEL & ASSOCIATES
Practicing Company Secretary

Ashok Patel

M. No. A37323
CP No. 15326

Place: Mumbai

Date: 1st August, 2016

SHREENATH INDUSTRIAL INVESTMENT COMPANY LIMITED

Independent Auditor's Report

To

The Members of **Shreenath Industrial Investment Company Limited**

Report on the Standalone Financial Statements

We have audited the accompanying financial statements of Shreenath Industrial Investment Company Limited ('the Company'), which comprise the balance sheet as at 31st March 2016, the statement of profit and loss and 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 Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation 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 maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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 the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

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, of the state of affairs of the Company as at 31 March 2016 and its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by 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, we give in the Annexure A statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent 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, the statement of profit and loss and the cash flow statement dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under

- Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
- (e) On the basis of the written representations received from the directors as on 31 March 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2016 from being appointed as a director in terms of Section 164 (2) of the Act; and
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
 - (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 our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements, if any;
 - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts, if any and
 - iii. The Company is not required to transfer any amount to the Investor Education and Protection Fund.

For Motilal & Associates
Chartered Accountants
Registration No. 106584W

Motilal Jain
Partner
Membership No. 036811

Place: Mumbai
Date: 25/05/2016

ANNEXURE A TO THE AUDITORS REPORT

(Issued by the Central Government under sub section 11 of section 143 of the Companies Act, 2013, (18 of 2013))

The auditor's report on the accounts of a company to which this Order applies shall include a statement on the following matters, namely:-

- | | |
|--|--|
| <p>i) Company does not hold any fixed asset during the year. Thus, paragraph 3(i)(a),3(i)(b) and 3(i)(c) not applicable to the company.</p> <p>ii) Physical verification of inventory has been conducted at reasonable intervals by the management and no material discrepancies were noticed on such verifications.</p> <p>iii) The Company has not granted loans to any party covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act'). Accordingly, paragraph 3(iii) of the Order is not applicable to the Company.</p> <p>iv) The company has not entered into any transactions covered under the provisions of section 185 and 186 of the Companies Act, 2013. Accordingly; paragraph 3(iv) of the Order is not applicable to the Company.</p> <p>v) Company has not accepted any deposits from the public; thus, paragraph 3(v) of the order is not applicable to the company.</p> <p>vi) Central Government has not specified Maintenance of cost records under sub-section (1) of section 148 of the Companies Act, 2013 for any of the services rendered by the Company.</p> <p>vii) a. According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, income tax, sales tax, wealth tax, service tax, duty of customs, value added tax, cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities.</p> <p>b. There are no dues of income tax or sales tax or service tax or duty of customs or duty of excise or value added tax that have not been deposited on account of any dispute.</p> <p>viii) The Company does not have any loans or borrowings from any financial institution, banks, government or debenture holders during the year. Accordingly, paragraph 3(viii) of the Order is not applicable to the Company.</p> <p>ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3(ix) of the Order is not applicable to the company.</p> <p>x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit;</p> | <p>xi) According to the information and explanations give to us and based on our examination of the records of the Company, the company has paid/provided for Managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.</p> <p>xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable to the Company.</p> <p>xiii) According to the information and explanations given to us and based on our examination of the records of the Company, All transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards;</p> <p>xiv) According to the information and explanations given to us and based on our examination of the records of the Company, company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, paragraph 3(xiv) of the order is not applicable to the Company.</p> <p>xv) According to the information and explanations given to us and based on our examination of the records of the Company, company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable to the Company.</p> <p>xvi) The Company has been registered under the Sec. 45-IA of the RBI Act, 1934, being a Non-Banking Financial Company. However, it has applied for cancellation of its Registration u/s 45-IA of the RBI Act, 1934 on 28th March, 2016.</p> |
|--|--|

**For Motilal & Associates
Chartered Accountants
Registration No.:106584W**

**(Motilal Jain)
Partner
M. No. 036811**

Place : Mumbai

Date : 25th May, 2016

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF SHREENATH INDUSTRIAL INVESTMENT COMPANY LIMITED

Report on the internal financial controls under clause (i) of sub – section 3 of section 143 of the Companies act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of **SHREENATH INDUSTRIAL INVESTMENT COMPANY LIMITED** (“the Act”) as of March 31, 2016 in conjunction with our audit of the 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. 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

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our 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.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our 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.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our 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 (1) 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 statement in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized 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 our 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 March 31, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Motilal & Associates
Chartered Accountants
(F. R. N. 106584W)

(Motilal Jain)
(Partner)

(M. No.036811)

Place : Mumbai
Date : 25th May, 2016

BALANCE SHEET AS ON 31st MARCH, 2016

(Amount in Rs.)

Particulars	Note No.	For the year ended 31 st March 2016	For the year ended 31 st March 2015
I. EQUITY AND LIABILITIES			
1. Shareholders' funds			
(a) Share capital	2	34,000,000	34,000,000
(b) Reserves and surplus	3	1,030,164	958,467
(c) Money received against share warrants		-	-
2. Share application money pending allotment			
		-	-
3. Non-current liabilities			
(a) Long-term borrowings		-	-
(b) Deferred tax liabilities (Net)		-	-
(c) Other Long term liabilities		-	-
(d) Long –term provisions		-	-
4. Current liabilities			
(a) Short-term borrowings		-	-
(b) Trade payables		-	-
(c) Other current liabilities	4	57,609	259,482
(d) Short-term provisions	5	33,000	373,750
TOTAL		35,120,773	35,591,699
II. ASSETS			
Non- current assets			
1. (a) Fixed assets			
(i) Tangible assets		-	-
(ii) Intangible assets		-	-
(iii) Capital work - in – progress		-	-
(iv) Intangible assets under development		-	-
(b) Non- current investments		-	-
(c) Deferred tax assets (net)		-	-
(d) Long –term loans and advances	6	32,686,868	15,700,000
(e) Other non- current assets		-	-
2. Current assets			
a. Current investments		-	-
b. Inventories		-	-
c. Trade receivables	7	136,287	400,000
d. Cash and cash equivalents	8	2,193,914	19,154,417
e. Short- term loans and advances		-	-
f. Other current assets	9	103,704	337,282
TOTAL		35,120,773	35,591,699

See accompanying notes to the Financial Statements.

For Motilal & Associates
Chartered Accountants
Firm Regn No. 106584W

On Behalf of the Board
For Shreenath Industrial Investment Co. Ltd.
(CIN : L65990MH1983PLC263361)

Motilal jain
Proprietor
Membership No.36811
Date : 25/05/2016
Place : Mumbai

(Kailash S. Jangid)
DIN:03377929
Director

(Uday K. Gherwada)
DIN:06741691
Director

PROFIT & LOSS ACCOUNT FOR THE PERIOD ENDED 31st MARCH, 2016

		(Amount In Rs)		
	Particulars	Note No	For the Year Ended 31st March, 2016	For the Year Ended 31st March, 2015
I	Revenue from operations	10	40,687,902	15,170,800
II	Other income	11	4,952	2,129
III	Total Revenue (I + II)		40,692,854	15,172,929
IV	Expenses:			
	Cost of materials consumed		-	-
	Purchases of Stock-in-Trade	12	38,514,282	12,171,007
	Changes in inventories of finished goods work-in-progress and Stock-in-Trade		-	-
	Employee benefits expense	13	788,967	444,320
	Finance costs	14	57	1,320
	Depreciation and amortization expense	16	-	110,000
	Other expenses	15	1,284,851	2,039,465
	TOTAL		40,588,157	14,766,112
V	Profit before exceptional and extraordinary items and tax (III - IV)			
	Exceptional items		104,697	406,817
VI	Profit before extraordinary items and tax (V - VI)		-	-
VII	Extraordinary items		104,697	406,817
VIII	Profit before tax (VII- VIII)		-	-
IX	Tax expense:		104,697	406,817
X	1. Current tax		33,000	123,000
	2. Deferred tax		-	-
	3. Tax for earlier years		-	-
XI	Profit (Loss) for the period from continuing operations (VII-VIII)		71,697	283,817
XII	Profit/(loss) from discontinuing operations		-	-
XIII	Tax expense of discontinuing operations		-	-
XIV	Profit/(loss) from Discontinuing operations (after tax) (XII-XIII)		-	-
XV	Profit (Loss) for the period (XI + XIV)		71,697	283,817
XVI	Earnings per equity share:			
	1. Basic		00.02	00.08
	2. Diluted		00.02	00.08

See accompanying notes to the Financial Statements.

For Motilal & Associates
Chartered Accountants
Firm Regn No. 106584W

On Behalf of the Board
For Shreenath Industrial Investment Co. Ltd.
(CIN : L65990MH1983PLC263361)

Motilal jain
Proprietor
Membership No.36811
Date : 25/05/2016
Place : Mumbai

(Kailash S. Jangid)
DIN: 03377929
Director

(Uday K. Gherwada)
DIN:06741691
Director

CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2016

(Amount in Rs)

Particulars		Figures as at the end of the current reporting period	Figures as at end of previous reporting period
A. Cash Flow from operating activities			
Net Profit /(Loss) before extraordinary items AND TAX		104,697	406,817
<u>Adjustments for :</u>			
Depreciation and Amortization		-	110,000
Operating profit /(Loss) before working capital changes	a	-	110,000
<u>Changes in working capital :</u>		104,697	516,817
B. Adjustments for (increase)/decrease in operating assets:			
Trade receivables		263,713	(400,000)
Other current assets		233,578	(615)
Other non-current assets		-	-
		497,291	(400,615)
C. Adjustments for increase/ (decrease) in operating liabilities:	b		
Trade Payables		-	-
Other current liabilities		(201,873)	(3,890,519)
Short-Term Provisions		(373,750)	123,000
Long-Term Provisions		-	-
Cash Flow Activities (a+b+c)		(575,623)	(3,767,519)
Cash flow from extraordinary items	C	26,365	(3,651,317)
Net income tax (paid)/ refunds		-	-
		-	(123,000)
Net cash flow from / (used in) operating activities (A)		26,365	(3,774,317)
B. Cash flow from investing activities			
Capital expenditure on fixed assets, including capital advances		(21,296,011)	-
Long-term loans and advances		4,309,143	(10,949,000)
Dividend received		-	-
Net cash flow from /(used in) investing activities (B)		(16,986,868)	(10,949,000)
D. Cash flow from financing activities			
Issue of Equity Share Capital / Share Application Money		-	30,000,000
Finance cost		-	-
Net cash flow from / (used) financing activities (c)		-	30,000,000
Net increase / (decrease) in Cash and cash equivalents (A+B+C)		(16,960,503)	15,276,683
Cash and cash equivalents at the beginning of the year		19,154,417	3,877,735
Cash and cash equivalents at the end of the year		2,193,914	19,154,418
Reconciliation of Cash and cash equivalents with the Balance Sheet:			
Cash and cash equivalents as per Balance sheet			
(a) Cash on hand		53,980	22,032
(b) Balances with Banks			
(l) In current accounts		2,139,934	19,132,386
See accompanying notes forming part of the financial statements			

SHREENATH INDUSTRIAL INVESTMENT COMPANY LIMITED

NOTE - 1: SIGNIFICANT ACCOUNTING POLICIES**1.1 Basis for preparation of financial statements**

The financial statements have been prepared and presented under the historical cost convention on accrual basis of accounting and in accordance with the Generally Accepted Accounting Principles (GAAP) in India. GAAP includes Accounting Standards (AS) notified by the Government of India under Section 133 of the Companies Act, 2013, provisions of the Companies Act, 2013, pronouncements of Institute of Chartered Accountants of India and guidelines issued by Securities and Exchange Board of India (SEBI). The Company has presented financial statements as per format prescribed by Revised Schedule III, notified under the Companies Act, 2013, issued by Ministry of Corporate Affairs. Figures have been regrouped and presented wherever necessary. Except where otherwise stated, the accounting policies are consistently applied.

1.2 Use of estimates

The preparation of financial statements in conformity with GAAP requires management to make assumptions, critical judgments and estimates, which it believes are reasonable under the circumstances that affect the reported amounts of assets, liabilities and contingent liabilities on the date of financial statements and the reported amounts of revenue and expenses during the period. Actual results could differ from those estimates. Difference between the actual results and estimates are recognized in the period in which the results are known or materialize.

1.3 Cash flow statement

The cash flow statement is prepared under the "Indirect Method" as set out in AS - 7 "Cash Flow Statements" issued by the Institute of Chartered Accountants of India.

1.4 Inventories

Inventories are valued at the lower of cost and net realizable value. Provision for impairment is made when there is high uncertainty in salability of an item. Costs incurred in bringing inventories to its existing location and conditions are determined on the following basis:

- a) Raw materials and packing materials - Purchase cost of materials on moving average basis.
- b) Finished goods (manufactured) and work-in-progress - Cost of purchase, cost of conversion and other costs proportionately allocated determined on weighted average basis
- c) Finished goods (traded) - Purchase cost on moving average basis.

1.5 Revenue recognition

- a) Revenue from sale of goods is recognized when the significant risks and rewards of ownership of goods are transferred to the customer. Sales are net of discounts, sales tax, value added tax and estimated returns. Excise duties collected on sales are shown by way of deduction from sales.
- b) Provision for sales returns are estimated primarily on the basis of historical experience, market conditions and specific contractual terms and provided for in the year of sale as reduction from revenue. The methodology and assumptions used to estimate returns are monitored and adjusted regularly in line with contractual and legal obligations, trade practices, historical trends, past experience and projected market conditions.
- c) Income from services is recognized when the services are rendered or when contracted milestones have been achieved.
- d) Revenue from arrangements which includes performance of obligations is recognized in the period in which related performance obligations are completed.
- e) Export entitlements are recognized as income when right to receive credit as per the terms of the scheme is established in respect of the exports made and where there is no significant uncertainty regarding the ultimate collection of the relevant export proceeds.
- f) Dividend income is recognized when the right to receive dividend is established.
- g) Interest income is recognized using the time-proportion method, based on rates implicit in the transaction.
- h) Revenue in respect of other income is recognized when a reasonable certainty as to its realization exists.

1.6 Employee retirement and other benefits Short-term employee benefits:

Short-term employee benefits like salaries, wages, bonus and welfare expenses payable wholly within twelve months of rendering the services are accrued in the year in which the associated services are rendered by the employees.

Long-term employee benefits:**(a) Defined contribution plan:**

Contribution in case of defined contribution plans (provident fund, superannuation benefit, social security schemes and other fund/schemes) is charged to the statement of profit and loss as and when it is incurred as employees' costs.

(c) Defined benefit plan :

The accruing liability on account of gratuity (retirement benefit in the nature of defined benefits plan) is actuarially valued every year. The current service cost, interest cost, expected return on plan assets and the actuarial gain / loss are debited / credited, as the case may be to the statement of profit and loss of the year as employees' costs.

(c) Other long-term benefits:

Long-term compensation plan to employees (being deferred compensation paid 12 months or more after the end of the period in which it is earned) are expensed out in the period to which the costs relate at present value of the benefits under the plan. The liability for compensated absences and leave encashment is provided on the basis of actuary valuation, as at balance sheet date.

1.7 Finance costs

Finance costs consist of interest and other costs that the Company incurs in connection with the borrowing of funds and exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs.

1.8 Accounting for taxes

- a) Current tax is accounted on the basis of estimated taxable income for the current accounting year and in accordance with the provisions of the Income Tax Act, 1961.
- b) Deferred tax resulting from "timing differences" between accounting and taxable profit for the period is accounted by using tax rates and laws that have been enacted or substantively enacted as at the balance sheet date. Deferred tax assets are recognized only to the extent there is reasonable certainty that the assets can be realized in future. Net deferred tax liabilities are arrived at after setting off deferred tax assets.

1.9 Provisions, contingent liabilities and contingent assets

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Liabilities which are of contingent nature are not provided but are disclosed at their estimated amount in the notes forming part of the financial statements. Contingent assets are neither recognized nor disclosed in the financial statements.

For Motilal & Associates
Chartered Accountants
Firm Regn No. 106584W

On Behalf of the Board
For Shreenath Industrial Investment Co Ltd
(CIN : L65990MH1983PLC263361)

Motilal Jain
Partner
Membership No.36811

(Kailash Sohanlal Jangid)
Director
DIN: 03377929

(Uday Gherwada)
Director
DIN: 06741691

Date: 25/05/2016
Place: Mumbai

Notes forming part of the financial statements

Particulars	31 March 2016 (Rs)	31 March 2015 (Rs)
Note 2 Share Capital		
(a) Authorised		
5000000 Equity Shares of Rs.. 10/- each (Previous year 5000000 Equity Shares of Rs..10/- each)	50,000,000	50,000,000
	50,000,000	50,000,000
(b) Issued, subscribed and fully paid up		
3400000 equity shares of Rs. 10/- each fully paid up with voting rights (Previous year 3400000 Equity Shares of Rs.10/- each)	34,000,000	34,000,000
	-	-
	34,000,000	34,000,000

Notes:

(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

Issued, subscribed and fully paid up

Particulars	Opening balance	Fresh issue	Bonus	ESOP	Conversion	Buy back	Other Changes	Closing balance
Equity shares with voting rights								
Year ended 31 March 2016								
- Number of shares	3,400,000	-	-	-	-	-	-	3,400,000
- Amount (Rs.)	34,000,000	-	-	-	-	-	-	34,000,000
Year ended 31 March 2015								
- Number of shares	3,400,000	-	-	-	-	-	-	3,400,000
- Amount (Rs.)	34,000,000	-	-	-	-	-	-	34,000,000

(ii) Details of shares held by each shareholder holding more than 5% shares:

Class of shares/Name of shareholder	31 March 2016		31 March 2015	
	Number of shares held	% held	Number of shares held	% held
Equity shares with voting rights				
Winsome Retails and Marketing Pvt Ltd	855,000.00	25.15%	855,000.00	25.15%
Jitendra Fatehchand Jain	390,000.00	11.47%	390,000.00	11.47%
Kiran Fatehchand Jain	390,000.00	11.47%	390,000.00	11.47%

3 Reserves and Surplus		
(a) Special Reserve Fund;	617,978	617,978
(b) Surplus i.e., balance in Statement of Profit and Loss disclosing allocations and appropriations such as dividend, bonus shares and transfer to/from reserves, etc.;	412,186	340,489
	1,030,164	958,467
4 Other current liabilities		
(a) Other payables	57,609	259,482
	57,609	259,482
5 Short-term provisions		
(a) Provision for income –tax	33,000	373,750
	33,000	373,750
6 Long-term loans and advances		
(a) Capital Advances	21,296,011	-
(b) Other loans and advances	11,390,857	15,700,000
	32,686,868	15,700,000
7 Trade Receivables		
(a) i) Outstanding for a period exceeding six months from the date they are due for payment	136,287	-
ii) Other Debts	-	400,000
(b) Trade receivables sub-classified as:		
i) Secured, considered good;	-	-
ii) Unsecured, considered good;	-	-
iii) Doubtful	136,287	400,000
	136,287	400,000
8 Cash and cash equivalents		
(a) Balances with banks;	2,139,934	19,132,386
(b) Cash on hand	53,980	22,031
	2,193,914	19,154,417
9 Other current assets		
(a) TDS AY 2014-15	-	66,667
(b) TDS AY 2015-16	-	270,615
(c) TDS AY 2016-17	64,924	-
(d) Prepaid Expenses	38,780	-
	103,704	337,282

Notes forming part of the financial statements

	Particulars	31 March 2016 (Rs)	31 March 2015 (Rs)
10	Revenue From Operations		
	(a) Sale of products;	38,542,069	12,369,473
	(b) Interest; and	2,145,833	1,901,327
	(c) Other financial services.	-	900,000
		40,687,902	15,170,800
11	Other income		
	(a) Other non-operating income	4,952	2,129
		4,952	2,129
12	Purchases of stock - in – Trade		
	Purchase of stock in trade	38,514,282	12,171,007
		38,514,282	12,171,007
	Of the above, purchases includes:		
	Fabrics	38,514,282	12,171,007
		38,514,282	12,171,007
13	Employee Benefits Expenses		
	i) Salaries and wages	346,000	277,800
	ii) Director Remuneration	400,000	120,000
	iii) Staff Welfare Expenses	42,967	46,520
		788,967	444,320
14	Finance Costs		
	Finance costs shall be classified as:		
	(a) Other borrowing costs;		
	Bank Charges	57	1,320
	Other Borrowing Costs	-	-
		57	1,320
15	Other expenses		
	Rent	180,000	180,000
	Communication Cost	21,492	37,548
	Custodial Fees	286,778	670,524
	Repairs to others	18,000	85,460
	Travelling & Conveyance	191,249	74,433
	Printing & Stationery	87,970	67,253
	Electricity Charges	50,820	18,911
	Auditors Remuneration	82,250	56,180
	Legal & Professional charges	186,260	59,057
	Advertising & Sales Promotion Expenses	89,748	135,537
	Excess/ Short Provision of IT	25,314	-
	Miscellaneous Expenses	64,970	654,562
		1,284,851	2,039,465
16	Depreciation and amortization expense;	-	110,000
		-	110,000

SHREENATH INDUSTRIAL INVESTMENT COMPANY LIMITED

CIN: L65990MH1983PLC263361

ATTENDANCE SLIP

(To be handed over at the entrance of the meeting hall)

33rd Annual General Meeting on Wednesday, 14th September, 2016 at 03.30 P.M

Name and Address of the member _____

Ledger Folio No./Client ID No. _____ No. of shares held: _____

Name of Proxy _____

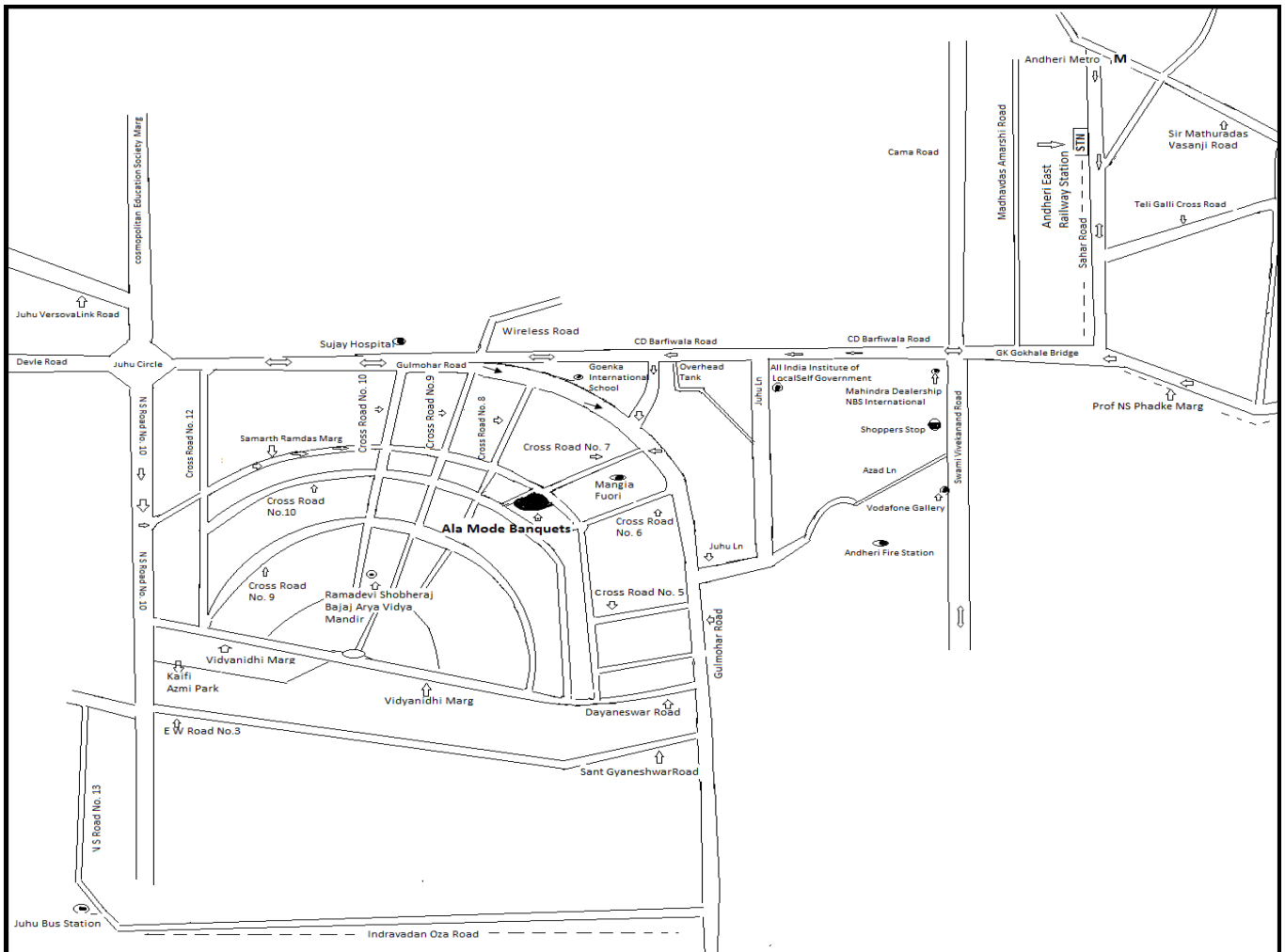
(To be filled in, if the proxy attends instead of the member)

I hereby record my presence at the 33rd Annual General Meeting of M/s. Shreenath Industrial Investment Company Limited at A`la mode Banquets, Gulmohar Cross Road No. 9, J.V.P.D. Scheme, Juhu, Mumbai -400049.

I Certify that I am a registered shareholder/proxy/representative for the registered shareholder(s) of Shreenath

Industrial Investment Company Limited. (Member`s/Proxy`s/ Representative`s Signature)

Route Map for the venue of AGM at A`la Mode Banquets, Gulmohur cross road No. 9, J. V. P.D.Scheme, Juhu, Mumbai -400049.



SHREENATH INDUSTRIAL INVESTMENT COMPANY LIMITED
L65990MH1983PLC263361

Registered Office : 401, Rajshila Co-Op. Society Ltd. 597 J.S.S. Road, Chira Bazar, Marine Lines East, Mumbai-400 002.

Proxy form

Form No. MGT-11

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

Name of the 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		
Name :	E-mail Id:	
Address:		
Signature , or failing him		
Name :	E-mail Id:	
Address:		
Signature , or failing him		
Name :	E-mail Id:	
Address:		
Signature , or failing him		

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 33rd Annual General Meeting of the Company, to be held on Wednesday, 14th September, 2016 at 03.30 pm at A`la mode Banquets, Gulmohar Cross Road No. 9, J.V.P.D. Scheme, Juhu, Mumbai -400049 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl. No.	Resolution(S)	Type of Resolution	Vote	
			For	Against
1.	To consider and adopt the Audited Financial statements of the Company for the financial year ended March 31, 2016 and the report of the Board of Directors and the Auditors thereof.	Ordinary		
2.	To appoint statutory auditors.	Ordinary		
3.	To appoint Mr. Harish Kanchan as Director of the Company.	Ordinary		
4.	To appoint Mr. Harish Kanchan as Managing Director of the Company.	Ordinary		
5.	To appoint Mr. Sreeram Ranganathan as an Independent Director of the Company.	Ordinary		
6.	To appoint Mr. Nitin Ramamurthy as an Independent Director of the Company.	Ordinary		
7.	To appoint Mrs. Chitra Phadke as an Independent Director of the Company.	Ordinary		
8.	To approve borrowing limits of the Board of Directors.	Special		
9.	To maintain register/Index of Member at place other than registered office of the Company.	Special		

Signed this _____ day of _____ 2016

signature of Shareholder

Signature of Proxy holder

Affix
Revenue
Stamps

Note:1) 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.

2) The proxy need not be a member of the Company.

Book - Post

To

If undelivered please return to:

PURVA SHAREGISTRY (INDIA) PVT. LTD.

Unit no. 9, Shiv Shakti Ind. Estt.

J .R. Boricha Marg, Opp. Kasturba Hospital Lane,

Lower Parel (E), Mumbai 400 011