

NOTICE

Notice is hereby given that the 23rd Annual General Meeting of **Samyak International Limited** will be held on Friday, September 29th, 2017 at 01:00 p.m. at "ASTAR-1", Hotel Archana Residency, L.B.S MARG MULUND (W), MUMBAI (MH) , to transact the following business:

ORDINARY BUSINESS:

1. ADOPTION OF FINAL ACCOUNTS

To receive, consider and adopt the Audited Statement of Profit and Loss for the year ended March 31, 2017 and the Balance Sheet as at that date together with the Reports of the Board of Directors and the Auditors thereon.

2. APPOINTMENT OF DIRECTOR

To appoint a Director in place of Mr. Krishna Kant Shah (DIN07409750), who retires by rotation and, being eligible, offers himself for re-appointment.

3. RATIFICATION OF APPOINTMENT OF AUDITOR

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

"RESOLVED THAT pursuant to the provisions of section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time, appointment of Bharat Neema & Co., Chartered Accountants (CA Bharat Neema Membership No. 074810), be and is hereby ratified as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the twenty-fourth AGM of the Company to be held in the year 2018, at such remuneration plus goods and service tax, out-of-pocket, travelling and living expenses, etc., as may be mutually agreed between the Board of Directors of the Company and the Auditors."

//BY ORDER OF THE BOARD

**FOR SAMYAK INTERNATIONAL LIMITED
[CIN: L67120MH1994PLC225907]**

**PLACE: MUMBAI
DATE: 31st August, 2017**

**SUDHIR JAIN
(DIN:00046442)
MANAGING DIRECTOR**

NOTES:

- 1. A Member entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a Member of the Company.** The instrument appointing the proxy, in order to be effective, must be deposited at the Company's Registered Office, duly completed and signed, not less than FORTY-EIGHT HOURS before the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
- 2. The Register of Members and Transfer Books of the Company will be closed from Friday, September 22nd, 2017 to Friday, September 29th, 2017, both days inclusive.**

3. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents, Adroit Corporate Services Pvt. Ltd. (ACSPL) to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to ACSPL.
4. Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact the Company or ACSPL for assistance in this regard.
5. Members holding shares in physical form in identical order of names in more than one folio are requested to send to the Company or ACSPL, the details of such folios together with the share certificates for consolidating their holding in one folio. A consolidated share certificate will be returned to such Members after making requisite changes thereon.
6. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
7. Members seeking any information with regard to the Accounts are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the meeting.
8. The Notice of the AGM along with the Annual Report 2016-17 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.
9. To support the 'Green Initiative', the Members who have not registered their e-mail addresses are requested to register the same with ACSPL/Depositories.
10. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and (4) Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the 23rd Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services (India) Limited (CDSL) on all the resolutions set forth in this Notice. Resolution(s) passed by Members through remote e-voting/ e-voting is deemed to have been passed as if they have been passed at the AGM.
11. Mr. Ankit Joshi, ACS, Practicing Company Secretary (CP No. 18660) has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
12. The facility for voting, either through electronic voting system shall also be made available at the meeting and Members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting.
13. The Members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
14. A member may participate in the general meeting even after exercising his right to vote through remote e-voting but shall not be allowed to vote again.
15. The chairman shall, at the general meeting at the end of discussion on the resolution on which voting is to be held, allow voting with assistance of scrutinizer, by e-voting system for all the members who are present at the general meeting but have not cast their votes by availing the remote e-voting facilities.

16. If a company opts to provide the same electronic system as used during the remote e-voting during the general meeting, the said facility shall be in operation till all the resolutions are considered and voted upon in the meeting and may be used for voting by the member attending the meeting and who have not exercised their vote through remote e-voting.

17. The instructions for e-voting are as under:

A. In case of members receiving e-mail:

- i. Log on to the e-voting website www.evotingindia.com.
- ii. Click on “Shareholders” tab to cast your votes.
- iii. Now, select the Electronic Voting Sequence Number - “EVSN” along with “Samyak International Limited” from the drop down menu and click on “SUBMIT”
- iv. If you are holding shares in Demat form and have already voted earlier on www.evotingindia.com for a voting of any Company, then your existing login id and password are to be used. If you are a first time user follow the steps given below.
- v. Now, fill up the following details in the appropriate boxes:

	For Members holding shares in Demat Form	For Members holding shares in Physical Form
User ID	For NSDL: 8 Character DP ID followed by 8 Digits Client ID For CDSL: 16 digits beneficiary ID	Folio Number registered with the Company
PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department when prompted by the system while e-voting (applicable for both demat shareholders as well as physical shareholders)	
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.	

*Members who have not updated their PAN with the Company/Depository Participant are requested to use the default number :< ABCDE1234F> in the PAN Field.

- vi. After entering these details appropriately, click on “SUBMIT” tab.
- vii. Members holding shares in physical form will then reach directly the EVSN 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 for remote e-voting / e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- viii. For member’s holdings shares in physical form, the details can be used only for remote e-voting / e-voting on the resolutions contained in this Notice.
- ix. Click on the relevant EVSN on which you choose to vote.
- x. 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.
- xi. Click on the “Resolutions File Link” if you wish to view the entire Resolutions.

- xii. 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.
- xiii. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xiv. You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- xv. Demat account holder has forgotten the changed password then Enter the User ID and Captcha Code click on Forgot Password & enter the details as prompted by the system.
- xvi. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves, link their account which they wish to vote on and then cast their vote. They should upload a scanned copy of the Board Resolution and POA in favour of the Custodian who they have authorised to vote on their behalf, in PDF format in the system for the scrutinizer to verify the vote.

B. In case of members receiving the physical copy of Notice of AGM [for members whose e-mail IDs are not registered with the company/ depository participant(s) or requesting physical copy: Please follow all steps from sl. no. (i) to sl. no. (xvi) above, to cast vote.

C. The voting period begins on **Tuesday, September 26, 2017 (9.00 A.M.) and ends on Thursday, September 28, 2017 (05:00 P.M.)**. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 22nd September, 2017, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

D. In case you have any queries or issues regarding remote e-voting / 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.

E. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com. However, if you are already registered with CDSL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forget your password, you can reset your password by using “Forgot User Details / Password” option available on www.evoting.cdsl.com.

F. SCRUTINIZER REPORT

1 Mr. Ankit Joshi, ACS, Practicing Company Secretary (CP No.18660) has been appointed as Scrutinizer to scrutinize voting process in a fair and transparent manner.

- The Scrutinizer shall, immediately after the conclusion of voting at the general meeting, would count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and make, not later than three days of conclusion of the meeting, a consolidated Scrutinizer’s report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same
- The Results shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizer’s Report shall be available for inspection and also placed on the website of the Company within prescribed period.
- Regarding any grievance with respect to e-voting, you may contact by email at info@adroitcorporate.com, Registrar and Transfer Agent at Adroit Corporate Services Pvt. Ltd.

Additional Information required under clause 36 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 on Directors seeking for appointment & re-appointment at the Annual General Meeting:

S. N Particulars	Details of Re-Appointed Directors
1. Name	Krishnakant Shah
2. Date of Birth	03/08/1956
3. Qualification	
4. Date of appointment on Board	19/01/2016
5. List of other Directorship held excluding Private Companies	No
6. Chairman/Member of the Committee of Board of the Directors of the Company	
7. Chairman/Member of the Committee of Board of the Directors of other Companies	
8. No. of share held in the Company	

//BY ORDER OF THE BOARD

**FOR SAMYAK INTERNATIONAL LIMITED
[CIN: L67120MH1994PLC225907]**

**PLACE: MUMBAI
DATE: 31st August, 2017**

**SUDHIR JAIN
(DIN:00046442)
MANAGING DIRECTOR**

BOARD'S REPORT

To,
The Members of
SAMYAK INTERNATIONAL LIMITED

Your Directors have pleasure in presenting the 23rd Board's Report of your Company together with the Audited Statement of Accounts and the Auditors' Report of your company for the financial year ended, 31st March, 2017.

1. FINANCIAL HIGHLIGHTS

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP). The consolidated financial highlights of your Company for the Financial Year ended March 31, 2017 are summarized below:

(InRs.)

Particulars	Standalone		Consolidated	
	2016-2017	2015-2016	2016-2017	2015-2016
Sales/ Revenue From operations	34,81,20,794	27,57,89,155	41,19,17,015	34,07,08,566
Other Income	10,04,322	29,73,357	10,04,902	29,74,952
Total Income	34,91,25,116	27,87,62,512	41,29,21,917	34,36,83,518
Expenses				
a. Purchase of stock in trade	35,54,10,277	25,30,55,278	44,34,77,675	31,50,94,926
b. Changes in inventories of finish goods, work in progress and stock in trade.	(1,74,70,259)	1,51,93,923	(4,83,65,659)	1,23,30,695
c. Employee benefit expenses	32,09,488	28,77,579	53,58,739	45,72,489
d. Depreciation and amortization expenses	5,60,260	5,60,260	15,26,717	14,92,463
e. Other expenditure	37,37,249	38,38,640	66,39,396	63,55,127
Total Expenses	34,54,47,015	27,55,25,679	40,86,36,868	33,98,45,699
Profit and Loss before tax	36,78,101	32,36,833	42,85,049	3837819
Earlier year expenses	1,14,978	-	1,69,768	-
Tax				
Current Tax	10,00,000	9,00,000	11,00,000	10,00,000
Deferred Tax	17,140	18,325	58,113	66,299
Profit after Tax	25,45,983	23,18,508	29,57,168	27,71,520
Earnings per share (Rs.) Basic	0.40	0.37	0.37	0.44

2. DIVIDEND

Your Directors have considered it financially prudent in the long-term interests of the Company to reinvest the profits into the business of the Company to build a strong reserve base and grow the business of the Company. No final dividend has therefore been recommended for the year ended March 31, 2017.

3. STATE OF COMPANY'S AFFAIRS

The highlights of the Company's performance are as under: -

- Ø Revenue from operations increased from Rs 27,57,89,155/- in the year 2015-16 to Rs. 34,81,20,794/- in the year 2016-17 while on consolidated basis it increased from Rs. 34,07,08,566/- in the year 2015-16 to Rs. 41,19,17,015/- in the year 2016-17.
- Ø Income from other operating sources as per standalone statement is Rs. 10,04,322/- & as per consolidated statement is Rs. 29,74,952/-.
- Ø Total Income of the Company was Rs. **34,91,25,116/-** against Rs. **27,87,62,512/-** in the previous year & as per consolidated statement it increased to Rs. **41,29,21,971/-** from Rs. **34,36,83,518/-** in the previous year.
- Ø Equity share capital remains unchanged at Rs. 6, 24, 72, 000.
- Ø The Company has earned a Profit after tax of Rs. 25,45,983/- compared to Rs. 23,18,508/- in the previous year.
- Ø Basic & diluted Earnings per share (EPS) is Rs. 0.07 per share same as compared to 0.07 in the previous year.

4. MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT

Management Discussion & Analysis Report, as required under the Listing Obligations & Disclosure requirements Regulations act, 2015 with the Stock Exchanges is enclosed as **Annexure I**.

5. CORPORATE GOVERNANCE REPORT

The Company is committed to maintain the highest standards of corporate governance and adhere to the corporate governance requirements set out by SEBI. The Company has also implemented several best corporate governance practices as prevalent globally. The Corporate Governance Report, as stipulated under Regulation 34(3) of the Listing Obligation and Disclosure Requirements Regulations Act, 2015, forms part of this Report. The requisite certificate from the Statutory Auditors of the Company, Bharat Neema & Co., Chartered Accountants, confirming compliance with the conditions of corporate governance as stipulated under the aforesaid Regulation, is attached to Corporate Governance Report as **Annexure II**.

6. ANNUAL RETURN

The Extract of Annual Return as required under section 92(3) of the Companies Act, 2013 in Form MGT-9 is annexed herewith for your kind perusal and information as **Annexure III**.

7. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013, the board of directors, to the best of their knowledge and ability, confirm that:

- a) In the preparation of the annual accounts for the year ended March 31, 2017, the applicable accounting standards read with requirements set out under Schedule III to the Act, have been followed and there are no material departures from the same;
- b) The Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2017 and of the profit of the Company for the year ended on that date;
- c) The Directors have taken proper and sufficient care for the 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 fraud and other irregularities;
- d) The Directors have prepared the annual accounts on a 'going concern' basis;

- e) The directors, in the case of a listed company, had 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 have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively

8. CONSOLIDATED FINANCIAL STATEMENTS

In accordance with the Accounting Standard (AS)-21 on Consolidated Financial Statements read with AS-23 on Accounting for Investments in Associates and AS-27 on Financial Reporting of Interests in Joint Ventures, the audited consolidated financial statement is provided in the Annual Report.

9. INTERNAL FINANCIAL CONTROL

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the internal, statutory and secretarial auditors and external consultants and the reviews performed by management and the relevant board committees, including the audit committee, the board is of the opinion that the Company's internal financial controls were adequate and effective during the financial year 2016-17.

10. DIRECTORS AND KEY MANAGERIAL PERSON

S.No.	Director Name	DIN / PAN	Designation
1.	Sudhir Jain	00046442	Managing Director
2.	Shantilal Jain	00469834	Whole time Director
3.	Anish Vaid	02444114	Director
4.	Sunil Kumar Mittal	05151867	Director
5.	Neha Nahar*	07493030	Director
6.	Krishna Kant Shah*	07409750	Director
7.	Sunit Jain	ALTPJ9252F	Chief Financial Officer

*Ms.NehaNahar was regularize as the Director of the company with effect from 30thSeptember, 2016.

*Mr.Krishna Kant Shah was regularize as the Director of the company with effect from 30th September, 2016

*Mr. Devendra Singh Kushwah has resigned from the post of Company Secretary with effect from 19th December, 2016

11. MEETINGS OF THE BOARD OF DIRECTORS

The following Meetings of the Board of Directors were held during the Financial Year 2016-17:

SN	Date of Meeting	Board Strength	No. of Directors Present
1.	30/05/2016	6	4
2.	13/08/2016	6	4
3.	02/09/2016	6	4
4.	14/11/2016	6	6
5.	17/02/2017	6	6

12. DECLARATION BY INDEPENDENT DIRECTORS

The Board of Directors of the Company hereby confirms that all the Independent directors duly appointed by the Company have given the declaration and they meet the criteria of independence as provided under section 149(6) of the Companies Act, 2013 have been attached as **Annexure IV**.

13. BOARD EVALUATION

The board of directors has carried out an annual evaluation of its own performance, Board committees and individual directors pursuant to the provisions of the Act and the corporate governance requirements as prescribed by Securities and Exchange Board of India (“SEBI”) under Regulation 4 of Listing Obligation & Disclosure Regulations Act, 2015.

The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the Board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc. The Board and the Nomination and Remuneration Committee (“NRC”) reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the Board and committee meetings. In addition, the Chairman was also evaluated on the key aspects of his role.

In a separate meeting of independent Directors, performance of non-independent directors, performance of the board as a whole and performance of the Chairman was evaluated, taking into account the views of executive directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the independent Directors, at which the performance of the Board, its committees and individual directors was also discussed.

14. AUDITORS’

Pursuant to the provisions of Section 139 of the Act and the rules framed thereunder, the appointment of Bharat Neema & Co. Chartered Accountants (CA Bharat Neema Membership No. 074810), were ratified as statutory auditors of the Company from the conclusion of the Annual General Meeting (AGM) of the Company held on 30th September, 2016 till the conclusion of the AGM to be held in the year 2017.

15. AUDITORS’ REPORT

The Board has appointed Bharat Neema & Co. Chartered Accountants to conduct the Statutory Audit for the year 2016-17. There are no qualifications or adverse remarks in the Auditors’ Report which require any clarification/ explanation. The Notes on financial statements are self-explanatory, and needs no further explanation. Further the Auditors’ Report for the financial year ended, 31st March, 2017 is annexed herewith for your kind perusal and information.

16. SECRETARIAL AUDITOR’S REPORT

The Board has appointed M/s Priyanka Jain & Co, Practising, to conduct Secretarial Audit for the financial year 2016-17. The Secretarial Audit Report for the financial year ended March 31, 2017 is annexed herewith marked as **Annexure V** to this Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

17. NOMINATION AND REMUNERATION COMMITTEE

The Company’s Policy relating to appointment of Directors, payment of Managerial remuneration, Directors’ qualifications, positive attributes, independence of Directors and other related matters as provided under Section 178(3) of the Companies Act, 2013 has also been disclosed in Corporate Governance Report which form part of Board Director as **Annexure VI**.

18. SHAREHOLDERS’ GRIEVANCES COMMITTEE

S. No.	Name	Designation in Committee
1.	Mr. Anish Vaid	Chairman
2.	Mr. Shantilal Jain	Member
3.	Mr. Sunil Kumar Mittal	Member

19. AUDIT COMMITTEE

S. No.	Name	Designation in Committee
1.	Mr. Anish Vaid(Chairman)	Non-Executive & Independent Director
2.	Mr. Sunil Kumar Mittal	Non-Executive & Independent Director
3.	Mr. Shantilal Jain	Executive Director

20. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES- ANNEXURE VII

The detail of Subsidiary Company is as follow:

Name	CIN	% of Holding
Alpha Tar Industries Pvt. Ltd.	U24200MP1996PTC011003	99.60% (49800SHARES)

21. LOANS, GUARANTEES AND INVESTMENTS

Details of Loans, Guarantee and Investments covered under the provision of Section 186 of the Companies Act,2013 are given in the Notes to the Financial Statement.

22. DISCLOSURE REQUIREMENTS

- As per Regulation 34 of Listing Obligation and Disclosure Requirements Regulations Act, 2015 entered into with the stock exchanges, corporate governance report with auditors' certificate thereon and management discussion and analysis are attached, which form part of this report.
- Details of the familiarization programme of the independent directors are available on the website of the Company (URL: www.samyakintl.com).
- The Company has formulated and published a Whistle Blower Policy to provide Vigil Mechanism for employees including directors of the Company to report genuine concerns. The provisions of this policy are in line with the provisions of the Section 177(9) of the Act and the Regulation 22 of Listing Obligation and Disclosure Requirements Regulations Act, 2015 with stock exchanges (URL: www.samyakintl.com)
- As per Regulation 15 of chapter IV, of Listing Obligation and Disclosure Requirements Regulations Act, 2015 the compliance with the corporate governance provisions as specified in regulation 17,18,19,20,21,22,23,24,25,26,27 and clause (b) to (i) of sub regulation (2) of regulation 46 and para C, D & E of Schedule V does not apply to our company.

23. CODE OF CONDUCT

A declaration signed by the Chairman & managing Director affirming compliance with the Company's Code of Conduct by the Directors and Senior Management for the Financial Year 2016-17 as required under Regulation 34 of Listing Obligation and Disclosure Requirements Regulations Act, 2015 with Stock Exchanges is included in the Corporate Governance Report which forms part of Corporate Governance report.

24. RELATED PARTY TRANSACTIONS

The details of the transactions with related parties falls under the scope of Section 188(1) of the Act. Information on transactions with related parties pursuant to Section 134(3)(h) of the Act read with rule 8(2) of the Companies (Accounts) Rules, 2014 are given in **Annexure VIII** in Form AOC-2 and the same forms part of this report.

25. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION

The particulars as required under the provisions of Section 134(3) (m) of the Companies Act, 2013 in respect of conservation of energy and technology absorption have not been furnished considering the nature of activities undertaken by the company during the year under review.

26. FOREIGN EXCHANGE EARNINGS AND OUTGO

There were foreign exchange earnings USD: 17946 and Outgo USD: 141640 during the year under review.

27. RISK MANAGEMENT

The Company has laid down procedures to inform Board members about the risk assessment and minimization procedures. These procedures are periodically reviewed to ensure that executive management controls risk through means of a properly defined framework.

28. GENERAL

Yours Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

- a) No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statements relate and the date of this report.
- b) For the financial year ended 31st March, 2017, Your Company has not transferred any amount to General Reserve out of profits available for appropriation.
- c) The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions are not applicable.
- d) The Company has not accepted any deposits from public and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet.

29. ACKNOWLEDGEMENT

Your Directors wish to express their grateful appreciation to the continued co-operation received from the Banks, Government Authorities, Customers, Vendors and Shareholders during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed service of the Executives, staff and Workers of the Company.

**//BY ORDER OF THE BOARD\\
FOR SAMYAK INTERNATIONAL LIMITED
[CIN: L67120MH1994PLC225907]**

**PLACE: MUMBAI
DATE: 30thMay, 2017**

**SUDHIR JAIN
(DIN:00046442)
MANAGING DIRECTOR**

**SHANTILAL JAIN
(DIN: 00469834)
WHOLE TIME DIRECTOR**

ANNEXURE TO BOARD'S REPORT**Information pursuant to Section 197(2) 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 to the median remuneration of the employees of the company for the financial year ended 31st March, 2017:

Name of the Directors	Ratio Director's Remuneration to the median remuneration of the Employees of the company for the Financial Year
Sudhir Jain	2.61
Shantilal Jain	1.42

2. The Percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year –

Name of Director	Designation	Percentage Increase in remuneration
Sudhir Jain	Managing Director	10 %
Shantilal Jain	Whole-Time Director	20 %

3. The Percentage decrease in the median remuneration of employees in the financial year–3.36 %
4. Number of permanent employees on the rolls of company as on March 2017–5
5. 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. - NIL
6. Remuneration is as per the remuneration policy of the company.

ANNEXURE – I
MANAGEMENT DISCUSSION AND ANALYSIS REPORT

A. OVERVIEW:

With respect to GDP growth, the extent of divergence between the projected growth rate of the economy and the actual outcome is disconcertingly large. Rapidly changing global economic & business conditions and technological innovation are creating an increasingly competitive environment that is driving companies to transform their operations globally. The divergence between expected growth rates and actual growth rate is large. Yet, overall investment and fixed investment rates have remained reasonably high. Company is committed to satisfy the clients with improved quality and accelerated delivery schedules with a focus on developing long term relationships and strengthening strategic partnerships.

There has been no occurrence of any event or circumstance since the date of the last financial statements that may materially and adversely affect or is likely to affect the trading or profitability of our Company or the value of our assets or our ability to pay our liabilities.

B. INDUSTRY STRUCTURE & DEVELOPMENT:

The Indian chemical industry is among the established traditional sectors of the country that play an integral role in the country's economic development. This sector forms a part of the basic goods industry and is a critical input for industrial and agricultural development. The Indian chemical industry is one of the oldest industries in India and has made immense contribution to the industrial and agricultural development of India. It encompasses both large and small-scale units. The chemical industry covers over 70,000 commercial products, and provides the feedstock to many downstream industries such as finished drugs, dyestuffs, paper, synthetic rubber, plastics, polyester, paints, pesticides, fertilizers and detergents.

The chemical sector has witnessed growth of 13-14% in the last 5 years while petrochemicals have registered a growth of 8-9% over the same period. India's chemical industry is likely to touch \$214 billion (approx 13,91,000 crore) in the next four years from \$139 (approx 9,03,500 crore) in fiscal 2016 with estimated growth of around 9 per cent a year amid growing demand scenario Chemicals constitute 5.4% of India's total exports. India already has a strong presence in the export market in the sub-segments of dyes, pharmaceuticals and agro chemicals. India exports dyes to Germany, the UK, the US, Switzerland, Spain, Turkey, Singapore and Japan. With promising growth trends in the chemicals industry, this internal consumption is also set to rise. Indian Chemical Industry is the 6th largest in the world and the 3rd largest in Asia.

The Indian chemical and petrochemical industry currently stands at USD 118 Bn and is expected to grow at a CAGR of 8% for the next five years. The share of this sector in the manufacturing GDP was 15% during 2012-13 and it accounted for ~ 9% of the total India's exports. Bulk chemicals form the largest sub-segment of Indian chemical industry with 40% market share whereas specialty chemicals with ~ 19% market share is the fastest growing segment. Together, Gujarat, Maharashtra and Uttar Pradesh account for more than 50% of Gross Value Add (GVA) and Gross Output of the chemical and petrochemical industry

From the year 2016-17 company is process of entering in market of "Trading in Spices". India is the world's largest producer, consumer and exporter of spices. Samyak International Limited is mainly engaged in Trading, importing, exporting of various commodities dealing in all type of chemicals and petrochemicals products. It has already entered into Joint-Venture with Canadian nationals for processing and splitting of Pulses with 49% equity.

C. RISKS & CONCERNS:

The business of the company totally depends upon the changes taking place in the economy either it be relating to fluctuations in stock and capital market, regulations governing such markets, government policies, taxation policies, changes taking place in global economies, etc. The growth of industry provides necessary opportunities for the company to grow. However, the company is under constant pressure due to steep competition from unorganized sector and industrial scenario in the nearby area.

The company's strength is built around domestic and international marketing network. The company has a network of 3 marketing offices in India as well as over 30 corporate customers and over 3 channel partners as a part of its domestic network which is comprised from various industry segments, allowing the company to de-risk its business.

The company does face threats from imports and other new emerging players in these product lines.

D. SEGMENT-WISE PERFORMANCE:

The operation of the company consists of the single statement. Hence, Accounting Standard on Segment Reporting (AS-17) issued by The Institute of Chartered Accountants of India does not apply.

Factors that may affect results of the operations:

Financial conditions and results of operations of the company are affected by numerous factors inter alia-

- Growth of unorganized sector and threat from local regional players
- Change in freight and forwarding charges
- General economic and business conditions
- Company's ability to successfully implement our growth strategy
- Prices of raw materials the company consume and the products it manufacture
- Changes in laws and regulations relating to the industry in which the company operates
- Changes in political and social conditions in India
- Any adverse outcome in the legal proceedings in which the company is involved
- The loss or shutdown of operations of our Company at any time due to strike or labour unrest or any other reasons.

E. INTERNAL CONTROL AND ADEQUACY:

The Company has a defined organization structure and has developed well policy guidelines with predefined authority levels. An extensive system of internal controls to ensure optimal utilization of resources and accurate reporting of financial transactions and strict compliance with applicable laws and regulations has also been implemented. The Company has put in place sufficient systems to ensure that assets are safeguarded against loss from unauthorized use or disposition, and that transactions are authorized, recorded and reported correctly. Also, the company has an exhaustive budgetary control system to monitor capital related as well as other costs, against approved budgets on an ongoing basis.

F. MATERIAL DEVELOPMENT IN HUMAN RESOURCES / INDUSTRIAL RELATIONS FRONT:

The Company's human resources philosophy is to establish and build a strong performance driven culture with greater accountability and responsibility at all levels. To that extent the Company views performance and capability as a combination of the right people in the right jobs, supported by the right processes, systems, structure and metrics.

The Industrial relations remained normal at all locations and there were no significant labour issues outstanding or remaining unresolved during the year. The Board of Directors and the Management wish to place on record their application of the efforts put in by all employees to achieve record performance. The ultimate aim of the management is to create a dependable work force that will play a key role in transforming this Company into a global player in the industry.

The industrial relations climate of the Company remained cordial during the year and continues to be focused towards improving quality and capability.

G. CAUTIONARY STATEMENT:

Statements in this "Management Discussion and Analysis" describing the Company's objectives, expectations or predictions are forward looking within the meaning of applicable laws and regulations. Actual results

may differ materially from those expressed or implied in the statement depending on various factors and circumstances.

H. ACKNOWLEDGEMENT:

The Board acknowledges the co-operation and support extended by the Employees, Consultants, suppliers, customers and all its business associates. The Directors place on record their appreciation for the continued support and co-operation they have received from Financial Institutions, Banks, Central and State Government.

**//BY ORDER OF THE BOARD\<\
FOR SAMYAK INTERNATIONAL LIMITED
[CIN: L67120MH1994PLC225907]**

**PLACE: MUMBAI
DATE: 30thMay, 2017**

**SUDHIR JAIN
(DIN:0046442)
MANAGING DIRECTOR**

**SHANTILAL JAIN
(DIN: 00469834)
WHOLE TIME DIRECTOR**

ANNEXURE II**CORPORATE GOVERNANCE REPORT**

Pursuant to Regulation 34(3) of the Listing Obligation and Disclosure Requirements Regulations Act, 2015 a Report on Corporate Governance is given below:

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

The Company's philosophy on corporate governance is aimed at the efficient conduct of its business and in meeting its obligation to shareholders. The company has adopted a codified Corporate Governance Charter, inter alia, to fulfill its corporate responsibilities and achieve its financial objectives.

The company believes in and has consistently practiced good Corporate Governance. The company creates an environment for the efficient conduct of the Business and to enable management to meet its obligations to all its stakeholders, including amongst others, shareholders, customers, employees and the community in which the company operates along with fulfillment of its objectives.

2. BOARD OF DIRECTORS:

- i.** As on March 31, 2017, the Company has six directors out of which, Two (i.e. 1/3rd) are non-executive directors and Two (i.e. 1/3rd) are independent directors. The composition of the board is in conformity with Regulation 17 of the Listing Obligation and Disclosure Requirements Regulations act, 2015 entered into with the stock exchanges.
- ii.** None of the directors on the board hold directorships in more than ten public companies. Further, none of them is a member of more than ten committees or chairman of more than five committees across all the public companies in which he is a director. Necessary disclosures regarding committee positions in other public companies as on March 31, 2017 have been made by the directors. None of the directors are related to each other.
- iii.** Independent directors are non-executive directors as defined under Regulation 17 of the Listing Obligation and Disclosure Requirements Regulations act, 2015 entered into with the Stock Exchanges. The maximum tenure of the independent directors is in compliance with the Companies Act, 2013 ("Act"). All the Independent Directors have confirmed that they meet the criteria as mentioned under Regulation 16 (1)(b) of the Listing Obligation and Disclosure Requirements Regulations act, 2015 and Section 149 of the Companies Act, 2013.
- iv.** Five board meetings were held during the year and the gap between two meetings did not exceed one hundred twenty days. The dates on which the said meetings were held on 30/05/2016, 13/08/2016, 02/09/2016, 14/11/2016, 17/02/2017.
- v.** The necessary quorum was present for all the meetings.
- vi.** The names and categories of the directors on the board, their attendance at board meetings held during the year and the number of directorships and committee chairmanships / memberships held by them in other public companies as on March 31, 2017 are given herein below. Other directorships do not include directorships of private limited companies, Section 8 companies and of companies incorporated outside India. Chairmanships / memberships of board committees shall include only audit committee and stakeholders' relationship committee.

Name of Director	Position	No. of Board Meeting held tenure	No. of Board Meeting Attended	Attended at the last AGM	Member of other Board Committees		No. of other Director-ship in other Board excluding companies
					Membership	Chairman-ship	
Mr. Sudhir Jain [DIN 00046442] (Managing Director)	ED& MD	5	5	Yes	-	-	4
Mr. Shantilal Jain [DIN 00469834] (Whole Time Director)	ED& WTD	5	4	Yes	2	-	2
Mr. Anish Vaid [DIN 02444114]	NED & ID	5	5	Yes	-	3	-
Mr. Sunil Kumar Mittal [DIN 05151867]	NED & ID	5	3	Yes	3	-	-
Ms. Neha Nahar [DIN 07493030]	Director	5	2	Yes	1	-	-
Mrs. Krishna Kant Shah [DIN 07409750]	Director	5	2	Yes	-	-	-

NED – Non-executive Director	AD- Additional Director
ID - Independent Director	MD- Managing Director
ED – Executive Director	WTD- Whole Time Director

- vii. The terms and conditions of appointment of the independent directors are disclosed on the website of the Company.
- viii. During the year a separate meeting of the independent directors was held inter-alia to review the performance of non-independent directors and the board as a whole.
- ix. The Board periodically reviews compliance reports of all laws applicable to the Company, prepared by the Company.
- x. Mr. Krishna Kant Shah has been regularise as Director w.e.f.30th September, 2016 & Ms. Neha Nahar has been regularise as Director w.e.f.30th September, 2016
- xi. No shares were held by Non-Executive directors during the year.

3. AUDIT COMMITTEE:

The Audit Committee of the Company is constituted in line with the provisions of Regulation 18 of the Listing Obligation and Disclosure Requirements Regulations Act, 2015 entered into with the stock exchanges read with Section 177 of the Companies Act, 2013.

3.1 Objective:

The primary objective of the Audit Committee is to monitor and effectively supervise the Company's financial reporting process with a view to provide accurate, timely and proper disclosures and the integrity and quality of the financial reporting.

The Committee oversees the work carried out by the management, internal auditors on the financial reporting process and the safeguards employed by them.

3.2 Brief description of the terms of reference:

The terms of reference of the Audit Committee are as follows:

- a. To oversee the Company's financial reporting process and the disclosure of its financial information and to ensure that the financial statements are correct, sufficient and credible.
- b. To recommend the appointment/ removal of the external Auditors, fixing their audit fees and to approve payments for any other services.
- c. To review with management, the annual financial statements before submission to the Board, focusing primarily on:
 - Any Changes in accounting policies and practices.
 - Major accounting entries based on exercise of judgment by management Qualifications in the draft Audit Report.
 - Significant adjustments arising out of Audit.
 - The going concern assumption.
 - Compliance with the Accounting Standards.
 - Compliance with Stock Exchanges and legal Requirements concerning financial Statements.
 - Any related party transactions i.e. transactions of the Company of material nature, with promoters or the management, their subsidiaries or relatives etc. that may have potential conflict with the interests of the Company at large.
- d. To review and approve annual accounts of the Company and recommended to the Board for consideration or otherwise.
- e. To review with the management; external and internal auditors and review the efficiency of internal control systems.
- f. To review the adequacy of internal audit function, including the structure of the internal Audit Department, Staffing and seniority of the official heading the department, reporting structure, coverage and frequency of internal Audit.
- g. To discuss with internal Auditors about any significant findings and follow-up thereon.
- h. To review the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
- i. To discuss with external auditors before the audit commences, the nature and scope of Audit as well as have post-Audit discussions to ascertain any area of concern.
- j. To review the Company's financial and risk management policies.
- k. To look into the reasons for substantial defaults in the payments to the depositors, debenture holders, shareholders.

3.3 Composition:

The Audit Committee comprising of Three Directors, viz.

Name of the Directors	Categories
Mr. Anish Vaid(Chairman)	Non-Executive & Independent Director
Mr. Sunil Kumar Mittal	Non-Executive & Independent Director
Mr. Shantilal Jain	Executive Director

*Audit Committee was reconstituted on 12th Feb, 2016 due to resignation of Mr. Mahesh Agrawal (Non-Executive & Independent Director) & Mr. Sunil Kumar Mittal was appointed as member of the committee.

As per the provisions of the Companies Act, 2013 and Listing Obligation and Disclosure Requirements Regulations Act, 2015 with the Stock Exchanges, the Audit Committee of the company comprised of two non-executive independent Directors. Further, Chairman of the Audit Committee is an Independent Director.

Meetings:

Four meetings of the Committee were held during the financial year under review on 30/05/2016, 12/08/2016, 14/11/2016, 15/02/2017.

S. No.	Name of Director	No. of Meeting	
		Held	Attended
1.	Mr. Anish Vaid (Chairman)	4	4
3.	Mr. Shantilal Jain	4	4
4.	Mr. Sunil Kumar Mittal	4	4

Necessary quorum was present in all the above meetings.

4. SEPARATE MEETING OF INDEPENDENT DIRECTOR:

The independent directors had met on 15th February, 2017, without the attendance of non-independent directors and members of management to discuss the followings: -

- a) review the performance of non-independent directors and the Board as a whole;
- b) review the performance of the Chairperson of the Company, taking into account the views of executive directors and non-executive directors;
- c) assess the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

5. REMUNERATION COMMITTEE:

The remuneration committee comprising of three members viz, Mr. Anish Vaid as the Chairman of the Committee, Mr. Sunil Kumar Mittal and Ms. Neha Nahar.

*Mr. Mahesh Agrawal (Non-Executive & Independent Director) resigned from the post of directorship on 12th Feb, 2016 & Mr. Sunil Kumar Mittal was appointed as member of the committee.

The Committee determines and recommends to the Board, the remuneration payable to the Executive Directors. The Board of Directors approved the remuneration to the Executive Directors on the basis of their performance as well as Company's performance, subject to consents as may be required.

The Non-Executive Directors are not paid any remuneration except for the sitting fees for attending the Board Meetings/ Committee Meetings.

The remuneration committee was constituted by Board of Directors at their meeting in accordance with the requirements of Schedule V of the Companies Act, 2013 and of Regulation 19 of the Listing Obligation and Disclosure Requirements Regulations Act, 2015 with the Stock Exchanges

i. Terms of reference:

The terms of reference / powers of the Remuneration Committee are as under:

- Administration and superintendence of Employee Stock Option Scheme (ESOS).
- Formulation of the detailed terms and conditions of the ESOS.
- Grant of stock options.

- Recommendation for fixation and periodic revision of compensation of the Managing Director and Executive Directors to the Board for approval.
- Review and approve compensation policy (including performance bonus, incentives, perquisites and benefits) for senior management personnel.

ii. The Company does not have any employee stock option scheme.

iii. Remuneration Policy:

The Remuneration Policy of the Company for managerial personnel is primarily based on the following criteria:

- Performance of the Company.
- Track record, potential and performance of individual managerial personnel.
- External competitive environment.

iv. Remuneration of Directors:

Remuneration of Executive Directors is decided by the Board, based on the recommendations of the Remuneration Committee as per the remuneration policy of the Company, within the ceilings fixed by the shareholders.

Remuneration of the Executive Directors for the year ended 31st March, 2017, was as follows:

(In Rs.)

Particulars	2016-17	2015-16	2014-15
Salary And Allowances	10,20,000	9,00,000	9,00,000
Contribution to PF, Superannuation and Gratuity Funds (Rs.)	-	-	-
Commission (Rs.)	-	-	-
TOTAL	10,20,000	9,00,000	9,00,000

v. Remuneration to Non-Executive Directors:

During the year ended 31st March, 2017, the Company has not paid any remuneration either in the form of commission or sitting fees to its non-executive Directors.

6. SHAREHOLDERS' AND INVESTORS' GRIEVANCE COMMITTEE:

- i. The Committee has the mandate to look into the shareholders' and investors' complaints on matters relating to transfer of shares, non-receipt of annual report, etc. In addition, the Committee also looks into matters, which can facilitate better investor services and relations.
- ii. The Committee is comprised of Mr. Anish Vaid (Chairman), Mr. Shantilal Jain and Mr. Sunil Kumar Mittal.

*Mr. Mahesh Agrawal (Non-Executive & Independent Director) resigned from the post of directorship on 12th Feb, 2016 & Mr. Sunil Kumar Mittal was appointed as member of the committee.
- iii. As per the provisions of Regulation 20 of the Listing Obligation and Disclosure Requirements Regulations Act, 2015 with the Stock Exchanges, Shareholders and Investors Grievance Committee is under the chairmanship of a non-executive director.
- iv. The Committee meets regularly for redressing shareholder's / investor's complaints like non-receipt of Balance Sheet transfer of shares, etc. The Committee oversees the performance of the Registrar and Transfer Agents and recommends measures for overall improvement in the quality of investor services. The Board of Directors has delegated power for approving transfer of securities to Directors. The Committee focuses primarily on strengthening investor relations and ensuring rapid resolution of any

shareholder or investor concerns. The Committee also monitors implementation and compliance of the Company's code of conduct for Prohibition of Insider Trading in pursuance of SEBI (Prohibition of Insider Trading) Regulations, 2015.

During the year ended 31st March 2016, no investor complaints were received and no complaint was pending for redressal as on date.

- v. The Company addresses all complaints, suggestions and grievances expeditiously and replies have been sent / issues resolved usually within 15 days, except in case of dispute over facts or other legal constraints.
- vi. The Shareholders' / Investors' Grievance Committee reviews the complaints received and action taken.
- vii. No requests for share transfers are pending except those that are disputed or sub-judice.

6.1 Compliance Officer:

Mr. Devendra Singh Kushwah has resigned from the post of Compliance Officer with effect from 19th December, 2016

7. DETAILS OF SUBSIDIARY COMPANY

Pursuant to Section 129(3) of the Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules, 2014, the statement containing salient features of the financial statements of the Company's Subsidiaries', (in Form AOC-1) is attached to as **Annexure VI**.

There are no Associates' and Joint Ventures in the Company.

8. GENERAL BODY MEETINGS:

A. Annual General Meetings:

- i. The last three Annual General Meetings of the company were held at the venue and time as under:

Financial Year	Date & Time	Venue	Special Resolution Passed
2013-14	30 th September, 2014 At 2:30 P.M.	At the registered office of the company	No Special Resolution passed.
2014-15	29 th September, 2015 at 2:30 P.M.	At the registered office of the company	Yes (Three Special Resolution) passed.
2015-16	30 th September, 2016 at 1:00 P.M.	At the registered office of the company	No Special Resolution passed.

All resolutions moved at the last AGM were passed by E-Voting & Poll by requisite majority of members who attended the Meeting.

B. Special Resolution passed through postal Ballot - No.

C. Extra Ordinary General Meeting - No.

9. DISCLOSURES:

9.1 Related Party Transactions and Pecuniary Relationship of Directors:

None of the transactions with any of the related parties were in conflict with the interest of the Company. Attention of members is drawn to the disclosures of transactions with the related parties set out in notes on Accounts point no.4 & 12 forming part of the Annual Report.

The related party transactions are entered into based on considerations of professional expertise, to meet exigencies, better negotiation, etc.

All related party transactions are negotiated on arm's length basis and are only intended to further the interests of the Company.

9.2 Disclosure of Directors' interest in transactions with the Company:

All the transactions with the Directors and their related parties i.e. the companies in which they are interested have been made under the authority of the Board of Directors and on an arm's length basis and the interested directors have duly disclosed their interest to the Board of Directors at the Board meeting. Such transactions have been done on an arm's length basis at the prevailing market rates and have been duly entered in the Register of Contracts maintained under section 189 of the Companies Act, 2013.

9.3 Compliance by the Company:

The Board periodically reviews at its meetings compliance reports of all laws applicable to the Company, prepared by the Company as well as steps taken by the Company to rectify instances of non-compliances.

The Company has complied with the requirements of the Stock Exchanges, SEBI and other statutory authorities on all matters related to capital markets. No Penalties, strictures have been imposed on the Company by any stock exchange or SEBI or any other authorities relating to capital markets.

9.4 Risk Management

The Company has laid down procedures to inform Board members about the risk assessment and minimization procedures. These procedures are periodically reviewed to ensure that executive management controls risk through means of a properly defined framework.

9.5 Code of Conduct

The company is committed to conducting business in accordance with the highest standards of business ethics and complying with applicable laws, rules and regulations.

The Company believes that a good corporate governance structure would not only encourage value creation but also provide accountability and control systems commensurate with the risks involved.

10. Means of Communication:

The quarterly, half yearly and annual financial statements prepared in accordance with the Accounting Standards laid down by the Institute of Chartered Accountants of India are generally published in well circulated newspapers i.e. Free Press and ChouthaSansar. Besides, all the financial, vital and price sensitive official news releases are also properly communicated to the concerned stock exchanges.

11. GENERAL SHAREHOLDER INFORMATION:

Annual General Meeting : Date, Time and Venue	Saturday, the 29 th day of September, 2017 at 01.00 p.m. at the "ASTER-1" Hotel Archana Residency Next to R . Mall, L.B.S Marg, Mulund (West) Mumbai - 400080 Maharashtra,
Financial Calendar	The Company follows April to March as its financial year. The results for every quarter beginning from April will be declared within the time prescribed under Listing Obligation and Disclosure Requirement.
Date of Book Closure	Saturday, 22 nd September, 2017 to Friday, 29 th September, 2017, (both days inclusive).
Listing on Stock Exchanges	BSE Ltd., Mumbai
Stock Code	The BSE Ltd., Mumbai-530025

Dematerialization of Shares	The shares of the Company are compulsorily traded in dematerialized form under the depository system of both the National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL).
ISIN Number	INE607G01011
Corporate Identification Number	L67120MH1994PLC225907
Dematerialization of shares and Liquidity	19.04% in CDSL , 55.88% in NSDL = 74.92% of the paid up capital of the company has been dematerialized as on 31.03.2017.
Registrar and Transfer Agents	Adroit Corporate Services Pvt. Ltd.17-20, Jafferbhoy Industrial Estate, 1st Floor, Makwana Road, Marol Naka, Andheri(E), Mumbai- 400059. IndiaTel: + 91 (0) 22 42270400 Direct: + 91 (0)22 42270423 Fax: + 91 (0)22 28503748
Share Transfer System	All the transfers received are processed by the Registrar and Transfer Agents and approved by the Share Transfer Committee.
Dividend Payment for financial year 2016-17	Nil
Address for correspondence	A/12-10, "APURVA", L.B.S Marg, Mulund (W), Mumbai - 400080, Maharashtra.OrShareholders may correspond to the Registrar and Transfer Agents.

Stock Price Data:

The following table gives the monthly high and low of Company's share price on the Stock Exchange, Mumbai.

Month	Company's share price on BSE		BSE Sensex	
	Monthly High (In Rs.)	Monthly Low (In Rs.)	High	Low
April, 2016	25.60	21.90	26,100.54	24,523.20
May, 2016	30.90	23.00	26,837.20	25,057.93
June, 2016	30.50	21.00	27,105.41	25,911.33
July, 2016	25.45	19.45	28,240.20	27,034.14
August, 2016	36.95	25.75	28,532.25	27,627.97
September, 2016	34.90	22.90	29,077.28	27,716.78
October, 2016	21.80	16.05	28,477.65	27,488.30
November, 2016	-	-	28,029.80	25,717.93
December, 2016	16.30	11.05	26,803.76	25,753.74
January, 2017	10.50	10.00	27,980.39	26,447.06
February, 2017	9.50	9.05	29,065.31	27,590.10
March, 2017	9.61	8.60	29,824.62	28,716.21

Shareholding Pattern as on 31st March, 2017:

Category	No. of Shares held	% of Shareholding
A. Shareholding of promoter and promoter group		
Indian Promoters:		
Individuals / HUF		
Bodies Corporate		
Foreign Promoters	495607	7.93
Sub-total	495607	7.93
B. Non-Promoter's Holding		
Institutional Investors	NIL	NIL
Mutual Funds and UTI	NIL	NIL
Banks, Financial Institutions, Insurance		
Companies [Central / State Govt. Institutions /		
Non-government Institutions]	NIL	NIL
FII s	NIL	NIL
Sub-total	NIL	NIL
C. Others		
Private Corporate Bodies	407083	6.52
Indian Public	5310679	85.01
NRIs / OCBs	33831	0.54
Any other		
-Clearing Member	NIL	NIL
- Hindu Undivided Families	NIL	NIL
Sub-total	5751593	92.07
Grand Total	6247200	100

Distribution of Shareholding as on 31st March, 2017:

No. of Equity shares	No. of Shareholders	% of Total	No. of Shares	% of Total
Up to 500	1041	68.80	286600	4.59
501 to 1000	205	13.55	162377	2.60
1001 to 2000	83	5.49	131202	2.10
2001 to 3000	37	2.45	90574	1.45
3001 to 4000	24	1.59	84958	1.36
4001 to 5000	21	1.39	101310	1.62
5001 to 10000	27	1.78	224986	3.60
10000 and above	75	4.96	5165193	82.68
Total	1513	100	6247200	100

MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER OF THE COMPANY HEREBY CERTIFY TO THE BOARD OF DIRECTORS OF THE COMPANY THAT: -

1. We have reviewed financial statements and the cash flow statement for the year ended 31st March, 2017 and that to the best of our knowledge and belief:
 - a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - b) These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
2. There are to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and that we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
4. We have indicated to the auditors and the Audit Committee:
 - a) Significant changes in internal control over financial reporting during the year;
 - b) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - c) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

**//BY ORDER OF THE BOARD\<\
FOR SAMYAK INTERNATIONAL LIMITED
[CIN: L67120MH1994PLC225907]**

**PLACE: MUMBAI
DATE: 30thMay, 2017**

**SUDHIR JAIN
(DIN:00046442)
MANAGING DIRECTOR**

**SHANTILAL JAIN
(DIN: 00469834)
WHOLE TIME DIRECTOR**

ANNEXURE III
Form No. MGT-9
EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31/03/2017

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

I. REGISTRATION AND OTHER DETAILS :

i)	CIN	L67120MH1994PLC225907
ii)	Registration Date	21/07/1994
iii)	Name of the Company	SAMYAK INTERNATIONAL LIMITED
iv)	Category / Sub-Category of the Company 1. Public Company 2. Limited by shares 3. Company having share capital	(✓) (✓) (✓)
v)	Address of the Registered office and contact details	A/12-10, "Apurva", L.B.S Marg, Mulund (W), Mumbai, Maharashtra Telephone : 0731-3914956 Fax Number : Email : www.samyakintl.com
vi)	Whether listed company	Yes
vii)	Name and Address of Registrar & Transfer Agents (RTA) Name of Registrar & Transfer Agents Address Town / City State Pin Code Telephone Fax Number Email Address	Adroit Corporate Services Pvt. Ltd. 19, Jafarbhoy Industrial Estate, 1st Floor, Makwana Road, Marol Naka Mumbai Maharashtra 400059 +91-22-25596060 +91-22-25596060 adroit@vsnl.net

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:-

SN	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Trading of Petroleum Products	4461	100 %

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES :

[No. of Companies for which information is being filled = 1]

SN	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ Subsidiary / ASSOCIATE	% of shares held	Applicable Section
1	Alpha Tar Industries Pvt. Ltd.	U24200MP1996PTC011003	Subsidiary	99.60% (49800shares)	Section on 2(87) (ii)

IV SHARE HOLDING PATTERN

(Equity Share Capital Breakup as percentage of Total Equity) :

A. Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian	-	-	-	-	-	-	-	-	-
a) Individual/HUF	-	-	-	-	-	-	-	-	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt (s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other....	-	-	-	-	-	-	-	-	-
F-1) Directors	145560	10	145570	2.33	145560	10	145570	2.33	-
F-2) Directors Relatives	197087	149540	346627	5.55	200497	149540	350037	5.60	0.05
Sub-total (A) (1):-	342647	149550	492197	7.88	346057	149550	495607	7.93	0.05
(2) Foreign	-	-	-	-	-	-	-	-	-
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other - Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other....	-	-	-	-	-	-	-	-	-
Sub-total (A) (2):-	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A) (1)+ (A) (2)	342647	149550	492197	7.88	346057	149550	495607	7.93	0.05

B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Bodies Corporate	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	418372	14200	432572	6.92	392883	14200	407083	6.52	-0.4
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	483234	503610	986844	15.80	729365	516010	1245375	19.93	4.13
ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	3423319	869800	4293119	68.72	3210504	854800	4065304	65.07	-3.65
c) Others:Clearing Member									
i) Non Resident Indians (Individuals)	1725	31800	33525	0.54	2031	31800	33831	0.54	0.00
ii) Clearing Member	8943	0	8943	0.14	0	0	0	0	-0.14
Sub-total (B)(2):-	4335593	1419410	5755003	92.12	4334783	1416810	5751593	92.07	-0.05
Total Public Shareholding (B)= (B)(1)+ (B)(2)	4335593	1419410	5755003	92.12	4334783	1416810	5751593	92.07	-0.05
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+ B+ C)	4678240	1568960	6247200	100	4680840	1566360	6247200	100	0

B. Shareholding of Promoters

Shareholder's	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
	No. of Shares	% of Total Share of the company	% of shares pledged encumbered to total shares	No. of Shares	% of Total Shares of the company	% of shares Pledged/ emcumbered to total shares	
1 Prem Lata Jain	20610	0.33	0.00	20610	0.33	0.00	0.00
2 Anil Kumar Jain	54068	0.87	0.00	63678	1.02	0.00	0.15
3 Anil Jain	10000	0.16	0.00	0.00	0.00	0.00	-0.16
4 Sunita Jain	24940	0.40	0.00	24940	0.40	0.00	0.00
5 Atul Kumar Jain	73910	1.18	0.00	77710	1.24	0.00	0.06
6 Shantilal Jain	75510	1.21	0.00	75510	1.21	0.00	0.00
7 Sunita Jain	54399	0.87	0.00	54399	0.87	0.00	0.00
8 N Kawadiya	1800	0.03	0.00	1800	0.03	0.00	0.00
9 Preeti Bhargava	2100	0.03	0.00	2100	0.03	0.00	0.00
10 Ghanshyam Das Sanghi	20000	0.32	0.00	20000	0.32	0.00	0.00
11 Chetan Sanghi	20000	0.32	0.00	20000	0.32	0.00	0.00
12 Anita Jain	42400	0.68	0.00	42400	0.68	0.00	0.00
13 Laxman Prasad Bhargava	1400	0.02	0.00	1400	0.02	0.00	0.00
14 Sudhir Jain	70060	1.12	0.00	70060	1.12	0.00	0.00
15 Anita Shah	1000	0.02	0.00	1000	0.02	0.00	0.00
16 Ruchita Sanghi	20000	0.32	0.00	20000	0.32	0.00	0.00
TOTAL	492197	7.88	0.00	495607	7.93	0.00	0.05

C. Change in Promoters' Shareholding

SN	Name	Particulars	Shareholding at the		Cumulative Shareholding	
			beginning of the year		during the year	
			No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1	Anita Jain	No Change	42400	0.68	42400	0.68
2	Anil Kumar Jain	-	54068	0.87	-	-
		Purchase	9610	0.15	63678	1.02
3	Atul Kumar Jain	-	73910	1.18	-	-
		Purchase	3800	0.06	77710	1.24
4	Shantilal Jain	No Change	75510	1.21	75510	1.21
5	Sunita Jain	No Change	54399	0.87	54399	0.87
6	Premlata Jain	No Change	20610	0.33	20610	0.33
7	Sunita Jain	No Change	24940	0.40	24940	0.40
8	Sudhir Jain	No Change	70060	1.12	70060	1.12
9	Anita Shah	No Change	1000	0.02	1000	0.02
10	Anil Jain	-	10000	0.16	-	-
		Sale	(10000)	(0.16)	0.00	0.00
11	Chetan Sanghi	No Change	20000	0.32	20000	0.32
12	Ghanshyam Das Sanghi	No Change	20000	0.32	20000	0.32
13	Laxman Parasad Bhargava	No Change	1400	0.02	1400	0.02
14	N Kawadia	No Change	1800	0.03	1800	0.03
15	Preeti Bhargava	No Change	2100	0.03	2100	0.03
16	Ruchita Sanghi	No Change	20000	0.32	20000	0.32

D. For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding the year	
	No. of Shares	% of the shares of the company	No. of Shares	% of total shares of the company
At the beginning of the year Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	ANNEXED AS ANNEXURE D			
At the end of the year				

E. Shareholding of Directors and Key Managerial Personnel – No Change

SN	Name	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
			No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1	Mr. Sudhir Jain	Equity Shares	70060	1.12	70060	1.12
2	Mr. Shantilal Jain	Equity Shares	75510	1.21	75510	1.21

V. INDEBTEDNESS :

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	1140083	4537650	0	5677733
ii) Interest due but not paid	0	0	0	
iii) Interest accrued but not due	0	0	0	
Total (i+ ii+ iii)	1140083	4537650	0	5677733
Change in Indebtedness during the financial year				
Addition	5175150	58939	0	5234089
Reduction	345995	0	0	345995
Net Change	4829155	58939	0	4888094
Indebtedness at the end of the financial year				
i) Principal Amount	5969238	4596589	0	10565827
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ ii+ iii)	5969238	4596589	0	10565827

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL :**A Remuneration to Managing Director, Whole-time Directors and/or Manager**

SN	Name of MD/WTD/ Manager	Gross salary (PA)			Stock Option	Sweat Equity	Commission		Others	Total	Ceiling as per the Act
		(a) Salary as per provisions contained in section 17(1) of the Incom-tax Act, 1961	(b) value of perquisites u/s 17(2) Incom tax Act, 1961	(c) profits in lieu of salary under 17(3) Income Tas Act 1961			as % of profit	others			
1	Sudhir Jain	7,80,000	-	-	-	-	-	-	-	7,80,000	-
2	Shantilal Jain	4,80,000	-	-	-	-	-	-	-	4,80,000	-
	TOTAL	12,60,000	-	-	-	-	-	-	-	12,60,000	-

B Remuneration to other directors

SN	Name of	Independent Director	Total Directors		other Non-e (1)			Total (2)	Total (1 + 2)	Total Managerial Remuneration	Over all Ceiling as per the act
			Commission	others	Fee for attending board committee meeting	Commission	Other				
1	Mr. Anish Vaid	fee for attending board/ committee meeting	Commis sion	others	Fee for attending board committee meeting	Comm ission	Other				
2	Mr. Sunil Mittal										
3	Krishnakant Shah										
4	Neha Nahar										
NIL											

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

SN MD/WTD/ Manager	Name of Manager	Gross salary (PA)			Stock Option	Sweat Equity	Commission		Oth ers	Total	
		(a) Salary as per provisions contained in section 17(1) of the of the Incom-tax Act, 1961	(b) value of perquisites u/s 17(2) 17(2) Incom tax Act, 1961	(c) profits in lieu of salary under 17(3) Income Tas Act 1961			as % of profit	oth ers			
1	Sunit Jain (Chief Financial Officer)	-	-	-	-	-	-	-	-	-	
	TOTAL	-	-	-	-	-	-	-	-	-	

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES :

Type	Section of the the companies Act	Brief Description	Details of Penalty /Punishment Compounding fees imposed	Authority (RD/NCLT/ COURT)	Appeal made, if any (give Details)
A. COMPANY Penalty Punishment Compounding					
B. DIRECTORS Penalty Punishment Compounding					
C. OTHER OFFICERS IN DEFAULT Penalty Punishment Compounding					
NIL					

//BY ORDER OF THE BOARD\\
FOR SAMYAK INTERNATIONAL LIMITED
[CIN: L67120MH1994PLC225907]

PLACE: MUMBAI
DATE: 30th May, 2017

SUDHIR JAIN
(DIN:00046442)
MANAGING DIRECTOR

SHANTILAL JAIN
(DIN: 00469834)
WHOLE TIME DIRECTOR

ANNEXURE D

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

SN	For Each of the Top 10 Shareholders	Folio no	Name Of Shareholder's	As on DATE	No. of Shares held at the beginning of the year		Cumulative Shareholding during the year	
					No. of Shares of the company	% of Total	No. of shares of the company	% of total
1	At the year end		TILAK RAJ SHARMA	31/03/2017			300000	4.80%
2	At the year end		REKHA SHARMA	31/03/2017			250000	4.00%
3	At the year end		PREMLATA GARG	31/03/2017			180000	2.88%
4	At the year end		RAJESH GARG	31/03/2017			180000	2.88%
5	At the year end		SUNITA GARG	31/03/2017			180000	2.88%
6	At the year end		TIKAM CHAND GARG	31/03/2017			180000	2.88%
7	At the year end		VISHNU KUMAR GARG	31/03/2017			180000	2.88%
8	At the year end		ANOO VAZIRANI	31/03/2017			175800	2.81%
9	At the year end		MADHUKAR PATIL	31/03/2017			175800	2.81%
10	At the year end		CURIC GLASS PVT LTD	31/03/2017			173912	2.78%
11	At the year end		SUNIL KUMAR TRIVEDI	31/03/2017			153217	2.45%
12	At the year end		GLEN GONSALVES	31/03/2017			153200	2.45%
13	At the year end		ARVIND PRADHAN BHANUSHALI	31/03/2017			150000	2.40%
14	At the year end		SURESH NANUBHAI ABUVALA	31/03/2017			150000	2.40%
15	At the year end		VINOD PRADHAN BHANUSHALI	31/03/2017			150000	2.40%
16	At the year end		HONEY SHARMA	31/03/2017			125000	2.00%
17	At the year end		RAJAN SHARMA	31/03/2017			125000	2.00%
18	At the year end		SUHANS CAPITAL MARKET PRIVATE LIMITED	31/03/2017			110111	1.76%

ANNEXURE IV
DECLARATION OF INDEPENDENCE

Date: 30th May, 2017

To,
The Board of Directors
Samyak International Limited
A/12-10," Apurva ",
L.B.S. Marg Mulund (W),
Mumbai,
Maharashtra-400080

Dear Sirs,

Sub.: Declaration pursuant to Section 149 of the Companies Act, 2013 read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

I, **Anish Vaid**, hereby certify that I am a Non-executive Independent Director of Samyak International Limited and comply with all the criteria of independent director as envisaged in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013.

I certify that:

- a. I am not or was not a promoter of the Company or its holding and/or ultimate holding, subsidiary(ies) or associate company(ies);
- b. I am not or was not related to promoters or directors in the Company, its holding and/or ultimate holding, subsidiary(ies) or associate company(ies);
- c. I have no pecuniary relationship with the Company, its holding and/or ultimate holding, subsidiary(ies) or associate company(ies), or their promoters, or directors during the current financial year and did not have any pecuniary relationship with the above during the two immediately preceding financial years;
- d. None of my relatives have / had any pecuniary relationship or transaction with the Company, holding company and/or ultimate holding, subsidiary(ies) or associate company(ies), or their promoters, or directors, amounting to two per cent or more of the gross turnover or total income of the said company(ies) or fifty lakh rupees, whichever is lower, during the two immediately preceding financial years or during the current financial year;
- e. I or my relatives—
 - (i) do not hold or have held the position of a key managerial personnel or are or have been employee of the Company or its holding and/or ultimate holding, subsidiary(ies) or associate company(ies) in any of the preceding three financial years;
 - (ii) are not or have not been an employee or proprietor or a partner, in preceding three financial years of—
 - (A) a firm of auditors or company secretaries in practice or cost auditors of the Company or its holding and/or ultimate holding, subsidiary(ies) or associate company(ies); or
 - (B) any legal or a consulting firm that has or had any transaction with the Company, its holding and/or ultimate holding, subsidiary(ies) or associate company(ies) amounting to ten per cent or more of the gross turnover of such firm;
 - (iii) do not hold two per cent or more of the total voting power of the Company, either individually or together;
 - (iv) do not occupy the post of a Chief Executive or director, by whatever name called, of any non-profit organisation that receives twenty-five per cent or more of its receipts from the Company, any of

- the promoters, directors or the holding and/or ultimate holding, subsidiary(ies) or associate company(ies) or that holds two per cent or more of the total voting power of the Company;
- (v) are not or have not been a material supplier, service provider or customer or a lessor or lessee of the Company.
 - f. I possess the necessary qualifications prescribed under Rule 5 of Companies (Appointment and Qualification of Directors) Rules, 2014.
 - g. I have completed the age of twenty-one years.

DECLARATION

I undertake that I shall seek prior approval of the Board if and when I have any such relationship / transactions, whether material or non-material. If I fail to do so I shall cease to be an independent director from the date of entering in to such relationship / transactions.

Further, I do hereby declare and confirm that the above said information's are true and correct to the best of my knowledge as on the date of this declaration of independence and I shall take responsibility for its correctness and shall be liable for fine if any imposed on the Company, its directors, if the same found wrong or incorrect in future.

I further undertake to intimate immediately upon changes, if any, to the Company for updating of the same.

SD/-

Name: Anish Vaid

DIN: 2444114

Date: 30/05/2017

Place: Indore

DECLARATION OF INDEPENDENCE

Date: 30th May, 2017

To,
The Board of Directors
Samyak International Limited
A/12-10,"Apurva ", L.B.S. Marg Mulund (W),
Mumbai, Maharashtra-400080

Dear Sirs,

Sub.: Declaration pursuant to Section 149 of the Companies Act, 2013 read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

I, **Sunil Kumar Mittal**, hereby certify that I am a Non-executive Independent Director of Samyak International Limited and comply with all the criteria of independent director as envisaged in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013.

I certify that:

- h.** I am not or was not a promoter of the Company or its holding and/or ultimate holding, subsidiary(ies) or associate company(ies);
- i.** I am not or was not related to promoters or directors in the Company, its holding and/or ultimate holding, subsidiary(ies) or associate company(ies);
- j.** I have no pecuniary relationship with the Company, its holding and/or ultimate holding, subsidiary(ies) or associate company(ies), or their promoters, or directors during the current financial year and did not have any pecuniary relationship with the above during the two immediately preceding financial years;
- k.** None of my relatives have / had any pecuniary relationship or transaction with the Company, holding company and/or ultimate holding, subsidiary(ies) or associate company(ies), or their promoters, or directors, amounting to two per cent or more of the gross turnover or total income of the said company(ies) or fifty lakh rupees, whichever is lower, during the two immediately preceding financial years or during the current financial year;
- l.** I or my relatives—
 - (vi)** do not hold or have held the position of a key managerial personnel or are or have been employee of the Company or its holding and/or ultimate holding, subsidiary(ies) or associate company(ies) in any of the preceding three financial years;
 - (vii)** are not or have not been an employee or proprietor or a partner, in preceding three financial years of—
 - (C)** a firm of auditors or company secretaries in practice or cost auditors of the Company or its holding and/or ultimate holding, subsidiary(ies) or associate company(ies); or
 - (D)** any legal or a consulting firm that has or had any transaction with the Company, its holding and/or ultimate holding, subsidiary(ies) or associate company(ies) amounting to ten per cent or more of the gross turnover of such firm;
 - (viii)** do not hold two per cent or more of the total voting power of the Company, either individually or together;
 - (ix)** do not occupy the post of a Chief Executive or director, by whatever name called, of any non-profit organization that receives twenty-five per cent or more of its receipts from the Company, any of the promoters, directors or the holding and/or ultimate holding, subsidiary(ies) or associate company(ies) or that holds two per cent or more of the total voting power of the Company;
 - (x)** are not or have not been a material supplier, service provider or customer or a lessor or lessee of the Company.

- m.** I possess the necessary qualifications prescribed under Rule 5 of Companies (Appointment and Qualification of Directors) Rules, 2014.
- n.** I have completed the age of twenty-one years.

DECLARATION

I undertake that I shall seek prior approval of the Board if and when I have any such relationship / transactions, whether material or non-material. If I fail to do so I shall cease to be an independent director from the date of entering in to such relationship / transactions.

Further, I do hereby declare and confirm that the above said information's are true and correct to the best of my knowledge as on the date of this declaration of independence and I shall take responsibility for its correctness and shall be liable for fine if any imposed on the Company, its directors, if the same found wrong or incorrect in future.

I further undertake to intimate immediately upon changes, if any, to the Company for updating of the same.

SD/-

Name: Sunil Kumar Mittal

DIN: 05151867

Date: 30/05/2017

Place: Indore

ANNEXURE TO BOARD'S REPORT

Information pursuant to Section 197(2) 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 to the median remuneration of the employees of the company for the financial year ended 31st March, 2017:

Name of the Directors	Ratio Director's Remuneration to the median remuneration of the Employees of the company for the Financial Year
Sudhir Jain	2.61
Shantilal Jain	1.42

2. The Percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year –

Name of Director	Designation	Percentage Increase in remuneration
Sudhir Jain	Managing Director	10 %
Shantilal Jain	Whole-Time Director	20 %

3. The Percentage decrease in the median remuneration of employees in the financial year-3.36 %
4. Number of permanent employees on the rolls of company as on March 2017-5
5. 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. - NIL
6. Remuneration is as per the remuneration policy of the company.

ANNEXURE V

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2015

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

**To,
The Members,
SAMYAK INTERNATIONAL LIMITED
CIN- L67120MH1994PLC225907
Registered Office: -A/12-10, "APURVA",
L.B.S Marg Mulund (W), Mumbai
Maharashtra- 400080**

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **SAMYAK INTERNATIONAL LIMITED** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the 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, We hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2017 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **SAMYAK INTERNATIONAL LIMITED** ("the Company") for the financial year ended on 31st March, 2017 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (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; **(not applicable to the company during the audit period)**
- (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 and 2015 as may be applicable.
 - 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; and **(not applicable to the company during the audit period)**

- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; ***(Which is not applicable to the company during the audit period)***
- i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (vi) I have relied on the representation made by the Company and its officers for systems and mechanism formed by the Company for compliances under other applicable Acts, laws and Regulations to the Company. The laws, regulations, directions, orders applicable specifically to the Company are as follow.

As informed by the management and details produced before us that, no other law 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 Bombay Stock Exchange and Madhya Pradesh stock exchange.

I further report that I have not reviewed the applicable financial laws (direct and indirect tax laws) since the same have been subject to review and audit by the Statutory Auditors of the Company.

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 whole time Company Secretary as per section 203 company act 2013.***
- 2. As informed by the management that Company was also listed on madhyapradesh stock exchange ltd, for which delisting formalities were completed by the company and no as such delisting certificate/intimation was issued by the above exchanges and not produced before us.***

I further report that

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

Adequate notice is given to all the directors to schedule the Board meeting, 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 are captured and recorded as part of the minutes.

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

I further report that during the audit period, there were no instances of:

- (i) Public/Rights/Preferential issue of Shares/debentures/ sweat equity.
- (ii) Redemption/buy-back of securities.
- (iii) Merger/ amalgamation/ reconstruction etc.
- (iv) Foreign technical collaborations.

Date: 30.05.2017

Place: Indore

Membership No. 35712

Certificate of Practice No. 13522

CS Priyanka Jain

Practicing Company Secretary

'Annexure A'

To,

**The Members,
SAMYAK INTERNATIONAL LIMITED
CIN- L67120MH1994PLC225907
Registered Office:-A/12-10, "APURVA",
L.B.S Marg Mulund (W), Mumbai
Maharashtra- 400080**

Our 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. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an 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.

Date:30.05.2017

Place: Indore

Membership No. 35712

Certificate of Practice No. 13522

CS Priyanka Jain

Practicing Company Secretary

ANNEXURE VI
NOMINATION & REMUNERATION POLICY

i. Composition

Sr. No.	Name	Designation in Committee
1.	Mr. Anish Vaid	Chairman
2.	Mr. Sunil Kumar Mittal	Member
3.	Mr. Shantilal Jain	Member

ii. Terms of reference:

The terms of reference / powers of the Remuneration Committee are as under:

- Administration and superintendence of Employee Stock Option Scheme (ESOS).
- Formulation of the detailed terms and conditions of the ESOS.
- Grant of stock options.
- Recommendation for fixation and periodic revision of compensation of the Managing Director and Executive Directors to the Board for approval.
- Review and approve compensation policy (including performance bonus, incentives, perquisites and benefits) for senior management personnel.

iii. The Company does not have any employee stock option scheme.**iv. Remuneration Policy:**

The Remuneration Policy of the Company for managerial personnel is primarily based on the following criteria:

- Performance of the Company.
- Track record, potential and performance of individual managerial personnel.
- External competitive environment.

v. Remuneration of Directors:

Remuneration of Executive Directors is decided by the Board, based on the recommendations of the Remuneration Committee as per the remuneration policy of the Company, within the ceilings fixed by the shareholders.

Remuneration of the Executive Directors for the year ended 31st March, 2017, was as follows:

(In Rs.)

Particulars	2016-17	2015-16	2014-15
Salary And Allowances	12,60,000	10,20,000	9,00,000
Contribution to PF, Superannuation and Gratuity Funds (Rs.)	-	-	-
Commission (Rs.)	-	-	-
TOTAL	12,60,000	10,20,000	9,00,000

vi. Remuneration to Non-Executive Directors:

During the year ended 31st March, 2017, the Company has not paid any remuneration either in the form of commission or sitting fees to its non-executive Directors.

ANNEXURE VII

Form AOC-I

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

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs)

1	Sr. No.	01
2	Name of the subsidiary	ALPHA TAR INDUSTRIES PVT. LTD.
3	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	From April 1, 2016 to March 31, 2017
4	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	NA
5	Share capital	5000000
6	Reserves & surplus	3070929
7	Total assets	89955473
8	Total Liabilities	89955473
9	Investments	NIL
10	Turnover	63796221
11	Profit before taxation	606948
12	Provision for taxation	104973
13	Profit after taxation	411185
14	Proposed Dividend	0
15	% of shareholding	99.60%

Notes:

There is no other subsidiary company except Alpha Tar Industries Pvt. Ltd.

//BY ORDER OF THE BOARD\\
FOR SAMYAK INTERNATIONAL LIMITED
[CIN: L67120MH1994PLC225907]

PLACE: MUMBAI
DATE: 30TH May, 2017

SUDHIR JAIN
(DIN:00046442)
MANAGING DIRECTOR

SHANTILAL JAIN
(DIN: 00469834)
WHOLE TIME DIRECTOR

ANNEXURE VIII**Form No. AOC-2**

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

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

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

S N	Name(s) of the related party and nature of relationship	Nature of contracts arrangements / transactions	Duration of the contracts/ arrangement / transaction	Salient terms of the contracts or arrangements or transactions including the value, if any	Justification for entering into such contract or arrangement or traction	Date(s) of approval by the board,	Amount paid as advances, if any	Date on which the special resolving was passed in general meeting as required under first proviso to Section 188
--------	---	---	--	--	--	-----------------------------------	---------------------------------	--

NO SUCH TRANSACTION

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

S N	Name(s) of the related party and nature of relationship	Nature of contracts arrangements / transactions	Nature of Relation	Duration of the contracts/ arrangement / transaction	Salient terms of the contracts or arrangements or transactions including the value, if any	Date(s) of approval by the board, if any	Amount paid as advances, if any
1	Alpha Tar Industries Pvt. Ltd.	Purchase Sales	Subsidiary	- -	- -		-- 67.20
2	AadiChemtrade Pvt. Ltd.	Purchase Sales Assets Purchased	Relative/ Director	- - - -	- - - -		59.67 -- -- --
3	Samyak Eco Fuel Pvt. Ltd.	Purchase Sales	Relative/ Director	- -	- -		80.83 -
4	Osiya Infa Project Ltd.	Purchase Sales	Relative/ Director	- -	- -		382.03 -

**//BY ORDER OF THE BOARD\\
FOR SAMYAK INTERNATIONAL LIMITED
[CIN: L67120MH1994PLC225907]**

**PLACE: MUMBAI
DATE: 30TH May, 2017**

**SUDHIR JAIN
(DIN:00046442)
MANAGING DIRECTOR**

**SHANTILAL JAIN
(DIN: 00469834)
WHOLE TIME DIRECTOR**

DECLARATION FOR CODE OF CONDUCT

I, Mr. Sudhir Jain, Managing Director of Samyak International Limited, hereby declare that all the members of the Board of Directors and the Senior Management personnel have affirmed compliance with the Code of Conduct, applicable to them as laid down by the Board of Directors in terms of Regulation 34(3) of listing (obligation & disclosure requirement) Regulation, 2015 entered into with the Stock Exchanges, for the year ended March 31, 2017.

**BY ORDER OF THE BOARD
FOR SAMYAK INTERNATIONAL LIMITED
[CIN:L67120MH1994PLC225907]**

**PLACE : MUMBAI
DATE : 30th May, 2017**

**SUDHIR JAIN
(DIN:00046442)
MANAGING DIRECTOR**

AUDITOR'S CERTIFICATE

We have examined the compliance of the conditions of the Corporate Governance by Samyak International Limited for the year ended 31st March, 2017 as stipulated in Regulation 34(3) of listing (obligation & disclosure requirement) Regulation, 2015 with the Stock Exchanges.

The compliance of the conditions of the Corporate Governance is the responsibility of the management. Our examination has been limited to the review of the procedures and implementations thereof adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulation 34(3) of listing (obligation & disclosure requirement) Regulation, 2015. As informed to us, the records relating to investor grievances pending against the Company, if any, is maintained by the Registrar and Share Transfer Agent of the Company, who have certified that as at 31st March, 2017, no grievance was unattended / pending for more than 30 days.

We further state that such compliance is neither an assurance as to the further viability of the company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**FOR BHARAT NEEMA & CO.
CHARTERED ACCOUNTANTS**

**PLACE: MUMBAI
DATE: 30th May, 2017**

**CA. BHARAT NEEMA
PROPRIETOR
MEMBERSHIP NO.074810**

Independent Auditors' Report

TO
THE MEMBERS OF
SAMYAK INTERNATIONAL LIMITED
Mumbai

Report on the Financial Statements

We have audited the accompanying financial statements of SAMYAK INTERNATIONAL LIMITED ('the Company'), which comprise the Balance Sheet as at March 31, 2017, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ('the Act') with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including

The Accounting Standards specified under Section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014. 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 judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

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

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

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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at March 31, 2017, and its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government in terms of Section 143(11) 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 purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors as on March 31, 2017 taken on record by the Board of Directors, none of the Directors is disqualified as on March 31, 2017 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 over separate report in "Annexure-B" and
 - (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 23(A)(i) to the financial statements.
 - 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 required to be transferred, to the Investor Education and Protection Fund by the Company.

**For BHARAT NEEMA & CO.
Chartered Accountants**

**Place : Mumbai
Date : 30th May, 2017**

**BHARAT NEEMA
Proprietor
(Membership No.074810)**

Annexure to the Independent Auditors' Report**(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

- (i) In respect of its fixed assets:
 - (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of the fixed assets.
 - (b) The Company has a program of verification of fixed assets to cover all the items in a phased manner over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, the management is in the process of carrying out the physical verification and reconciling the same with the book records. Material discrepancies, if any, between the book records and the physical verification would be dealt with on completion of such reconciliation.
- (ii) In respect of its inventories:
 - (a) As explained to us, the inventories were physically verified during the year by the management at reasonable intervals.
 - (b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management were reasonable and adequate in relation to the size of the Company and the nature of its business.
 - (d) In our opinion and according to the information and explanations given to us, the Company has maintained proper records of its inventories and no material discrepancies were noticed on physical verification.
- (iii) The Company has not granted loans, secured or unsecured, to companies, firms or other parties covered in the Register maintained under Section 189 of the Companies Act, 2013.
- (iv) In our opinion and according to the information and explanations given to us, having regard to the explanations that some of the items purchased are of special nature and suitable alternative sources are not readily available for obtaining comparable quotations, there is an adequate internal control system commensurate with the size of the Company and the nature of its business with regard to purchases of inventory and fixed assets and the sale of goods and services. During the course of our audit, we have not observed any major weakness in such internal control system.
- (v) According to the information and explanations given to us, the Company has not accepted any deposit during the year. In respect of unclaimed deposits, the Company has complied with the provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013.
- (vi) We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended and prescribed by the Central Government under sub-section (1) of the Section 148 of the Companies Act, 2013 and are of the opinion that, prima facie, the prescribed cost records have been maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- (vii) According to the information and explanations given to us in respect of statutory dues:
 - (a) The Company has been generally regular in depositing undisputed statutory dues, including provident fund, employees' state insurance, income tax, sales tax, wealth tax, service tax, custom duty, excise duty, value added tax, cess and other material statutory dues applicable to it with the appropriate authorities.
 - (b) There were no undisputed amounts payable in respect of provident fund, employees' state insurance, income tax, sales tax, wealth tax, service tax, customs duty, excise duty, value added tax, cess and other material statutory dues in arrears as at March 31, 2015 for a period of more than six months from the date they became payable except.

Name of statute	Nature of Dues	Amount	Financial Year	Forum where dispute is pending
MP VAT TAX	Entry tax & Penalty	573286	2011-12	Commissioner of Appeals
MP VAT TAX	CST and Penalty	122484	2011-12	Commissioner of Appeals
MP VAT TAX	Entry tax & Penalty	224658	2012-13	Commissioner of Appeals
MP VAT TAX	VAT and Penalty	1819628	2012-13	Commissioner of Appeals
MP VAT TAX	ET and Penalty	79238	2013-14	Commissioner of Appeals
MP VAT TAX	CST and Penalty	624326	2013-14	Commissioner of Appeals
MP VAT TAX	VAT and Penalty	700140	2013-14	Commissioner of Appeals
MP VAT TAX	ET and Penalty	37555	2014-15	Commissioner of Appeals
MP VAT TAX	CST and Penalty	92824	2014-15	Commissioner of Appeals
MP VAT TAX	VAT and Penalty	710274	2014-15	Commissioner of Appeals

- (c) There are no amounts pending to be transferred to Investor Education and Protection Fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules made there under.
- (viii) There are no accumulated losses of the Company at the end of the financial year and the Company has not incurred cash losses during the financial year covered by our audit and in the immediately preceding financial year.
- (ix) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to financial institutions and banks. The Company has not issued any debentures.
- (x) According to the information and explanations given to us, the Company has not given guarantees for loans taken by others from banks and financial institutions.
- (xi) In our opinion and according to the information and explanations given to us, the term loans have been applied by the Company during the year for the purposes for which they were obtained.
- (xii) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

For BHARAT NEEMA & CO.
Chartered Accountants

Place : Mumbai
Date : 30th May, 2017

BHARAT NEEMA
Proprietor
(Membership No. 07474810)

Annexure B to the Auditor's Report**Report of the Internal Financial Controls Under Clauses (I) of sub section 3 of section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting of SAMYAK INTERNATIONAL LIMITED ("the Company") as of 31st March, 2017 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 of Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit, conducted our audit in accordance with the Guidance Note of Audit Internal Financial Controls over Financial Reporting (the 'Guidance Note') and the Standards on Auditing, issued by ICAI deemed to be prescribed under Section 143 (10) of the Companies Act, 2013, to the extent applicable to an audit of Internal Financial Controls and, both issued by the ICAI. Those Standards and the Guidance Notes 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 were 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 and understanding of internal financial controls over financial reporting, assessing the risk that the material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statement, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A Company's Internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company's (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of the Management and directors of the Company's and (3) provide reasonable assurance regarding prevention or timely detection unauthorized acquisition, use or disposition of the Company's assets that could have a material affect on the financial statements.

Inherent limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, that the Company has, in all respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2017, based on the internal controls 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 BHARAT NEEMA & CO.
Chartered Accountants

Place : Mumbai
Date : 30th May, 2017

BHARAT NEEMA
Proprietor
(Membership No.074810)

BA LANCE SHEET AS ON 31st MARCH 2017

(Amount in Rs.)

PARTICULARS	Note No.	AS AT 31.03.2017 (Rs.)	AS AT 31.03.2016 (Rs.)
EQUITY AND LIABILITIES			
Share holder's Funds			
Share Capital	2	62472000	62472000
Reserve and Surplus	3	60788594	58242611
Non-Current Liabilities			
Long-term borrowings	4	5969238	1843891
Deferred tax liabilities		--	--
Current Liabilities			
Short-term borrowings	5	786589	727650
Trade Payable	6	108481921	113005305
Short-term provisions	7	474874	931971
Total		<u>238973217</u>	<u>237223428</u>
Assets			
Non-current assets			
Fixed assets			
Tangible assets	8	2479783	3040043
Non-current investments	9	100445330	76734290
Current assets			
Inventories	10	43956441	26486182
Trade receivables	11	62025707	69135515
Cash and cash equivalents	12	5940345	2553155
Short-term loans and advances	13	23800028	58883544
Miscellaneous Expenditure	14	325583	390699
Total		<u>238973217</u>	<u>237223428</u>

SIGNIFICANT ACCOUNTING POLICIES AND OTHER NOTES "1-21"
See accompanying notes 1 to 21 are integral part of the financial statements.

for and on behalf of the Board of
Samyak International Ltd.

As per our report of even date attached

For **BHARAT NEEMA & Co.**

Chartered Accountants

(Firm Registration No. 006059C)

CA Bharat Neema

Proprietor

Membership No. 074810

Place : Mumbai

Date : 30th May 2017

sd/-

SUDHIR JAIN

Managing Director

DIN - 00046442

sd/-

SHANTILAL JAIN

Director

DIN - 00469834

sd/-

SUNIT JAIN

Chief Financial Officer

PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED 31st MARCH 2017

(Amount in Rs.)

PARTICULARS	Note No. (Rs.)	Year Ended on 31.03.2017 (Rs.)	Year Ended on 31.03.2016
INCOME			
Revenue from operations	15	348120794	275789155
Other Income	16	1004322	2973357
Total Revenue		<u>349125116</u>	<u>278762512</u>
EXPENDITURE			
Purchase & Purchase Expenses		355410277	253055278
Changes in inventories of finished		(17470259)	15193923
Employee benefit expenses	17	3209488	2877579
Adminstration & other expenses	18	2934053	3392260
Other borrowing cost	19	738080	381264
Depreciation & amortization Expenses	8	560260	560260
Miscellaneous Expenses	20	65116	65116
Total Expenses		<u>345447015</u>	<u>275525679</u>
Profit/Loss before tax		3678101	3236833
Earlier year Expenses		114978	--
Tax expense			
(1) Current tax		1000000	900000
(2) Deffered Assesst		17140	18325
Profit/Loss for the year		2545983	2318508
Earning per share (Basic)		0.07	0.07
Earning per share (Dilauted)		0.07	0.07

SIGNIFICANT ACCOUNTING POLICIES AND OTHER NOTES "1-21"
See accompanying notes 1 to 21 are integral part of the financial statements.

As per our report of even date attached

For **BHARAT NEEMA & Co.**

Chartered Accountants

(Firm Registration No. 006059C)

CA Bharat Neema

Proprietor

Membership No. 074810

Place : Mumbai

Date : 30th May 2017

for and on behalf of the Board of
Samyak International Ltd.

sd/-

SUDHIR JAIN

Managing Director

DIN - 00046442

sd/-

SHANTILAL JAIN

Director

DIN - 00469834

sd/-

SUNIT JAIN

Chief Financial Officer

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2017

	Year ended on 31.03.2017 (Rs.)	Year ended on 31.03.2016 (Rs.)
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before tax and extraordinary items	3678101	3236833
Adjustment for :		
Provision for deferred tax liabilities	(17140)	(18325)
Provision for Income Tax	(100000)	(900000)
Depreciation & Misc. Exp. Amortization	625376	625376
Interest Paid	738080	381264
Interest Received	(1004322)	(2973357)
Operating Profit before working capital changes	3020095	351790
Adjustment for :		
Short term borrowing	58938	(5283500)
Trade and other Receivable	7109808	(31581260)
Inventories	(17470259)	15193923
Trade Payable	(4366124)	59142525
Loans and Advances	35083516	(20648889)
Net Cash from operating activities	23435976	17174590
Income tax paid	114978	-
Net Cash from operating activities	23320998	17174590
B. CASH FLOW FROM INVESTMENT ACTIVITIES		
Deletion of fixed assets	(614357)	(2187049)
Deletion to investments	(23711040)	(16873790)
Interest Received	1004322	2973357
Net Cash used in Investment Activities	(23321075)	(16087482)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Interest Paid	(7380808)	(381264)
Repaid long term loan	4125347	1468212
Net Cash used in Financing Activities	3387190	1086948
NET INCREASE IN CASH AND CASH EQUIVALENTS	3387190	2174057
Cash and cash equivalents Opening Balance	2553155	379098
Cash and cash equivalents Closing Balance	5940345	2553155

See accompanying notes referred herein above and other notes forming an integral part of these financial statements.

As per our report of even date attached

For **BHARAT NEEMA & Co.**

Chartered Accountants

(Firm Registration No. 006059C)

CA Bharat Neema

Proprietor

Membership No. 074810

Place : Mumbai

Date : 30th May 2017

for and on behalf of the Board of Samyak International Ltd.

sd/-

SUDHIR JAIN

Managing Director

DIN - 00046442

sd/-

SHANTILAL JAIN

Director

DIN - 00469834

sd/-

SUNIT JAIN

Chief Financial Officer

Note No. 1

Accounting policies and notes forming part of the Balance Sheet and Profit and Loss Account for the year ended 31st March, 2017.

[A] SIGNIFICANT ACCOUNTING POLICIES & NOTES ON ACCOUNTS (CIN No. L67120MH1994PLC225907) :

i. Corporate Information :-

Samyak International Limited (the company) is a public company domiciled in India and incorporated under the provisions of the Companies Act, 2013. Its shares are listed on two stock exchanges in India. The company is engaged in the trading in petroleum product and other commodities. The company caters to domestic markets only. Company is having Registered Office in Mumbai and Corporate Office at Indore, books are kept at Corporate Office.

ii. Basic of Preparation :-

The financial statements of the company have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP) to comply with the Accounting Standards notified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013 ("the 2013 Act")/Companies Act, 1956 ('the 1956 Act'), as applicable. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

iii. Revenue Recognition :-

1. Income, Expenditure and debit & credit notes are generally recognized on accrual basis except tax demand which is recognized on Cash basis.
2. Company is a trading Company, during the financial year it has executed trade in various commodities as well as in Shares.
3. Interest and other income has been recognised on Accrual basis.
4. Company is having Head Office at Mumbai, all the accounts of the Head Office has been merged at the end of the year

iv. Fixed Assets :- Tangible

Fixed Assets are stated at Cost less depreciation.

v. Depreciation :-

1. **Depreciation on Fixed Assets :-** Depreciation on tangible fixed assets has been provided on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013 recalculated as per new norms and accounted for accordingly.

vi. Investments/Stock in Trade :-

1. Investments are classified as long term and Current. Long term investments are carried at cost less provision for other than temporary diminution, if any, in value of such investments. Current investment are carried at lower of cost and fair value.
2. Stock in trade of the scrips have been maintained on the basis of first in first out method.
3. **Inventories :** Closing stock of various commodities is Rs.427.40 Lacs and closing stock of share is Rs.12.16 Lacs.
4. **Borrowing Cost :** Borrowing cost i.e. interest on vehicle loans are recognised as revenue expenditure.

NOTES TO AND PART OF THE FINANCIAL STATEMENT AS AT 31st MARCH 2017

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2017 (Rs.)	AS AT 31.03.2016 (Rs.)
Note No. 2		
Share Capital		
a. Authorised Share Capital: (7000000 Equity Shares of Rs. 10/- each)	70000000	70000000
Total	70000000	70000000
b. Issued, Subscribed & Paidup. (6247200 Equity Shares of Rs. 10/- each fully paid up)	62472000	62472000
Total	62472000	62472000

I. Terms / Rights attached to equity shares

The Number of equity shares at the beginning of the year and end of the year is 6247200 and there is no change during the year. The Company has only one class of equity shares. Each Shares has a paid up value of Rs. 10/- every share holder is entitled to one vote per share.

	AS AT 31.03.2017 (Rs.)	AS AT 31.03.2016 (Rs.)
II. Reconciliation of Issued Share Capital		
Number of equity shares at the beginning of the year	6247200	6247200
Number of equity shares at the end of the year	6247200	6247200
III. Details of shares held by share holders more than 5% of total shares	NIL	NIL

IV. Discloser as to subsidiary company

By virtue of holding 51% or more Alpha Tar Industries Pvt. Ltd. has become Subsidiary Co. of the Saymak International Ltd..
As per Annexure VI (Form AOC-I)

Note No. 3

Reserves and Surplus

a) Capital reserve	--	--
b) Capital redemption	--	--
c) Share premium reserve		
Opening balance	50150000	50150000
Add: Addition/ Reduction	--	--
Closing balance	50150000	50150000
d) Debenture redemption reserve	--	--
e) Revaluation reserve	--	--
f) Share option outstanding a/c	--	--
g) General reserve		
Opening balance	8092611	5774104
Add: Transferred from surplus in Statement of P&L	2545983	2318508
Less: Utilised / transferred during the year for:	--	--
Closing balance	10638594	8092611
Total	60788594	58242611

NOTES TO AND PART OF THE FINANCIAL STATEMENT AS AT 31st MARCH 2017

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2017 (Rs.)	AS AT 31.03.2016 (Rs.)
Note No. 4		
Long term Borrowings		
Secured, Term Loan From Bank		
Vehicle Loan	923386	1140084
Long Term borrowings	5045852	703807
Total	5969238	1843891
NOte : Long term borrowing secured by way of mortgage over the vehicle.		
Note No. 5		
Short term borrowings		
Loans repaybles on demand		
From banks	--	--
From others	786589	--
Loans and advances from related parties	--	727650
Total	786589	727650
Note No. 6		
Other current liabilities		
Other Liabilities	1710600	--
Trade payable		
More than six months	23118954	26960480
Less than six months	83652367	86044825
Total	108481921	113005305
Note No. 7		
Short term provisions		
Others (Specify)		
Provisions		
Provision for Expenses	356139	371904
TDS Payable	123657	120743
Vat Tax payable	(1004922)	(463176)
Income Tax Payable	1000000	900000
Professional Tax Payable	--	2500
Total	474874	931971

Note No.8

TANGIBLE ASSETS AS ON 31ST MARCH 2017

(Amount in Rs.)

Particulars	GROSS BLOCK				DEPRECIATION				NET BLOCK		
	Opening	Addition	Deletion	Total	Adj/	Adj. for	Dep.	Total	Closing	Closing	
	Balance	during	during	Balance	Written	Retain	during		Balance	Balance	
as on	the year	the year	as on	upto	off	Earning	the year	as on	as on		
	01.04.2016			31.03.2017	31.03.2016				31.03.2016	31.03.2017	
OWN ASSETS											
Computers	267950	--	--	267950	267950	--	--	--	267950	--	--
Computers Software	103910	--	--	103910	75031	--	--	7074	82105	15675	8601
Furniture & Fixtures	1232485	--	--	1232485	1232485	--	--	--	1232485	--	--
Air Conditioner	162975	--	--	162975	142769	--	--	2517	145286	17689	15172
Telephone & Fax Machine	91820	--	--	91820	85528	--	--	836	86364	5456	4620
Vehicles	4630176	--	--	4630176	1079120	--	--	549833	1628953	3001223	2451390
Other Assets office equip.	27590	--	--	27590	27590	--	--	--	27590	--	--
TOTAL (Rs.)	6516906	--	--	6516906	2910473	--	--	560260	3470733	3040043	2479783
Total Previous year(Rs.)	4949221	1567685	--	6516906	2910473	--	--	560260	3470733	2032618	3040043

Note No. 9

Non-current investments

Investment in Property (Long Term)	83651330	59940290
Unquoted Equity Shares (Short Term)	11794000	11794000
Investment in Subsidiary Co. Alpha Tar Industries Pvt. Ltd. (49800 Shares)	5000000	5000000
Total	<u>100445330</u>	<u>76734290</u>

The above investment are taken at Purchases value of the Shares.

Note No. 10

Inventories

Stock in hand

(As taken, valued & certified by the management)	43956441	26486182
Total	<u>43956441</u>	<u>26486182</u>

Note No. 11

Trade receivables

(Unsecured considered good unless otherwise stated)

More than six months	10204574	7963918
Less than six months	51821133	61171597
Total	<u>62025707</u>	<u>69135515</u>

Note No. 12

Cash and Cash Equivalents

Balance with banks	4941192	727750
Cash in hand	999153	1825405
(As verified & certified by the management)	<u>5940345</u>	<u>2553155</u>

NOTES TO AND PART OF THE FINANCIAL STATEMENT AS AT 31st MARCH 2017

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2017 (Rs.)	AS AT 31.03.2016 (Rs.)
Note No. 13		
Short-term loans and advances		
Loans and advances to related parties (ICD Loan)	22219983	56381999
Deffered Tax Assets	129146	146286
Other Loans & Advances		
4%-SAD Refundable	209230	739816
Pre-paid Expenses	38673	27225
Sundry Deposits	108774	413139
Tax Deducted at Source	1094222	1175079
Total	<u>23800028</u>	<u>58883544</u>
Note No. 14		
Miscellaneous Expenditure		
Preferential issue exps.	325583	390699
Total	<u>325583</u>	<u>390699</u>
Note No. 15		
Revenue from operations	348120794	255789155
Total	<u>348120794</u>	<u>255789155</u>
Note No. 16		
Other Income		
Interest & Other Income	1004322	2973357
Total	<u>1004322</u>	<u>2973357</u>
Note No. 17		
Employee benefit expenses		
Salaries & wages	1792000	1771500
Staff Welfare expenses	97488	86079
Directors Remuneration	1080000	700000
Conveyance Allowance	240000	150000
House Rent Allowance	--	120000
Medical Allowance	--	50000
Total	<u>3209488</u>	<u>2877579</u>

NOTES TO AND PART OF THE FINANCIAL STATEMENT AS AT ON 31st MARCH 2017

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2017 (Rs.)	AS AT 31.03.2016 (Rs.)
Note No. 18		
Administrative Expenses & Other expenses		
Advertising & Publicity	65350	92150
AGM EXPENSES	100550	98660
Payment to Auditors	99500	94000
Insurance Charges	55510	56397
Legal and Professional Charges	222600	171177
News Paper & Periodicals	20550	19130
Communication Expenses	59054	195183
Travelling & Conveyance	470140	306788
Rent, Rates and Electricity	680443	521033
Listing fees	230000	228000
Loss on sales of Shares	--	--
Loss on sale of Vehicle	--	--
Central Sales tax	221298	656663
Brokerage and STT	15500	3000
Computer Expenses	16240	11350
Demat Custody fee	52300	42608
Demat Expenses and fee	54074	59705
Delay Payment Charges	121770	23560
E-voting Expenses	--	14627
Freight & Cartage	--	--
Entry Tax	249300	615834
Postage & Telegram	70940	65140
ROC Expenses	--	2400
Sales Communication	--	--
Stationery & Printing	107949	99428
Website Expenses	9942	3738
Round off/Rate Diff.	6043	9189
Professional Tax	5000	2500
Total	2934053	3392260
Note No. 19		
Other borrowings cost		
Interest & Hire Charges	619397	334813
Bank Commission & Charges	47184	46451
Total	738080	381264
Note No. 20		
Miscellaneous Expenses	65116	65116
Total	65116	65116

Note No. 21

OTHER NOTES & DISCLOSERS

1. Contingent liabilities :- NIL
2. Bonus entitlements on shares are recognised on ex-bonus dates without any acquisition cost.
3. Balance in personal accounts of Receivables and Loans & Advances are subject to Confirmation.

	2016-17	2015-16
	(Rs.)	(Rs.)
4. Auditors remuneration :-		
Audit Fees	89500	84000
Charges for other work	10000	10000
5. Managerial Remuneration :-		
Salary to Mr. Sudhir Jain (M.D.)	780000	660000
Salary to Mr. Shantilal Jain (D.)	480000	360000
6. There was foreign exchange outflow USD : 141640 and inflow USD : 17946 during the year regarding import of various commodities.		
7. The previous years figures have been reworked, regrouped and reclassified wherever necessary to confirm to the figures of the current year.		
8. The figures have been rounded off to the nearest rupee.		
9. Turnover include of sale of various commodities of Rs.3481.20 Lacs and shares of Rs.NIL.		
10. Sgment Reporting : The Company operates in three business segments, i.e., trading in Petroleum products, Iron & steel, and shares, business sgment have been indentified as reportable primary segment in accordance with Accounting Staderred-17 "Segment Reporting as prescribed under Companies (Accounting Standered) Rules, The Categories included in each of the reported business segment are as under :		
1. Petroleum Products		
2. Iron & steel, Cement & other Commodities		
3. Bio Fertilizer		
11. Segment wise accounts are not maintained by the Company.		

Information about business segments Primary

(Rs. in Lacs)

PARTICULARS	2016-17				
	Petroleum products	Iron & Steel & Other	Bio Fertilizer	Rent Dis. Int. & Comm.	TOTAL
A. SEGMENT REVENUE					
1. External Revenue	3401.20	0.00	0.00	10.04	3491.25
2. Intersegment Revenue	0.00	0.00	0.00	0.00	0.00
3. Closing Stock Increase (Decrease)	(174.70)	0.00	0.00	0.00	(174.70)
3. Total Revenue	3306.50	0.00	0.00	10.04	3306.50
4. Less : Intersegment Revenue	0.00	0.00	0.00	0.00	0.00
5. Less : Segment Cost	3265.28	0.00	0.00	0.00	3265.28
NET SEGMENT REVENUE	41.22	0.00	0.00	10.04	41.22
B. RESULT					
1. Segment Results	0.00	0.00	0.00	0.00	41.22
2. Interest Expenses	0.00	0.00	0.00	0.00	0.00
3. Exeptional Items (Income)/Expenses	0.00	0.00	0.00	0.00	5.60
4. Provison for Taxation	0.00	0.00	0.00	0.00	10.00
5. Excess Tax Provision for Prior years (Net)	0.00	0.00	0.00	0.00	0.17
NET PROFIT	0.00	0.00	0.00	0.00	25.45
C. SEGMENT ASSETS	0.00	0.00	0.00	0.00	2389.73
D. SEGMENT LIABILITIES	0.00	0.00	0.00	0.00	2389.73
E. CAPITAL EXPENDITURE	0.00	0.00	0.00	0.00	0.00
F. DEPRECIATION	0.00	0.00	0.00	0.00	5.60
G. NON CASH EXPENSES	0.00	0.00	0.00	0.00	0.00

12. Related Party Disclosers AS-18 :

- | | |
|---|---|
| a. Key Management Personnel | Mr. Sudhir Jain - MD |
| b. Relative (s) of Key Management Personnel | Mr. Sunit Jain - CFO |
| c. Subsidiary | Alpha Tar Industries Pvt. Ltd. |
| d. Enterprises which share common director | 1. Flash Herbal India Pvt. Ltd.
2. Osia Infra Project Ltd.
3. Sharvi Media Ltd.
4. Kishori Infra Project Ltd.
5. VSN Eco Fuel Pvt. Ltd. |

e. Other transaction with related parties

(Rs. in Lacs)

Name of Party	Relationship	Nature of Transaction	Opening	Volume of Transaction		Amount O/S	Amount W/O
				Credit	Debit		
Sudhir Jain	M.D.	Unsecured Loan	NIL	272.15	272.15	NIL	NIL
Sudhir Jain	M.D.	Remuneration	NIL	NIL	7.80	NIL	NIL
Shantilal Jain	Director	Remuneration	NIL	NIL	4.80	NIL	NIL
Shantilal Jain	Director	Unsecured Loan	NIL	35.85	35.85	NIL	NIL
Neha Nahar	Director	Unsecured Loan	NIL	0.55	0.55	NIL	NIL
Alpha Tar Industries Pvt. Ltd.	Subsidiary	Pur./Sale	NIL	NIL	67.20	6.00	NIL
Aadichem Trade Pvt. Ltd.	Relative Director	Pur./Sale	195.85	59.67	NIL	NIL	NIL
Samyak Eco Fuel Pvt. Ltd.	Relative Director	Pur./Sale	2.30	80.83	NIL	NIL	NIL
Osiya Infra Project Ltd.	Common Director	Pur./Sale	NIL	382.03	NIL	17.03	NIL

13. The company has adopted Accounting Standard 22 - Accounting for Taxes on Income. The break up of net deferred tax asset and liabilities as at 31st March 2017 is as under :

	(Rs.)	
	As at 31st March 17 Deferred tax asset	Deferred tax liability
Opening Balance of Timing differences on account of	—	17140
Difference between Book Depreciation and Depreciation under the Income Tax Act, 1961	—	—
Expenditure under Section 43B of the I.T. Act, 1961	—	—
Less : Tax on earlier year expenses claim during the year	—	—
Net deferred tax assets	—	17140

14. Earning per Share :

	<u>2016-17</u>	<u>2015-16</u>
Net Profit / (Loss) as per Profit & Loss Account	2545983	2318508
No. of Equity Shares	6247200	6247200
Earning per share (Basic)	0.04	0.37
Earning per share (Dialitued)	0.04	0.37

15. Investment in Quoted/Unquoted shares has been taken at cost.

16. Small scale undertaking : The Company has not received any information from any of the suppliers of their being a small scale unit, Hence amount due to small industrial unit outstanding as on march 31, 2017 are not ascertainable.

17. There is no amounts, required to be transferred to the Investor Education and Protection Fund by the Company.

17.Quantity Information : Additional information as required under of the Comapines Act 2013 in respect of quantity records.

Quantity Information :

1. Petroleum Products

	2016-17		2015-16	
	Qty.	Value	Qty.	Value
Opening Stock	848.32	24043019	769.90	36584707
Purchase	13805.96	355410277	7024.04	253055278
Sales	12718.24	348120794	6941.44	275789155
Closing Stock	1936.05	42740078	848.42	24043019

2. Iron & Steel, Cement & Other Commodities

	2016-17		2015-16	
	Qty.	Value	Qty.	Value
Opening Stock	–	–	86.64	2288600
Purchase	–	–	–	–
Sales	–	–	86.64	2120505
Closing Stock	–	–	–	–

3. Equity Shares

	2016-17		2015-16	
	Qty.	Value	Qty.	Value
Opening Stock	299297	2443163	299297	2542358
Purchase	–	–	–	–
Sales	–	–	–	–
Closing Stock	299297	1216363	299297	2443163

SIGNIFICANT ACCOUNTING POLICIES AND OTHER NOTES “1-21”
See accompanying notes 1 to 20 are integral part of the financial statements.

As per our report of even date attached

For **BHARAT NEEMA & Co.**

Chartered Accountants

(Firm Registration No. 006059C)

CA Bharat Neema

Proprietor

Membership No. 074810

Place : Mumbai

Date : 30th May 2017

for and on behalf of the Board of
Samyak International Ltd.

sd/-

SUDHIR JAIN

Managing Director

DIN - 00046442

sd/-

SHANTILAL JAIN

Director

DIN - 00469834

sd/-

SUNIT JAIN

Chief Financial Officer

Independent Auditors' Report

TO
THE MEMBERS OF
SAMYAK INTERNATIONAL LIMITED
Mumbai

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of SAMYAK INTERNATIONAL LIMITED ('the Holding Company'), which comprise the Balance Sheet as at March 31, 2017, the Statement of Profit and Loss and 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 Consolidated Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ('the Act') with respect to the preparation of these financial statements that give a true and fair view of the consolidated financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including

The Accounting Standards specified under Section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements 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 consolidated 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 Consolidated financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

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 Consolidated financial statements are free from material misstatement.

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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at March 31, 2017, and its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government in terms of Section 143(11) 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 purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors as on March 31, 2017 taken on record by the Board of Directors, none of the Directors is disqualified as on March 31, 2017 from being appointed as a director in terms of Section 164(2) of the Act.
 - (f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 23(A)(i) to the financial statements.
 - 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 required to be transferred, to the Investor Education and Protection Fund by the Company.

**For BHARAT NEEMA & CO.
Chartered Accountants**

**Place : Mumbai
Date : 30th May, 2017**

**BHARAT NEEMA
Proprietor
(Membership No.074810)**

Annexure to the Independent Auditors' Report**(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

- (i) In respect of its fixed assets:
 - (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of the fixed assets.
 - (b) The Company has a program of verification of fixed assets to cover all the items in a phased manner over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, the management is in the process of carrying out the physical verification and reconciling the same with the book records. Material discrepancies, if any, between the book records and the physical verification would be dealt with on completion of such reconciliation.
- (ii) In respect of its inventories:
 - (a) As explained to us, the inventories were physically verified during the year by the management at reasonable intervals.
 - (b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the management were reasonable and adequate in relation to the size of the Company and the nature of its business.
 - (d) In our opinion and according to the information and explanations given to us, the Company has maintained proper records of its inventories and no material discrepancies were noticed on physical verification.
- (iii) The Company has not granted loans, secured or unsecured, to companies, firms or other parties covered in the Register maintained under Section 189 of the Companies Act, 2013.
- (iv) In our opinion and according to the information and explanations given to us, having regard to the explanations that some of the items purchased are of special nature and suitable alternative sources are not readily available for obtaining comparable quotations, there is an adequate internal control system commensurate with the size of the Company and the nature of its business with regard to purchases of inventory and fixed assets and the sale of goods and services. During the course of our audit, we have not observed any major weakness in such internal control system.
- (v) According to the information and explanations given to us, the Company has not accepted any deposit during the year. In respect of unclaimed deposits, the Company has complied with the provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013.
- (vi) We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended and prescribed by the Central Government under sub-section (1) of the Section 148 of the Companies Act, 2013 and are of the opinion that, prima facie, the prescribed cost records have been maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- (vii) According to the information and explanations given to us in respect of statutory dues:
 - (a) The Company has been generally regular in depositing undisputed statutory dues, including provident fund, employees' state insurance, income tax, sales tax, wealth tax, service tax, custom duty, excise duty, value added tax, cess and other material statutory dues applicable to it with the appropriate authorities.
 - (b) There were no undisputed amounts payable in respect of provident fund, employees' state insurance, income tax, sales tax, wealth tax, service tax, customs duty, excise duty, value added tax, cess and other material statutory dues in arrears as at March 31, 2015 for a period of more than six months from the date they became payable except.

Name of statute	Nature of Dues	Amount	Financial Year	Forum where dispute is pending
MP VAT TAX	Entry tax & Penalty	573286	2011-12	Commissioner of Appeals
MP VAT TAX	CST and Penalty	122484	2011-12	Commissioner of Appeals
MP VAT TAX	Entry tax & Penalty	224658	2012-13	Commissioner of Appeals
MP VAT TAX	VAT and Penalty	1819628	2012-13	Commissioner of Appeals
MP VAT TAX	ET and Penalty	79238	2013-14	Commissioner of Appeals
MP VAT TAX	CST and Penalty	624326	2013-14	Commissioner of Appeals
MP VAT TAX	VAT and Penalty	700140	2013-14	Commissioner of Appeals
MP VAT TAX	ET and Penalty	51865	2014-15	Commissioner of Appeals
MP VAT TAX	CST and Penalty	96824	2014-15	Commissioner of Appeals
MP VAT TAX	VAT and Penalty	859402	2014-15	Commissioner of Appeals

- (c) There are no amounts pending to be transferred to Investor Education and Protection Fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules made there under.
- (viii) There are no accumulated losses of the Company at the end of the financial year and the Company has not incurred cash losses during the financial year covered by our audit and in the immediately preceding financial year.
- (ix) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to financial institutions and banks. The Company has not issued any debentures.
- (x) According to the information and explanations given to us, the Company has not given guarantees for loans taken by others from banks and financial institutions.
- (xi) In our opinion and according to the information and explanations given to us, the term loans have been applied by the Company during the year for the purposes for which they were obtained.
- (xii) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

For BHARAT NEEMA & CO.
Chartered Accountants

Place : Mumbai
Date : 30th May, 2017

BHARAT NEEMA
Proprietor
(Membership No. 07474810)

CONSOLIDATED BALANCE SHEET AS ON 31st MARCH 2017

PARTICULARS	Note No.	AS AT 31.03.2017 (Rs.)	AS AT 31.03.2016 (Rs.)
EQUITY AND LIABILITIES			
Share holder's Funds			
Share Capital	2	62472000	62472000
Reserve and Surplus	3	63859523	60902355
Non-Current Liabilities			
Long-term borrowings	4	17064121	11960354
Deferred tax liabilities		--	--
Current Liabilities			
Short-term borrowings	5	4596589	727650
Trade Payable	6	174651793	134715094
Short-term provisions	7	1284662	1420406
Total		<u>323928689</u>	<u>272197859</u>
Assets			
Non-current assets			
Fixed assets			
Tangible assets	8	12620806	13690603
Non-current investments	9	95445330	71734290
Current assets			
Inventories	10	90277871	41912212
Trade receivables	11	94019593	79656094
Cash and cash equivalents	12	6825825	5605648
Short-term loans and advances	13	24314177	59092225
Miscellaneous Expenditure	14	425089	506789
Total		<u>323928689</u>	<u>272197859</u>

SIGNIFICANT ACCOUNTING POLICIES AND OTHER NOTES "1-21"
See accompanying notes 1 to 21 are integral part of the financial statements.

As per our report of even date attached

For **BHARAT NEEMA & Co.**

Chartered Accountants

(Firm Registration No. 006059C)

CA Bharat Neema

Proprietor

Membership No. 074810

Place : Mumbai

Date : 30th May 2017

for and on behalf of the Board

sd/-

SUDHIR JAIN

Managing Director

DIN - 00046442

sd/-

SHANTILAL JAIN

Director

DIN - 00469834

sd/-

SUNIT JAIN

Chief Financial Officer

CONSOLIDATED PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED 31st MARCH 2017

(Amount in Rs.)

PARTICULARS	Note No. (Rs.)	Year Ended on 31.03.2017 (Rs.)	Year Ended on 31.03.2016
INCOME			
Revenue from operations	15	411917015	340708566
Other Income	16	1004902	2974952
Total Revenue		<u>412921917</u>	<u>343683518</u>
EXPENDITURE			
Purchase & Purchase Expenses		443477675	315094926
Changes in inventories of finished		(48365659)	12330695
Employee benefit expenses	17	5358739	4572489
Adminstration & other expenses	18	4791194	4549673
Other borrowing cost	19	1766502	1723754
Depreciation & amortization Expenses	8	1526717	1492463
Miscellaneous Expenses	20	81700	81700
Total Expenses		<u>408636868</u>	<u>339845699</u>
Profit/Loss before tax		4285049	3837819
Earlier year Expenses		169768	--
Tax expense			
(1) Current tax		1100000	1000000
(2) Deffered Assesst		58113	66299
Profit/Loss for the year		2957168	2771520
Earning per share (Basic)		0.37	0.44
Earning per share (Dilauted)		0.37	0.44

SIGNIFICANT ACCOUNTING POLICIES AND OTHER NOTES “1-21”
See accompanying notes 1 to 21 are integral part of the financial statements.

As per our report of even date attached

For **BHARAT NEEMA & Co.**

Chartered Accountants

(Firm Registration No. 006059C)

CA Bharat Neema

Proprietor

Membership No. 074810

for and on behalf of the Board

sd/-

SUDHIR JAIN

Managing Director

DIN - 00046442

sd/-

SHANTILAL JAIN

Director

DIN - 00469834

sd/-

SUNIT JAIN

Chief Financial Officer

Place : Mumbai

Date : 30th May 2017

Note No. 1

Accounting policies and notes forming part of the Balance Sheet and Profit and Loss Account for the year ended 31st March, 2017.

[A] CONSOLIDATED SIGNIFICANT ACCOUNTING POLICIES & NOTES ON ACCOUNTS:

i. Corporate Information :-

Samyak International Limited (the holding company) is a public company domiciled in India and incorporated under the provisions of the Companies Act, 2013. Its shares are listed on two stock exchanges in India. The company is engaged in the trading in petroleum product and other commodities. The company caters to domestic markets only. Company is having Registered Office in Mumbai and Corporate Office at Indore, books are kept at Corporate Office.

ii. Basic of Preparation :-

The financial statements of the company have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP) to comply with the Accounting Standards notified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013 ("the 2013 Act")/Companies Act, 1956 ('the 1956 Act'), as applicable. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

iii. Revenue Recognition :-

1. Income, Expenditure and debit & credit notes are generally recognized on accrual basis except tax demand which is recognized on Cash basis.
2. Company is a trading Company, during the financial year it has executed trade in various commodities as well as in Shares.
3. Interest and other income has been recognised on Accrual basis.
4. Company is having Head Office at Mumbai, all the accounts of the Head Office has been merged at the end of the year

iv. Fixed Assets :- Tangible

Fixed Assets are stated at Cost less depreciation.

v. Depreciation :-

1. **Depreciation on Fixed Assets :-** Depreciation on tangible fixed assets has been provided on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013 recalculated as per new norms and accounted for accordingly.

vi. Investments/Stock in Trade :-

1. Investments are classified as long term and Current. Long term investments are carried at cost less provision for other than temporary diminution, if any, in value of such investments. Current investment are carried at lower of cost and fair value.
2. Stock in trade of the scrips have been maintained on the basis of first in first out method.
3. **Inventories :** Closing stock of various commodities is Rs.427.40 Lacs and closing stock of share is Rs. 12.16 Lacs and closing stock of subsidiary company Rs. 463.21 Lacs.
4. **Borrowing Cost :** Borrowing cost i.e. interest on vehicle loans are recognised as revenue expenditure.

NOTES TO AND PART OF THE FINANCIAL STATEMENT AS AT ON 31st MARCH 2017

(Amount in Rs.)

PARTICULARS	ASAT 31.03.2017 (Rs.)	ASAT 31.03.2016 (Rs.)
Note No. 2		
Share Capital		
a. Authorised Share Capital: (7000000 Equity Shares of Rs. 10/- each)	70000000	70000000
Total	70000000	70000000
b. Issued, Subscribed & Paidup. (6247200 Equity Shares of Rs. 10/- each fully paid up)	62472000	62472000
Total	62472000	62472000
I. Terms / Rights attached to equity shares		
The Number of equity shares at the beginning of the year and end of the year is 6247200 and there is no change during the year. The Company has only one class of equity shares. Each Shares has a paid up value of Rs. 10/- every share holder is entitled to one vote per share.		
II. Reconciliation of Issued Share Capital		
Number of equity shares at the beginning of the year	6247200	6247200
Number of equity shares at the end of the year	6247200	6247200
III. Details of shares held by share holders more than 5% of total shares		
	NIL	NIL
Note No. 3		
Reserves and Surplus		
a) Capital reserve	1500000	1500000
b) Capital redemption	--	--
c) Share premium reserve		
Opening balance	50150000	50150000
Add: Addition/ Reduction	--	--
Closing balance	50150000	50150000
d) Debenture redemption reserve	--	--
e) Revaluation reserve	--	--
f) Share option outstanding a/c	--	--
g) General reserve		
Opening balance	9252356	6480837
Add: Transferred from surplus in Statement of P&L	2957168	2771520
Less: Utilised / transferred during the year for:	--	--
Less : Retailed Earning of Fixed Assets	--	--
Closing balance	12209524	9252356
Total	63859524	60902356

NOTES TO AND PART OF THE FINANCIAL STATEMENT AS AT ON 31st MARCH 2017

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2017 (Rs.)	AS AT 31.03.2016 (Rs.)
Note No. 4		
Long term Borrowings		
Secured		
HDFC Bank Ltd. (Vehicle Loan)	923386	1140084
Short Term borrowings	11094883	10116463
Long Term borrowings	5045852	703807
Total	17064121	11960354
Note No. 5		
Short term borrowings		
Loans repaybles on demand		
From banks	786589	727650
Loans and advances from related parties	3810000	--
Total	4596589	727650
Note No. 6		
Other current liabilities		
Trade payable		
More than six months	56714345	35890835
Less than six months (Unsecured Considerd Good)	116226848	98824259
Total	172941193	134715094
Note No. 7		
Short term provisions		
Others (Specify)		
Provisions		
Provision for Expenses	1004257	453167
TDS Payable	171188	166943
Lease Tax Payable	--	--
Vat Tax payable	(990782)	(479704)
Income Tax Payable	1100000	1275000
Professional Tax Payable	--	5000
Total	1284662	1420406

Note No.8
TANGIBLE ASSETS AS ON 31ST MARCH 2017

Particulars	GROSS BLOCK				DEPRECIATION				NET BLOCK		
	Opening Balance as on 01.04.2016	Addition during the year	Deletion during the year	Total Balance as on 31.03.2017	Dep. upto 31.03.2016	Adj/ Written off	Adj. for Retain Earning	Dep. during the year	Total	Closing Balance as on 31.03.2016	Closing Balance as on 31.03.2017
OWN ASSETS											
Computers	267950	--	--	267950	267950	--	--	--	267950	--	--
Computers Software	103910	--	--	103910	75031	--	--	7074	82105	15675	8601
Furniture & Fixtures	1232485	--	--	1232485	1232485	--	--	--	1232485	--	--
Air Conditioner	162975	--	--	162975	142769	--	--	2517	145286	17689	15172
Telephone & Fax Machine	91820	--	--	91820	85528	--	--	836	86364	5456	4620
Vehicles	4630176	--	--	4630176	1079120	--	--	549833	1628953	3001223	2451390
Other Assets office equip.	27590	--	--	27590	27590	--	--	--	27590	--	--
Factory Land	1596466	--	--	1596466	--	--	--	--	--	1596466	1596466
Building & Site Development	1430815	--	--	1430815	162998	--	--	45309	208307	1267817	1222508
Plant & Machinery	8631519	414420	--	9045939	1373181	--	--	824714	2197895	7288323	6848043
Electric Installation	676384	--	--	676384	192768	--	--	64256	257024	483616	419360
Laboratory Equipments	18295	--	--	18295	6952	--	--	3476	10428	11343	4867
Security Camra	63672	--	--	63672	36294	--	--	12098	48392	27378	15280
Computers & Printers	27150	6700	--	27150	21547	--	--	3146	24693	5603	2457
Air Conditioner	--	42500	--	42500	--	--	--	13458	13458	--	29042
TOTAL (Rs.)	18961206	456920	--	19418126	4704213	--	--	1526717	6230930	13690603	12620806

Note No. 9

Non-current investments

Investment in Property (Long Term)	83651330	59940290
Unquoted Equity Shares (Short Term)	11794000	11794000
Total	<u>95445330</u>	<u>71734290</u>

The above investment are taken at Purchases value of the Shares.

Note No. 10

Inventories

Stock in hand	90277871	41912212
Total	<u>90277871</u>	<u>41912212</u>

Note No. 11

Trade receivables

More than six months	11848969	10135256
Less than six months (Unsecured considered good)	82170624	69520838
Total	<u>94019593</u>	<u>79656094</u>

Note No. 12

Cash and Cash Equivalent

Balance with banks	5304501	1790448
Cash in hand	1521324	3815199
Total	<u>6825825</u>	<u>5605648</u>

NOTES TO AND PART OF THE FINANCIAL STATEMENT AS AT ON 31st MARCH 2017

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2017 (Rs.)	AS AT 31.03.2016 (Rs.)
Note No. 13		
Short-term loans and advances		
Loans and advances to related parties (ICD Loan)	22479532	56271548
Deffered Tax Assets	1565	59678
Other Loans & Advances		
4%-SAD Refundable	209230	739816
Pre-paid Expenses	60634	49186
CANVAT Account	175520	194079
Sundry Deposits	298474	602839
Tax Deducted at Source	1094222	1175079
Total	<u>24314177</u>	<u>59092225</u>
Note No. 14		
Miscellaneous Expenditure		
Preferential issue exps.	425089	506789
Total	<u>425089</u>	<u>506789</u>
Note No. 15		
Revenue from operations	411916468	340708566
Total	<u>411916468</u>	<u>340408566</u>
Note No. 16		
Other Income		
Interest & Other Income	1004902	2974952
Total	<u>1004902</u>	<u>2974952</u>
Note No. 17		
Employee benefit expenses		
Salaries & wages	2685226	2450185
Staff Welfare expenses	153513	142304
Directors Remuneration	2136000	1660000
Conveyance Allowance	384000	150000
House Rent Allowance	--	120000
Medical Allowance	--	50000
Stypend Expenses	--	--
Total	<u>5358739</u>	<u>4572489</u>

NOTES TO AND PART OF THE FINANCIAL STATEMENT AS AT ON 31st MARCH 2017

(Amount in Rs.)

PARTICULARS	AS AT 31.03.2017 (Rs.)	AS AT 31.03.2016 (Rs.)
Note No. 18		
Administrative Expenses & Other expenses		
Advertising & Publicity	65350	92150
AGM EXPENSES	100550	98660
Payment to Auditors	119500	109000
Insurance Charges	98344	66541
Legal and Professional Charges	297645	248919
News Paper & Periodicals	20550	19130
Communication Expenses	82067	216507
Travelling & Conveyance	552685	385664
Rent, Rates and Electricity	979351	801191
Listing fees	230000	228000
Loss on sales of Shares	--	--
Loss on sale of Vehicle	--	--
Central Sales tax	221298	656663
Brokerage and STT	15500	3000
Computer Expenses	20890	27370
Demat Custody fee	52300	42608
Demat Expenses and fee	54074	59705
Delay Payment Charges	203437	26186
E-voting Expenses	--	14627
Freight & Cartage	519778	230695
Entry Tax	249300	631734
Postage & Telegram	77690	71090
ROC Expenses	--	2400
Sales Communication	--	--
Stationery & Printing	136022	112458
Website Expenses	9942	8738
Round off/Rate Diff.	5839	10337
Repair and maintenance (Machinery)	28940	34885
Factory Gen. Expenses	184398	195561
BIS Expenses	63480	63605
Security Expenses	314316	36000
Factory Insurance	--	--
Laboratory Expenses	20250	20150
Pollution Expenses	--	--
Property Tax	60198	30099
Professional Tax	7500	5000
Total	<u>4791194</u>	<u>4549673</u>
Note No. 19		
Other borrowings cost		
Interest & Hire Charges	1597810	1578579
Finance & Service charges	47184	6190
Bank Commission & Charges	121508	138985
Total	<u>1766502</u>	<u>1723754</u>
Note No. 20		
Miscellaneous Expenses	81700	81700
Total	<u>81700</u>	<u>81700</u>

Note No. 21

OTHER NOTES & DISCLOSERS

1. Contingent liabilities :- NIL
 2. Bonus entitlements on shares are recognised on ex-bonus dates without any acquisition cost.
 3. Balance in personal accounts of Receivables and Loans & Advances are subject to Confirmation.
- | | <u>2016-17 (Rs.)</u> | <u>2015-16 (Rs.)</u> |
|-----------------------------------|----------------------|----------------------|
| 4. Auditors remuneration :- | | |
| Audit Fees | 99500 | 94000 |
| Charges for other work | 15000 | 15000 |
| 5. Managerial Remuneration :- | | |
| Salary to Mr. Sudhir Jain (M.D.) | 780000 | 660000 |
| Salary to Mr. Shantilal Jain (D.) | 480000 | 360000 |
| Salary to Mrs. Sunita Jain (D.) | 600000 | 480000 |
| Salary to Mr. Sunit Jain (D.) | 600000 | 480000 |
6. There was foreign exchange outflow USD : 141640 and inflow USD : 17946 during the year regarding import of various commodities.
 7. The previous years figures have been reworked, regrouped and reclassified wherever necessary to confirm to the figures of the current year.
 8. The figures have been rounded off to the nearest rupee.
 9. Turnover include of sale of various commodities of Rs.4119.17 Lacs and shares of Rs.NIL
 10. Sgment Reporting : The Company operates in three business segments, i.e., trading in Petroleum products, Iron & steel, and shares, business sgment have been indentified as reportable primary segment in accordance with Accounting Staderred-17 "Segment Reporting as prescribed under Companies (Accounting Standered) Rules, The Categories included in each of the reported business segment are as under :
 1. Petroleum Products
 2. Iron & steel, Cement & other Commodities
 3. Bio Fertilizer
 11. Segment wise accounts are not maintained by the Company.

Information about business segments Primary

(Rs. in Lacs)

PARTICULARS	2016-17				TOTAL
	Petroleum products	Iron & Steel & Other	Bio Fertilizer	Rent Dis. Int. & Comm.	
A. SEGMENT REVENUE					
1. External Revenue	4119.18	--	--	10.04	4129.22
2. Intersegment Revenue	--	--	--	--	--
3. Closing Stock Inceasase (Decrease)	(483.66)	--	--	--	(483.66)
3. Total Revenue	3635.52	--	--	10.04	3645.56
4. Less : Intersegment Revenue	--	--	--	--	--
5. Less : Segment Cost	3571.48	--	--	--	3571.48
NET SEGMENT REVENUE	74.08	--	--	10.04	74.08
B. RESULT					
1. Segment Results	0.00	0.00	0.00	--	74.08
2. Interest Expenses	0.00	0.00	0.00	--	17.66
3. Exeptional Items (Income)/Expenses	0.00	0.00	0.00	--	15.27
4. Provison for Taxation	0.00	0.00	0.00	--	11.00
5. Excess Tax Provision for Prior years (Net)	0.00	0.00	0.00	--	0.58
NET PROFIT	0.00	0.00	0.00	--	29.57
C. SEGMENT ASSETS	0.00	0.00	0.00	--	3239.29
D. SEGMENT LIABILITIES	0.00	0.00	0.00	--	3239.29
E. CAPITAL EXPENDITURE	0.00	0.00	0.00	--	--
F. DEPRECIATION	0.00	0.00	0.00	--	15.27
G. NON CASH EXPENSES	0.00	0.00	0.00	--	--

12. Related Party Disclosers AS-18 :

- | | |
|---|---|
| a. Key Management Personnel | Mr. Sudhir Jain - MD |
| b. Relative (s) of Key Management Personnel | Mr. Sunit Jain - CFO |
| c. Subsidiary | Alpha Tar Industries Pvt. Ltd. |
| d. Enterprises which share common director | 1. Flash Herbal India Pvt. Ltd.
2. Osia Infra Project Ltd.
3. Sharvi Media Ltd.
4. Kishori Infra Project Ltd.
5. VSN Eco Fuel Pvt. Ltd. |

e. Other transaction with related parties

(Rs. in Lacs)

Name of Party	Relationship	Nature of Transaction	Volume of Transaction		Amount O/S	Amount W/O
			Credit	Debit		
Sudhir Jain	M.D.	Unsecured Loan	272.15	272.15	NIL	NIL
Sudhir Jain	M.D.	Remuneration	NIL	7.80	NIL	NIL
Shantilal Jain	Director	Remuneration	NIL	4.80	NIL	NIL
Shantilal Jain	Director	Unsecured Loan	35.85	35.85	NIL	NIL
Neha Nahar	Director	Unsecured Loan	0.55	0.55	NIL	NIL
Sunit Jain	Director	Remuneration	NIL	6.00	NIL	NIL
Sunita Jain	Director	Unsecured Loan	53.50	53.50	NIL	NIL
Sunita Jain	Director	Remuneration	NIL	6.00	NIL	NIL
Alpha Tar Industries Pvt. Ltd.	Subsidiary	Pur./Sale	NIL	67.20	6.00	NIL
Aadichem Trade Pvt. Ltd.	Relative Director	Pur./Sale	312.71	4.04	242.91	NIL
Samyak Eco Fuel Pvt. Ltd.	Relative Director	Pur./Sale	98.31	NIL	NIL	NIL
Oasiya Infra Project Ltd.	Common Director	Pur./Sale	628.98	NIL	197.99	NIL

13. The company has adopted Accounting Standard 22 - Accounting for Taxes on Income. The break up of net deferred tax asset and liabilities as at 31st March 2017 is as under :

	(Rs.)	
	As at 31st March 17 Deferred tax asset	Deferred tax liability
Opening Balance of Timing differences on account of	—	66299
Difference between Book Depreciation and Depreciation under the Income Tax Act, 1961	—	—
Expenditure under Section 43B of the I.T. Act, 1961	—	—
Less : Tax on earlier year expenses claim during the year	—	—
Net deferred tax assets	—	66299

14. Earning per Share :

	<u>2016-17</u>	<u>2015-16</u>
Net Profit / (Loss) as per Profit & Loss Account	2957168	2771520
No. of Equity Shares	67472000	67472000
Earning per share (Basic)	0.37	0.44
Earning per share (Dialitued)	0.37	0.44

15. Investment in Quoted/Unquoted shares has been taken at cost.

16. Samll scale undertaking : The Company has not received any information from any of the suppliers of their being a small scale unit, Hence amount due to small industrial unit outstanding as on march 31, 2017 are not ascertainable.

17. There is no amounts, required to be transferred to the Investor Education and Protection Fund by the Company.

17.Quantity Information : Additional information as required under of the Comapines Act 2013 in respect of quantity records.

Quantity Information :

1. Petroleum Products

	2016-17		2015-16	
	Qty.	Value	Qty.	Value
Opening Stock	1359.34	41912212	773.20	49411949
Purchase	17202.77	443477675	7024.04	399637868
Sales	14601.82	411917015	6963.04	340708566
Closing Stock	3960.29	89061508	853.52	39469049

2. Iron & Steel, Cement & Other Commodities

	2016-17		2015-16	
	Qty.	Value	Qty.	Value
Opening Stock	–	–	86.64	2288600
Purchase	–	–	–	–
Sales	–	–	86.84	2120505
Closing Stock	NIL	NIL	NIL	NIL

3. Equity Shares

	2016-17		2015-16	
	Qty.	Value	Qty.	Value
Opening Stock	299297	1216363	299297	2542358
Purchase	NIL	NIL	NIL	NIL
Sales	NIL	NIL	NIL	NIL
Closing Stock	299297	2443163	299297	2443163

SIGNIFICANT ACCOUNTING POLICIES AND OTHER NOTES “1-21”
See accompanying notes 1 to 21 are integral part of the financial statements.

As per our report of even date attached

For **BHARAT NEEMA & Co.**

Chartered Accountants

(Firm Registration No. 006059C)

CA Bharat Neema

Proprietor

Membership No. 074810

Place : Mumbai

Date : 30th May 2017

for and on behalf of the Board

sd/-

SUDHIR JAIN

Managing Director

DIN - 00046442

sd/-

SHANTILAL JAIN

Director

DIN - 00469834

sd/-

SUNIT JAIN

Chief Financial Officer