

ANNUAL REPORT

2015 - 2016



ENTERPRISE INTERNATIONAL LTD.

Board of Directors

Mr. GOPAL DAS SARDA (Chairman)
Mr. ADITYA SARDA (Executive Director)
Smt. BRIJLATA SARDA (Executive Director)
Mr. ANJAN KUMAR DUTTA (Independent Director)
Mr. SHIBNATH MAZUMDAR (Independent Director)
Mr. DEBASHISH DUTTA (Independent Director)

Statutory Auditors :

M/S. K. M. TAPURIAH & CO.
Chartered Accountants

Secretarial Auditor :

BABU LAL PATNI

Bankers :

STATE BANK OF INDIA
ICICI BANK LTD.
KOTAK MAHINDRA BANK
ALLAHABAD BANK

Registered Office :

"MALAYALAY"
UNIT NO. 2A(S), 2ND FLOOR
3, Woodburn Park, Kolkata - 700 020
Ph. : 4044 7872 / 8394
Fax : 4044 8615
E-mail : contact@eilgroup.com

Registers & Transfer Agents :

Maheshwari Datamatics Pvt. Ltd.
6, Mangoe Lane, 2nd Floor,
Kolkata - 700 001
Ph. : 2243 5029 / 5809



NOTICE TO THE MEMBERS

NOTICE is hereby given that the Twenty Seventh Annual General Meeting of the Company will be held at "SARDA SADAN" 382/1B, HEMANTA MUKHOPADHYAY SARANI (KEYATALA LANE) KOLKATA - 700 029 on Wednesday, the 28th day of September, 2016 at 10:00 a.m. to transact the following business :

ORDINARY BUSINESS:

- 1) To receive, consider, approve and adopt the Audited Balance Sheet as on 31 st March 2016, and the Statement of Profit & Loss for year ended on that date and together with the Director's Report and Auditor's Report thereon.
- 2) To appoint a Director in place of Shri Aditya Sarda (DIN : 00565702) who retires by rotation and being eligible offers himself for re-appointment.
- 3) To appoint Auditor and fix their remuneration and in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT M/s K.M.Tapuriah & Co., Chartered Accountants (Firm Registration No.314043E) be and is hereby re-appointed as Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the Company at such remuneration as shall be fixed by the Board of Directors of the company."

SPECIAL BUSINESS:

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

"RESOLVED THAT pursuant to the provisions of Sections 20(2) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014, as amended from time to time, the approval of the Shareholders be and is hereby accorded to the Board of Directors to charge a fee of a sum not exceeding Rupees One Hundred for delivery of a document to a member by a particular mode of delivery of documents as requested by him."

Registered Office

"MALAYALAY"
UNIT NO. 2A(S), 2ND FLOOR
3, WOODBURN PARK
KOLKATA - 700 020.

Dated : 29th July, 2016

By Order of the Board
For ENTERPRISE INTERNATIONAL LTD.

GOPAL DAS SARDA
Chairman

NOTES :

- 1) Explanatory Statement are required under section 102 of the Companies Act 2013 is annexed hereto.
- 2) **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE "MEETING") IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
- 3) **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 MEMBERS 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. A PROXY FORM IN FORM MGT-11 FOR THE AGM IS ENCLOSED HEREWITH.**
- 4) The Register Of Members And Share Transfer Books Shall Remain Closed From Monday, the 26th September, 2016 to Wednesday, The 28th September, 2016 (both Days Inclusive) In connection with the 27th Annual General Meeting.
- 5) Members desirous of obtaining any information concerning the Accounts and operations of the Company are requested to send their queries to the Company at least seven days prior to the meeting so that the required information can be made available at the meeting.
- 6) Members attending the meeting are requested to bring with them the attendance slip attached to the Annual Report duly filed in and signed and handover the same at the entrance of the hall.
- 7) Members are requested to send all communications relating to shares to the company's share transfer agent (Physical & Electronic) To M/s. Maheshwari Datamatics Pvt. Ltd, 6, Mangoe Lane, 2nd Floor, Kolkata - 700 001.
- 8) **Voting through electronic means :**

In compliance with provision of section 108 of the Companies Act, 2013 and rule 20 of the companies (Management and Administration) rules, 2014, the company is please to provide members facility to exercise their right to vote at the 27th Annual General Meeting by electronic means and the business may be transacted through e-voting services provided by central depository services (India) limited.

The instructions for members for voting electronically are as under :

- (i) The voting period begins on 25/09/2016 (10:00 A.M.) and ends on 27/09/2016 (5:00 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) of 21/09/2016**, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. The facility for voting through ballot paper / polling paper shall be made available at the AGM and the members as on the "cut-off date" i.e. record date, attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right to vote at the meeting through ballot paper / polling paper.

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- (ii) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period.
- (iii) Click on "Shareholders" tab.
- (iv) Now, select the "COMPANY NAME" from the drop down menu and click on "SUBMIT"
- (v) 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.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) 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.
- (viii) If you are a first time user follow the steps given below :

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none">● Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.● In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If you name is Ramesh Kumar with sequence number 1 then enter RA 00000001 in the PAN field. - Sequence number is communicated in the Attendance Slip / Covering Letter.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. <ul style="list-style-type: none">● Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field.

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to 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

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strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant **ENTERPRISE INTERNATIONAL LTD.** on which you choose to vote.
- (xiii) 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.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) 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.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xviii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Note for Institutional Shareholders.
 - Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
 - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a compliance user should be created using the admin login and password. The compliance user would be able to link the account(s) which they wish to vote on.

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- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the Scrutinizer to verify the same.
- (xx) Mr. Babu Lal Patni, Practicing Company Secretary (Membership No.FCS 2304), has been appointed as the Scrutinizer to Scrutinize the remote e-voting process in a fair and transparent manner.
- (xxi) At the Annual General Meeting, at the end of the discussion of the resolutions on which voting is to be held, the chairman shall with the assistance of the Scrutinizer order voting for all those members who are present but have not cast their vote electronically using the remote e-voting facility or Ballot Form.
- (xxii) The Scrutinizer shall immediately after the conclusion of Voting at the Annual General Meeting, first count the votes at the Annual General 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 48 hours 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 a person authorized by him in writing who shall countersign the same.
- (xxiii) The Chairman or a person authorized by him in writing shall declare the result of voting forthwith.
- (xxiv) The results declared along with Scrutinizer's Report shall be communicated to the Calcutta Stock Exchange and Stock Exchange Mumbai, Where the shares of the company are listed.
- (xxv) Please Contact Company's registrar Maheshwari Datamatics Pvt. Ltd. telephone No 033-22482248, 2243-5809, Email Id : mdpldc@yahoo.com for any further clarifications.
- (xxvi) 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.

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9. Information required to be furnished under the listing Agreement. The Names and Address of the Stock Exchanges where Company's share are listed.

1. The Calcutta Stock Exchange Association Ltd.
7, Lyons Range,
Kolkata - 700 001.

2. The Stock Exchange, Mumbai,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.

The Listing Fees for the year 2016-2017 has been paid in time to the Stock Exchanges Mumbai & Calcutta.

STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013.

Item Nos. 4

Pursuant to the provision to subsection (2) of the section 20 of the Companies Act, 2013, a member may request for delivery of any documents through a particular mode, for which he shall pay such fees as may be determined by the Company at its General Meeting. It is proposed to obtain shareholders approval to fix a sum not exceeding Rupees One hundred for delivery of a document to a member by a particular mode. Therefor is the Resolution. The directors recommend the Resolution for the shareholders' approval. None of the directors or KMP or their relatives are interested in the resolution.

Registered Office :
"MALAYALAY"
UNIT NO. 2A(S), 2nd Floor,
3, Woodburn Park,
Kolkata - 700 020

By Order of the Board
For ENTERPRISE INTERNATIONAL LTD.

GOPAL DAS SARDA
Chairman

Dated : 29th July, 2016

DIRECTOR'S REPORT TO THE MEMBERS

Your Directors are pleased to present the Twenty Seventh Annual Report along with the Audited Financial Statement of the Company for the financial year ended on March 31, 2016.

1. FINANCIAL RESULTS

The summarized Financial results are as under:

	(Rupees in Lacs)	
	Year ended 31.03.2016	Year ended 31.03.2015
Total Income	2853.55	7557.46
Profit before Interest		
depreciation & Tax	22.56	41.97
Less : Interest	6.17	9.28
Profit before Depreciation & Tax	16.39	32.69
Less : Depreciation	6.28	7.86
Profit / (Loss) before Tax	10.11	24.83
Less : Provision for Tax	2.96	8.03
Profit / (Loss) after Tax	7.15	16.80
Add : Surplus brought forward	217.88	201.04
Surplus carried to Balance Sheet	225.03	217.88

2. OPERATIONS :

Your Company has operated Judiciously due to adverse market conditions, resulting in lower turnover and Profit.

3. DIVIDEND

In view of Marginal Profit the Board does not recommend any dividend.

4. CONSERVATION OF ENERGY, TECHNOLOGICAL ABSORPTION, FOREIGN EXCHANGE EARNING & OUTGO:

The Company has no activities requiring disclosures relating to conservation of Energy etc. The Technology is indigenous based on hand process. During the year under review the earnings in Foreign Currency was Rupees NIL and the Expenditure in Foreign Currency was Rs.1162.61 Lacs.

5. EXTRACT OF ANNUAL RETURN:

Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12 (1) of the Companies (Management and Administration) Rules, 2014, the details forming part of the extract of the Annual Return in Form MGT-9 is annexed herewith marked as Annexure "A"

6. DIRECTOR AND KEY MANAGERIAL PERSONNEL:

Mr. Aditya Sarda Director of the Company liable to retire by rotation and being eligible has offered himself for re-appointment.

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed both under section 149(6) of the Companies Act, 2013 and SEBI (Listing obligations & Disclosure requirements) Regulation, 2015.

7. Board Evaluation:

Pursuant to the provisions of Companies Act, 2013 and SEBI (Listing Obligations & Disclosure requirements) Regulation 2015, the Board has carried out an evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit Committee and Nomination and Remuneration Committee. During the year, the Board adopted a formal mechanism for evaluating its performance and as well as that of its Committees and individual Directors, including the Chairman of the Board. The exercise was carried out through a structured evaluation process covering various aspects of the Boards functioning such as composition of the Board & committees, experience & competencies, performance of specific duties & obligations, attendance of the meetings, governance issues etc. Separate exercise was carried out to evaluate the performance of individual Directors including the Board Chairman who were evaluated on parameters such as attendance, contribution at the meetings and otherwise, independent judgment, safeguarding of minority shareholders interest etc.

The evaluation of the Independent Directors was carried out by the entire Board and that of the Chairman and the Non-Independent Directors were carried out by the Independent Directors.

The Directors were satisfied with the evaluation results, which reflected the overall engagement of the Board and its Committees with the Company.

8. Remuneration Policy:

The terms of reference / role of the Nomination and Remuneration Committee is to determine the Company's policy on the remuneration package of its Executive Directors and to determine and approve the terms & conditions and remuneration package of its Executive Directors, including revision thereof from time to time, and to deliberate on and decide matters incidental thereto or consequential thereof.

9. Meetings:

The details of the Board Meeting and General Meeting are given in Annexure 'B'.

10. DIRECTORS RESPONSIBILITY STATEMENT:

In terms of Section 134 (5) of the Companies Act, 2013 with respect to Directors' Responsibility Statement, it is hereby confirmed:

- (a) That in the preparation of Annual Accounts, the applicable Accounting Standard has been followed.
- (b) That the Directors have selected such Accounting Policies and applied them consistently and Made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as on 31st March 2016 and the Profit and Loss for that period.
- (c) That the Directors have taken proper and sufficient care for maintenance of adequate accounting Records in accordance with the provisions of the Companies Act, 2013 for safeguarding assets of the Company and for preventing and detecting frauds and other irregularities.
- (d) That the Directors have prepared the Annual Accounts on Going Concern Basis.
- (e) The Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
- (f) The directors had devised proper system to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

11. AUDIT COMMITTEE:

The Company is having an audit committee comprising of the following directors.

Name of the Committee Members	Nature of Directorship	Membership
Sri Anjan Kumar Dutta	Non-Exec-Independent	Chairman
Sri Gopal Das Sarda	Executive Director	Member
Sri Shibnath Majumdar	Non-Exec-Independent	Member

12. NOMINATION AND REMUNERATION POLICY :

The composition of the Remuneration Committee is as follows :-

Name of the Committee Members	Nature of Directorship	Membership
Sri Anjan Kumar Dutta	Non-Exec-Independent	Chairman
Sri Shibnath Mazumdar	Non-Exec-Independent	Member
Sri Debashish Dutta	Non-Exec-Independent	Member

13. STAKEHOLDERS' RELATIONSHIP COMMITTEE:

Mr. Anjan Kumar Dutta Independent non-executive director is the Chairman of the Committee.

Mr. Gopal Das Sarda is the member of the Committee. Terms of Reference of the Stakeholders Relationship Committee has been revised as per the guidelines set out in the listing agreement with the BSE Limited, CSE Limited and the Companies Act, 2013 which inter alia include looking into the security holders grievance, issue of duplicate shares, exchange of new share certificates, recording dematerialization of shares and related matters.

14. RELATED PARTY TRANSACTION:

All Related Party Transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Key Managerial Personnel or other designated persons which may have potential conflict with interest of the Company at large. Your Directors draw attention of the members to Notes to the financial statement which sets out related party disclosures.

15. CODE OF CONDUCT:

The Company has a Code of Conduct which is applicable to directors and management personnel of the Company. The Company believes in conducting business in accordance with the highest standards of business ethics and complying with applicable laws, rules and regulations.

The Code lays down the standard procedure of business conduct which is expected to be followed by the directors and management personnel in their business dealings and in particular on matters relating integrity in the work place, in business practices and complying with applicable laws etc.

All the directors and management personnel have submitted declaration confirming compliance with the code.

16. ISSUE OF SHARES:

During the Financial year ended 31 st March, 2016:

- i) The Company has not granted any Employees Stock Option.
- ii) The Company has not issued any Sweat Equity Shares.
- iii) The Company has not issued any equity shares with differential rights.
- iv) The Company has not allotted any bonus issue during the year.

17. PUBLIC ISSUE:

During the year under review your Company has not issued any securities to the public.

18. PUBLIC DEPOSIT:

During the Year the Company has not accepted any Deposit from the Public, within the meaning of section 73 of the Companies Act, 2013.

19. PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN AND SECURITIES PROVIDED:

Particulars of Loans given, Investments made, Guarantees given and Securities provided along with the purpose for which the loan or guarantee or security is proposed to be utilized by the recipient are provided in the financial statement.

20. DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014.

The required details are provided in Annexure `C' annexed to this Report.

21. INFORMATION AS PER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(2) & 5(3) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014 AND FORMING PART OF THE DIRECTORS' REPORT FOR THE YEAR ENDED 31st MARCH, 2016

The required details are provided in Annexure 'D' annexed to this Report.

22. RISK MANAGEMENT POLICY:

Pursuant to section 134(3) (n) of the Companies Act, 2013, the Board of directors of the Company has adopted a Risk management Policy of the Company. The Company manages, monitors and reports on the principal risks and uncertainties that can impact its ability to achieve its strategic objectives.

The Company has introduced several improvements to Integrated Enterprise Risk Management, Internal Controls Management and Assurance Frameworks and processes to drive a common integrated view of risks, optimal risk mitigation responses and efficient management of internal control and assurance activities. This integration is enabled by all three being fully aligned across Group wide Risk Management, Internal Control and Internal Audit methodologies and processes.

23. VIGIL MECHANISM/WHISTLE BLOWER POLICY:

The Company promotes ethical behaviour in all its business activities and has put in place a mechanism for reporting illegal or unethical behaviour. The Company has a Vigil mechanism and Whistle blower policy under which the employees are free to report violations of applicable laws and regulations and the Code of Conduct. The reportable matters may be disclosed to the Ethics and Compliance Task Force which operates under the supervision of the Audit Committee. Employees may also report to the Chairman of the Audit Committee. During the year under review, no employee was denied access to the Audit Committee.

24. PREVENTION OF INSIDER TRADING:

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires preclearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. All the Board of Directors and designated employees have confirmed compliance with the Code.

25. INTERNAL FINANCIAL CONTROLS:

The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weakness in the design or operation were observed. During the year the company appointed M/s Arup & Associates Chartered Accountant, as an internal auditor. The firm is authorized to by the Audit Committee to access the adequacy and compliance of internal control process, statutory requirements etc. The Audit Committee met regularly to review reports submitted by the Internal Auditor. The Audit Committee upon discussion with internal auditor set up applicable control measures for the Company.

26. STATUTORY AUDITORS:

M/S K.M. TAPURIAH & CO, Statutory Auditors of the Company, hold office till the conclusion of the ensuing Annual General Meeting and are eligible for re-appointment. They have confirmed their eligibility to the effect that their re-appointment, if made, would be within the prescribed limits under the Act and that they are not disqualified for re-appointment. The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments. The Auditors' Report does not contain any qualification, reservation or adverse remark.

27. SECRETARIAL AUDITOR:

Pursuant to provisions of section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the company has appointed Mr. B. L. Patni, a whole time Company Secretary in practice having Membership No. 1321, to undertake the Secretarial Audit of the Company. The Secretarial Audit Report for the financial year ended March 31, 2016 is annexed herewith to this Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark. As regards observations made by the Secretarial Auditor we are to state that necessary steps are being taken to comply with the requirements.

28. MATERIAL CHANGES:

There are no material changes and commitments affecting the financial position of the company have accrued between the date financial year of the Company and date of the report. There is no change in the nature of business of the Company.

29. SUBSIDIARY COMPANY:

The Company has no Subsidiary, Associates or Joint Ventures.

30. SIGNIFICANT AND MATERIAL ORDERS BY REGULATORS:

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

31. LISTING:

In the term of resolution passed at the Board Meeting of the Company held on 22nd March, 2016, the Company had applied for delisting of Shares from Calcutta Stock Exchange Ltd. The application for delisting of Shares is in the process however the Company Shares will remain listed in the Bombay Stock Exchange even after delisting from Calcutta Stock Exchange Ltd.

32. GENERAL:

Your Director further state that during the year under review, there was no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

33. ACKNOWLEDGEMENT:

For and on behalf of the Board, the Directors wish to place on record their sincere appreciation for the Support and continued co-operation received from Banks, SEBI, Shareholders, customers, and all the staffs of the Company during the year.

Place : Kolkata
Dated : 29th July, 2016

By Order of the Board
For ENTERPRISE INTERNATIONAL LTD.

GOPAL DAS SARDA
Chairman

ANNEXURE - 'A'

**Form No. MGT - 9
Extract of Annual Return
As on the 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]

I. REGISTRATION AND OTHER DETAILS :

1.	CIN	L27104WB1989PLC047832
2.	Registration Date	10/11/1989
3.	Name of the Company	ENTERPRISE INTERNATIONAL LTD.
4.	Category/Sub-Category of the Company	Company Limited by Shares -- Indian Non Government Company.
5.	Address of the Registered Office and Contact details	"Malayalay" Unit NO. 2A(S) 2nd Floor, 3, Woodburn Park, Kolkata - 700 020 Ph. : 033 - 4044 7872 / 8394
6.	Whether Listed Company (Yes / No)	YES
7.	Name, Address and Contact details of registrar and Transfer Agent, if any	M/s. Maheshwari Datamatics Pvt. Ltd. 6, Mangoe Lane, 2nd Floor, Kolkata - 700 001 Ph. : 033 - 2243 5029 / 5809

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY :

All the business activities contributing 10% or more of the total turnover of the Company shall be stated :-

Sl. No.	Name and description of main product/service	NIC code of the product/service	% to total turnover of the company
1.	Textile	6090	99.47%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES :

Sl. No.	Name and Address of the Company	CIN/ GLN	Holding/Subsidiary/ Associate	% of share held	Applicable Section
1.	NIL	N.A.	N.A.	N.A.	N.A.

ENTERPRISE INTERNATIONAL LIMITED

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

(A) Category - wise Share Holding

Category of shareholder	No. of Shares held at the Beginning of the year				No. of shares at the end of the year				% Change during the year
	Demat	Physical	Total	% of total share	Demat	Physical	Total	% of total share	
A. Promoters									
I. Indian									
a. Individual/HUF	895208	-	895208	29.9942	955209	-	955209	32.0046	6.7025
b. Central Govt.	-	-	-	-	-	-	-	-	-
c. State Govt.	-	-	-	-	-	-	-	-	-
d. Bodies Corp.	-	-	-	-	-	-	-	-	-
e. Bank/FI	-	-	-	-	-	-	-	-	-
f. Any Other	-	-	-	-	-	-	-	-	-
Sub-Total-A(1)	895208	-	895208	29.9942	955209	-	955209	32.0046	6.7025
2. Foreign									
a. NRI-Individuals	-	-	-	-	-	-	-	-	-
b. Other Individuals	-	-	-	-	-	-	-	-	-
c. Body Corporates	-	-	-	-	-	-	-	-	-
d. Bank/FI	-	-	-	-	-	-	-	-	-
e. Any others	-	-	-	-	-	-	-	-	-
Sub-total -A (2)	-	-	-	-	-	-	-	-	-
Total shareholder of Promoters(1+2)	895208	-	895208	29.9942	955209	-	955209	32.0046	6.7025
B. Public Shareholding									
1. Institution									
a. Mutual Funds	-	-	-	-	-	-	-	-	-
b. Bank/FI	-	-	-	-	-	-	-	-	-
c. Cent. Govt.	-	-	-	-	-	-	-	-	-
d. State Govt.	-	-	-	-	-	-	-	-	-
e. Venture Capital	-	-	-	-	-	-	-	-	-
f. Insurance Co.	-	-	-	-	-	-	-	-	-
g. FIs	-	-	-	-	-	-	-	-	-
h. Foreign Portfolio Corporate	-	-	-	-	-	-	-	-	-
i. Foreign Venture Capital Fun	-	-	-	-	-	-	-	-	-
j. Others	-	-	-	-	-	-	-	-	-
Sub-Total B(1)	-	-	-	-	-	-	-	-	-

ENTERPRISE INTERNATIONAL LIMITED

Category of shareholder	No. of Shares held at the Beginning of the year				No. of shares at the end of the year				% Change during the year
	Demat	Physical	Total	% of total share	Demat	Physical	Total	% of total share	
2. Non- Institution									
a. Body Corp									
i) Indian	670243	8100	678343	22.7281	600459	8100	608559	20.3900	(10.2874)
ii) Overseas									
b. Individual									
i. Individual Shareholders Holding nominal share capital upto Rs.1 lakh	468162	444419	912581	30.5763	482239	433719	915958	30.6895	0.3700
ii) Individual Shareholders Holding nominal share Capital in excess of Rs. 1 Lakh	478871	19500	498371	16.6981	478871	19500	498371	16.6981	0.0000
c. Others (Specify)									
Non Resident Indians	97	0	97	0.0033	97	0	97	0.0033	0.0000
Qualified Foreign Investor									
Custodian of Enemy Properties									
Foreign Nationals									
Clearing Members	0	0	0	0.0000	6406	0	6406	0.2146	100.0000
Trust									
Foreign Bodies-D R									
Foreign Portfolio Investors									
NBFCs Registered with RBI									
Employee Trusts									
Domestic Corporate									
Unclaimed Shares									
Accounts									
Sub-Total - B (2)	1617373	472019	2089392	70.0058	1568072	461319	2029391	67.9955	(2.8717)
Total Public Shareholding (B) = (B) (1)+(B) (2)	1617373	472019	2089392	70.0058	1568072	461319	2029391	67.9955	(2.8717)
C. Shares held by Custodian for GDRs & ADRs									
Grand total (A+B+C)	2512581	472019	2984600	100.00	2523281	461319	2984600	100.00	0.0000

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(B) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% Change in
		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	Shareholding during the year
1.	Brijlata Sarda	545184	18.2666	-	605184	20.2769	-	11.0055
2.	Gopal Das Sarda	134512	4.5069	-	134512	4.5069	-	0.0000
3.	Rishu Sarda	165500	5.5451	-	165501	5.5452	-	0.0006
4.	Aditya Sarda	30512	1.0223	-	30512	1.0223	-	0.0000
5.	Gopal Das Sarda	19500	0.6534	-	19500	0.6534	-	0.0000

(C) Change in Promoter's Shareholding (Please specify, if there is no change) -

Sl. No.	Name	Shareholding at the beginning 01/04/15 end of the year 31/03/16		Cumulative Shareholding during the year 01/04/15 to 31/03/16	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
1	Gopal Das Sarda 01/04/2015 31/03/2016	19500 19500	0.6534 0.6534	19500	0.6534
2	Aditya Sarda 01/04/2015 31/03/2016	30512 30512	1.0223	30512	1.0223
3	Brijlata Sarda 01/04/2015 31/03/2016-Transfer	545184 60000	18.2666 2.0103	605184	20.2769
4	Gopal Das Sarda 01/04/2015 31/03/2016	134512 134512	4.5069 4.5069	134512	4.5069
5	Rishu Sarda 01/04/2015 31/03/2016-Transfer	165500 1	5.5451 0.0000	165501	5.5452

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**(D) Shareholding Pattern of top ten Shareholders :
(Other than Directors, Promoters and Holders of GDR and ADRs) :**

Sl.No.	Top Ten Shareholders	Shareholding at the beginning 01/04/15 end of the Year 31/3/16		Cumulative Shareholding during the year 01/04/2015 to 31/03/2016	
		No.of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	CHEMSILK COMMERCE PVT. LTD. 01/04/2015 31/03/2016	419000 419000	14.0387 14.0387	419000	14.0387
2.	ANCHOR NIRMAN LTD. 01/04/2015 31/03/2016	237900 (65000)	7.9709 2.1778	172900	5.7931
3.	RAGHAV GOENKA 01/04/2015 31/03/2016	145000 145000	4.8583 4.8583	145000	4.8583
4.	ARVIND KUMAR J SANCHETI # 01/04/2015 31/03/2016	8418 8418	0.2820 0.2820	8418	0.2820
5.	PRAVEEN AGARWAL 01/04/2015 31/03/2016	17137 17137	0.5742 0.5742	17137	0.5742

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6.	PUSHPA DEVI SITARAM BIYANI # 01/04/2015 31/03/2016	7032 7032	0.2356 0.2356	7032	0.2356
7.	AJAY SITARAM BIYANI 01/04/2015 31/03/2016	14619 14619	0.4898 0.4898	14619	0.4898
8.	SUMAN SABOO 01/04/2015 31/03/2016	39900 39900	1.3369 1.3369	39900	1.3369
9.	SARITA ARVIND SANCHETI 01/04/2015 31/03/2016	10653 10653	0.3569 0.3569	10653	0.3569
10.	ARVIND KUMAR SANCHETI 01/04/2015 31/03/2016	11198 11198	0.3752 0.3752	11198	0.3752
11.	GIRDHAR LAL SARDA (H.U.F.) * 01/04/2015 31/03/2016	19500 19500	0.6534 0.6534	19500	0.6534

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* Not in the list of Top 10 shareholders as on 01/04/2015. The same has been reflected above since the shareholder was one of the Top 10 shareholders as on 31/03/2016.

Ceased to be in the List of Top 10 shareholders as on 31/03/2016. The same is reflected above.

(E) Shareholding of Director's and Key Managerial Personnel :

Sl. No.	For each of the Director and KMP	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
01.	Brijlata Sarda	545184	18.2666	605184	20.2769
02.	Gopal Das Sarda	134512	4.5069	134512	4.5069
03.	Aditya Sarda	30512	1.0223	30512	1.0223

V. INDEBTEDNESS

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

Particulars	Secured Loans excluding deposits (in Rs.)	Unsecured Loans	Deposit	Total Indebtedness
Indebtedness at the beginning of the financial year 01-04-2015				
1. Principal Amount	13214706	-		13214706
2. Interest due but not paid	-	-		
3. Interest accrued but not due	-	-		
Total of (1+2+3)	13214706			13214706
Change in indebtedness during the financial year				
Addition	493945681	664830		494610511
Reduction	475293681	664830		475958511
Net Change	18652000	-		18652000
Indebtedness at the End of the year 31-03-2016				
1) Principal Amount	31866706	-		31866706
2) Interest due but not paid	-	-		-
3) Interest accrued but not due	-	-		-
Total of (1 + 2 + 3)	31866706	-		31866706

ENTERPRISE INTERNATIONAL LIMITED

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL :

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/Manager			Total Amount (Rs. in Lacs)
		GOPAL DAS SARDA	ADITYA SARDA	BRIJLATA SARDA	
1.	Gross Salary a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961 b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961 c) Profits in lieu of Salary u/s 17(3) of the Income Tax Act. 1961	9.60	9.00	9.00	27.60
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission - as % of profit - others, specify	-	-	-	-
5.	Others, please specify - Total (A) Ceiling as per the Act.	9.60	9.00	9.00	27.60

B. Remuneration to the other Directors.

Sl. No.	Particulars of Remunerations	Amount (Rs. in Lacs)
1.	Independent Director -- Fee for attending board committee meetings. --Commission --Others, please specify Total (1)	-
2.	Other Non - Executive Director -- Fee for attending board committee meetings. --Commission --Others, please specify Total (2)	-
Total B = (1+2)		
Ceiling as per the Act.		

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

Sl. No.	Particulars of Remunerations	Anup Saha (in Lacs)	Kumar (CFO)	Total amount (Rs. in Lacs)
1.	Gross Salary (a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961. (b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961 (c) Profits in lieu of salary u/s 17(3) of the Income Tax Act, 1961	2.51		2.51
2.	Stock Option	-		-
3.	Sweat Equity	-		-
4.	Commission -- as % of profit -- others, specify	-		-
5.	Others, please specify	-		-
Total (C)		2.51		2.51

VII. PENALTIES / PUNISHMENT/COMPOUNDING OF OFFENCES :

Type	Section of the Companies Act	Brief Description	Detail of penalty/ punishment/ compounding fees imposed	Authority [RD/NCLT/ Court]	Appeal made, If any (give details)
A. Company	N. A.	-	-	-	-
B. Directors	N.A.	-	-	-	-
C. Others Officers in default	N.A.	-	-	-	-

ANNEXURE - 'B'

PARTICULARS OF BOARD MEETINGS HELD DURING THE YEAR

SN	Date of Meeting	Gopal Das Sarda	Aditya Sarda	Brijlata Sarda	Anjan Kumar Dutt	Shibnath Mazumdar	Debashish Dutta
1	01.04.2015	Present	Present	Present	Present	Present	N.A.
2	16.04.2015	Present	Absent	Present	Present	Present	N.A.
3	17.04.2015	Present	Present	Absent	Present	Present	N.A.
4	13.05.2015	Present	Present	Absent	Present	Present	N.A.
5	29.05.2015	Present	Present	Present	Present	Present	N.A.
6	18.06.2015	Present	Present	Absent	Present	Present	N.A.
7	22.06.2015	Present	Present	Present	Present	Present	Present
8	02.07.2015	Present	Present	Absent	Present	Present	Present
9	14.07.2015	Present	Present	Absent	Present	Present	Present
10	16.07.2015	Present	Present	Absent	Present	Present	Present
11	30.07.2015	Present	Present	Present	Present	Present	Present
12	14.10.2015	Present	Present	Absent	Present	Present	Present
13	15.10.2015	Present	Present	Absent	Present	Present	Present
14	30.10.2015	Present	Present	Absent	Present	Present	Present
15	19.11.2015	Present	Present	Absent	Present	Present	Present
16	04.12.2015	Present	Present	Present	Present	Present	Present
17	11.12.2015	Present	Present	Absent	Present	Present	Present
18	02.01.2016	Present	Present	Absent	Present	Present	Present
19	14.01.2016	Present	Present	Absent	Present	Present	Present
20	15.01.2016	Present	Present	Absent	Present	Present	Present
21	29.01.2016	Present	Present	Present	Present	Present	Present
22	02.02.2016	Present	Present	Absent	Present	Present	Present
23	22.03.2016	Present	Present	Present	Present	Present	Present

PARTICULARS OF GENERAL MEETINGS HELD DURING THE LAST THREE FINANCIAL YEARS.

S. No.	Financial Year	Extra-ordinary General Meeting	Annual General Meeting
01.	2012 - 2013		26.09.2012
02.	2013 - 2014	24.06.2013	25.09.2013
03.	2014-2015		19.09.2014

ANNEXURE “ C ”**INFORMATION PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT,2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES , 2014**

- (1) Ratio of the remuneration of each Director/KMP to the median remuneration of all the employees of the Company for the financial year:

Median remuneration of all the employees of the Company For the financial year 2015 - 2016	Rs. 225984
The percentage increase in the median remuneration of employees in the financial year.	26.12%
The number of permanent employees on the rolls of company as on 31st March, 2016	8

Name of Directors/KMP	Remuneration of Directors/KMP for the FY 2015-16	Ratio of Remuneration to median remuneration of all employees (In Lacs)	% increase in remuneration in the Financial Year 2015- 2016
Whole Time Directors			
Mr. Gopal Das Sarda	9.60	4.25	NIL
Mr. Aditya Sarda	9.00	3.98	NIL
Smt. Brijlata Sarda	9.00	3.98	NIL
Independent Directors			
Mr. Anjan Kumar Dutta	-	-	-
Mr. Shibnath Mazumdar	-	-	-
Mr. Debashish Dutta	-	-	-
CFO			
Mr. Anup Kumar Saha	2.51	-	8.5%

Notes :

- 1) The ratio of remuneration to median remuneration is based on remuneration paid during the period 1st April, 2015 to 31st March, 2016.

ENTERPRISE INTERNATIONAL LIMITED

(2) 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 was no increase in the remuneration of Director. The Salary of CFO was increase by 8.5% and average salary of other employee was increase by 26.12%.

(3) Remuneration is as per the remuneration policy of the Company.

Annexure - "D"

INFORMATION AS PER SECTION 197 (12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(2) & 5(3) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014 AND FORMING PART OF THE DIRECTORS' REPORT FOR THE YEAR ENDED 31st MARCH, 2016

Sl. No.	Name	Designation	Remuneration (Rs. in Lacs)	Qualification	Age (Years)	Experience (Years)	Date of Joining	Previous Employment
1.	Gopal Das Sarda	W.T.D.	9.6	Graduate	60	27	10-11-1989	Nil
2.	Aditya Sarda	W.T.D.	9.0	Graduate	32	11	04-01-2007	Nil
3.	Birjlata Sarda	W.T.D.	9.0	Graduate	58	22	27-06-2014	Nil
4.	Anup Kumar Saha	CFO	2.51	Graduate	55	27	10-11-1989	Nil
5.	Guddu Chorasiya	Assistant	2.00	H.S.	42	10	01-04-2012	Rajesh Agarwal
6.	T.K. Bhattacharya	Accountant	1.59	Graduate	65	27	10-11-1989	Nil
7.	Chanchal Chakraborty	Assistant	1.49	Graduate	55	25	01-01-1990	Nil
8.	Jhandu Ram	Assistant	1.38	H.S.	40	8	01-04-2015	Rajesh Agarwal

Registered Office:

"MALAYALAY"
UNIT NO. 2A(S), 2ND FLOOR
3, WOODBURN PARK,
KOLKATA 700 020

By Order of the Board
For ENTERPRISE INTERNATIONAL LTD

Dated: 29th July, 2016

GOPAL DAS SARDA
Chairman

FORM No - MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2016
[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No. 9 of the
Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Enterprise International Limited
"MALAYALAY", Unit No 2A(S), 2nd Floor
3, Woodburn Park, Kolkata-700020

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Enterprise International Limited (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon. Based on my verification of the Enterprise International Limited'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 generally complied with the statutory provisions listed hereunder and also 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 Enterprise International Limited ("the company") for the financial year ended on 31st March, 2016 according to the provisions of:

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

ENTERPRISE INTERNATIONAL LIMITED

- v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act):
- a) The 'Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (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; (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; (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.
 - h) The Securities and Exchange Board of India (Buyback of Securities) 'Regulations, 1998: (Not applicable to the Company during the Audit Period).
- vi) I have been informed that no other sector / industry specific law is applicable to the Company :

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

- i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- ii) The Listing Agreements entered into by the Company with the BSE Ltd.
- iii) The securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

ENTERPRISE INTERNATIONAL LIMITED

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

1. The Company has not appointed Company Secretary as required under section 203 of the Companies Act, 2013.
2. In some cases, necessary e-forms have not been filed with the Registrar of Companies.

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.

Majority decision is carried through while the dissenting members views, if any, are captured and recorded as part of the minutes.

I further report that at the meeting held on 22nd March, 2016, the Board of Directors has passed a Resolution for Voluntarily Delisting of shares of the Company from the Calcutta Stock Exchange. The application for delisting of shares is pending for approval with the Calcutta Stock Exchange.

Place : Kolkata

Signature :

Date : 23rd July, 2016

Name of the Company BABU LAL PATNI

Secretary in practice :

FCS No. : 2304

Note :

C. P. No. : 1321

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

To,
The Members
Enterprise International Limited
"MALAYALAY", Unit No. 2A(S),
2nd Floor, 3, Woodburn Park,
Kolkata - 700 020

My report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. My responsibility is to express an opinion- on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed provide a reasonable basis of my opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, I have obtained the Management representation about the compliance of laws, rules, and regulations and happenings of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Signature:

Babu Lal Patni
Practising Company Secretary
Membership No- 2304
Certificate of Practice Number-1321

Date: 23rd July, 2016
Place: Kolkata

Independent Auditors' Report

To the Members of
ENTERPRISE INTERNATIONAL LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of ENTERPRISE INTERNATIONAL LIMITED ("the Company"), which comprise the Balance Sheet as at 31 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 Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation & presentation of these standalone financial statements, that give a true and fair view of the financial position, financial performance and cash flow 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 (as amended). 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 standalone financial statements based on our audit.

1. 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.
2. 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.
3. 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 auditors' 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.

4. 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 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 **31st March 2016**, 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 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A, 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 purpose 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 Financial Statement dealt with by this Report are in agreement with the books of account.

ENTERPRISE INTERNATIONAL LIMITED

- d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
- e) On the basis of the written representations received from the directors as on 31 March 2016 and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2016 from being appointed as a director in terms of Section 164(2) of the Act;
- 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 & Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us :
 - i) The company does not have any pending litigations which would impact its financial position.
 - ii) The company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses ;
 - iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For K M TAPURIAH & CO
(Chartered Accountants)
Firm's Registration No. : 314043E

Place : Kolkata
Date : 28th May, 2016

K M TAPURIAH
(Partner)
Membership No. : 051509

ENTERPRISE INTERNATIONAL LIMITED

Annexure-A to the Independent Auditors' Report of even date to the members of **ENTERPRISE INTERNATIONAL LIMITED** on the financial statements for the year ended **31st March 2016**.

Based on the audit procedures performed for the purpose of reporting a true and fair view on explanations given to us and the books of account and other records examined by us in the normal course of audit, we report that:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) The fixed assets have been physically verified by the management during the year and no material discrepancies were noticed on such verification. In our opinion, the frequency of verification of the fixed assets is reasonable having regard to the size of the Company and the nature of its assets.
 - (c) According to information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- (ii) (a) As explained to us, inventories have been physically verified by the management at reasonable intervals. No material discrepancy was noticed on physical verification of stocks by the management compared to book records.
- iii) The Company has not granted any loan, secured or unsecured to companies, firms Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Act. Accordingly, the provisions of clauses 3(iii)(a), 3(iii)(b) and 3(iii)(c) of the order are not applicable.
- (iv) In our opinion and according to the information and explanation given to us, the Company has complied with the provisions of section 185 & 186 of the Act, with respect to the Loans, Investments, guarantees and securities.
- (v) The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended) . Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- (vi) To the best of our knowledge and belief, the Central Government has not specified maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of Company's products/ services. Accordingly, the provisions of clause 3(vi) of the order are not applicable.
- (vii) (a) The Company is regular in depositing 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, cess and other material statutory dues, as applicable, with the appropriate authorities. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they become payable.
 - (b) There are no dues in respect of income-tax, sales-tax, wealth tax, service tax, duty of

ENTERPRISE INTERNATIONAL LIMITED

customs, duty of excise, value added tax and cess that have not been deposited with the appropriate authorities on account of any dispute.

- (viii) The Company does not have any loan or borrowing from any financial institution, banks, government or debenture-holders during the year. Accordingly, the provisions of clause 3 (viii) of the Order are not applicable.
- (ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3(ix) of the Order is not applicable.
- (x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- (xi) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid / provided for managerial remuneration in accordance with the requisite approvals mandated by the provision of section 197 read with schedule V of the Act.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly paragraph 3(xii) of the Order is not applicable.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with related parties are in compliance with sections 117 and section 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

For K M TAPURIAH & CO

(Chartered Accountants)

Firm's Registration No. : 314043E

Place : Kolkata

Date : 28th May, 2016

K M TAPURIAH

(Partner)

Membership No. : 051509

Annexure-B to the Auditor's 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 the financial reporting of **ENTERPRISE INTERNATIONAL LIMITED** ("the Company") as of 31st March 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act,2013.

Auditor's 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 our Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of Internal Financial Controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatements of the financial statements, whether due to fraud or error.

ENTERPRISE INTERNATIONAL LIMITED

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 the transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditure 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 not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting are operating effectively as at 31st March 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **K M TAPURIAH & CO**

(Chartered Accountants)

Firm's Registration No. : 314043E

Place : Kolkata

Date : 28th May, 2016

K M TAPURIAH

(Partner)

Membership No. : 051509

ENTERPRISE INTERNATIONAL LIMITED

BALANCE SHEET AS AT 31ST MARCH, 2016

Particulars	Note No.	As at 31st March, 2016 Amount in Rupees	As at 31st March, 2015 Amount in Rupees
<u>EQUITY AND LIABILITIES</u>			
Shareholders' Funds			
Share Capital	4	2,99,42,250	2,99,42,250
Reserves and Surplus	5	4,55,56,697	4,48,41,747
Non-Current Liabilities			
Long Term Borrowings	6	4,96,606	4,37,095
Other Long Term Liabilities	7	2,00,000	1,50,000
Deferred Tax Liabilities	8	5,29,254	3,44,989
Current Liabilities			
Short Term Borrowings	9	3,06,89,360	1,21,60,528
Trade Payables	10	1,08,24,420	8,68,84,953
Other Current Liabilities	11	2,45,03,643	1,40,25,818
Short Term Provisions	12	1,29,261	2,14,244
Total		14,28,71,491	18,90,01,624
<u>ASSETS</u>			
Non-Current assets			
Fixed Assets - Tangible Assets	13	1,19,23,456	1,13,99,257
Non-Current Investments	14	1,79,50,768	59,50,768
Long Terms Loans & Advances	15	9,80,577	11,62,674
Other Non-Current Assets	16	NIL	3,55,03,238
Current assets			
Inventories	17	29,61,997	1,62,48,952
Trade Receivables	18	85,54,794	4,19,94,480
Cash and Bank Balances	19	6,21,30,345	4,18,51,846
Short Term Loans & Advances	20	1,22,93,641	88,55,239
Other Current Assets	21	2,60,75,913	2,60,35,170
Total		14,28,71,491	18,90,01,624
Summary of significant accounting policies	3		

The accompanying notes are an integral part of the financial statements

As per our report of even date
For K. M. TAPURIAH & CO.
 (Chartered Accountants)
 Firm Registration No. : 314043E

for and on behalf of Board of Directors of
 Enterprise International Limited

K. M. TAPURIAH
 (Partner)
 Membership No : 051509

Director : G.D.Sarda (DIN : 00565666)

Director : Aditya Sarda (DIN : 00565702)

Place : Kolkata
 Dated : 28th May, 2016

C.F.O. : Anup Kumar Saha

Statement of Profit and Loss for the year ended 31st March, 2016

Particulars	Note No.	For the year ended 31st March, 2016 Amount in Rupees	For the year ended 31st March, 2015 Amount in Rupees
I Revenue			
Revenue from Operations	22	27,52,35,567	74,74,44,375
Other Income	23	1,01,19,291	83,01,819
Total Revenue :		28,53,54,858	75,57,46,194
II Expenses			
Purchases of Stock-in-Trade	24	25,54,85,711	74,09,71,738
Change in Inventories of Stock-in-Trade	25	1,32,86,955	(26,61,885)
Employee Benefits Expenses	26	36,85,848	39,96,327
Finance Costs	27	6,17,261	9,27,678
Depreciation	28	6,27,803	7,86,325
Other Expenses	29	1,06,40,227	92,42,936
Total Expenses :		28,43,43,805	75,32,63,119
III Profit Before Tax (I - II)		10,11,053	24,83,075
IV Tax Expense :			
Current Tax		1,92,657	5,56,394
Add / (Less) : Deferred Tax		(1,84,265)	(1,72,763)
Add / (Less) : Earlier Year		80,819	(73,453)
V Profit for the year (III - IV)		7,14,950	16,80,465
VI Earning per equity share of Rs. 10/- each Basic and Diluted		0.24	0.56
Summary of significant accounting policies	3		

The accompanying notes are an integral part of the financial statements

As per our report of even date
For K. M. TAPURIAH & CO.
 (Chartered Accountants)
 Firm Registration No. : 314043E

for and on behalf of Board of Directors of
 Enterprise International Limited

K. M. TAPURIAH
 (Partner)
 Membership No : 051509

Director : G.D.Sarda (DIN : 00565666)

Director : Aditya Sarda (DIN : 00565702)

Place : Kolkata
 Dated : 28th May, 2016

C.F.O. : Anup Kumar Saha

ENTERPRISE INTERNATIONAL LIMITED

Cash Flow Statement for the year ended 31st March, 2016

	<u>For the year ended 31st</u> <u>March, 2016</u>	<u>For the year ended 31st</u> <u>March, 2015</u>
A. CASH FLOW FROM OPERATING ACTIVITIES :		
Net Profit before tax as per Statement of Profit and Loss	10,11,053	24,83,075
Adjusted for :		
Depreciation Expenses	6,27,803	7,86,325
Profit on Sale of Fixed Assets	-	(47,369)
	<u>6,27,803</u>	<u>7,38,956</u>
Operating Profit before Working Capital Changes	16,38,856	32,22,031
<u>Movements in Working Capital</u>		
Increase / (Decrease) in Trade Payable	(7,60,60,533)	57,51,419
Increase / (Decrease) in Short-Term Provisions	(84,983)	(646)
Increase / (Decrease) in Other Current Liabilities	1,04,77,825	39,68,047
Decrease / (Increase) in Trade Receivable	3,34,39,686	1,43,76,083
Decrease / (Increase) in Inventories	1,32,86,955	(26,61,886)
Decrease / (Increase) in short-Term Loan and Advances	(34,38,402)	15,66,357
Decrease / (Increase) in Other Current Assets	(40,743)	1,13,183
	<u>(2,07,81,339)</u>	<u>2,63,34,588</u>
Cash Generated from Operations	(2,07,81,339)	2,63,34,588
Direct Taxes Paid (Net of Tax Deducted at Source)	(1,11,838)	(6,29,847)
Net Cash (used in) Operating Activities	(2,08,93,177)	2,57,04,741
B. CASH FLOW FROM INVESTING ACTIVITIES :		
Purchase of Fixed Assets	(11,52,002)	-
Sale of Fixed Assets	-	2,95,000
Decrease / (Increase) in Non -Current Investment	(1,20,00,000)	-
Decrease / (Increase) in Long-Term Loans & Advances	1,82,097	(6,67,546)
Decrease / (Increase) in Other Non-Current Assets	3,55,03,238	13,50,070
	<u>2,25,33,333</u>	<u>9,77,524</u>
Net Cash (used in) Investing Activities	2,25,33,333	9,77,524
C. CASH FLOW FROM FINANCING ACTIVITIES :		
Proceeds from Long Term Borrowings	59,511	(8,42,813)
Proceeds from Long Term Liabilities	50,000	-
Proceeds from Short Term Borrowings	1,85,28,832	(24,37,556)
	<u>1,86,38,343</u>	<u>(32,80,369)</u>
Net Cash from Financing Activities	1,86,38,343	(32,80,369)
Net Increase in Cash and Cash Equivalents (A+B+C)	2,02,78,499	2,34,01,896
Cash and Cash Equivalents at the Beginning of the Year	4,18,51,846	1,84,49,950
Cash and Cash Equivalents at the End of the Year	6,21,30,345	4,18,51,846

Note : Figures in brackets indicate outflow.

For K. M. TAPURIAH & CO.

(Chartered Accountants)

Firm Registration No. : 314043E

Director : G.D.Sarda (DIN : 00565666)

K. M. TAPURIAH

(Partner)

Membership No : 051509

Place : Kolkata

Dated : 28th May, 2016

Director : Aditya Sarda (DIN : 00565702)

C.F.O. : Anup Kumar Saha

Notes to the financial statements for the year ended 31st March, 2016

1. Corporate Information

Enterprise International Limited is a public company domiciled in India and incorporated under the provisions of the Companies Act, 1956. Its shares are listed on Bombay & Kolkata Stock Exchanges in India. Enterprise International Limited is engaged in import of textile yarn and fabric and sale thereof in India.

2. Basis of Preparation of financial statements

These financial statements have been prepared to comply with the Generally Accepted Accounting Principles in India (Indian GAAP), including the Accounting Standards notified under the relevant provisions of the Companies Act, 2013.

The financial statements are prepared on accrual basis under the historical cost convention. The financial statements are presented in Indian rupees rounded off to the nearest rupees.

3. Summary of significant accounting policies

a. Use of Estimates

The preparation of the financial statements in the conformity with Indian GAAP requires judgments, estimates and assumptions, to be made that affect the reported amount of assets and liabilities, disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known / materialized.

b. Tangible Fixed Assets

Tangible Assets are stated at cost net of recoverable taxes, trade discounts and rebates less accumulated depreciation and impairment loss, if any. The cost of Tangible Assets comprises its purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use.

Subsequent expenditures related to an item of Tangible Assets are added to its book value only if they increase the future benefits from the existing assets beyond its previously assessed standard of performance.

c. Leases

Operating Leases: Rentals are expensed on a straight line basis with reference to the lease terms and other considerations.

d. Depreciation

Depreciation on fixed assets is provided to the extent of depreciable amount on Straight Line Method. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013.

e. Impairment

An assets is treated as impaired when the carrying cost of assets exceeds its recoverable value. An impairment loss is charged to the Profit and Loss Statement in the year in which an asset is identified as impaired. The impairment loss recognized in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

f. Foreign Currency Transactions

- i. Transactions denominated in foreign currencies are recorded at the exchange rate prevailing on the date of the transaction or that approximates the actual rate at the date of the transaction.
- ii. Monetary items denominated in foreign currencies at the year end are restated at year end rates. In case of items which are covered by forward exchange contracts, the difference between the year end rates on the date of the contract is recognized as exchange difference and the premium paid on forward contracts is recognized over the life of the contract.
- iii. Any income or expense on account of exchange difference either on settlement or on translation is recognized in the Profit and Loss Statement, except in case of long term liabilities, where they relate to acquisition of Fixed Assets, in which case they are adjusted to the carrying cost of such assets.

g. Investments

Current investments are carried at lower of cost and quoted/fair value, computed category wise. Non Current investments are stated at cost. Provision for diminution in the value of Non Current investments is made only if such a decline is other than temporary.

h. Inventories

Items of inventories are measured at lower of cost and net realizable value after providing for obsolescence. Cost of inventories comprises of cost of purchase, cost of conversion and other costs including overheads incurred in bringing them to their respective present location and condition.

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.

Dividend income is recognized when the right to receive payment is established.

Interest income is recognized on a time proportion basis taking into account the amount outstanding and the interest rate applicable.

Rental income is recognized on a time proportion basis.

Insurance and other claims, where quantum of accruals cannot be ascertained with reasonable certainty, are accounted on acceptance basis.

j. Employee Benefits

Short Term Employee Benefits

The undiscounted amount of short term employee benefits expected to be paid in exchange for the services rendered by employees are recognized as an expense during the period when the employees render the services.

Post-Employment Benefits

No post employment benefits are payable by the Company.

k. Borrowing Costs

Borrowing costs include exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to the Profit and Loss Statement in the period in which they are incurred.

l. Financial Derivatives and Commodity Hedging Transactions

In respect of derivative contracts, premium paid, gain/losses on settlement and losses on restatement are recognized in the Profit and Loss Statement except in case where they relate to the acquisition or construction of Fixed Assets, in which case, they are adjusted to the carrying cost of such assets.

m. Taxation

Tax expenses comprises of current tax and deferred tax. Current tax is measured at the amount expected to be paid to the tax authorities, using the applicable tax rates. Deferred income tax reflect the current period timing differences between taxable income and accounting income for the period and reversal of timing differences of earlier years/period. Deferred tax assets are recognized only to the extent that there is a reasonable certainty that sufficient future income will be available except that deferred tax assets, in case there are unabsorbed depreciation or losses, are recognized if there is virtual certainty that sufficient future taxable income will be available to realize the same.

Deferred tax assets and liabilities are measured using the tax rates and tax law that have been enacted or substantively enacted by the Balance Sheet date.

n. Provisions, Contingent Liabilities and Contingent Assets

Provision is recognized is the accounts when there is a present obligation as a result of past event(s) and it is probable that an outflow of resources will be required to settle the obligation and a reliable estimate can be made. 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.

Contingent liabilities are disclosed unless the possibility of out flow resources is remote.

Contingent assets are neither recognized nor disclosed in the financial statements.

ENTERPRISE INTERNATIONAL LIMITED

Notes to the financial statements for the year ended 31st March, 2016

		31.03.2016	31.03.2015
4. Share Capital	Par Value		
Authorised			
Equity Share Capital			
35,00,000 Equity Shares	10	3,50,00,000	3,50,00,000
		<u>3,50,00,000</u>	<u>3,50,00,000</u>
Issued, Subscribed & Paid-up			
Equity Share Capital			
29,84,600 Equity Shares	10	2,98,46,000	2,98,46,000
Add : 15,400 Equity Shares Forfeited		96,250	96,250
		<u>2,99,42,250</u>	<u>2,99,42,250</u>

Terms/Rights attached to Equity Shares

Equity Shares carry voting rights at the General Meeting of the Company and are entitled to dividend and to participate in surplus, if any, in the event of winding up.

4(a) Reconciliation of the shares outstanding at beginning & at end of the reporting period		No. of Shares	No. of Shares
Equity Shares :			
Balance as at the beginning of the year		30,00,000	30,00,000
Less : Deduction (Shares Forfeited)		15,400	15,400
Balance as at the end of the year		<u>29,84,600</u>	<u>29,84,600</u>

4(b) Details of shareholders holding more than 5% equity shares in the company	Current Year		Previous Year	
	% holding	No. of shares held	% holding	No. of shares held
Brijlata Sarda	20.28	6,05,184	18.27	5,45,184
Chemsilk Commerce Private Limited	14.04	4,19,000	14.04	4,19,000
Girdhar Lal Sarda	8.09	2,41,364	8.09	2,41,364
Anchor Nirman Limited	5.79	1,72,900	7.97	2,37,900
Rishu Sarda	5.54	1,65,501	5.54	1,65,500
Gopal Das Sarda	5.16	1,54,012	5.16	1,54,012
	58.90	17,57,961	59.07	17,62,960

5. Reserves and Surplus			
General Reserve			
As per last Financial Statements		26,50,000	26,50,000
	(A)	<u>26,50,000</u>	<u>26,50,000</u>
Share Premium Account			
Balance as per last Financial Statements		2,04,03,750	2,04,03,750
	(B)	<u>2,04,03,750</u>	<u>2,04,03,750</u>
Closing Balance			
Surplus in the Statement of Profit & Loss			
Balance as per last Financial Statements		2,17,87,997	2,01,03,550
Add : Profit for the year		7,14,950	16,80,465
Add : Adjustment for depreciation of earlier years		-	3,982
Net Surplus	(C)	<u>2,25,02,947</u>	<u>2,17,87,997</u>
Total (A+B+C)		<u>4,55,56,697</u>	<u>4,48,41,747</u>

ENTERPRISE INTERNATIONAL LIMITED

Notes to the financial statements for the year ended 31st March, 2016

	31.03.2016	31.03.2015
6. Long Term Borrowing		
<u>Secured</u>		
Vehicle Finance	4,96,606	4,37,095
	<u>4,96,606</u>	<u>4,37,095</u>
<i>Rs. 39,04,443/- (P.Y. Rs. 31,00,000/-) are secured by way of hypothecation of vehicles and are repayable over a period of 3 to 5 years, interest rate being 9.70% p.a. to 10.25% p.a.</i>		
7. Other Long Term Liabilities		
Security Deposits	2,00,000	1,50,000
	<u>2,00,000</u>	<u>1,50,000</u>
8. Deferred Tax Liabilities		
Deferred Tax Liability being tax impact of difference between carrying amount of fixed assets in the financial statements and the income tax return.	5,29,254	3,44,989
	<u>5,29,254</u>	<u>3,44,989</u>
<i>In accordance with the requirements under the Accounting Standard (AS-22) relating to deferred tax, the deferred tax liability at the end of the year works out to be Rs. 5,29,254 (as on 01.04.2015 Rs. 3,44,989). As a measure of prudence and as recommended under AS-22 the same has been currently recognized in the accounts.</i>		
9. Short Term Borrowing		
<u>Loans Repayable on Demand</u>		
<u>(Secured)</u>		
Cash Credit Facility *	3,06,89,360	1,19,44,689
Temporary Overdrawn from Current Account	-	2,15,839
	<u>3,06,89,360</u>	<u>1,21,60,528</u>
<i>* Cash Credit Facility of Rs. 3,06,89,360 (Previous Year Rs. 1,19,44,689) is secured against Fixed Deposit in the name of the Company</i>		
10. Trade Payable		
For Goods and Services	1,08,24,420	8,68,84,953
	<u>1,08,24,420</u>	<u>8,68,84,953</u>
<i>Based on the information and documents available with the company, there are no reported Micro, Small and Medium Enterprises as defined in the Micro, Small and Medium Development Act, 2006 to whom the company owes dues.</i>		
11. Other Current Liabilities		
Current Maturities of Long Term Debt	6,80,740	8,32,922
Other Payables (includes Statutory Dues)	2,38,22,903	1,31,92,896
	<u>2,45,03,643</u>	<u>1,40,25,818</u>
12. Short Term Provisions		
Provision for Employee Benefit Liabilities	1,29,261	2,14,244
	<u>1,29,261</u>	<u>2,14,244</u>

13) Tangible Assets

Particulars	Gross Block			Depreciation			Net Block	
	As on 31.03.2015	Addition during the year	Deletion during the year	As on 31.03.2016	For the year	Adjustment	As on 31.03.2016	As on 31.03.2015
Office Equipments	2,77,875	-	-	2,77,875	59,012	-	2,49,191	87,696
Furniture & Fixings	1,76,075	-	-	1,76,075	11,308	-	1,32,211	55,172
Computer & Accessories	2,74,049	13,550	-	2,87,599	9,113	-	2,63,299	19,863
Motor Vehicles	49,34,474	11,38,452	-	60,72,926	3,91,509	-	32,15,411	21,10,572
Office Premises	1,17,01,160	-	-	1,17,01,160	1,56,861	-	27,32,067	91,25,954
Total	1,73,63,633	11,52,002	NIL	1,85,15,635	6,27,803	NIL	65,92,179	1,13,99,257
Prvious Year	1,97,58,863	NIL	23,95,230	1,73,63,633	7,86,325	21,51,581	59,64,376	1,24,29,231

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2016

14. Non Current Investments

		31.03.2016		31.03.2015	
Other Investment-None of					
Investment in Equity Instruments		Face	No. of	No. of	31.03.2015
		Value	Shares	Shares	
A. Quoted - Valued at Cost					
Triveni Glass Works Pvt. Ltd.	10	1950	1,95,000	1950	1,95,000
GVK Power & Infrastructure Ltd.	1	2000	96,480	2000	96,480
India Steel Works Ltd.	1	2000	28,420	2000	28,420
N.H.P.C. Ltd.	10	2000	74,120	2000	74,120
Shree Digvijay Cement Co. Ltd.	10	5000	92,800	5000	92,800
	'A'		4,86,820		4,86,820
B. Unquoted - Valued at Cost					
Madanlal Brijlal Pvt. Ltd.	1000	76	50,16,000	76	50,16,000
	'B'		50,16,000		50,16,000
C. Mutual Fund - Valued at Cost					
		Unit		Unit	
ICICI Prudential Balance Advantage Fund -Growth	3,86,923.209		1,00,00,000	-	-
ICICI Prudential Corporate Bond Fund-Growth	88,674.887		20,00,000	-	-
	'C'		1,20,00,000		NIL
D. Others Investments					
24 Carat Pure Gold Bars of 50 grams each	3		4,47,948	3	4,47,948
	'D'		4,47,948		4,47,948
Total (A+B+C+D)			1,79,50,768		59,50,768

Aggregate market Value of Quoted Investments in Shares as on 31.03.2016 Rs. 1,82,605/- (P.Y. Rs. 1,77,278)

Market Value of Investment in Mutual Fund as on 31.03.2016 Rs. 1,19,67,141 (Previous Year Rs. NIL)

Market Value of Investment in Gold as on 31.03.2016 Rs. 4,28,310 (Previous Year Rs. 3,93,300)

15. Long Term Loans & Advances

(Unsecured, Considered Good)

Pre-paid Expenses	18,428	5,26,296
Deposits	5,47,554	5,10,400
Advance Income Tax (Net of Provision)	4,14,595	1,25,978
Rs. 9,85,125/- (Previous Year Rs. 13,11,962)	9,80,577	11,62,674

16. Other Non Current Assets

Other Bank Balances :

Deposits with Bank having original maturity exceeding 12 months	-	3,55,03,238
	NIL	3,55,03,238

17. Inventories

Stock-in-Trade	29,61,997	1,62,48,952
(Valued at lower of cost and net realizable value)	29,61,997	1,62,48,952

ENTERPRISE INTERNATIONAL LIMITED

Notes to the financial statements for the year ended 31st March, 2016

	31.03.2016	31.03.2015
18. Trade Receivables		
<i>(Unsecured, Considered Good)</i>		
Outstanding for a period exceeding six months	-	-
Others	85,54,794	4,19,94,480
	<u>85,54,794</u>	<u>4,19,94,480</u>
19. Cash & Bank Balances		
<i>Cash and Cash Equivalents :</i>		
Balances with Banks in Current Account	4,20,231	7,99,188
Cheque in Hand	1,74,950	7,42,673
Cash in Hand	17,47,316	20,87,324
<i>(As Certified by the management)</i>		
Deposits with Bank having original maturity less than 12 months	5,97,87,848	3,82,22,661
	<u>6,21,30,345</u>	<u>4,18,51,846</u>
20. Short Term Loans & Advances		
<i>(Unsecured, Considered Good)</i>		
Prepaid Expenses	5,25,280	13,10,436
Others	1,17,68,361	75,44,803
	<u>1,22,93,641</u>	<u>88,55,239</u>
21. Other Current Assets		
Other Loans and Advances	2,51,75,000	2,51,75,000
Other Accrued Interest	9,00,913	8,60,170
	<u>2,60,75,913</u>	<u>2,60,35,170</u>
22. Revenue from Operations		
a) Sale of Products	27,52,35,567	74,74,44,375
	<u>27,52,35,567</u>	<u>74,74,44,375</u>
23. Other Income		
Interest Income	51,26,336	59,12,003
Dividend on Non-Current Investments	10,460	8,700
Rental Income	4,21,000	4,77,000
Customs Duty Refund	27,26,664	-
Profit on Sale of Fixed Assets	-	47,370
Profit on Sale of DEPB Licence	-	37,573
Exchange Difference	-	12,92,006
Insurance Claim	18,34,831	5,27,167
	<u>1,01,19,291</u>	<u>83,01,819</u>
24. Purchase of Stock-in-Trade		
Cost of Purchase	23,09,77,370	68,21,75,427
Custom Duty	1,85,67,386	4,97,97,995
Shipping Charges	34,13,903	36,08,323
Custom Clearing Expenses	13,27,527	31,56,607
Carriage Inward	11,99,525	22,33,386
	<u>25,54,85,711</u>	<u>74,09,71,738</u>

Notes to the financial statements for the year ended 31st March, 2016

	31.03.2016	31.03.2015
25. Change in Inventories of Stock-in-Trade		
Stock-in-Trade at the beginning of the year	1,62,48,952	1,35,87,067
Stock-in-Trade at the end of the year	29,61,997	1,62,48,952
	<u>1,32,86,955</u>	<u>(26,61,885)</u>
26. Employee Benefit Expenses		
Salary & Bonus	36,59,175	39,44,316
(Includes remuneration to Directors Rs.27,60,000 previous year Rs. 24,60,000)		
Staff Welfare Expenses.	26,673	52,011
	<u>36,85,848</u>	<u>39,96,327</u>
27. Finance Cost		
a) Interest Expenses		
Interest to Bank	5,50,965	8,27,039
Interest to Others	66,296	1,00,639
	<u>6,17,261</u>	<u>9,27,678</u>
28. Depreciation		
Depreciation	6,27,803	7,86,325
	<u>6,27,803</u>	<u>7,86,325</u>
29. Other Expenses		
Power & Fuel	1,74,827	1,81,561
Rent	6,000	6,000
Repairs & Maintenance	2,00,742	1,60,245
Exchange Difference	7,80,241	-
Insurance	1,28,838	1,64,677
Rates and Taxes	4,49,985	3,56,513
Commission & Discount	5,75,366	5,07,273
Travelling Expenses	24,95,555	27,17,244
Coolie and Cartage Charges	5,22,318	4,12,231
Packing Expenses	6,01,778	6,69,894
Bad Debts	5,00,000	-
Payment to Auditors :		
As Auditors		
Audit Fee	38,625	28,090
Tax Audit Fee	11,450	5,618
In Other Capacity		
Certification and Consultation Fee	46,828	16,854
Miscellaneous Expenses		
Bank Charges	25,18,063	24,10,631
Business Promotion	2,10,998	1,67,166
Service Charges	1,23,603	1,81,714
Telephone Charges	1,36,850	1,95,773
Others	11,18,160	10,61,452
	<u>1,06,40,227</u>	<u>92,42,936</u>

ENTERPRISE INTERNATIONAL LIMITED

30. Additional Information pursuant to the provisions of revised Schedule VI to the Companies Act, 1956.

A) **TURNOVER, OPENING STOCK & CLOSING STOCK** 31.03.2016 31.03.2015

Item	Opening Stock	Purchase	Sale	Closing Stock
	Amount	Amount	Amount	Amount
Textile Goods	1,51,36,572 (1,16,65,809)	23,01,09,185 (68,21,75,427)	27,37,88,073 (74,63,61,890)	22,88,922
Shares	11,12,380 (19,21,257)	8,68,185 (-)	14,47,494 (10,82,485)	6,73,075
Total	1,62,48,952 (1,35,87,066)	23,09,77,370 (68,21,75,427)	27,52,35,567 (74,74,44,375)	29,61,997

Note: Figures in brackets, if any represents figures for previous year.

B) CIF value of imports : Rs.11,88,53,837 (Previous Year Rs. 31,15,22,109)

C) Expenditure in Foreign currency :
Travelling Rs. 8,20,822 (Previous Year Rs.8,51,553)

D) Value of Imported / Indigenous Trading goods :

	31.03.2016		31.03.2015	
	Value	%	Value	%
Imported	11,54,39,934	49.98	30,79,13,786	45.14
Indigenous	11,55,37,436	50.02	37,42,61,641	54.86

ENTERPRISE INTERNATIONAL LIMITED

31. Segment Reporting

Primary Segment

Based on the guiding principal given in the Accounting Standard - 17 "Segment Reporting" issued by the Central Government, the Company's primary segment are Silk Textile & Financial Activities.

The above business segments have been identified considering

- i) The nature of products
- ii) The related risks and returns
- iii) The internal financial reporting systems

Revenue and expenses have been accounted for based on the basis of their relationship to the operating activities of the segment. Revenue and expenses, which relate to the enterprise as a whole and are not allocable to segments on a reasonable basis, have been included under "Unallocable Expenses". Assets and liabilities which relate to the enterprise as a whole and are not allocable to segments on a reasonable basis, have been included under "Unallocable Assets / Liabilities".

Description	Textiles	Shares	Total
A. PRIMARY SECOND INFORMATION			
Segment Revenue			
Sale of Products	27,37,88,073	14,47,494	27,52,35,567
Segment Result	65,22,435	1,45,696	66,68,131
Other unallocable expenditure net of unallocable income			50,39,817
Interest (expenses)			6,17,261
Profit before tax			10,11,053
Profit after tax			7,14,950
Segment Assets	8,38,45,983	6,73,075	8,45,19,058
Segment Liabilities	6,52,66,633	-	6,52,66,633
Unallocable Assets net of Unallocable Liabilities			5,62,46,522

B. SECONDARY SEGMENT

The Company caters mainly to the needs of Indian marks. Export turnover during the year being nil of the total turnover, there are no reportable geographical segments.

32. In the opinion of the Board of Directors current Assets, Loans & Advances are approximately of the value stated, if realised in the ordinary course of business.

33. Fixed Deposit with scheduled bank have been pledged to Bank against bank guarantee issued by the bank to the custom authorities

34. Earning per share :

- a) Profit after taxation as per Statement of Profit & Loss
- b) Weighted average number of equity share outstanding
- c) Basic and diluted earning per share in rupees
(Face Value Rs. 10/- per share)

	31.03.2016	31.03.2015
a)	7,14,950	16,80,465
b)	29,84,600	29,84,600
c)	0.24	0.56

35. The company has examined carrying cost of its identified Cash Generating Units (CGU) by comparing present value of estimated future cash flows from such CGU in terms of Accounting Standard on Impairment of Assets according to which no provision for Impairment is required as assets of non of CGU are impaired during the financial year ended 31st March, 2016.

ENTERPRISE INTERNATIONAL LIMITED

36. Contingent Liability in respect of Bank Guarantee given by a scheduled bank to custom authorities is Rs. 1,97,87,848/- (Previous Year Rs. 11,38,63,928)

37. Custom duty refundable amounting to Rs.86,44,395/- (Previous Year Rs. 62,45,167) has been shown under the head "Short Term Loans & Advances". The amount of the claim is under consideration of the appropriate authorities.

38. Related Party Disclosure

(Parties with whom transactions have taken place during the year)

Name of the related parties

Name of Relationship

(i) Gopal Das Sarda

Key Management Person

(ii) Aditya Sarda

Key Management Person

(iii) Brijlata Sarda

Key Management Person

The above parties are related parties in the broader sense of the term and are included for making the financial statements more transparent.

Transactions with Related Parties	Year ended 31st March, 2016(Rs.)	Year ended 31st March,2015 (Rs.)
d) Remuneration to Key Managerial Person	27,60,000	24,60,000

39. Operating Leases : Company as Leases

Certain office premises obtained on operating lease. The lease term is for 3 years and renewable for further period either mutually or at the option of the Company. There is no escalation clause in the lease agreement. There are no restrictions imposed by lease agreement. There is no sublease. The lease are cancellable.

Lease payment made for the year

6,000

Contingent rent recognized in Profit & Loss Account

Nil

40. Operating Lease : Company as Lessor

The company has leased out certain building on operating leases. The lease term is for 3 years and thereafter renewable. There is escalation clause in the lease agreements. The rent is not based on any contingencies. There are no restrictions imposed by lease agreements. The lease are cancellable.

For K. M. TAPURIAH & CO.

(Chartered Accountants)

Firm Registration No. : 314043E

for and on behalf of Board of Directors of
Enterprise International Limited

K. M. TAPURIAH

(Partner)

Membership No : 051509

Place : Kolkata

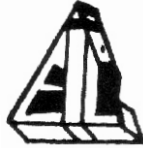
Dated : 28th May, 2016

Director : G.D.Sarda (DIN : 00565666)

Director : Aditya Sarda (DIN : 00565702)

C.F.O. : Anup Kumar Saha

**ATTENDANCE
SLIP**



Enterprise International Limited

CIN : L27104WB1989PLC047832

Registered Office : "Malayalay" Unit No. 2A(S), 2nd Floor,
3 Woodburn Park, Kolkata - 700 020

Please fill the attendance slip and hand it over at the entrance of the Meeting Hall.

Registered Folio / DP ID & Client ID * :	
Name and Address of the Shareholder :	
Joint Holder (s) :	
No. of Shares :	

I hereby record my/our presence at the 27th Annual General Meeting of the Company being held on Wednesday, 28th September, 2016 at 10:00 a.m. at "Sarda Sadan", 382/1B, Hemanta Mukhopadhyay Sarani (Keyatala Lane), Kolkata - 700 029

Signature of Shareholder/Proxy

*** Applicable for investors holding shares in electronic form.**



Enterprise International Limited

Form No. MGT - 11

PROXY FORM

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

CIN	L27104WB1989PLC047832
Name of Company	Enterprise International Limited
Registered Office	'Malayalay' Unit No. 2A(S), 2nd Floor, 3 Woodburn Park, Kolkata - 700 020

Name of the Member(s) :	
Registered Address :	
E-mail ID :	
Folio No./Client ID :	
DP ID :	

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

1.	Name	
	Address	
	E-mail ID	
	Signature	

or failing him

2.	Name	
	Address	
	E-mail ID	
	Signature	

or failing him

3.	Name	
	Address	
	E-mail ID	
	Signature	

ENTERPRISE INTERNATIONAL LIMITED

As my / our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 27th Annual General Meeting of the Company to be held on Wednesday, 28th September, 2016 at 10:00 a.m. at "Sarda Sadan", 382/1B, Hemanta Mukhopadhyay Sarani (Keyatala Lane), Kolkata - 700 029. and at any adjournment thereof in respect of such resolution as are indicated below :

Resolutions :

1.	Consider, approve and adopt the Audited Balance Sheet as on 31st March, 2016, and the Statement of Profit & Loss for year ended on that date and together with the Director's Report and Auditor's Report thereon.
2.	Re-appointment of Sri Aditya Sarda who retires by rotation and being eligible offers himself for-re-appointment.
3.	Appointment of Auditor and Fixing their remuneration.
4.	To Fix Fees for sending documents to members by a particular mode.

Signed this day of 2016.

Signature of shareholder :

Signature of Proxy holder(s) :



Notes:

- [1] This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
- [2] **A Proxy need not be a member of the Company.**
- [3] A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% 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.
- [4] In the case of jointholders, the signature of any one holder will be sufficient, but names of all the jointholders should be stated.

ROUTE MAP TO THE AGM VENUE

