



CIN : L99999MH1983PLC029321

Viksit Engineering Limited

Regd. Office : Room No. 1-2, Kapadia Chambers, 51, Bharuch Street,
Masjid Bunder (E) Mumbai - (MH.) - 400 009

Ph. : (022) 66150223, E-mail : investor_viksit@yahoo.in, Website : www.viksit.in

VEL/BSE/2016-17

To,

27th September, 2016

Corporate Relationship Department
BSE Limited
Rotunda Building, P.J Towers,
Dalal Street, Fort,
Mumbai – 400001

Subject: 34th Annual Report of the Company for the F.Y. 2015-16
Scrip Code: 506196

Dear Sir/Madam,

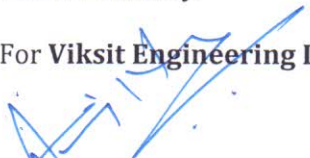
Pursuant to the provisions of Regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the 34th Annual Report of the Company for the Financial Year 2015-16.

Kindly take note of the same and acknowledge the receipt.

Thanking you

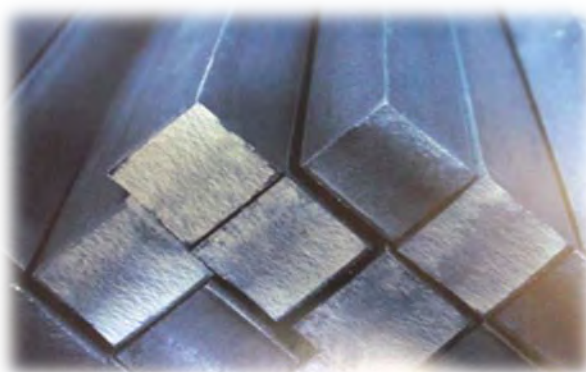
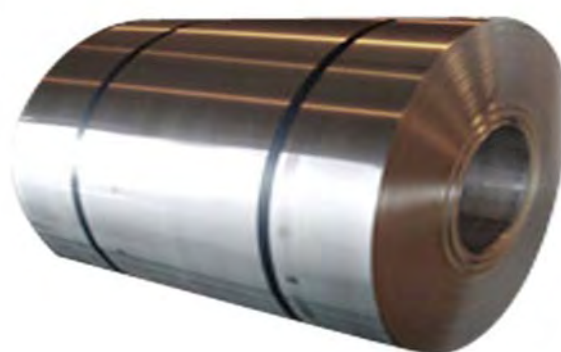
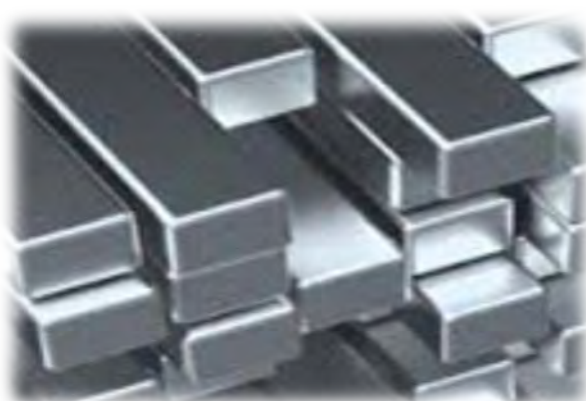
Yours Faithfully,

For **Viksit Engineering Limited**


Anuj Nema
Company Secretary
Membership No.: ACS 39389



VIKSIT ENGINEERING LIMITED



34th Annual Report
2015-16

CORPORATE INFORMATION

BOARD OF DIRECTORS 1. Mr. Raghunandan Khandelwal, Managing Director 2. Mrs. Deepika Babulal Soni, (appointed w.e.f. 30.05.2015) 3. Mrs. Rachana Khandelwal (resigned w.e.f. 30.05.2015) 4. Mr. Shambhunath Prasad, Director (appointed w.e.f. 30 st March, 2016) 5. Mr. Gyan Chand Sharma, Director (appointed w.e.f. 30 st March, 2016) 6. Mr. Dinesh Kumar Gupta, Director (resigned w.e.f. 30 st March, 2016) 7. Mr. Sanjay Kumar Khandelwal, Director (resigned w.e.f. 30 st March, 2016) CHIEF FINANCIAL OFFICER Mr. Deepesh Kumar Nagar COMPANY SECRETARY Mr. Anuj Nema (appointed w.e.f. 26.06.2015) REGISTERED OFFICE Room. No. 1-2, Kapadia Chambers, 51, Bharuch Street, Masjid Bunder (E) Mumbai – 400009 (MH.) Phone : (022) 66391442	REGISTRAR & SHARE TRANSFER AGENT Sarthak Global Limited 170/10, R.N.T. Marg, Film Colony, Indore - 452 001 (M.P.) Phone : (0731) - 2523545, 2526388 Fax : (0731) - 2526388 E-mail : sgl@sarthakglobal.com STATUTORY AUDITORS M/s. Gupta Saharia & Co. Chartered Accountants, Mumbai SECRETARIAL AUDITOR Ms. Priya Gupta Company Secretary in Practice, Delhi STOCK EXCHANGE WHERE THE COMPANY'S EQUITY SHARES ARE LISTED BSE Limited WEBSITE www.viksit.in E-MAIL investor_viksit@yahoo.in
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NOTICE

NOTICE is hereby given that the **Thirty Fourth Annual General Meeting** of **VIKSIT ENGINEERING LIMITED** will be held on Monday, 26th September, 2016 at 11.00 a.m. at the Registered Office of the Company situated at Room No. 1-2, Kapadia Chambers, 51, Bharuch Street, Masjid Bunder (E), Mumbai – 400009 (MH.) to transact the following business:

ORDINARY BUSINESS

- (1) To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2016, together with the Reports of Board of Directors and Auditors thereon.
- (2) To appoint a Director in place of Mr. Raghunandan Khandelwal (DIN: 00401113), who retires by rotation and being eligible, offers himself for re-appointment.
- (3) To ratify appointment of Statutory Auditors to hold office from conclusion of this Meeting until the conclusion of Thirty Fifth Annual General Meeting and to fix their remuneration and in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**.

“RESOLVED THAT pursuant to the provisions of Section 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, including any statutory modification(s) or re-enactment thereof for the time being in force, the appointment of M/s Gupta Saharia & Co., Chartered Accountants, Mumbai (FRN No. 103446W), as Auditors of the Company for a term of two years i.e. till the conclusion of Thirty Fifth Annual General Meeting (AGM) approved by members of the Company in Thirty Third AGM held on 26th September, 2015, which was subject to ratification at every AGM, be and is hereby ratified to hold the office from the conclusion of this AGM till the conclusion of the Thirty Fifth AGM of the Company to be held in the year 2017, at such remuneration plus service tax as applicable and reimbursement of actual travel and out-of-pocket expenses, as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

SPECIAL BUSINESS

- (4) Appointment of Mr. Shambhunath Prasad (DIN: 07291881) as an Independent Director of the Company and in this regard, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Shambhunath Prasad (DIN: 07291881) who was appointed as Additional Director with effect from 30th March, 2016 and whose terms of office

expires at this Annual General Meeting ('AGM') and in respect of whom the Company has received a Notice in writing from a Member alongwith the deposit of the requisite amount under Section 160 of the Companies Act, 2013 proposing his candidature for the office of the Director and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (five) consecutive years commencing from 30th March, 2016."

- (5) Appointment of Mr. Gyan Chand Sharma (DIN: 03554350) as an Independent Director of the Company and in this regard, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Gyan Chand Sharma (DIN: 03554350) who was appointed as Additional (Independent) Director of the Company by the Board of Directors at its meeting held on 30th March, 2016 and whose terms of office expires at this Annual General Meeting ('AGM') and in respect of whom the Company has received a Notice in writing from a Member alongwith the deposit of the requisite amount under Section 160 of the Companies Act, 2013 proposing his candidature for the office of the Director and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act, be and is hereby appointed as an Independent Director of the Company to hold office for a term of 5 (five) consecutive years commencing from 30th March, 2016."

Viksit Engineering Limited

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CIN: L99999MH1983PLC029321
Website: www.viksit.in
E-mail: investor_viksit@yahoo.in

By Order of the Board of Directors

Anuj Nema
Company Secretary

Place: Mumbai
Dated: 30.05.2016

NOTES:

- 1) **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES, IN ORDER TO BE EFFECTIVE, SHOULD BE 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 A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. 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) Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified true copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
- 3) In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
- 4) A Statement pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
- 5) The Register of Members and the Share Transfer Books of the Company shall remain closed from Monday, 19th September, 2016 to Monday, 26th September, 2016 (both days inclusive).
- 6) Members holding shares in physical form are requested to intimate immediately to the Registrar & Share Transfer Agent of the Company, Sarthak Global Limited, 170/10, R.N.T. Marg, Film Colony, Indore – 452 001 (M. P.), quoting the Registered Folio Number details of change in Bank Account, Electronic Clearing Service (ECS), mandates, nominations, power of attorney, change of address with Pin Code Number, if any.

Members holding shares in electronic form are requested to intimate aforesaid changes, if any, to their respective Depository Participants only.

- 7) Members desirous of obtaining any specific information concerning the accounts and operations of the Company are requested to send their queries to the Company Secretary at least seven days prior to the meeting so that the required information can be made available at the meeting.

- 8) Members attending the meeting are requested to bring with them the Attendance Slip attached to the Annual Report duly filled in and signed and handover the same at the entrance of the meeting venue.
- 9) Voting through electronic means:
- i) In compliance with the provisions of Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide e-voting facility for its Shareholders to enable them to cast their votes on the resolutions electronically. For this purpose, the Company has signed an agreement with CDSL for facilitating remote e-Voting.
 - ii) The facility of ballot paper voting shall be made available at the meeting and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting. For abundant clarity, in the event of a poll, please note that the Shareholders who have exercised their right to vote by electronic means shall not vote by way of poll at the Meeting. The voting rights of the Shareholders shall be in the proportion of their shares in the paid up equity share capital of the Company as on the cut-off date. The Poll process shall be conducted and the consolidated scrutinizer report thereon will be prepared in accordance with the provisions of Section 109 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on Friday, 23rd September, 2016 at 10:00 a.m. and ends on Sunday, 25th September, 2016 at 05:00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) i.e. 19th September, 2016 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should 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	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number printed on Attendance Slip 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)	<p>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.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or the Company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily 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 Electronic Voting Sequence Number (EVSN) for "VIKSIT ENGINEERING LIMITED". This will take you to the voting page.

- (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 a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvii) If a demat account holder has forgotten the login 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 who have already voted prior to the meeting date would not be entitled to vote at meeting venue.
- (xix) 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 playstore; i-phone and Windows phone users can download the app from the App store and Windows phone store respectively. Please follow the Instructions as prompted by the mobile app while voting on your mobile.
- (xx) **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.

- (xxi) In case you have any queries or issues regarding e-voting, you may refer 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 or call at Helpdesk No.18002005533.
- 10) The Company has appointed Mr. Anurag Gangrade, Practicing Company Secretary (Membership No. ACS 29651/CP 13013), as the Scrutinizer to scrutinize the e-voting process (including poll at Annual General Meeting) in a fair and transparent manner.
- 11) The Scrutiniser shall, immediately after the conclusion of voting at the AGM, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make not later than three days of conclusion of the meeting a consolidated Scrutinizer’s report of the total votes cast in favour or against, if any, to the Chairman or Managing Director or Company Secretary of the Company.
- 12) The results declared along with the Scrutinizer’s Report shall be posted on the Company’s website i.e. www.viksit.in and on website of Central Depository Services (India) Limited (“CDSL”) i.e. www.cdslindia.com besides communicating to the Stock Exchange where the shares of the Company are listed.
- 13) All relevant documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company between 11.00 a.m. and 01.00 p.m. on all working days up to the date of the Meeting.
- 14) Pursuant to Regulation 26(4) and 36 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, the Shareholding details and brief profile of Directors eligible for appointment/re-appointment vide item no. 2, 4 and 5 are as follows:

Particulars	Re-appointment	Appointment	
Name of the Director	Mr. Raghunandan Khandelwal	Mr. Shambhunath Prasad	Mr. Gyan Chand Sharma
DIN	00401113	07291881	03554350
Date of Birth	15.01.1967	06.03.1969	30.12.1958
Qualifications	M.Com	MBA	Bachelor of Engineering
Date of Appointment on the Board	12.02.2015	30.03.2016	30.03.2016

Brief Resume	Mr. Raghunandan Khandelwal, aged 49 years is a post-graduate in General Commercial Management and has more than two decades of diverse experience in his field.	Mr. Shambhunath Prasad, aged 47 years is MBA in Human Resource Management and has vast hands on experience in his arena. He has held various positions of responsibility in leading groups.	Mr. Gyan Chand Sharma, aged 57 years is a B.E in Electrical Engineering from U.P Technical Board of Education. He has vast hands on experience in his area and held various senior positions in numerous Companies, viz. KNPC - Kuwait, Finolex Group, Steel Authority of India Limited (SAIL) and Birla Group of Industries.
Experience & Expertise in specific functional areas	General Commercial Management	Human Resource Management	Electrical Engineering
Relationship with any director(s) of the Company	None	None	None
Directorship held in other entities	Abhikaran Trading Private Limited	None	1. Ruchi Integrated Steels (India) Limited 2. NSIL Power Limited 3. NSIL Finance Limited
Membership/Chairmanship of Committees of other entities	None	None	None
Number of shares held in the Company	None	None	None

Annexure to the Notice**Explanatory Statement pursuant to Section 102 of the Companies Act, 2013****Item No. 4:**

Mr. Shambhunath Prasad (DIN: 07291881) was appointed as an Additional (Independent) Director of the Company with effect from 30th March, 2016 by the Board of Directors. In terms of Section 161(1) of the Companies Act, 2013, Mr. Prasad holds office upto the date of this Annual General Meeting and is eligible for the appointment as a Director.

Mr. Prasad, will hold office up to the date of ensuing AGM. The Company has received a Notice from a Member in writing along with requisite deposit under Section 160 of the Act, proposing his candidature for the office of Independent Director, not liable to retire by rotation, under Section 149 of the Companies Act, 2013. The Company has received declaration from Mr. Shambhunath Prasad that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013. In the opinion of the Board, he fulfils the conditions for appointment as Independent Director, as specified in the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. A copy of the draft letter of appointment setting out the terms and conditions of appointment of Independent Director is available for inspection, without any fee, by the members at the Company's registered office during normal hours on working days upto the date of the AGM.

Mr. Shambhunath Prasad, aged 47 years is MBA in Human Resource Management and has vast hands on experience in his arena. He has held various positions of responsibility in leading groups.

Except Mr. Shambhunath Prasad and his relatives, none of the Directors or Key Managerial Personnel or their relative(s) is / are in any way concerned or interested, in passing of the above mentioned resolution.

The Board recommends the passing of the Ordinary Resolution as set out in the Item no. 4 of the Notice for the appointment of Mr. Shambhunath Prasad as an Independent Director, not liable to retire by rotation.

Item No. 5:

Mr. Gyan Chand Sharma (DIN: 03554350) was appointed as an Additional (Independent) Director of the Company with effect from 30th March, 2016 by the Board of Directors. In terms of Section 161(1) of the Companies Act, 2013, Mr. Sharma holds office upto the date of this Annual General Meeting and is eligible for the appointment as a Director.

Mr. Sharma, will hold office up to the date of ensuing AGM. The Company has received a Notice from a Member in writing along with requisite deposit under Section 160 of the Act, proposing his candidature for the office of Independent Director, not liable to retire by rotation, under Section 149 of the Companies Act, 2013. The Company has received declaration from Mr. Gyan Chand Sharma that

he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013. In the opinion of the Board, he fulfils the conditions for appointment as Independent Director, as specified in the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is independent of the management. A copy of the draft letter of appointment setting out the terms and conditions of appointment of Independent Director is available for inspection, without any fee, by the members at the Company's registered office during normal hours on working days upto the date of the AGM.

Mr. Gyan Chand Sharma, aged 57 years is a B.E in Electrical Engineering from U.P Technical Board of Education. He has vast hands on experience in his area and held various senior positions in numerous Companies, viz. KNPC - Kuwait, Finolex Group, Steel Authority of India Limited (SAIL) and Birla Group of Industries.

Except Mr. Gyan Chand Sharma and his relatives, none of the Directors or Key Managerial Personnel or their relative(s) is / are in any way concerned or interested, in passing of the above mentioned resolution.

The Board recommends the passing of the Ordinary Resolution as set out in the Item no. 5 of the Notice for the appointment of Mr. Gyan Chand Sharma as an Independent Director, not liable to retire by rotation.

Viksit Engineering Limited

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Website: www.viksit.in
E-mail: investor_viksit@yahoo.in

By Order of the Board of Directors

Anuj Nema
Company Secretary

Place: Mumbai
Dated: 30.05.2016

BOARD'S REPORT

Dear Shareholders,

Your Directors are pleased to present the Thirty Fourth Annual Report of your Company along with the Audited Financial Statements for the financial year ended 31st March, 2016.

SUMMARISED FINANCIAL HIGHLIGHTS

The summary of the financial performance of the Company for the year ended 31st March, 2016 as compared to the previous year is as below:

(₹ In Lacs)		
PARTICULARS	2015-16	2014-15
Revenue from Operations	23,573.65	551.34
Earnings Before Interest, Tax, Depreciation and Amortization (EBITDA)	707.12	(15.10)
Profit / (Loss) before Taxation (PBT)	704.60	(17.01)
Provision for:		
Income Tax	168.11	-
Deferred Tax	0.23	(0.64)
Profit / (Loss) after Taxation (PAT)	536.25	(17.65)

FINANCIAL PERFORMANCE

Your Company's turnover during the period under review was ₹ 23,573.65 Lacs as compared to ₹ 551.34 Lacs for the previous financial year. The Profit before tax for the period under review was ₹ 704.60 Lacs as against loss of ₹ 17.01 Lacs for the previous financial year. The Profit after tax was ₹ 536.25 Lacs as against the loss of ₹ 17.65 Lacs for the previous financial year.

Your Directors are confident to again improve the performance in the current financial year.

DIVIDEND

Keeping in mind the need to conserve resources, your Board did not recommend any dividend for the year under review.

MANAGEMENT DISCUSSION AND ANALYSIS

Management Discussion and Analysis, forming part of this report as required under Regulation 34 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as 'SEBI (LODR) Regulations, 2015' is attached separately to this Annual Report.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

During the year under review, Mr. Gyan Chand Sharma (DIN: 03554350) and Mr. Shambhunath Prasad (DIN: 07291881) were appointed as an Additional Directors in the independent category w.e.f. 30th March, 2016, whereas Mr. Dinesh Kumar Gupta (DIN: 00179388) and Mr. Sanjay Kumar Khandelwal (DIN: 00428452) have resigned from the office of directors w.e.f. 30th March, 2016.

The Board places on record its appreciation for valuable contribution given by the outgoing directors.

All independent Directors of the Company have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013.

The Board of Directors has appointed Mr. Anuj Nema as the Company Secretary and Compliance Officer under the category of Key Managerial Personnel of the Company w.e.f. 29th June, 2015 pursuant to the provisions of Section 203 of the Companies Act, 2013.

RETIRE BY ROTATION

In pursuance of Section 152(6) of the Companies Act, 2013 and Articles of Association of the Company, Mr. Raghunandan Khandelwal (DIN: 00401113), Executive Director, retires by rotation and being eligible, offers himself, for reappointment.

BOARD EVALUTION

The provisions of the Companies Act, 2013 mandates formal evaluation of the Board of Directors, its Committees and individual Directors. Schedule IV of the Companies Act, 2013 also requires the performance evaluation of Chairman, Managing Director and Non-Executive Directors and Board as a whole to be carried out at a separate meeting by the Company's independent Directors.

The Nomination and Remuneration Committee of the Board of Directors the Company formulated the criteria for the evaluation of the performance of the Board of Directors and its Committees, independent Directors and the Managing Director of the Board.

A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as appropriate composition of the Board, manner in which Board Meetings are conducted, adequate information to the Board Members to consider the matter, overall effectiveness of the Board etc.

Based on that performance, valuation has been undertaken. The independent Directors of the Company have also convened a separate meeting for this purpose.

AUDIT COMMITTEE

The Audit Committee comprises of three Directors namely, Mr. Raghunandan Khandelwal, Mr. Gyan Chand Sharma and Mrs. Deepika Babulal Soni. The composition of the Audit Committee meets the requirements as per the provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (LODR) Regulations, 2015. There are no recommendations of the Audit Committee which have not been accepted by the Board during the period under review.

NOMINATION AND REMUNERATION POLICY

The Board has, on the recommendation of the Nomination & Remuneration Committee, framed a policy for selection and appointment of Directors, Senior Management and their remuneration. The Nomination and Remuneration Policy is available on the Company's website.

BOARD MEETINGS

During the year, the Board of Directors met in Eight Board Meetings held on 16th May 2015, 30th May 2015, 29th June 2015, 13th August 2015, 26th September 2015, 7th November 2015, 12th February 2016 and 30th March 2016. The provisions of Companies Act, 2013, Listing Agreement and SEBI (LODR) Regulations, 2015 were adhered to while considering the time gap between two meetings.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions of Section 134 of the Companies Act, 2013, your Directors confirm that:

- a) in the preparation of the annual financial statements for the year ended March 31, 2016, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b) such accounting policies have been selected and applied consistently and made judgment and estimates have been made 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 of the profit of the Company for the year ended on that date;
- c) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the annual financial statements have been prepared on a going concern basis;
- e) proper internal financial controls were in place and that the financial controls were adequate and were operating effectively;

- f) proper systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

REALTED PARTY TRANSACTIONS

No Material Related party Transactions were entered during the year by your Company. Accordingly, the disclosure of Related Party transactions to be provided under Section 134(3) (h) of the Companies Act, 2013, in Form AOC – 2 is not applicable.

There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large.

The policy on Related Party Transactions as approved by the Board of Directors has been uploaded on the Company's website.

RISK MANAGEMENT

The Company has a robust risk management framework to identify and mitigate risks arising out of internal as well as external factors.

The Board of Directors of the Company has also approved the Risk Management Plan. The objective of the plan is to oversee risk management systems, practices and procedures.

CORPORATE SOCIAL RESPONSIBILITY

Though the provisions of Companies Act, 2013 regarding Corporate Social Responsibility are not attracted to the company; still the Company has positive gestures towards philanthropic activities in future.

AUDITORS

(a) Statutory Auditors

The Members of the Company at the Thirty Third Annual General Meeting of the Company held on 26th September, 2015 appointed M/s Gupta Saharia & Co. (Firm Registration No.103446W), Chartered Accountants as Statutory Auditors of your Company to hold office till the conclusion of Thirty Fifth Annual General Meeting to be held in the year 2017.

M/s Gupta Saharia & Co. has confirmed their eligibility and willingness to accept office, if the appointment is ratified by the members of the Company. Further, in terms of the Regulation 33(1) (d) of SEBI (LODR) Regulations, 2015, the Statutory Auditors of the Company are subjected to the Peer Review Process of The Institute of Chartered Accountants of India (ICAI). M/s Gupta Saharia & Co. has confirmed that they hold a valid certificate issued by 'Peer Review Board' of ICAI; and has provided a copy of the said certificate to the Company for reference and records.

In terms of Section 139 of the Companies Act, 2013 the Board of Directors propose ratification of appointment of M/s Gupta Saharia & Co. as the Auditors of the Company.

The ratification of appointment of Statutory Auditors is subject to the approval of the Members of the Company.

(b) Secretarial Auditor

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 had appointed Ms. Priya Gupta, Company Secretary in Practice (ACS No. 22710 CP No. 8180) to conduct the Secretarial Audit of the Company for the F.Y 2015-16. The Report of the Secretarial Audit Report is annexed hereto as "Annexure A". The Secretarial Audit Report does not contain any qualifications, reservations or adverse remarks or disclaimer.

ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

Since the Company has not carried out any Manufacturing activity therefore there is no information to report with respect to conservation of energy and technology absorption. The Company has no export & import during the period therefore there is no foreign exchange earnings and expenditure.

EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return in form MGT-9 is annexed herewith as "Annexure B".

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

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

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has proper Internal Control System, commensurate with the size, scale and complexity of its operations. It is routinely tested and certified by Statutory as well as Internal Auditor. Significant audit observations and corrective action are reported to the Audit Committee.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

Your Company has formulated a mechanism called 'Vigil Mechanism/ Whistle Blower Policy for directors and employees to report to the management instances of unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct and provided a framework to protect employees wishing to raise their concern about serious irregularities within the Company.

The policy permits all the directors and employees to report their concerns to the Competent Authority, Managing Director of the Company and if the Whistle Blower believes that there is a conflict of interest between the Competent Authority and the Whistle Blower, he/she may send his/her protected disclosure directly to the Chairman of the Audit Committee.

The policy with the name and address of the Competent Authority, Managing Director of the Company and Chairman of the Audit Committee has been communicated to the employees by uploading the same on the website of the Company.

DEPOSITS

The Company has not accepted any public deposits during the year under review. No amount on account of principal or interest on deposits from public was outstanding as at 31st March, 2016.

INSURANCE

The Company continues to carry adequate insurance for all assets against unforeseeable perils.

CORPORATE GOVERNANCE

In terms of the Regulation 15(2)(a) of Listing Regulations, the compliance with the corporate governance provisions shall not apply in respect of the listed entity having paid up equity share capital not exceeding rupees ten crore and net worth not exceeding rupees twenty five crore, as on the last day of the previous financial year.

As per the above mentioned criteria, provisions of Corporate governance is not applicable on the Company and therefore the Company is not required to comply with the provisions of Corporate Governance as specified in Listing Regulations. However, the Company is voluntarily complying with most of the provisions.

PARTICULARS OF EMPLOYEES

In terms of the provisions of Section 197(12) of the Act read with Rule 5 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 "Annexure C", forming part of this report.

MATERIAL CHANGES AND COMMITMENTS

There is no material change and commitment has occurred, affecting the financial position of the Company, between the end of the financial year of the Company i.e. 31st March, 2016 and the date of this report.

SIGNIFICANT AND MATERIAL ORDERS

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status of the Company and the Company's operations in future.

ACKNOWLEDGMENT

The Board of Directors take this opportunity to express their sincere thanks to the Central, State Government and Local Authorities, Financial Institutions, Banks, Customers, Dealers, Vendors and all the stakeholders for their continued cooperation and support to your Company.

The Board of Directors wishes to express its appreciation to all the employees of the Company for their outstanding contribution to the successful operations of the Company.

The Board specially thank to the shareholders for their continued confidence and faith in the Company.

For and on behalf of the Board

Place: Mumbai
Date: 30.05.2016

Raghunandan Khandelwal
(Managing Director)
(DIN: 00401113)

Gyan Chand Sharma
(Director)
(DIN: 03554350)

“Annexure A to the Board's Report”

FORM No. MR-3

SECRETARIAL AUDIT REPORT

[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]

FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2016

To,
The Members,
M/s Viksit Engineering Limited
(L99999MH1983PLC029321)
Room No. 1-2, Kapadia Chambers,
51, Bharuch Street, Masjid Bunder (E),
Mumbai

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Viksit Engineering Limited (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 my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 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:

I 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 (in so far as they are made applicable);
- ii. The Securities Contracts (Regulation) Act, 1956 (SCRA) and the Rules made thereunder (in so far as they are made applicable);
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

- iv. Foreign Exchange Management Act, 1999 and the Rules and Regulations made
- v. There under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; which is not applicable to the Company during the Audit Period.
- vi. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 and The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, in so far as they are made applicable from time to time;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; *which is not applicable to the Company during the Audit Period*;
 - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; *which is not applicable to the Company during the Audit Period*;
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; *which is not applicable to the Company during the Audit Period*;
 - 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; *which is not applicable to the Company during the Audit Period* and;
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; *which is not applicable to the Company during the Audit Period*.

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

- i. Secretarial Standards issued by The Institute of Company Secretaries of India, which made applicable from 1st July, 2015,
- ii. The Listing Agreement entered into by the Company with BSE Limited and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; (in so far as they are made applicable from time to time).

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

I further report that

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

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

All decisions at Board Meetings and Committee(s) Meetings are carried through unanimously as recorded in the meetings of the Board and Committee(s) of the Board, as the case may be.

I further report that the compliance by the company of applicable financial audit and indirect tax's laws has not been reviewed in this audit since the same has been subject to review by statutory financial audit and other designated professionals.

Presently the shareholding of promoters is in physical form.

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

Date: 30.05.2016

Place: Delhi

Priya Gupta

ACS: 22710

COP: 8180

“Annexure – B to Board's Report”**EXTRACT OF ANNUAL RETURN****As on financial year ended 31st March, 2016****[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]****FORM NO. MGT- 9****I. REGISTRATION AND OTHER DETAILS**

S. No.	Particulars	Details
i.	CIN	L99999MH1983PLC029321
ii.	Registration Date	16 th February, 1983
iii.	Name of the Company	VIKSIT ENGINEERING LIMITED
iv.	Category /Sub-Category of the Company	Company limited by shares/ Indian Non-Government Company
v.	Address of the Registered office and contact details	Room No. 1-2, Kapadia Chambers, 51, Bharuch Street, Masjid Bunder (E) Telephone No. 022 65182932
vi.	Whether listed company	Yes
vii.	Name, Address and Contact details of Registrar and Transfer Agent	Sarthak Global Limited, 170/10, R.N.T. Marg, Indore - 452001 (M.P.), Telephone: 0731-2523545, 2526388

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

S. No.	Name and Description of main products	NIC Code of the Product	% to total turnover of the
1.	Hot Rolled Coils	46620	97.85%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Not applicable

IV. SHAREHOLDING PATTEN (Equity Shares Capital Breakup as percentage of Total Equity)

(i) Category-wise Shareholding

S. No.	Category of Shareholders	No. of Shares held at the beginning of the year i.e. on 1 st April, 2015				No. of Shares held at the end of the year i.e. on 31 st March, 2016				% Change during the Year
		Demat Form	Physical Form	Total	% of Total Shares	Demat Form	Physical Form	Total	% of Total Shares	
(A)	Promoter and Promoter Group									
(1)	Indian									
(a)	Individuals/ HUF	-	500	500	0.20	-	500	500	0.20	-
(b)	Central Govt.	-	-	-	-	-	-	-	-	-
(c)	State Govt.(s)	-	-	-	-	-	-	-	-	-
(d)	Bodies Corporate	-	-	-	-	-	-	-	-	-
(e)	Banks / FIs	-	-	-	-	-	-	-	-	-
(f)	Any Other (specify)	-	-	-	-	-	-	-	-	-
	Sub - Total (A)(1)	-	500	500	0.20	-	500	500	0.20	-
(2)	Foreign									
(a)	NRI - Individuals	-	-	-	-	-	-	-	-	-
(b)	Other - Individuals	-	-	-	-	-	-	-	-	-
(c)	Bodies Corporate	-	-	-	-	-	-	-	-	-
(d)	Banks / FI	-	-	-	-	-	-	-	-	-
(e)	Any Other (specify)	-	-	-	-	-	-	-	-	-
	Sub - Total (A)(2)	-	-	-	-	-	-	-	-	-
	Total shareholding of Promoter and Promoter Group (A) = (A)(1)+(A)(2)	-	500	500	0.20	-	500	500	0.20	-
(B)	Public Shareholding									
(1)	Institutions									
(a)	Mutual Funds	-	-	-	-	-	-	-	-	-
(b)	Banks/FI	-	-	-	-	-	-	-	-	-
(c)	Central Govt.	-	-	-	-	-	-	-	-	-
(d)	State Govt.(s)	-	-	-	-	-	-	-	-	-
(e)	Venture Capital Funds	-	-	-	-	-	-	-	-	-
(f)	Insurance Companies	-	-	-	-	-	-	-	-	-
(g)	Foreign Institutional Investors	-	-	-	-	-	-	-	-	-
(h)	Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
(i)	Any Other (specify)	-	-	-	-	-	-	-	-	-
	Sub - Total (B)(1)	-	-	-	-	-	-	-	-	-

(2)	Non -Institutions									
(a)	Bodies Corporate	-	-	-	-	-	-	-	-	-
	(i) Indian	-	228200	228200	91.65	-	228200	228200	91.65	-
	(ii) Overseas	-	-	-	-	-	-	-	-	-
(b)	Individuals -									
	i) Individual share-holders holding nominal share capital upto Rs. 1 Lac	-	10300	10300	4.14	-	10300	10300	4.14	-
	ii) Individual share -holders holding nominal share capital in excess of Rs. 1 Lac	-	-	-	-	-	-	-	-	-
(c)	Others									
	(i) Non Resident Indians	-	-	-	-	-	-	-	-	-
	(ii) Clearing Members	-	-	-	-	-	-	-	-	-
	(iii) H.U.F.	-	-	-	-	-	-	-	-	-
	(iv) Trust	-	10000	10000	4.02	-	10000	10000	4.02	-
	Sub - Total (B)(2)	-	248500	248500	99.80	-	248500	248500	99.80	-
	Total Public Shareholding(B) = (B)(1)+(B)(2)	-	248500	248500	99.80	-	248500	248500	99.80	-
	TOTAL (A)+(B)	-	249000	249000	100	-	249000	249000	100	-
(C)	Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
	GRAND TOTAL (A+B+C)	-	249000	249000	100	-	249000	249000	100	-

ii. Shareholding of Promoters

S. No.	Shareholders Name	Shareholding at the beginning of the year i.e. on 1 st April, 2015			Shareholding at the end of the year i.e. on 31 st March, 2016		
		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	Shri Devendra Khandelwal	100	0.04	-	100	0.04	-
2	Shri Mukesh Nandan Khandelwal	100	0.04	-	100	0.04	-
3	Shri Arun Tatia	100	0.04	-	100	0.04	-
4	Shri Dinesh Gupta	100	0.04	-	100	0.04	-
5	Smt. Asha Khandelwal	100	0.04	-	100	0.04	-
	Total	500	0.20	-	500	0.20	-

iii. Changes in Promoter Shareholding

There is no change in the shareholding of Promoters during the year.

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

S.No	Shareholder's Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1	Maan Cement Private Limited				
	At the beginning of the year	12400	4.98	12400	4.98
	At the end of the year	-	-	12400	4.98
2	Shramik Mutitrade Private Limited				
	At the beginning of the year	12300	4.94	12300	4.94
	At the end of the year	-	-	12300	4.94
3	Avanti Industries Private Limited				
	At the beginning of the year	12000	4.82	12000	4.82
	At the end of the year	-	-	12000	4.82
4	Sarathi Trading Private Limited				
	At the beginning of the year	12000	4.82	12000	4.82
	At the end of the year	-	-	12000	4.82
5	Amrapali Trading Private Limited				
	At the beginning of the year	12000	4.82	12000	4.82
	At the end of the year	-	-	12000	4.82
6	Avirat Urja Private Limited				
	At the beginning of the year	12000	4.82	12000	4.82
	At the end of the year	-	-	12000	4.82
7	Urvashi worldwide Private Limited				
	At the beginning of the year	11900	4.78	11900	4.78
	At the end of the year	-	-	11900	4.78
8	Parametric Trading Private Limited				
	At the beginning of the year	11800	4.74	11800	4.74
	At the end of the year	-	-	11800	4.74
9	Glorishine impex Private Limited				
	At the beginning of the year	11500	4.62	11500	4.62
	At the end of the year	-	-	11500	4.62
10	Marshal Multitrade Private Limited				
	At the beginning of the year	11500	4.62	11500	4.62
	At the end of the year	-	-	11500	4.62

(v) Shareholding of Directors and Key Managerial Personnel:

S. No.	Name of Directors and Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative shareholding during the year	
		No. of Shares	% of Total Shares of the Company	No. of Shares	% of Total Shares of the Company
1	Mr. Raghunandan Khandelwal				
	At the beginning of the year	-	-	-	-
	At the end of the year	-	-	-	-
2	Mr. Dinesh Kumar Gupta (Resigned w.e.f. 30.03.2016)				
	At the beginning of the year	100	0.04	100	0.04
	At the end of the year	-	-	100	0.04
3	Mr. Gyan Chand Sharma (Appointed w.e.f. 30.03.2016)				
	At the beginning of the year	-	-	-	-
	At the end of the year	-	-	-	-
4	Mr. Shambhunath Prasad (Appointed w.e.f. 30.03.2016)				
	At the beginning of the year	-	-	-	-
	At the end of the year	-	-	-	-
5	Ms. Deepika Babulal Soni				
	At the beginning of the year	-	-	-	-
	At the end of the year	-	-	-	-
6	Mr. Deepesh Nagar (Chief Financial Officer)				
	At the beginning of the year	-	-	-	-
	At the end of the year	-	-	-	-
7	Mr. Anuj Nema (Company Secretary)				
	At the beginning of the year	-	-	-	-
	At the end of the year	-	-	-	-

V. INDEBTEDNESS

There was no Secured Loans, Unsecured Loans and Deposits at the beginning of the year under review. Further, the Company did not avail any Secured Loans, Unsecured Loans and Deposits during the year under review and has no Secured Loans, Unsecured Loans and Deposits at the end of the year under review.

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

During the year the Company has not paid any Remuneration to the Managing Director appointed.

B. Remuneration to other Directors:

During the year Company has not paid any remuneration to other directors appointed.

C. Remuneration to Key Managerial Personnel other than Managing Director

(Figures in ₹)

S. No.	Particulars of Remuneration	Key Managerial Personnel		
		CFO	CS	Total Amount
1	Gross Salary			
	(a) Salary as per provisions contained in Section 17(1) of the Income tax Act, 1961	534,500	217,500	752,000
	(b) Value of perquisites u/s 17(2) of Income Tax Act, 1961	-	-	-
	(c) Profits in lieu of Salary under Section 17(3) Income Tax, 1961	-	-	-
2	Stock option	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	-as % of Profit	-	-	-
	-Others	-	-	-
5	Others	-	-	-
	Total (A)	-	-	-
	Total	534,500	217,500	752,000

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/Compounding Fees imposed	Authority[RD/ NCLT/COURT]	Appeal made, if any
A. COMPANY					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. DIRECTORS					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. OTHER OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

"Annexure – C to Board's Report"**Particulars of Employees****A. Particulars of Employees as per Rule 5 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014**

- (i) The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year: N.A, since the Company has not paid any remuneration to its Directors.
- (ii) The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager in the Financial Year: Since the Company has paid remuneration only to Chief Financial Officer and Company Secretary during the financial year 2015-16 which are as specified below:

S. No.	Name of Director/KMP	2015-16 (Amount in ₹)	2014-15 (Amount in ₹)	% Increase in Remuneration	Performance of the Company
1.	Mr Deepesh Kumar Nagar - Chief Financial Officer	534,500	486,500	9.87	Please refer point no. (v) for the performance of the Company
2.	Mr. Anuj Nema – Company Secretary	217,500	-	-	-

*Mr. Anuj Nema was appointed w.e.f. 29.06.2015

- (iii) The percentage increase in the median remuneration of employees in the financial year:

Median Remuneration (2015-2016) (Amount in ₹)	Median Remuneration (2014-2015) (Amount in ₹)	Increase/(decrease) in the median remuneration
217,500	486,500	(55.29)

- (iv) The number of permanent employees on the rolls of the Company: 3 Employees (Previous Year: 1 Employee)
- (v) The explanation on the relationship between increase in remuneration and the Company performance.

The Salary of the employees has been increased during the year under review on the basis of the performance of the Company as well as employees' individual performance. The performance of the Company is as under:

(₹ in Lacs)

Particulars	2015-2016	2014-15	2013-14
Total Revenue	23,573.66	551.34	1617.32
Profit/(Loss) Before Tax	704.12	(15.10)	(513.52)
Profit/(Loss) After Tax	536.26	(17.65)	(513.28)

(vi) Variations in the market capitalisation of the Company, price earnings ratio as at the closing date of the current financial year and previous financial year and percentage increase over decrease in the market quotations of the shares of the company in comparison to the rate at which the company came out with the last public offer in case of listed companies, and in case of unlisted companies, the variations in the net worth of the company as at the close of the current financial year and previous financial year: There is no trade in the shares of the Company since 5th August, 2005. Therefore this information is not available.

(vii) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration –

There is increase of 9.87% in the salary of KMP for the financial year 2015-16. The increment in the salary of employees other than KMP's was on the basis of the performance of the Company mentioned in the point no. (v) above as well as employees' individual performance.

(viii) The key parameters for any variable component of remuneration availed by the directors:

During the year under review, the Company has not paid any variable component of remuneration to its directors.

(ix) The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year - N.A.

(x) Affirmation that the remuneration is as per the remuneration policy of the company. It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, KMP and other Employees.

B. During the period under review, no employees was in the receipt of remuneration as is required to be disclosed under Sub-rule 2 and 3 of Rule 5 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 of the Companies Act, 2013.

**DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR
MANAGEMENT PERSONNEL WITH THE CODE OF CONDUCT**

This is to confirm that the Company has adopted Viksit Engineering Limited (VEL) Code of Conduct for its Directors and Senior Management Personnel and the same has been posted on the Company's website.

I confirm that the Company has in respect of the Financial Year ended 31st March, 2016, received from the members of the Board and Senior Management Personnel a declaration of Compliance with the code of conduct as applicable to them.

For the purpose of this declaration, Senior Management Personnel means those who are of the rank of General Manager and above including all functional heads.

Place: Mumbai
Date: 30.05.2016

Raghunandan Khandelwal
Managing Director
DIN: 00401113

MANAGEMENT DISCUSSION AND ANALYSIS

Pursuant to Regulation 34 (2) (e) of the Securities and Exchange Board of India (LODR) Regulations, 2015, your Board report as follows:

Industry Structure and Developments

Considering the global economic slowdown, Indian economy appears to be the bright spot growing at 7.5% in 2015-16 as against 7.3% in 2014-15. Industrial sector also performed satisfactorily although commodity prices remained low due to weakness in economic activity and global trade especially in China's economy.

The government's efforts for quick reforms may result in investments in infrastructure and construction sectors and economic activities will pick up. Manufacturing sector including the casting industry is poised to grow with government's "Make in India" initiatives.

Your Company is fully geared up to meet the rapidly changing business eco-system and remain relevant to its customers in emerging Indian market.

Opportunities and Threats

With opportunities galoring, the Indian steel sector is all set to grow. The flux in the global arena has opened up new channels for the development. This change is not only driving demand for steel but also creating new horizons for innovative state-of-the-art usage of steel.

The most important aspect for the Indian steel industry is the huge availability of key raw material i.e. Iron ore. Though the recent mining restrictions have put a strain on its availability, if explored and mined, with the aid of latest technology, it can provide the much needed competitive advantage to the domestic steel players in India.

Indian steel industry is genuinely seized with the threat of rising imports. However, Steel Ministry in consultation with Commerce Ministry is putting certain restrictions on Steel imports. This would help in protecting domestic market; however, Chinese threat will continue to bother Indian industries.

Segment wise Performance

The Company deals in only one segment. Therefore, segment wise performance is not applicable for our Company.

Outlook

India is expected to become the world's second largest producer of crude steel in the next 10 years, moving up from the third position, as its capacity is projected to increase

to about 300 million tonnes by 2025. Huge scope for growth is offered by India's comparatively low per capita steel consumption and the expected rise in consumption due to increased infrastructure construction and the thriving automobile, railways, defense, etc.

Financial Performance with respect to Operational Performance

During the Financial Year 2015-16, the Company's Total Revenue was ₹ 2,427,357,176 as compared to ₹ 57,562,722 in the previous year, representing an increase of approximately ₹ 2,369,794,454.

The Profit Before tax was ₹ 70,459,948 as compared to loss of ₹ 1,700,869 in the previous year. This represents an increase of approximately ₹68,759,079.

The Net Profit for the year was ₹ 53,625,466 as compared to loss of ₹ 1,765,086 in the previous year which is an increase of approximately ₹ 5,1860,380.

During the year the sales of the Company has increased marginally due to moderate improvement in the industry.

Risks and Concerns

The year 2015 was marked by deflation of commodity prices globally bringing down steel prices. In the Indian context, the drop was steeper than that of other raw materials, leading to severe pressure on operating margins of steel plants.

Besides, weak demand in major steel producing countries such as China, Japan and South Korea led them to focus on exports at aggressive prices, including on India, adversely impacting the domestic industry. It led to prices of some products hit a ten-year low in Indian market.

Internal control systems and their adequacy

The Company's internal control policies are in line with its size and nature of operations and they provide assurance that all assets are safeguarded, transactions are authorised and duly recorded.

The Company has an Audit Committee, majority of whose members including the Chairman are independent directors in order to maintain objectivity. Committee meets at regular intervals to review audit issues and follow up on implementation of corrective actions. Besides this, the Committee ensures proper compliance of applicable Laws, Accounting Standards and Regulatory Guidelines etc.

Material developments in Human Resources

Your Company has significantly stated investing in professional development and providing career development opportunities for its employees. Company is accelerating towards attracting the best talent, retaining them and ensuring sustainable growth.

Cautionary Statement

The Management Discussion and Analysis Report contains forward looking statement based upon the data available with the Company, assumptions with regard to global economic conditions, the government policies etc. The Company cannot guarantee the accuracy of assumptions and perceived performance of the Company in future. Therefore, it is cautioned that the actual results may materially differ from those expressed of implied in the Report.

Source of Data: **Circulars / reports / articles issued by World Steel Association, Ministry of Steel, NABARD and Various Newspapers and Magazines.**

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS

REPORT ON THE FINANCIAL STATEMENTS

We have audited the accompanying financial statements of Viksit Engineering Limited ("the Company"), which comprise the Balance Sheet as at 31st March, 2016, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended and a summary of the significant accounting policies and other explanatory information.

MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 ("the Rules"). 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.

AUDITORS' 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 misstatements. 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 controls 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. 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 March 31, 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, 2016' issued by the Central Government of India in term of sub-section (11) of Section 143 of the Act (hereinafter referred to as the "Order"), and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
- 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 March 31, 2016, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016, from being appointed as a director in terms of Section 164 (2) of the Act.

- 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" and
- g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our knowledge and belief and according to the information and explanations given to us:
 - i. The Company has disclosed the impact of pending litigations as at March 31, 2016 on its financial position in its financial statements.
 - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, and as required on long-term contracts including derivative contracts.
 - iii. There has been no amount, required to be transferred, to the Investor Education and Protection Fund by the Company.

For Gupta Saharia & Co.
Chartered Accountants
(FRN – 103446W)

Place: Mumbai
Date: 30th May 2016

CA Suresh Saharia
Partner
(Membership No.: 040180)

Annexure - A to the Auditors' Report

[Referred to in paragraph (1) of our report of even date]

- (i) (a) As explained to us, in respect of fixed assets, the Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.

(b) As explained to us, the Fixed Assets have been physically verified by the management, in accordance with the program of verification adopted by the Company. In our opinion, the frequency of verification is reasonable having regard to the size of the Company and the nature of its assets. To the best of our knowledge, no material discrepancies have been noticed on such verification.

(c) In respect of immovable property, title deeds of all the immovable properties are in the name of the Company.
- (ii) As explained to us, the inventory of the Company has been physically verified during the year by the management. In respect of materials lying with third parties these have been confirmed by them. In our opinion the frequency of the verification is reasonable. In our opinion, the discrepancies noticed on verification between the physical stocks and book records were not material, having regard to the size of the operations of the Company.
- (iii) As explained to us, the Company has not granted any loans, secured or unsecured, to Companies, firms, Limited Liability Partnerships or other parties covered in the Register maintained under Section 189 of the Companies Act, 2013.
- (iv) According to the records of the Company examined by us, the Company has not given any loans, investments, guarantees and security under section 185 and 186.
- (v) The Company has not accepted any deposits from the public within the meaning of Section 73 and 76 of the Companies Act, 2013 and the rules framed there under to the extent notified.
- (vi) The Company is a trading company and hence the rules made by the Central Government of India under sub-section (1) of Section 148 of the

Companies Act, 2013 are regarding maintenance of Cost Records is not applicable to the company.

- (vii) (a) According to the records of the Company examined by us and the information and explanations given to us, in our opinion, the Company is regular in depositing the undisputed statutory dues, including provident fund, employees' state insurance, income tax, sales tax, wealth tax, service tax, duty of customs, duty of excise, value added tax and other material statutory dues, as applicable, with the appropriate authorities except in the following case:

Statement of Disputed Dues

Nature of Dues	Amount Disputed (INR)	Period- AY
Tax Deducted at Source	20000	2016-17

- (b) According to the information and explanations given to us and the records of the Company examined by us, the particulars of dues of Income-Tax, TDS and Cess as at March 31, 2016 which have not been deposited on account of disputes are as follows.

Statement of Disputed Dues

Name of statute	Nature of Dues	Amount Disputed (INR)	Period- AY	Forum where dispute is pending
The Income Tax Act	Income Tax Liability	1742510	2010-11	CIT (Appeal) – Mumbai
	Income Tax Liability	563810	2012-13	CIT (Appeal) – Mumbai

- (viii) According to the records of the Company examined by us and the information and explanation given to us, the Company has not defaulted in repayment of loans or borrowings to any financial institution, bank, Government or any dues to debenture holders as at balance sheet date.
- (ix) According to the records of the company examined by us and the information and explanation given to us, the Company has not raised money by way of initial public offer or further public offer (including debt instruments) and term loan.

- (x) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or any fraud on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the management.
- (xi) According to the records of the Company examined by us, no managerial remuneration has been paid or provided by the Company.
- (xii) The Company is not a Nidhi company.
- (xiii) According to the records of the Company examined by us and the information and explanation given to us, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the financial statement as required by applicable accounting standards.
- (xiv) According to the records of the Company examined by us, the Company has not made any preferential allotment or private allotment of shares or fully or partly convertibles debenture during the year.
- (xv) According to the records of the Company examined by us and the information and explanation given to us, the Company has not entered into any non-cash transactions with directors or persons connected with him.
- (xvi) According to the records of the Company examined by us the Company is not required to be registered under section 45 IA of the Reserve Bank of India Act.1934.

For Gupta Saharia & Co.
Chartered Accountants
(FRN – 103446W)

Place: Mumbai
Date: 30th May 2016

CA Suresh Saharia
Partner
(Membership No.: 040180)

Annexure - B to the Auditors' Report

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

We have audited the internal financial controls over financial reporting of Viksit Engineering Limited ("the Company") as of 31st March 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 controls over financial reporting criteria established by the Company considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the 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 ICAI. 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 controls 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 statements 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 controls 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 31st March 2016, based on the internal controls over financial reporting criteria established by the Company considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

For Gupta Saharia & Co.

Chartered Accountants
(FRN – 103446W)

CA Suresh Saharia

Partner

(Membership No.: 040180)

Place: Mumbai

Date: 30th May 2016

VIKSIT ENGINEERING LIMITED BALANCE SHEET as at 31st March, 2016					
(Figures in ₹)					
Particulars	Note No.	As at 31.03.2016		As at 31.03.2015	
<u>EQUITY AND LIABILITIES</u>					
SHAREHOLDERS' FUNDS					
Share Capital	'1'	2,490,000		2,490,000	
Reserve & Surplus	'2'	123,432,596	125,922,596	69,807,128	72,297,129
NON-CURRENT LIABILITIES					
Other Long-Term Liabilities	'3'		71,796,512		175,771,070
CURRENT LIABILITIES					
Other Current Liabilities & Provisions	'4'		44,723,473		127,245
TOTAL			242,442,581		248,195,444
<u>ASSETS</u>					
NON-CURRENT ASSETS					
Fixed Assets					
-Tangible Assets	'5'	2,409,053		13,951,038	
-Intangible Assets	'5'	3,337		3,337	
Non-current Investments	'6'	17,847,491		36,890,318	
Long-term Loans & Advances	'7'	107,582,386	127,842,267	172,367,797	223,212,490
Deferred Tax Assets (Net)			26,189		49,600
CURRENT ASSETS					
Inventories	'8'	-		989,564	
Trade Receivables	'9'	100,172,449		14,443,450	
Cash & Cash Equivalents	'10'	11,723,298		6,821,962	
Other Current Assets	'11'	2,678,378	114,574,125	2,678,378	24,933,354
TOTAL			242,442,581		248,195,444
Significant Accounting Policies	'A to N'				
The accompanying notes are integral part of the Financial Statements	'1 to 34'				
As per our report of even date attached			For and on behalf of the Borad of Directors		
For Gupta Saharia & Co. Chartered Accountants Firm Reg No. 103446W		Raghunandan Khandelwal Managing Director DIN: 00401113		Gyan Chand Sharma Director DIN: 03554350	
CA Suresh Saharia Partner Membership No. 040180 Place: Mumbai Dated: 30 th May, 2016		Deepesh Nagar Chief Financial Officer		Anuj Nema Company Secretary Place: Mumbai Dated: 30 th May, 2016	

VIKSIT ENGINEERING LIMITED STATEMENT OF PROFIT & LOSS for the year ended 31st March, 2016			
(Figures in ₹)			
Particulars	Note No.	For the Year Ended 31.03.2016	For the Year Ended 31.03.2015
<u>INCOME</u>			
Revenue from operations (Gross)	'12'	2,357,365,192	55,134,428
Other Income	'13'	69,991,984	2,428,294
Total Revenue		2,427,357,176	57,562,722
<u>EXPENDITURE</u>			
Cost of Materials	'14'	2,353,540,360	48,232,199
Increase/(Decrease) in Stock	'15'	989,564	8,786,432
Employees' Benefits Expenses	'16'	1,007,341	727,211
Depreciation and amortisation expenses	'5'	251,969	190,134
Other Expenses	'17'	1,107,994	1,327,615
Total Expenses		2,356,897,228	59,263,591
PROFIT/(LOSS) BEFORE TAX		70,459,948	(1,700,869)
Provision for Income Tax		14,201,959	-
Prior Period Income Tax		2,609,112	-
Provision for Deferred Tax (Assets)/Liabilities		23,411	64,217
PROFIT/(LOSS) AFTER TAX		53,625,466	(1,765,086)
Earnings per equity share of face value of ₹10 each	'18'		
Basic and Diluted		215.36	(7.09)
Weighted average number of shares outstanding		249,000	249,000
Significant Accounting Policies	'A to N'		
The accompanying notes are integral part of the Financial Statements	'1 to 34'		
As per our report of even date attached		For and on behalf of the Borad of Directors	
For Gupta Saharia & Co. Chartered Accountants Firm Reg No. 103446W	Raghunandan Khandelwal Managing Director DIN: 00401113	Gyan Chand Sharma Director DIN: 03554350	
CA Suresh Saharia Partner Membership No. 040180 Place: Mumbai Dated: 30 th May, 2016	Deepesh Nagar Chief Financial Officer	Anuj Nema Company Secretary Place: Mumbai Dated: 30 th May, 2016	

VIKSIT ENGINEERING LIMITED					
Cash Flow Statement for the year ended 31st March, 2016					
(Figures in ₹)					
		Year Ended 31.03.2016		Year Ended 31.03.2015	
A.	Cash Flow from Operating Activities:				
	a) Net Profit before tax & Extraordinary Items	70,459,948		(1,700,871)	
	Adjustment for:				
	Depreciation	251,969		190,134	
	Interest	-		-	
	Preliminary Expenses written off	-		-	
	Interest & Dividend Income	(189,720)		(199,966)	
	Extraordinary Items	-		-	
	Loss on Sale of Fixed Assets	-		-	
	b) Operating Profit before Working Capital Changes		70,522,197		(1,710,703)
	Adjustment for:				
	Increase/(Decrease) in Creditors and Supplies	(59,378,331)		(370,393,419)	
	(Increase)/Decrease in Debtors	(85,728,999)		(13,055,466)	
	(Increase)/Decrease in Sundry advances	64,785,411		380,884,756	
	(Increase)/Decrease in Inventories	989,564	(79,332,355)	8,786,432	6,222,303
	c) Cash Generated from Operations		(8,810,158)		4,511,600
	Income Tax Paid (Net)		(16,811,069)		-
	d) Cash Flow before Extraordinary Items		(25,621,227)		4,511,600
	Extraordinary Items		-		
	Net Cash from Operating Activities (A)		(25,621,227)		4,511,600
B.	Cash Flow from Investing Activities:				
	Interest/Dividend Received	189,720		199,966	
	Purchase of Fixed Assets including Capital Work-in-Progress	-		-	
	Purchase/Sale of Investment	19,042,827		-	
	CENVAT	-		-	
	Sales of Fixed Assets	11,290,016		-	
	Net Cash from Investing Activities (B)		30,522,563		199,966
C.	Cash Flow from Financing Activities:				
	Proceeds from Long Term Borrowings	-		-	
	Repayment of Long Term Borrowings	-		-	
	Net proceeds from Other Borrowings	-		-	
	Increase in Share Capital	-		-	
	Increase in Share Premium	-		-	
	Decrease in Liabilities	-		-	
	Liability for Capital Goods	-		-	
	Interest Paid	-		-	
	Net Cash from Financing Activities (C)		-		-
D.	Net Increase/(decrease) in Cash and Cash Equivalent (A+B+C)		4,901,336		4,711,566
	Cash and Cash equivalent at the beginning of the year	6,821,962		2,110,396	
	Cash and Cash equivalent at the end of the year	11,723,298	4,901,336	6,821,962	4,711,566
As per our report of even date attached		For and on behalf of the Board of Directors			
For Gupta Saharia & Co. Chartered Accountants Firm Reg No. 103446W		Raghuinandan Khandelwal Managing Director DIN: 00401113		Gyan Chand Sharma Director DIN: 03554350	
CA Suresh Saharia Partner Membership No. 040180 Place: Mumbai Dated: 30 th May, 2016		Deepesh Nagar Chief Financial Officer		Anuj Nema Company Secretary Place: Mumbai Dated: 30 th May, 2016	

SIGNIFICANT ACCOUNTING POLICIES

A. Accounting Convention

The financial statements have been prepared in accordance with Generally Accepted Accounting Principles in India ('GAAP') under the historical cost convention on the accrual basis of accounting. GAAP comprises mandatory accounting standards as specified in the Companies (Accounting Standards) Rules, 2006, the provisions of the Companies Act, 2013, guidelines issued by the Securities and Exchange Board of India ('SEBI') and other pronouncements of the Institute of Chartered Accountants of India ('ICAI'), to the extent applicable. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in an accounting policy hitherto in use. The financial statements are prepared and presented in Indian Rupees unless otherwise stated.

B. Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles require the management to make estimates and assumptions that affect the reported amounts of Assets and Liabilities and disclosure of Contingent Liabilities at the date of the financial statements and the result of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Significant estimates used by the management in the preparation of these financial statements include estimates of the economic useful life of Fixed Assets and provisions for bad and doubtful debts. Any revision to accounting estimates is recognized prospectively.

C. Fixed Assets:

I. Tangible Assets:

Fixed Assets are stated at cost of acquisition and subsequent improvements thereto, inclusive of taxes, freight and other incidental expenses related to acquisition, improvements and installation, except in case of revaluation of Fixed Assets where they are stated at revalued amount, as contained in AS-10. Borrowing costs directly attributable to acquisition of those fixed assets, which necessarily take a substantial period of time to get ready for their intended use, are capitalized.

II. Intangible Assets:

Intangible Assets are stated at cost of acquisition net of recoverable taxes less accumulated amortisation/depletion and impairment loss, if any. The cost comprises purchase price, borrowing costs, and any cost directly attributable to bringing the asset to its working condition for the intended use.

D. Impairment

At each Balance Sheet date, the management reviews the carrying amounts of each cash generating unit to determine whether there is any indication that those assets were impaired. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of impairment loss. Recoverable amount is the higher of an asset's net selling price use. In assessing value in use, the estimated future cash flows expected from the continuing use of the asset and from its disposal are discounted to their present value using a pre-tax discount rate that reflects the current market assessments of time value of money and the risks specific to the asset.

An impairment loss is charged as expense in the statement of Profit and Loss in the year in which an asset is identified as impaired. Reversal of impairment loss is recognized as income in the statement of profit and loss.

E. Depreciation & Amortization

Depreciation on Fixed Assets is provided under the Written down Value Method effective from 1st April 2015, the Company depreciates its fixed assets over the useful life in the manner prescribed in schedule II of the Act, as against the earlier practice of depreciating at the rates prescribed in schedule XIV of the Companies Act 1956.

F. Investments

Investments wherever readily realizable and intended to be held not more than one year from the date of such investments are made, are qualified as current investments. Current investments are carried at lower of cost and quoted/fair value, computed category-wise.

Long term investments are stated at cost. Provision for diminution in the value of long term investments is made only if such a decline is other than temporary.

G. Inventories

Inventories are valued at cost or net realizable value whichever is lower. Cost of inventories is computed on the First-In-First-Out (FIFO) basis.

H. Sales

Sales are exclusive of sales tax.

I. Revenue Recognition

Revenue is recognized only when risks and rewards incidental to ownership are transferred to the customer, it can be reliably measured and it is reasonable to expect ultimate collection. Revenue from operations includes sale of goods, services, service tax, excise duty and sales during trial run period, adjusted for discounts (net).

Dividend income is recognized when the right to receive payment is established. Interest income is recognized on time proportion basis taking into account the amount outstanding and rate applicable.

J. Taxes on Income

Provision for tax for the year comprises current Income Tax and Deferred Tax and is provided as per the Income Tax Act, 1961.

Deferred tax resulting from timing differences between the book and the tax profits is accounted for, at the current rate of tax, to the extent that the timing differences are expected to crystallize. Deferred tax assets are recognized only to the extent there is reasonable certainty that the assets can be realized in the future; however where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax assets are recognized only if there is a virtual certainty of realization of such assets. Deferred tax assets/ liabilities are reviewed as at each balance sheet date.

Minimum Alternate Tax ('MAT') paid in accordance with the Indian Income Tax laws, which gives rise to future economic benefits in the form of tax credit against future income tax liability, is recognized as an asset in the balance sheet if there is convincing evidence that the Company will pay normal tax after the tax holiday period and the resultant assets can be measured reliably.

K. Provisions, Contingent Liabilities and Contingent Assets

A provision is recognized when the Company has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

L. Contingent Liabilities

Contingent Liabilities are recognized only when there is a possible obligation arising from past events due to occurrence or non-occurrence or one or more uncertain future events, not wholly within the control of the company, or where any present obligation cannot be measured in terms of future outflow resources or where a reliable estimate of the obligation cannot be made. Obligations are assessed on an ongoing basis and only those having a largely probable outflow of resources are provided for. Contingent Assets are not recognized in the financial statements.

M. Cash Flow Statement

The Cash Flow Statement is prepared by the "indirect method" set out in Accounting Standard 3 on "Cash Flow Statements" and presents the cash flows by operating, investing and financing activities of the Company.

N. Earnings Per Equity Share

The earnings considered in ascertaining the Companies earning per equity share comprise net profit after tax. The number of equity shares used in computing basic earnings per equity share is the weighted average number of shares outstanding during the year.

The number of equity shares used in computing diluted earnings per share comprises the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued on the conversion of all dilutive potential equity shares.

VIKSIT ENGINEERING LIMITED NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016 (Figures in ₹)				
Note 1 - Share Capital				
Particulars	As at 31.03.2016		As at 31.03.2015	
	No. of Shares	Amount	No. of Shares	Amount
Authorised: Equity Share of ₹10/- each	2,000,000	20,000,000	2,000,000	20,000,000
Total	2,000,000	20,000,000	2,000,000	20,000,000
Issued, Subscribed & Paid up: Equity Share of ₹10/- each	249,000	2,490,000	249,000	2,490,000
Total	249,000	2,490,000	249,000	2,490,000
Note 1(a) - Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period				
Particulars	As at 31.03.2016		As at 31.03.2015	
	No. of Shares	Amount	No. of Shares	Amount
Shares outstanding at beginning	249,000	2,490,000	249,000	2,490,000
Shares issued during the year	-	-	-	-
Shares outstanding at the end	249,000	2,490,000	249,000	2,490,000
Note 1(b) - The details of Shareholders holding more than 5% shares				
There are no shareholders holding more than 5% shares in the Company.				

VIKSIT ENGINEERING LIMITED NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016		
(Figures in ₹)		
Particulars	As at 31.03.2016	As at 31.03.2015
<u>Note 2 - Reserves & Surplus</u>		
General Reserve	4,000,000	4,000,000
- As per last Balance Sheet	65,807,130	68,778,750
Less: Depreciation in respect of assets whose useful life is over*	-	(1,206,534)
*Pursuant to enactment of Schedule II of the Companies Act, 2013		
Add: Net Profit/(Loss) for the Current year	53,625,466	(1,765,086)
	123,432,596	69,807,130
Total	123,432,596	69,807,130
<u>Note 3 - Other Long-Term Liability</u>		
Others	71,796,512	175,771,070
Total	71,796,512	175,771,070
<u>Note 4 - Other Current Liabilities</u>		
Advances From Others	44,592,770	76,101
Other Payables	130,703	51,144
Provision for Taxation (Netted off of Advance Income Tax)	-	-
Total	44,723,473	127,245

VIKSIT ENGINEERING LIMITED
NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016
Note 5 - Fixed Assets

(Figures in ₹)

S. No.	Name of Assets	Rate	GROSS BLOCK				DEPRICIATION/AMORTISATION				NET BLOCK	
			As at 01.04.15	Addition during the year	Deduction during the year	As at 31.03.16	Up to 31.03.15	During the year	Written back	Up to 31.03.16	As at 31.03.16	As at 31.03.15
	<u>Tangible Assets</u>											
1	Land	0	12,650,368	-	12,650,368	-	-	-	-	-	-	12,650,368
2	Building	5.00%	269,134	-	-	269,134	171,400	7,667	-	179,067	90,067	97,734
3	Truck	40.00%	1,707,281	-	-	1,707,281	1,707,128	-	-	1,707,128	153	153
4	Vehicle Car	25.89%	1,933,047	1,437,736	77,384	3,293,399	1,820,523	85,289	-	1,905,812	1,387,587	112,524
5	Office Equipment	15.62%	216,578	-	-	216,578	209,141	-	-	209,141	7,437	7,437
6	Furniture & Fixture	18.10%	2,197,568	-	-	2,197,568	1,114,746	159,013	-	1,273,759	923,809	1,082,822
	Current Year Total		18,973,976	1,437,736	12,727,752	7,683,960	5,022,938	251,969	-	5,274,907	2,409,053	13,951,038
	Previous Year Total		22,064,517	-	-	22,064,517	6,182,419	535,892	-	6,718,310	15,346,207	15,882,098
	<u>Intangible Assets</u>											
1	Computer Software	40.00%	66,742	-	-	66,742	63,405	-	-	63,405	3,337	3,337
	Current Year Total		66,742	-	-	66,742	63,405	-	-	63,405	3,337	3,337
	Previous Year Total		66,742	-	-	66,742	58,680	3,225	-	61,905	4,837	8,062
	Grand Current Year Total		19,040,718	-	12,727,752	7,750,702	5,086,343	251,969	-	5,338,312	2,412,390	13,954,375
	Grand Previous Year Total		22,131,259	-	-	22,131,259	6,241,099	539,117	-	6,780,215	15,351,044	15,890,160

VIKSIT ENGINEERING LIMITED NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016 (Figures in ₹)		
Particulars	As at 31.03.2016	As at 31.03.2015
<u>Note 6 - Non Current Investments</u>		
<u>QUOTED</u>		
Investment at Cost	16,881,991	35,924,818
(Aggregate Market value of listed and quoted investments of ₹ 22,734,649/- Previous year ₹ 29,653,009/-)		
<u>UNQUOTED</u>		
Investment at Cost	965,500	965,500
Total	17,847,491	36,890,318
<u>Note 7 - Long term Loans & Advances</u>		
Other Loans & Advances	99,893,614	158,930,951
Security Deposits	119,538	94,538
Advance Tax (netted off of provisions)	7,569,234	13,342,308
Total	107,582,386	172,367,797
<u>Note 8 - Inventories</u>		
(As verified and valued by the Management)		
Traded Goods	-	989,564
Total	-	989,564
<u>Note 9 - Trade Receivables</u>		
(Unsecured considered good)		
Outstanding for more than six months	1,385,315	-
Outstanding for less than six months	98,787,134	14,443,450
Total	100,172,449	14,443,450
<u>Note 10 - Cash & Cash Equivalents</u>		
Cash In Hand	90,659	21,258
Bank Balances with Scheduled Bank (in Current A/c)	11,632,639	6,800,704
Total	11,723,298	6,821,962
<u>Note 11 - Other Current Assets</u>		
(Unsecured considered good)		
Excess of VAT Credit Carried Over	2,678,378	2,678,378
Total	2,678,378	2,678,378

VIKSIT ENGINEERING LIMITED NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016 (Figures in ₹)				
Particulars	For the Year Ended 31.03.2016		For the Year Ended 31.03.2015	
<u>Note 12 - Revenue from operations</u>				
Gross Sales from Trading Activities		2,357,365,192		55,134,428
Mild Steel Billets	-		48,232,196	
HR Steel Coils	2,306,784,621		-	
HMS Scrap	-		6,902,232	
Yellow Peas	49,978,480		-	
Sale of Shares	602,091		-	
Total		2,357,365,192		55,134,428
<u>Note 13 - Other Income</u>				
Miscellaneous Income		513,720		1,928,294
Profit on Sale of Investments		(16,100,784)		-
Profit on Sale of Fixed Assets		85,579,048		500,000
Total		69,991,984		2,428,294
<u>Note 14 - Cost of Material</u>				
Purchases During the Year		2,353,540,360		48,232,199
Total		2,353,540,360		48,232,199
<u>Note 15 - Increase/(Decrease) in Stock</u>				
Closing Stock of Traded Goods		-		989,564
Opening Stock of Traded Goods		989,564		9,775,996
Total		(989,564)		(8,786,432)
<u>Note 16 - Employee Benefits Expenses</u>				
Salary, Wages & Perquisites		1,007,341		727,211
Total		1,007,341		727,211

VIKSIT ENGINEERING LIMITED NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016 (Figures in ₹)				
Particulars	For the Year Ended 31.03.2016		For the Year Ended 31.03.2015	
Note 17 - Other Expenses				
Books & Periodicals Expenses		2,589		2,785
Advertisement Expenses		69,120		21,230
Bank Commission & Interest		5,896		3,508
Insurance Charges		72,753		53,962
Rent ,Rates,Taxes, Duties & Interest		102,000		59,832
Legal & Professional Charges		329,817		348,406
Audit Fees*		50,380		44,944
Licence Renewal & Filling Fees		13,100		7,200
Office Expenses		88,512		23,156
Sundry Balances Written off		-		537,659
Electricity Expenses		14,241		-
Stationery & Printing Expenses		8,522		390
Listing Fees		235,956		101,124
Tours, Travelling & Conveyance Expenses		70,605		77,282
Telephone & Mobile Currency Charges		6,000		6,000
Vehicle Running & Maintenance		36,003		37,637
Freight & Cartage		-		-
Professional Tax		2,500		2,500
Total		1,107,994		1,327,615
*Auditors' Remuneration				
Audit Fees		40,075		28,090
Tax Audit Fees		10,305		5,618
Out of Pocket Expenses		-		11,236
Total		50,380		44,944
Note 18 - Earnings per Equity Share (EPS)				
Profit/(Loss) after tax		53,625,466		(1,765,086)
Profit/(Loss) attributable to Equity Shareholders		53,625,466		(1,765,086)
Number of Equity Shares issued		249,000		249,000
Basic/Diluted EPS		215.36		(7.09)

19. Segment

As per Accounting Standard on Segment Reporting AS-17, issued by the Institute of Chartered Accountant of India, the Company has only one Business segment i.e. Trading activity.

20. Payment to Directors:

Year	
2015-16	2014-15
NIL	NIL

21. Payment to Auditors:

(in ₹)

Sr. No.	Particulars	Year	
		2015-16	2014-15
1.	Audit Fees (including Service Tax)	40,075	28,090
2.	Tax Audit Fees (including Service Tax)	10,305	5,618
3.	Out of Pocket Expenses	-	11,236

22. There is Income tax demand of ₹ 1,742,510/- for the Assessment Year 2010-11 which is pending at CIT (Appeal) – Mumbai and demand of ₹ 563,810/- for the Assessment Year 2012-13 which is pending at CIT (Appeal) – Mumbai. The Company has not provided the same demand liability in the books of accounts.

23. Sundry Creditors do not include any amount due to small scale undertakings/micro, medium and small company as no information is available from the creditors as to whether any of them is cover under micro or small enterprises category.

24. Deferred tax assets (net) comprises of following:

(In ₹)

Particulars	Amount	
Deferred Tax Assets/(Liability) as at 01.04.2015	49,600	113,817
Add: Deferred Tax due to timing difference during the year	23,411	64,217
Deferred Tax Assets as at 31.03.2016	26,189	49,600

25. Calculation in respect of Earning per Share:

(In ₹)

Particulars	2016	2015
Net Profit/Loss after tax attributable to equity shareholders	53,625,466	(1,765,086)
Weighted average number of equity shares	249,000	249,000

outstanding during the year (Nos.) - Basic		
Earnings/ Loss per share - Basic	215.36	(7.09)
Nominal Value of equity shares (₹)	10	10

26. Additional information:

	<u>2015-2016</u>	<u>2014-2015</u>
(i) CIF Value of Imports	NIL	NIL
(ii) Amount remitted in foreign currency on account of dividend	NIL	NIL
(iii) Earnings in foreign currency	NIL	NIL
(iv) Expenditure in foreign currency	NIL	NIL
(v) Claims against the Company not acknowledged as debts	NIL	NIL
(vi) Estimated amount of contract remaining to be executed on Capital A/c not provided for	NIL	NIL
(vii) Contingent liabilities not provided for	NIL	NIL

27. Previous Year's figures have been regrouped/rearranged wherever necessary.

As per our report of even date attached

For and on behalf of the Board of Directors

For **Gupta Saharia & Co.**
Chartered Accountants
Firm Reg No. 103446W

Raghunandan Khandelwal
Managing Director
DIN: 00401113

Gyan Chand Sharma
Director
DIN: 03554350

CA Suresh Saharia
Partner
Membership No. 040180
Place: Mumbai
Dated: 30th May, 2016

Deepesh Nagar
Chief Financial Officer

Anuj Nema
Company Secretary
Place: Mumbai
Dated: 30th May, 2016



VIKSIT ENGINEERING LIMITED

(CIN: L99999MH1983PLC029321)

Regd. Office: Room No. 1-2, Kapadia Chambers, 51, Bharuch Street, Masjid Bunder (E),
Mumbai – 400009 (MH.)

FORM OF PROXY

Thirty Fourth Annual General Meeting, 26th September, 2016
[Pursuant to Section 105 (6) of the Companies Act, 2013 and Rule 19 (3) of the
Companies (Management and Administration) Rules, 2014]

CIN: L99999MH1983PLC029321
Name of Company: Viksit Engineering Limited
Registered Office: Room No. 1-2, Kapadia Chambers, 51, Bharuch Street
Masjid Bunder (E) Mumbai – 400009 (MH.)

Name of the Member(s):
Registered address:
E-mail Id:
Folio No. / Client Id*:
DP Id*:

I/ We being the Member(s) of the Company holding _____ shares, hereby
appoint;

1	Name:	E-mail ID:
	Address:	Signature:
or failing him		
2	Name:	E-mail ID:
	Address:	Signature:
or failing him		
3	Name:	E-mail ID:
	Address:	Signature:

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the
Thirty Fourth Annual General Meeting, to be held on 26th September, 2016 at 11.00
A.M at Room No. 1-2, Kapadia Chambers, 51, Bharuch Street Masjid Bunder (E)
Mumbai – 400009 (MH.) and any adjournment thereof in respect of such resolutions
as are indicated overleaf:

**VIKSIT ENGINEERING LIMITED**

(CIN: L99999MH1983PLC029321)

Regd. Office: Room No. 1-2, Kapadia Chambers, 51, Bharuch Street, Masjid Bunder (E),
Mumbai – 400009 (MH.)

Resolution No.	Resolution(s)	Vote (Optional see Note 2)	
		For	Against
ORDINARY BUSINESS			
1	Receive, consider and adopt the financial statements of the Company including the Audited Balance Sheet, the Statement of Profit & Loss and Cash Flow Statement and the Directors' Report and Auditors' Report thereon.		
2	Appointment of Mr. Raghunandan Khandelwal (DIN: 00401113), who retires by rotation.		
3	Ratification of appointment of Statutory Auditors and to fix their remuneration.		
SPECIAL BUSINESS			
4	Appointment of Mr. Shambhunath Prasad (DIN: 07291881) as an Independent Director of the Company.		
5	Appointment of Mr. Gyan Chand Sharma (DIN: 03554350) as an Independent Director of the Company.		

Signed this _____ day of _____ 2016.

Affix
15 Paise
Revenue
Stamp

Signature of Shareholder _____

Signature of Proxy _____

* Applicable to Members holding shares in electronic form.

NOTES:

1. This form, in order to be effective, should be duly stamped, completed, signed and deposited at the registered office of the Company, not less than 48 hours before the meeting.
2. It is optional to indicate your preference. If you leave the for/against column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he / she may deem appropriate.

**VIKSIT ENGINEERING LIMITED**

(CIN: L99999MH1983PLC029321)

Regd. Office: Room No. 1-2, Kapadia Chambers, 51, Bharuch Street, Masjid Bunder (E),
Mumbai – 400009 (MH.)

ATTENDANCE SLIP
34th Annual General Meeting**26th September, 2016**

Name of Shareholder	
Address	
Registered Folio No./DP ID No./Client ID*	
No. of Shares held	

I certify that I am a registered member / proxy for the registered member of the Company.

I hereby record my attendance at the Annual General Meeting of the Company being held on 26th September, 2016 at 11.00 a.m. at Room No. 1-2, Kapadia Chambers, 51, Bharuch Street, Masjid Bunder (E), Mumbai – 400009 (MH.)

(Member's / Proxy's name in BLOCK letters)

(Member's / Proxy's signature)

*Applicable to Members holding Shares in Electronic Form.

NOTE: Shareholders attending the meeting in person or by proxy are requested to complete the Attendance Slip and hand it over at the entrance of the meeting venue.

Sequence Number for E-Voting:	
-------------------------------	--

Route Map to the Venue of the AGM

Room No. 1-2, Kapadia Chambers, 51, Bharuch Street, Masjid Bunder (E), Mumbai – 400009 (MH.)



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