




27th September, 2014

Dy. Manager (Listing),
Corporate Relationship Department,
The Bombay Stock Exchange,
Phiroze Jeejeebhoy Towers,
Dalal street,
Mumbai-400001

Dear Sir,

FORM A

Letter of the Annual Audit Report			
1.	<table><tr><td>Name of the Company</td><td>Oscar Global Limited</td></tr></table>	Name of the Company	Oscar Global Limited
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2.	<table><tr><td>Annual Financial Statement of the year ended</td><td>31.03.2014</td></tr></table>	Annual Financial Statement of the year ended	31.03.2014
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3.	<table><tr><td>Type of Audit observation</td><td>Un-qualified</td></tr></table>	Type of Audit observation	Un-qualified
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4.	<table><tr><td>Frequency of observation</td><td>N.A</td></tr></table>	Frequency of observation	N.A
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5.	<table><tr><td>To be signed by:- Managing Director</td><td><div>for Oscar Global Limited</div><div></div><div>(Satish Kumar Verma)</div><div>(Chairman & Managing Director)</div><div>DIN: 00225444</div></td></tr></table>	To be signed by:- Managing Director	<div>for Oscar Global Limited</div> <div></div> <div>(Satish Kumar Verma)</div> <div>(Chairman & Managing Director)</div> <div>DIN: 00225444</div>
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BOARD OF DIRECTORS**MR. SATISH KUMAR VERMA***Chairman & Managing Director***MR. PAWAN CHADHA***Whole Time Director***MS. ARPITA VERMA***Whole Time Director***MR. KISHAN KALANI****MR. KAWALJIT SINGH****MS. DEEPIKA SINGH****AUDITORS****M/S SUSHIL VIPAN & CO.**

Chartered Accountants,
107-108, Sagar Plaza,
Distt. Centre, Laxmi Nagar,
Delhi-110092

**COMMON AGENCY FOR SHARE TRANSFER
& ELECTRONIC CONNECTIVITY
INDUS PORTFOLIO PVT. LTD.**

G-65, Bali Nagar,
New Delhi-110015
Tel. No.: 47671200, Fax No.: 25449836

BANKERS**STATE BANK OF BIKANER & JAIPUR**

101-102, New Delhi House,
27, Barakhamba Road,
New Delhi -110001

RATNAKAR BANK LTD.

J-13/52, Rajori Garden,
New Delhi-110027

REGISTERED OFFICE

101, Plot No. 6, LSC,
Vardhman Rajdhani Plaza,
New Rajdhani Enclave,
New Delhi-110092

E-mail:- oscar@oscar-global.com

Website: www.oscar-global.net

CIN No.: L51909DL199PLC041701**CORPORATE OFFICE**

C-76, Sector-8
NOIDA-201301
Contact No.: 9810337978

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NOTICE

To,
The Members,

NOTICE is hereby given that the 23rd Annual General Meeting of the Company will be held at The Executive Club, Dolly Farms & Resorts Pvt. Ltd., 439, Village Shaoorpur, P.O. Fatehpuri, New Delhi on the Friday, 26th September, 2014 at 4.30 p.m. to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Balance Sheet as at 31st March, 2014, and Statement of Profit & Loss of the Company for the year ended 31st March, 2014 and the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Ms. Arpita Verma (DIN: 01360010), who retires by rotation and being eligible, offers herself for re-appointment.
3. Appointment of Auditors
To appoint M/s. Sushil Vipin & Co., Chartered Accountants (Firm Registration No. 006127N) as Statutory Auditors of the Company and authorise Board to fix their remuneration.

SPECIAL BUSINESS:

4. To consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:
"RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Mr. Kishan Kalani (DIN 00022305), a non-executive Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company with effect from September 26th, 2014 to hold office for 2 consecutive years i.e. for a term upto the conclusion of the Annual General Meeting of the Company to be held in the calendar year 2016."
5. To consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:
"RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Ms. Deepika Singh (DIN 05315185), a non-executive Director of the Company, who has submitted a declaration that she meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company with effect from September 26th, 2014 to hold office for 2 consecutive years for a term upto the conclusion of the Annual General Meeting of the Company to be held in the calendar year 2016."
6. To consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:
RE-APPOINTMENT OF PAWAN CHADHA (DIN:0022305) AS WHOLE TIME DIRECTOR
RESOLVED THAT in accordance with the provisions of Section 269, 309, 310 read with Schedule XIII and all other applicable statutory provisions of the Companies Act, 1956 (including any statutory modification (s) or re-enactment thereof, for the time being in force) and as recommended by the Remuneration Committee, approval of the shareholders be and is hereby accorded to the re-appointment of Mr. Pawan Chadha as Whole-Time Director of the Company for a period of five years with effect from 1st October, 2013 to 30th September, 2018 on a salary of Rs. One Lac per month, including such perks as may be allowed under the Companies Act, 1956, excluding retirement benefits like leave encashment benefits, gratuity, Provident fund etc., as made by the board in its meeting held on 01-10-2013.
RESOLVED FURTHER THAT all acts done by Board in this regard be and are hereby approved, confirmed and rectified."
7. To consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:
"RESOLVED THAT in supersession of all the resolutions passed by shareholders in the past and pursuant to the provisions of section 180(1)(a) and other applicable provisions, if any of the Companies Act, 2013 (including any statutory modifications or amendments thereof) and Rules made there under, consent of the Shareholders be and is hereby accorded to the Board of Directors and its Committee(s), to mortgage or create charge on all or any of the immovable and movable properties (including pledge of securities held in subsidiaries/associates) of the Company, its subsidiaries and associates where so ever situated, present and future, and /or conferring power to enter upon and to take possession of assets of the Company in certain events, to or in favour of any Bank(s) or Financial Institution(s) situated within or outside India (hereinafter referred to as "the Lenders") to secure repayment of rupee term loans or working Capital loans or a foreign currency loans or a combination of all lend, advanced or agreed to lend and advanced by the lender(s) to the Company either jointly or severally or in any other combination thereof, as the case may be, in

terms of the loan agreement(s), entered into/ to be entered into by the Company with each of the lenders for the purpose of implementation of the project(s) of the Company, its subsidiaries and associates upto a limit of Rs. 50 Crore".

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

"RESOLVED THAT in supersession of all the resolutions passed by shareholders in the past and pursuant to Section 180(1)(c) and any other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modifications or amendments thereof), consent of the shareholders be and is hereby accorded to the Board of Directors and its Committee(s) to borrow any sum or sums of money, from time to time, not exceeding at any time, a sum of Rs. 50 Crores (Rupees Fifty Crore Only) for the purpose of business of the Company notwithstanding, that such borrowing(s), together with the monies already borrowed by the Company (apart from temporary loans, if any, obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital and free reserves of the Company, that is to say, reserves not set apart for any specific purpose."

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

ADOPTION OF NEW ARTICLES OF ASSOCIATION OF THE COMPANY

"RESOLVED THAT pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the draft regulations contained in the Articles of Association submitted to this meeting be and are hereby approved and adopted in substitution, and to the entire exclusion, of the regulations contained in the existing Articles of Association of the Company;

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

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

INCREASE IN REMUNERATION AND APPOINTMENT OF PAWAN CHADHA (DIN:0022305) AS CFO

"RESOLVED THAT, pursuant to the provisions of Sections 197, 198 & 203 and read with Rule 8 of Company (Appointment & Remuneration of Managerial Personnel) Rules, 2014 and with Schedule V and all other applicable statutory provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and as recommended by the Nomination and Remuneration Committee, approval of shareholders be and is hereby accorded for the increase in remuneration of Mr. Pawan Chadha (Whole-Time Director) of the Company with effect from 01.04.2014 as per the details given below:

Salary: Rs. 2 lac per month.

Perquisites: Rs. 50,000/- per month.

RESOLVED FURTHER THAT the retirement benefits namely Gratuity, Leave Encashment Benefits, Provident Fund etc. shall not be counted as perquisites.

RESOLVED FURTHER THAT pursuant to Section 203 and as per recommendation of Nomination and Remuneration Committee, approval of the shareholders be and is hereby given for appointment of Mr. Pawan Chadha as the Chief Financial Officer of the Company and that he will have dual charge as Whole Time Director and Chief Financial Officer.

RESOLVED FURTHER THAT all acts done by Board in this regard be and are hereby approved, confirmed and ratified."

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

INCREASE IN REMUNERATION OF MS. ARPITA VERMA (DIN: 01360010)

"RESOLVED THAT, pursuant to the provisions of Sections 197 & 198 and read with Schedule V and all other applicable statutory provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and as recommended by the Nomination and Remuneration Committee, approval of shareholders be and is hereby accorded for the increase in remuneration of Ms. Arpita Verma (Director) of the Company with effect from 01.04.2014 as per the details given below:

Salary: Rs. 1.5 lac per month.

Perquisites: Rs. 50,000/- per month.

RESOLVED FURTHER THAT the retirement benefits namely Gratuity, Leave Encashment Benefits, Provident Fund etc. shall not be counted as perquisites.

RESOLVED FURTHER THAT all acts done by Board in this regard be and are hereby approved, confirmed and ratified."

12. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:-**
INCREASE IN REMUNERATION OF MR. SATISH KUMAR VERMA (DIN: 00225444)

“RESOLVED THAT, pursuant to the provisions of Sections 197& 198 and read with Schedule V and all other applicable statutory provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and as recommended by the Nomination and Remuneration Committee, approval of shareholders be and is hereby accorded for the increase in remuneration of Mr. Satish Kumar Verma (Managing Director) of the Company with effect from 01.04.2014 as per the details given below:

Salary: Rs. 2 lac per month.

Perquisites: Rs. 50,000/- per month.

RESOLVED FURTHER THAT the retirement benefits namely Gratuity, Leave Encashment Benefits, Provident Fund etc. shall not be counted as perquisites.

RESOLVED FURTHER THAT all acts done by Board in this regard be and are hereby approved, confirmed and ratified.”

**By Order of the Board
For Oscar Global Limited**

**(Satish Kumar Verma)
(Chairman & Managing Director)
DIN: 00225444**

Place : New Delhi

Date : 12.08.2014

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH 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 later than 48 hours before the meeting. Proxies submitted on behalf of Limited companies societies, etc., must be supported by appropriate resolutions/ authority, as applicable.
2. As per Section 105 of the Companies Act, 2013 and relevant rules made there under, a person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent (10%) of the total share capital of the company carrying voting rights. Further, a member holding more than ten percent (10%) of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
3. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
4. Additional information pursuant to Clause 49 of the listing agreement with the stock exchanges in respect of all Directors seeking appointment as mentioned under items nos.4, 5 and 6 contained in the notice of Annual General Meeting are furnished and forms part of this Notice. The said Directors have furnished necessary consents/ declarations for their appointment. Further, all the Independent Directors have affirmed that they meet the requirements specified under Clause 49 I(A)(iii) of the listing agreement in respect of their position as an “Independent Director” of the Company.
5. The explanatory statement pursuant to Section 102 of the Companies Act, 2013 in respect of item nos. 4, 5, 6, 7, 8, 9,10,11 and 12 of the accompanying notice is annexed hereto.
6. Copies of all documents referred to in the notice are available for inspection at the registered office of the Company during normal business hours on all working days upto and including the date of the annual general meeting of the Company.
7. The Register of Members and the Share Transfer Books of the Company will remain closed from 25th September, 2014 & 26th September, 2014 (both days inclusive).
8. Members seeking any information with regard to accounts are requested to write to the Compliance Officer at least ten days in advance of the annual general meeting, to enable the Company to keep the information ready.
9. Members are requested to:
 - a. Bring their copy of the Annual Report for the meeting.
 - b. Note that all correspondence relating to share transfers should be addressed to Registrar and Transfer Agents of the Company, viz. M/s Indus Portfolio Pvt. Ltd. , G-65,Bali Nagar, New Delhi- 110015.
 - c. Quote their DP ID No. /Client ID No. or folio number in all their correspondence.
10. The annual report for 2013-14 along with the notice of Annual General Meeting, attendance slip and proxy form is being sent by electronic mode to all the shareholders who have registered their email ids with the depository participants/ registrar and share transfer agent unless where any member has requested for the physical copy. Members who have

not registered their email ids, physical copies of the annual report 2013-14 along with the notice of annual general meeting, attendance slip and proxy form are being sent by the permitted mode. Members may further note that the said documents will also be available on the Company's website www.oscar-global.net for download. Physical copies of the aforesaid documents will also be available at the Company's registered office for inspection during normal business hours on working days. For any communication, the shareholders may also send requests to the Company's email id viz. oscar@oscar-global.com

11. Pursuant to Section 101 of the Companies Act, 2013 and rules made there under, the companies are allowed to send communication to shareholders electronically. We thus, request you to kindly register/update your email ids with your respective depository participant and Company's registrar and share transfer agent (in case of physical shares) and make this initiative a success.
12. SEBI has made the submission of PAN by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company/Indus Portfolio Pvt. Ltd.(RTA).
13. Members holding shares in physical form are requested to consider converting their holdings to dematerialised form to eliminate risks associated with physical shares and for ease in portfolio management. Members can contact the Company or Indus Portfolio Pvt. Ltd.(RTA). for assistance in this regard.
14. Members who hold shares in physical form in multiple folios in identical names or join holding in same order of names are requested to send share certificates to Indus Portfolio Pvt. Ltd.(RTA)., for consolidation in to single folio.

PROCESS AND MANNER FOR MEMBERS OPTING FOR E-Voting ARE AS UNDER:

1. In compliance with provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to PROVIDE TO THE Members the facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting services provided by National Securities Depository Ltd (NSDL).

The procedure and instructions for the same are as follows:

A. In case of Members' receiving E-Mail from NSDL

- i. Open E-Mail and open PDF file viz: "OSCAR GLOBAL LIMITED-Voting.pdf" with your Client ID or Folio Number as password. The said PDF file contains your user ID and password for E-Voting. Please note that the password is an initial password.
- ii. Open your web browser during the voting period and log on to the e-voting website.
- iii. Click on "Shareholders" tab to cast your vote.
- iv. Enter your user ID and password as initial password noted in Step (i) above. Click LOGIN.
- v. Password Change menu appears. Change the initial password with new password of your choice. The new password has to be minimum eight digits / characters or combination thereof. Note new password. Kindly note that this password is to be used by the holders for voting for resolution of any other Company on which they are eligible to vote, provided that Company opts for E-Voting through NSDL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- vi. Home-page of "E-Voting" opens. Click on "E-Voting": Active Voting Cycles.
- vii. Select "EVEN" of OSCAR GLOBAL LIMITED (i.e the Electronic Voting Event Number), from the drop down menu.
- viii. Now you are ready for "E-Voting" as "Cast Vote" page opens.
- ix. Then cast your vote by selecting appropriate options and click on "SUBMIT" and also "CONFIRM" when prompted. Once you 'CONFIRM' your vote on the resolution, you will not be allowed to modify your vote.
- x. Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter etc., together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail at: bhatia_r_s@hotmail.com with a copy marked to evoting@nsdl.co.in.

B. In case of Members whose email ID's are not registered with the Company/Depository Participants, their User ID and initial password/PIN is provided on the Ballot Form sent with the Annual General Meeting Notice. Members are requested to follow steps at serial no . (ii) to (ix) mentioned above, to cast their vote.

C. Members who are already registered with NSDL for e-Voting can use their existing User ID and password/PIN for casting their vote.

- D. The e-Voting period commences on 17th September, 2014(9.00 am) and ends on 20th September, 2014 (6 pm). During this period, Members holding shares in either physical or demat form as on the cutoff date of 22nd August, 2014 may cast their votes electronically. The e-Voting module shall be disabled by NSDL for voting thereafter.
- E. In case of any query pertaining to e-Voting, Members may refer to the FAQ's for shareholders and e-Voting user manual for shareholders available at the Downloads section of NSDL at <https://www.evoting.nsdl.com>
- F. Mr R.S. Bhatia, Practicing Company Secretary has been appointed as Scrutinizer for scrutinizing the e-Voting process in fair and transparent manner.
- G. The Scrutinizer shall, within a period not exceeding three (3) working days from the conclusion of e-Voting period, unblock the votes in the presence of at least 2 witnesses not in employment of the company and make a Scrutinizers Report for the votes cast in favour or against, if any, forthwith to the Chairman of the Company.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 4

As per the provisions of Sec 149 of the Act which has come in to force with effect from April 01, 2014, an Independent Director shall hold office for a term up to five consecutive years on the Board of a company and is not liable to retire by rotation.

Mr Kishan Kalani is a qualified engineer with 34 years experience of different fields. He is associated with the company with quite a long time.

Mr. Kishan Kalani has given a declaration to the Board that he meets the criteria of independence as provided under Sec 149(6) of the Act. In the opinion of the Board, Mr. Kishan Kalani fulfills the conditions specified in the Act, and the Rules made there under for the appointment of Independent Directors and he is Independent of the management.

In compliance with the provisions of Sec 149 read with Schedule IV of the Act, the appointment of Kishan Kalani as an Independent Director is now being placed before the members for their approval for a period of 2 years.

The terms and conditions of the appointment of Mr. Kishan Kalani pursuant to the provisions of Schedule IV of the Act, shall be open for inspection at the Registered Office of the Company by any Member during the normal business hours on any working day of the Company.

In the opinion of the Board of Directors Mr. Kishan Kalani fulfills the conditions specified in the Act and rules made there under and he is independent of the Management.

Mr. Kishan Kalani is interested and concerned in the Resolution as mentioned at Item no.4 of the Notice. Other than Mr. Kishan Kalani, no other Director, Key Managerial Personnel or their respective relatives are concerned or interested in the Resolution.

Item No. 5

As per the provisions of Sec 149 of the Act which has come in to force with effect from April 01, 2014, an Independent Director shall hold office for a term up to two consecutive years on the Board of a company and is not liable to retire by rotation.

Ms. Deepika Singh has given a declaration to the Board that she meets the criteria of independence as provided under Sec 149(6) of the Act. In the opinion of the Board, Ms. Deepika Singh fulfills the conditions specified in the Act, and the Rules made there under for the appointment of Independent Directors and she is Independent of the management.

In compliance with the provisions of Sec 149 read with Schedule IV of the Act, the appointment of Deepika Singh as Independent Director is now being placed before the members for their approval for a period of 2 years.

The terms and conditions of the appointment of Ms. Deepika Singh pursuant to the provisions of Schedule IV of the Act, shall be open for inspection at the Registered Office of the Company by any Member during the normal business hours on any working day of the Company.

In the opinion of the Board of Directors Ms. Deepika Singh fulfills the conditions specified in the Act and rules made there under and she is independent of the Management

Ms. Deepika Singh is interested and concerned in the Resolution as mentioned at Item no.5 of the Notice. Other than Ms. Deepika Singh, no other Director, Key Managerial Personnel or their respective relatives are concerned or interested in the Resolution.

A brief profile of the Independent Directors to be appointed is given below:

Name	Mr. Kishan Kalani	Ms. Deepika Singh
Age	64 yrs	27 yrs
Qualification	Engineer	Graduate
Experience	34 yrs	4 yrs
Directorship in Boards of other Companies	2	NIL
Shareholding as on 31.03.2014	NIL	NIL

Item No. 6

Mr. Pawan Chadha was re-appointed as a Whole Time Director of the Company for a period of 5 years w.e.f. 01.10.2013 to 30.09.2018 by the Board in its meeting held on 01.10.2013. Mr. Pawan Chadha is a qualified Engineer and has a vast experience of 43 years in the field of handling the production and marketing of the Company very effectively. Considering his vast experience, the Board of Directors have re-appointed him as a Whole Time Director in its meeting held on 01.10.2013 for a term of 5 years w.e.f. 01.10.2013 on such terms and conditions as detailed in the Resolution.

His reappointment as Whole Time Director and Conditions has already been approved by the Remuneration Committee in its meeting held on 01.10.2013 and again ratified by the Nomination and Remuneration Committee in its meeting held on 10.06.2014.

Under Schedule XIII of the Companies Act, 1956, the appointment and remuneration of the said Whole Time Director is required to be approved by the shareholders by means of an Ordinary Resolution. The resolution is accordingly recommended for approval of the shareholders.

Mr. Pawan Chadha himself is concerned/interested in the resolution.

No other director is interested in the resolution.

Item No. 7 & 8

The members of the Company in the past had approved resolutions for mortgaging the properties of the company in favour of the lenders and also for exercising the borrowing limits for the purpose of business of the company.

Pursuant to notification of Section 180 of the Companies Act, 2013, prior consent of the Shareholders by a special resolution is required to enable the Board of Directors to exercise these powers which, in aggregate, may exceed the paid-up capital and free reserves of the Company and to create charge on movable/immovable properties of the Company in favour of the lenders.

Further, the Ministry of Corporate Affairs vide their circular no.4 dated: 25-03-2014 had clarified that all such resolutions passed in this regard are valid and effective only for a period of one year up to 11-09-2014. Any such mortgages and borrowings after this date would require a fresh prior approval of the shareholders under section 180 of the Companies Act, 2013 through a special resolution. It is imperative that such an authority is required to be delegated to the Board of Directors or its Committee for carrying on the business of the Company in the ordinary course and the Board is of the view that borrowing limits of up to Rs. 50 Crores would be sufficient to carry on the business. Accordingly, the Board of Directors of the company at its meeting held on 12.08.2014 had approved these proposals subject to your approval.

None of the Directors / Key Managerial Personnel and their relatives are interested or concerned, financially or otherwise in the above special resolution set out under Item No: 7 & 8 of the Notice.

Item No. 9

The Articles of Association ("AoA") of the Company as presently in force are based on the Companies Act, 1956 and several regulations in the existing AoA contain references to specific sections of the Companies Act, 1956 and some regulations in the existing AoA are no longer in conformity with the Companies Act 2013.

With the coming into force of the Companies Act 2013 several regulations of the existing AoA of the Company require alteration or deletions in several articles. Given this position, it is considered expedient to wholly replace the existing AoA by a new set of Articles.

The new AoA to be substituted in place of the existing AoA are based on Table 'F' of the Act which sets out the model articles of association for a company limited by shares. Shareholder's attention is invited to certain salient provisions in the new draft AoA of the Company viz:

- a) Company's lien now extends also to bonuses declared from time to time in respect of shares over which lien exists;
- b) the nominee(s) of a deceased sole member are recognized as having title to the deceased's interest in the shares;
- c) new provisions regarding application of funds from reserve accounts when amounts in reserve accounts are to be capitalized;
- d) new provisions relating to appointment of chief executive officer and chief financial officer, in addition to manager and company secretary;
- e) existing articles have been streamlined and aligned with the Act;
- f) the statutory provisions of the Act which permit a company to do some acts "if so authorized by its articles" or provisions which require a company to do acts in a prescribed manner "unless the articles otherwise provide" have been specifically included; and
- g) provisions of the existing AoA which are already part of statute in the Act have not been reproduced in the new draft AoA as they would only lead to duplication – their non-inclusion makes the new AoA crisp, concise and clear and aids ease of reading and understanding.

The proposed new draft AoA is being uploaded on the Company's website for perusal by the shareholders.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Special Resolution set out at Item No. 9 of the Notice.

The Board recommends the Special Resolution set out at Item No. 9 of the Notice for approval by the shareholders.

ITEM NO. 10

The Board of the Company at its Meeting held on 01-10-2013 made the appointment of Mr. Pawan Chadha as a Managing Director for a period of 5 years w.e.f. 01-10-2013 on a monthly salary of Rs. 100,000/- per month including perks as mentioned in the Resolution.

It is proposed to revise the salary of Mr. Pawan Chadha from Rs. 100,000 per month (including perks) to Rs. 2,00,000 per month and perquisites maximum of Rs. 50,000 (excluding retirement benefits namely Gratuity, Leave Encashment Benefits, provident fund etc.) with effect from 1st April, 2014. However, all other terms and conditions of the appointment will remain unchanged. The increased remuneration will be subject to the overall limits as provided under section 197 and 198 and any other applicable provisions, if any, read with Schedule V of the Companies Act, 2013.

The Directors of the Company on recommendation made by the Nomination and Remuneration Committee, have approved the proposal of increase in their remuneration, subject to the approval of the members. Your Directors recommend the resolution for approval by the members of the Company.

The above may be treated as a written memorandum setting out the terms of re-appointment of Mr. Pawan Chadha under section 190 of the Companies Act, 2013.

None of the Directors of the Company except Mr. Pawan Chadha, himself, is in any way concerned or interested in this resolution. The members are requested to consider and approve the above proposal for increase in the salary of Mr. Pawan Chadha.

ITEM NO. 11

The members of the Company at the 22nd Annual General Meeting held on 27th September, 2013 approved the appointment of Ms. Arpita Verma as a Director for a period of 3 years on a monthly salary of Rs. 75,000/- per month.

It is proposed to revise the salary of Ms. Arpita Verma from Rs. 75,000 per month to Rs. 1,50,000 per month and perquisites maximum of Rs. 50,000 (excluding retirement benefits namely Gratuity, Leave Encashment Benefits, provident fund etc.) with effect from 1st April, 2014. However, all other terms and conditions of the appointment will remain unchanged. The increased remuneration will be subject to the overall limits as provided under section 197 and 198 and any other applicable provisions, if any, read with Schedule V of the Companies Act, 2013.

The Directors of the Company on recommendation made by the Nomination and Remuneration Committee, have approved the proposal of increase in their remuneration, subject to the approval of the members. Your Directors recommend the resolution for approval by the members of the Company.

The above may be treated as a written memorandum setting out the terms of re-appointment of Ms. Arpita Verma under section 190 of the Companies Act, 2013.

None of the Directors of the Company except Mr. Satish Kumar Verma, being relative, is in any way concerned or interested in this resolution. The members are requested to consider and approve the above proposal for increase in the salary of Ms. Arpita Verma.

ITEM No. 12

The members of the Company at the 18th Annual General Meeting held on 23rd September, 2009 approved the appointment of Mr. Satish Kumar Verma as a Managing Director for a period of 5 years on a monthly salary of Rs. 100,000/- per month.

It is proposed to revise the salary of Mr. Satish Kumar Verma from Rs. 1,00,000 to Rs. 2,00,000 and perquisites maximum of Rs. 50,000 (excluding retirement benefits namely Gratuity, Leave Encashment Benefits, provident fund etc.) with effect from 1st April, 2014. However, all other terms and conditions of the appointment will remain unchanged. The increased remuneration will be subject to the overall limits as provided under section 196, 197 and 198 and any other applicable provisions, if any, read with Schedule V of the Companies Act, 2013.

The Directors of the Company on recommendation made by the Nomination and Remuneration Committee, have approved the proposal of increase in their remuneration, subject to the approval of the members. Your Directors recommend the resolution for approval by the members of the Company.

The above may be treated as a written memorandum setting out the terms of re-appointment of Mr. Satish Kumar Verma under section 190 of the Companies Act, 2013.

None of the Directors of the Company except Mr. Satish Kumar Verma and Ms. Arpita Verma, being relative, is in any way concerned or interested in this resolution. The members are requested to consider and approve the above proposal for increase in the salary of Mr. Satish Kumar Verma.

**By Order of the Board
For Oscar Global Limited**

**(Satish Kumar Verma)
(Chairman & Managing Director)
DIN: 00225444**

Place : New Delhi
Date : 12.08.2014

DIRECTORS' REPORT

To,
The Members,
Oscar Global Limited

Your Directors have pleasure in presenting the 23rd Annual Report along with the Audited Statement of Accounts of the Company for the Financial Year ended 31st March, 2014.

FINANCIAL HIGHLIGHTS

	Current Year (Rs. In Lac)	Previous Year (Rs. In Lac)
Sales & Income from Operations	1669.80	1211.28
Operating Profit before Interest, Tax & Depreciation	171.17	42.80
Less: Interest	0.83	2.20
Gross Profits	170.34	40.60
Less: Depreciation	10.00	8.69
Profit before Tax	160.34	31.90
Less: Provisions for Income Tax		10.99
i) Current Tax	56.29	
ii) Deferred Tax	(11.71)	
Net Profit/ (Loss)	115.76	20.91
Balance of Profit/ (Loss) from Previous Year	550.60	571.51

PERFORMANCE

The turnover of the Company has increased from Rs.1211 lac to Rs.1669 lac. The net profit of the Company has also increased from Rs. 20.91 lac to Rs.115.76 lac. Your Directors are hopeful that the profitability of the Company will further improve in the coming years.

FUTURE PROSPECTS

Leather apparels are back in fashion in Europe and U.S.A and International demand for leather garments is likely to improve further in the coming years. Although there is big Competition from China and Pakistan, the future prospects look good.

DIVIDEND

Your directors do not recommend any dividend for the year to plough back profits for working capital needs.

PUBLIC DEPOSITS

Your Company has neither accepted any deposits during the financial year under review nor any deposit were outstanding as at close of financial year 31st March, 2014.

AUDITORS' REPORT

There is no adverse qualification in the Auditor's Report, which needs to be clarified.

AUDITORS

M/s Sushil Vipan & Co., Chartered Accountants, Statutory Auditors of the Company hold office until the conclusion of the ensuing Annual General Meeting. The Company has received letter from them to the effect that their appointment, if made, would be within the limits prescribed U/s 139 of the Companies Act, 2013. Accordingly, M/s Sushil Vipan & Co., Chartered Accountants, is required to be reappointed as Statutory Auditors of the Company at the ensuing Annual General Meeting. Their appointment has also been recommended by the Audit Committee.

DIRECTORS

Mr. Pawan Chadha was re-appointed as a Whole Time Director of the Company w.e.f. 01.10.2013 by the Board subject to the approval of the Board.

Ms. Arpita Verma will retire at the ensuing Annual General Meeting of the Company and being eligible, offer herself for reappointment. Your directors recommend her reappointment.

Mr. Kawaljit Singh Bhatia was appointed as an Additional Director(Independent) w.e.f. 10.06.2014 by the Board, his term expires at the conclusion of forthcoming Annual General Meeting.

Ms. Deepika Singh was appointed as an Additional Director(Independent) w.e.f.10.06.2014 by the Board. Your Directors recommend her appointment as an Independent director of the Company.

INDEPENDENT DIRECTORS

In terms of sub-section (10) of section 149 of the Companies Act, 2013 (effective from 01-04-2014), every listed company shall appoint Independent Directors, who shall hold office for a term up to 5 (five) consecutive years on the Board of a company and sub section (11) of section 149 states that no Independent Director shall be eligible to be appointed for more than 2 (two) consecutive terms of 5 (five) years.

Further, it may be noted that sub-section (5) of section 149 of the Companies Act, 2013, provides for a transitional period of one year (from 01-04-2014) for re-appointment of the Independent Directors, if eligible, for a consecutive period of 5 (five) years (if, it is intended so by the Board) subject to compliance with the eligibility and other prescribed conditions.

In compliance of Section 149 of the Companies Act, 2013, regarding appointment of independent directors, your board have decided to recommend the appointment of Mr. Kishan Kalani, and Ms. Deepika Singh as independent directors.

Key Managerial Personnel

Mr. Satish Kumar Verma Chairman & Managing Director, Mr. Pawan Chadha, Whole Time Director and Chief Financial Officer and Ms. Arpita Verma, Whole Time Director of the Company are nominated as Key Managerial Personnel (KMP) of the Company under the provisions of section 203 of the Companies Act, 2013.

DIRECTOR'S RESPONSIBILITY STATEMENT

The Board of Directors of your Company state:

- i. that in the preparation of the annual accounts, the applicable accounting standards had been followed;
- ii. that the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of financial year and of the profit of the Company for that period;
- iii. that the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv. that the directors had prepared the annual accounts on a going concern basis.

AUDIT COMMITTEE

The audit committee has met and reviewed the financial statements for the financial year ended 31.03.2014 and has not given any adverse observations. It has also recommended the re-appointment of M/s. Sushil Vipan & Co., Chartered Accountants, as statutory auditors of the Company. The role and scope of the Committee is as per the requirement of Section 177 of the Companies Act, 2013 and Listing Agreement. Presently Ms. Deepika Singh, Mr. K. Kalani, and Mr. Pawan Chadha are the members of Audit Committee. Mr. Kishan Kalani is the Chairman of the Audit Committee.

Vigil Mechanism

The Audit Committee has established a Vigil Mechanism and adopted a Revised Whistle-Blower Policy at its meeting held on August 12, 2014, which provides a formal mechanism for all Directors and employees of the Company to approach the Management of the Company (Audit Committee in case where the concern involves the Senior Management) and make protective disclosures to the Management about unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct or ethics policy. The disclosures reported are addressed in the manner and within the time frames prescribed in the Policy. The Company affirms that no director or employee of the Company has been denied access to the Audit Committee.

CORPORATE GOVERNANCE

As per clause 49 of the listing agreement with Stock Exchange(s), Management Discussion & Analysis Report and Corporate Governance Report is annexed as Annexure I and Annexure II & form part of this Directors' Report.

PARTICULARS OF EMPLOYEES

During the year, there were no employees who were in receipt of remuneration as per the provisions of Section 217(2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules, 1975.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO**Conservation of Energy:**

Company continues to pay significant attention towards the conservation of energy and all necessary measures have been taken to optimize the use of electricity, which is being used for manufacturing.

Research & Development and Technology Absorption :

The Company has been improving the quality of its products as per latest fashions through its skilled technical staff. The Company has not imported any technology from abroad.

Foreign Exchange earning and outgo:

Particulars	Year ended	Year ended
	31.03.14	31.03.13
	Rs. In lac	Rs. In lac
Foreign Exchange Earning	1467.44	1054.48
Foreign Exchange Outgo	94.64	59.22

EMPLOYEES RELATIONS

During the year, the industrial relations continued to be cordial and harmonious. Your directors wish to place on record the appreciation for the devoted services rendered by the workers, staff and executives of the Company at all levels who have contributed to the efficient and successful management of the Company.

LISTING

Presently the Company's equity shares are listed on the following Stock Exchanges:-

The Jaipur Stock Exchange Ltd.

The Calcutta Stock Exchange Association Ltd.

The Delhi Stock Exchange Association Ltd. and

Bombay Stock Exchange Ltd.

However, de-listing applications have already been made to Jaipur & Calcutta Stock Exchanges.

Your Company is regular in paying listing fees to B.S.E. & D.S.E.

ACKNOWLEDGEMENT

Your directors take this opportunity to offer their sincere thanks to various departments of the Central and state Governments, Financial Institutions, Banks and Investors for their unstinted support, assistance and valuable guidance.

**By Order of the Board
For Oscar Global Limited**

**(Satish Kumar Verma)
(Chairman & Managing Director)
DIN: 00225444**

Place : New Delhi
Date : 12.08.2014

MANAGEMENT DISCUSSION & ANALYSIS REPORT**INDUSTRIAL SCENE**

The leather industry in India is undergoing a transformation from a mere exporter of raw material in the sixties to that of value-added finished products in the nineties. In the wake of globalization of Indian economy supported with liberalized economic and trade policies since 1991, the industry is poised for further growth to achieve greater share in the global trade.

FINANCIAL OUTLOOK

The Company's turnover has increased due to better management policies & the company has earned profits during the previous financial year. Your management is quite hopeful that profitability of the Company will further improve in coming year.

SEGMENTWISE PERFORMANCE

The Company primarily operates in one segment that is leather garments/goods.

OPPORTUNITIES

At present your company's is primarily engaged in the manufacture and exports of leather garments. As leather garments are back in fashion are back in fashion in the western world, the company is hopeful of good future.

THREATS

1. Competition from China and Pakistan.
2. Shortage of skilled manpower.
3. Acute shortage of finished leather.

COMPANY OUTLOOK

Future outlook for the company is good.

RISK MANAGEMENT

The Risk Management policies of the Company ensure that all the moveable and immoveable assets of the Company are adequately covered. The same are renewed by the Board from time to time. Besides the Company is prone to usual risks of the business like change in demand, any change in export policy of the Government, International agreements on trade and tariffs etc.

INTERNAL CONTROL SYSTEM

The Company has developed an internal control system and procedures to ensure efficient conduct of business and security of its assets. Management Information system is being developed through which production performance and financial dealings are monitored by management on regular basis.

FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE**REVENUE**

Total income of the Company has increased from Rs.1211 lacs to Rs.1669 lacs in fiscal 2014

PROFITS

The Company's Profit before Tax increased from Rs. 31.90 lacs in Financial Year 2012-2013 to Rs. 160.34 lacs in the Financial Year 2013-2014.

EARNING PER SHARE(EPS)

The Company recorded an EPS of Rs. 3.51 per equity share of Rs. 10 each on an Equity of Rs. 3,29,18,000/- during 2013-14

DIVIDEND

The directors do not recommend any dividend for the year under review due to accumulated losses.

HUMAN RESOURCES

The Company believes that the workers are the backbone of the Company. It is providing an opportunity to all the employees to utilize their full potential and grow in the organization. As on 31.03.2014 the total numbers of employees were 60.

REPORT ON CORPORATE GOVERNANCE

1. Company's Philosophy on Corporate Governance

Your Company strongly believes in Corporate Governance and endeavours to continually take initiative to strengthen areas of Corporate Governance. Your present Board of Directors comprises of Directors who are well qualified and hold requisite experience.

Oscar believes in maintaining excellent Corporate Governance. Further, it considers that Corporate Governance is an important tool for achieving all round excellence with ultimate objectives of enhancing shareholders value. The Company took initiatives in practicing good Corporate Governance procedures even before were mandated.

The Company firmly believes that Corporate Governance begins with the Company's continues review of its internal procedures and practices encompassing all its business areas in the most appropriate manner, which would spell fairness, transparency and accountability.

2. Board of Directors

The composition of the Board is in agreement with the Listing Agreement. The Company has an Executive Chairman, the Board's composition meets the stipulated requirement of at least one- third of the Board comprising of Independent Directors who have no material business relationship with the Company. The details of directors and their attendance record at Board Meeting held during the year and last AGM are given below:-

Name	Category	Designation	No. of Meetings held during the last fin. Year	No. of Meetings Attended	No. of Membership in Boards of other Companies	Attendance of each Director at last AGM
Mr.Satish Verma	Executive Director	Chairman & Managing Director	6	6	12	Yes
*Mr.Pawan Chadha	Executive Director	Whole Time Director	6	6	Nil	Yes
Mr. K Kalani	Non Executive	Director	6	6	2	Yes
Mr.Kawaljit Singh Bhatia**	Independent Director					
	Non Executive	Additional Director	6	5	1	No
Ms Arpita Verma	Executive Director	Whole Time Director	6	5	4	No
***Ms.Deepika Singh	Non Executive	Additional Director	6	1	Nil	No
	Independent Director					

* Mr. Pawan Chadha was re- appointed as Whole Time Director w.e.f. 01.10.2013

** Mr. K.S. Bhatia was appointed as an additional director of the Company on 20.03.2013 but resigned on 31.03.2014. However, Mr. K.S. Bhatia was again appointed as an additional (independent) director of the Company w.e.f. 10.06.2014.

*** Ms. Deepika Singh was appointed as an additional director of the Company on 12.08.2013 who remained in the office till her tenure as additional director i.e. upto the date of the AGM held on 27.09.2013. Ms. Deepika Singh was again appointed as an additional director (independent) of the Company w.e.f. 10.06.2014.

3. Board Meetings

During the financial year 2013-14, Six meetings of Board of Directors were held. These were held on 31.05.2013, 22.07.2013, 12.08.2013, 01.10.2013, 12.11.2013 and 12.02.2014. The intervening period between two meetings was well within the maximum time gap of 4 months as prescribed under Corporate Governance norms.

Board's Procedure

It has always been the Company's policy and practice that apart from matters requiring Board's approval by statue, all major decisions including quarterly results of the Company, financial restructuring, capital expenditure proposals, collaborations, material investment proposals in joint venture/ promoted companies, sale and acquisition of material nature of assets, mortgages, guarantees, donations, etc. are regularly placed before the Board. This is in addition to information with regard to actual operations, major litigation feedback reports, information on senior level appointments just below the Board level and minutes of all committee Meetings.

4. Committees of the Board

a. Audit Committee

Pursuant to the provisions of Section 292A and clause 49 of the Listing Agreement, an audit committee has been constituted to perform all such powers and functions as are required to be performed under the said provisions. There are three members of the Committee viz. Mr. K.S.Bhatia, Mr. Kishan Kalani, and Mr. Pawan Chadha were the members of Audit Committee during the period under review. Mr. Kishan Kalani is the Chairman of the Audit Committee. All members of the Audit Committee are financially literate.

The details of Members and their attendance record at Audit Committee held during the Year are given below:

Name	Status	Designation	No. of meetings held during the last fin. Year	No. of Meetings Attended
Mr. Kishan Kalani	Chairman	Non Executive Independent Director	5	5
Mr. K. S. Bhatia	Member	Non Executive Independent Director	5	4
Mr. Pawan Chadha	Member	Executive Director	5	5

Audit Committee Meetings

During the financial year 2013-14, Five meetings were held. These were held on 31.05.2013, 12.08.2013, 01.10.13, 12.11.2013 and 12.02.2014.

Vigil Mechanism

Pursuant to the provisions of section 177 (9) of Companies Act 2013, Audit Committee has established Vigil Mechanism under the Whistle Blower Policy adopted by the Company, which provides formal mechanism for all the directors and employees to approach to the Management of the Company about the unethical behaviour, actual or suspected fraud or violation of Company's Code of Conduct.

b. Remuneration Committee

During the financial year under review there were only two members in the committee namely Mr. Kishan Kalani and Mr. K.S. Bhatia. However, The Board of Directors reconstituted a Remuneration Committee and named it Nomination and Remuneration Committee, comprising three non-executive independent directors viz. Mr. Kishan Kalani, Mr. K.S.Bhatia and Ms. Deepika Singh all of whom are Independent Directors. The Committee is Chaired by Mr. Kishan Kalani. The committee has been constituted to review and approve the annual salaries, commission, service agreement and other employment conditions for the executive directors.

Remuneration Committee Meeting

During the financial year 2013-14, one meeting was held on 01.10.2013.

Remuneration Policy

Subject to the approval of the Board of Directors and the subsequent approval by the shareholders at the General Body Meeting and such authorities as the case may be, remuneration of the Managing/Whole-time Directors is fixed by the Remuneration Committee. The remuneration is fixed considering various factors such as qualification, experience, expertise, prevailing remuneration in the competitive industries, financial position of the Company, etc. The remuneration structure comprises basic salary, commission, perquisites and allowances, contribution to provident fund and other funds in accordance with various related provisions of the Companies Act, 2013. The remuneration policy for Whole-time Directors is directed towards regarding of performance, based on review of achievements. The non-executive Directors have not drawn any remuneration from the Company except sitting fee for meetings of the Board and Committees attended by them.

c. Stakeholders Relationship Committee

The Committee has been constituted to specifically look into redressal of shareholders and investor grievances such as transfer of shares, dividend and dematerialization related matters. Presently the Committee comprising of one non-executive director and one whole time Director viz, Mr. Kishan Kalani, and Mr. Pawan Chadha. There was no complaint pending as on 31.03.2014

General Body Meeting.

Details about Last 3 years Annual General Meeting are as under:

S. No.	Date	Place	Time	Special Resolution
1.	29.09.2011	The Executive Club Dolly Farms & Resorts Pvt.Ltd., New Delhi	3.00 P.M.	No Special resolution was passed
2.	26.09.2012	The Executive Club Dolly Farms & Resorts Pvt.Ltd., New Delhi	12.30 P.M	1. Increase in the salary of Mr.Varun Chadha from Rs.50,000/- to Rs. 75,000/- per month and the usual allowances and benefits including bonus, retiring Gratuity and provident fund benefits etc. upto maximum of Rs.25,000/-p.m. on or after 01.10.2012. The said Special resolution was passed by show of hands
3.	27.09.2013	The Executive Club, Dolly Farms & Resorts Pvt.Ltd., New Delhi	4.30 P.M.	No Special resolution was passed.

Disclosures

1. There are no materially significant related party transactions i.e. transaction material in nature, with its promoters , the directors or the management , their subsidiaries or relatives etc. Having potential conflict with the interest of the company at large.
2. There has been no non compliance by the Company nor were any penalties or strictures imposed on the Company by Stock Exchanges , SEBI or any other Statutory authority on any matter related to capital markets during the last three years.
3. The Company has established Vigil Mechanism and adopted a whistle Blower Policy at its meeting held on 12.08.2014, which provides formal mechanism for all the directors and employees of the Company to approach to the Management of the Company and to make protective disclosures to the Management about the unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct or ethics policy. The disclosures reported are addressed in the manner and within the time frames prescribed in the policy. No personnel of the Company have been denied access to the Audit Committee.
4. The Company has complied with all the mandatory requirements of Clause 49. As regard the non-mandatory requirements, Company tries to implement them to the extent possible.

Code of Conduct

The Company has adopted a code of conduct for all Board of Members and Senior Management of the Company. All Board Members and Senior Personnel have affirmed compliance with the Code on annual basis and the CEO Certificate to the Board of Directors contains a declaration to this effect.

Means of Communication

The Quarterly Financial Results of the Company are published in The Pioneer (English Edition) and Veer Arjun (Hindi Edition). Further, information has been supplied to the Stock Exchanges for posting on their website. Management discussions and analysis forms a part of this report.

General Shareholders Information

- a) **Annual General Meeting** : 23rd Annual General Meeting
 Date : 26.09.2014
 Day : Friday
 Time : 04.30 P.M.
 Place : The Executive Club, Dolly farms & Resorts,
 Pvt. Ltd. 439, village Shaoorpur, P.O., Fatehpur Beri, New Delhi.

b) **Financial Calendar**

Tentative calendar of events for the Financial year 2014- 15 (April to March) is as under:

Adoption of Quarterly Financial Results for:

First Quarter	-	by 14 th August 2014	Third Quarter	-	by 14 th February 2015
Second Quarter	-	by 14 th November 2014	Fourth Quarter	-	by May 2015

c) **Book Closure**

Book closure is from 25th September, 2014 to 26th September, 2014 for the purpose of Annual General Meeting.

d) **Listing at Stock Exchanges**

Stock Exchange	Security Code
Bombay Stock Exchange Ltd., Mumbai	530173
The Delhi Stock Exchange Association Ltd.	8112
The Jaipur Stock Exchange Ltd.	555
The Calcutta Stock Exchange Association Ltd.	---

However , de-listing applications have already been made to Jaipur and Calcutta Stock Exchanges. Listing Fee for the year 2013-14 has been paid to the Stock Exchange(s) within stipulated time.

OSCAR GLOBAL LIMITED



Stock Market Price (in Rs.)

Month	Bombay Stock Exchange		
	Low	High	Volume (No. of Shares)
April, 2013	2.19	2.46	2,479
May, 2013	2.29	2.29	3,134
June, 2013	2.18	2.39	200
July, 2013	2.28	2.39	4,634
August, 2013	2.28	2.28	5
September, 2013			
October, 2013	2.39	2.39	1,000
November, 2013	2.28	3.17	3,631
December, 2013	2.73	3.04	2,082
January, 2014	3.15	7.20	14,515
February, 2014	6.55	7.70	22,064
March, 2014	5.35	6.23	2,000

Source : www.bseindia.com as on 12th August ,2014

Shareholders Complaints

No investor complaint is pending as at 31.03.2014

Distribution of Shareholding

Distribution of Shareholding as on 31.03.2014

Shareholding	No. of Shareholders	% to total	No. of Shares held	% of Shareholding
Upto 5000	4926	99.08	1114146	33.77
5001-10000	21	0.42	148843	4.51
10001-20000	8	0.16	117184	3.55
20001-30000	4	0.08	95300	2.89
30001-40000	1	0.02	34000	1.03
40001-50000	4	0.08	179790	5.45
50001-100000	4	0.08	230065	6.97
100001 and above	4	0.08	1380672	41.84
	4972	100	3300000	100.00

Categories of Shareholding as on 31.03.2014

Category	No. of Shares held	% of Shareholding
Indian Promoters	1437241	43.55
Institutional Investors	NIL	NIL
Mutual Funds and UTI	18900	0.57
Banks, Financial institutions, Insurance Companies (Central/State Govt.Institutions/ Non-govt.Institutions)	16600	0.51
FII's	NIL	NIL
Private Bodies Corporate	208594	6.32
NRI/OCBs	150200	4.55
Indian Public	1461330	44.28
Clearing House	NIL	NIL
Clearing Member	7135	0.22
Total	3300000	100.00

Register & Transfer Agent/Investor Correspondence

Pursuant to the SEBI directive, the Company has appointed M/s Indus Portfolio Private Ltd., as Share Transfer Agent for maintaining all the work related to share registry in terms of both physical and electronic form. Shareholders can communicate with them for lodgement of transfer deeds and their queries at the following address:

M/s Indus Portfolio Private Limited

G-65, Bali Nagar

New Delhi-110 015

Telephone: 011- 47671200 Fax: 011-25449863

E-mail: ippl@indusinvest.com

Compliance Officer

Mr. Jag Pravesh, Manager,
C/o Oscar Global Limited
C-76, Sector-8, Noida -201301

Dematerialisation of Shares

Pursuant to the SEBI directive, to enable the shareholders to hold their shares in electronic form, the Company has enlisted its shares with National Securities Depository Limited (NSDL) & Central Depository Services (India) Limited (CDSL). Company has been allotted ISIN No. INE473F01010.As at 31.03.2014, 2402599 Number of Equity Shares (72.80%) have been dematerialized.

Plant Location

The Company has two premises of its manufacturing facility at:

1. C-76, Sector- 8, Noida 201301
2. B-23, Sector-8,Noida 201301

Brief Resume of the Person to be appointed / re-appointed as Director

Details of Directors Pursuant to Clause 49 of Listing Agreement:

Name	Ms. Deepika Singh	Mr.Kishan Kalani	Ms.Arпита Verma	Mr. Pawan Chadha
Age	27	64 Yrs.	37 Yrs.	67 Yrs.
Qualifications	Graduate	Engineer	M.B.A	Engineer
Directorship in other Company	Nil	2	11	Nil
Shareholdings in the Company as on 31.03.2014	Nil	Nil	Nil	255150 Eq.Shares (7.73%)
Experience	4 Yrs.	34 Yrs.	13 Yrs	43 yrs.

**By Order of the Board
For Oscar Global Limited**

Place : New Delhi
Date : 12.08.2014

**(Satish Kumar Verma)
(Chairman & Managing Director)
DIN: 00225444**

Declaration on Compliance of the Company's Code of Conduct

To
The Board of Directors,
Oscar Global Limited,
New Delhi

The Company has framed a specific Code of Conduct for the members of the Board of Directors and the Senior Management Personnel of the Company pursuant to Clause 49 of the Listing Agreement with Stock Exchange to further strengthen corporate governance practices in the Company.

All the members of the Board and Senior Management Personnel of the Company have affirmed due observance of the said Code of Conduct in so far as it is applicable to them and there is no non compliance thereof during the year ended 31st March, 2014.

Place: Delhi
Date:12.08.2014

**(Satish Kumar Verma)
Managing Director
DIN No. 00225444**

CHAIRMAN AND MANAGING DIRECTOR CERTIFICATION

I, Satish Kumar Verma, Chairman cum Managing Director of Oscar Global Ltd., to the best of my knowledge and belief hereby certify that:

- a) I have reviewed financial statements and the cash flow statement for the year and that to the best of our knowledge and belief:
 - i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii. 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.
- b) There are, to the best of my knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or volatile of the company's code of conduct.
- c) I accept responsibility for establishing and maintaining internal controls for financial reporting and that I have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting and I have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which I was aware and the steps I have taken or propose to take to rectify these deficiencies.
- d) I have disclosed based on my most recent evaluation, wherever applicable, to the company's auditors and the audit committee of the company's board of directors (and persons performing the equivalent functions)
 - i. all deficiencies in the design or operation of internal controls, which could adversely affect the company's ability to record, process, summarize and report financial data, and have identified for the company's auditors, any material weaknesses in internal controls over financial reporting including any corrective actions with regard to deficiencies;
 - ii. Significant change in internal controls during the year covered by this report;
 - iii. all significant changes in accounting policies during the year ,if any, that the same have been disclosed in the notes to the financial Statements.
 - iv. Instances of significant fraud of which I was aware, that involves management or other employees who have a significant role in the company's internal controls system;

Place: Delhi
Date: 12.08.2014

(Satish Kumar Verma)
Chairman & Managing Director
DIN No. 00225444

**CERTIFICATE OF COMPLIANCE WITH THE CONDITIONS OF
CORPORATE GOVERNANCE UNDER CLAUSE 49 OF LISTING AGREEMENT**

To
The Members,
Oscar Global Limited
New Delhi

I have reviewed the compliance of conditions of Corporate Governance by Oscar Global Limited for the year ended 31st March, 2014, as stipulated in Clause 49 of the Listing Agreement, of the said Company with the Stock Exchange in India. I have conducted my review on the basis of the relevant records and documents maintained by the Company for the year ended 31st March, 2014 and furnished to me for the purpose of the review and the information and explanations given to me by the Company during the course of such review.

The compliance of conditions of Corporate Governance is the responsibility of the Management. My review was limited to procedures and implementations thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

On the basis of my review and according to the information and explanations given to me, the mandatory conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreements with the Stock Exchanges have been complied with in all respect by the Company, except that there were only two members (both are independent in the Remuneration Committee, during the period 28.09.2013 to 31.03.2014, during these period, one meeting of the committee was held on 01.10.2013.

I further state that no investor grievances are pending for a period exceeding one month against the Company as per the records maintained by the Investors Grievance Committee.

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

Place: New Delhi
Date: 12.08.2014

R. S. BHATIA
Company Secretary in practice
C. P. No. 2514

R. S. BHATIA

M.A., F.C.S.
Company Secretary in Practice

J-17, (Basement), Lajpat Nagar-III,
New Delhi-110024.
Ph. 011-41078605 M: 9811113545.
Pan No. AAFP5130M.
Service Tax No. AAFP5130MST001.
Service Category:-Company Secretary in Practice.
Email:bhatia_r_s@hotmail.com.

COMPLIANCE CERTIFICATE

CIN No. : L51909DL1990PLC041701
Nominal Capital : Rs. 4,00,00,000/-
Paid Up Capital : Rs. 3,29,18,000/-

To

The Members,
Oscar Global Limited,
New Delhi.

I have examined the registers, records, books and papers of M/s OSCAR GLOBAL LIMITED, having its registered office at 101, Plot No. 06, LSC, Vardhman Rajdhani Plaza, New Rajdhani Enclave, New Delhi, as required to be maintained under the Companies Act, 1956, and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on 31st March, 2014. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I certify in respect of the aforesaid financial year:

1. The Company has kept and maintained all registers as stated in Annexure "A" to this certificate, as per the provisions and the rules made there under and all entries therein have been duly recorded.
2. The Company has duly filed the forms and returns as stated in Annexure "B" to this certificate with the Registrar of Companies, Regional Director, Central Government, Company Law Board or other authorities within the time prescribed under the Act and the rules made there under and with late fee, wherever applicable under the Act and the rules made there under.
3. The Company being a Public Limited Company no comment is required.
4. The Board of Directors duly met 6 times on 31.05.2013, 22.07.2013, 12.08.2012, 01.10.2013, 12.11.2013, 12.02.2014 the notice in respect of which properly given and the proceedings were properly recorded and signed including the resolutions passed by circulation, passed in the minutes Book maintained for the purpose.
5. As per the information and explanation given and record shown to me the company closed its register of members on 26th September, 2013 to 27th September, 2013 and necessary compliance under section 154 of the Companies Act, 1956, has been made.
6. The Annual General Meeting for the financial year ended on 31.03.2013 was held on 27.09.2013 after giving due notice to the members of the Company and the resolutions passed thereat were duly recorded in Minutes Book maintained for the purpose.
7. No, Extra Ordinary General Meeting was held during the financial year.
8. The Company has not given any loans to its directors pursuant to section 295 of the Act.
9. As explained by the management the Company has not entered into any contracts falling within the preview of section 297 of the Act.
10. The Company was not required to make any entry in the register maintained under section 301 of the Act.
11. As per the information and explanation given and record shown to me the company has not made any new appointment of any director or any other person to any office or place of profit in the company, under section 314 of the Companies Act, 1956, during the period under certification.
12. As per the information and explanation given and record shown to me the company has issued duplicate share certificates during the period under certification.

13. The Company has:
- (i) Delivered all the certificates on lodgement thereof for transfer in accordance with the provisions of the Act.
 - (ii) Not deposited any amount in a separate bank account as no dividend was declared during the period under certification.
 - (iii) Not posted warrants to any members of the company during the period under certification.
 - (iv) Not applicable (the company does not have any amount in unpaid account, no application money due for refund, matured deposits, matured debentures and interest accrued thereon which have remained unclaimed or unpaid for a period of seven years to Investors Education & Protection Fund during the period under certification.)
 - (v) duly complied with requirement of Section 217 of the Act.
14. The Board of Directors of the Company is duly constituted. Ms. Arpita Verma and Ms. Deepika Singh were appointed as an additional director of the Company on 12.08.2013. Ms. Deepika Singh remain in office till her tenure as additional director i.e. upto the date of the AGM held on 27.09.2013. Ms. Arpita Verma was also appointed as Whole Time Director.
15. Mr. Pawan Chadha was re-appointed as Whole time Director, w.e.f. 01-10-2013 during the financial year.
16. The Company has not appointed any sole selling agents during the financial year.
17. The Company was not required to obtain any approvals of the Central Government, Company Law Board, Regional Director, Registrar or such other authorities prescribed under the various provisions of the Act during the Financial Year.
18. The Directors have disclosed their interest in other firms/ Companies to the Board of Directors pursuant to the provisions of the Act and the rules made there under.
19. The Company has not issued any shares, debentures or other securities during the financial year.
20. As per the information and explanation given and record shown to me the company has not bought back its shares during the period under certification.
21. There was no redemption of preference share and debentures during the financial year.
22. There were no transactions necessitating the company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares.
23. The Company has not invited/ accepted any deposits including any unsecured loans falling within the purview of section 58A during the financial year.
24. The Company has not borrowed any sums during the period under certification which attract the provisions of section 293 (I)(d) of the Act.
25. The Company has not made any loan and investment in other bodies corporate.
26. The Company has not altered the provisions of the Memorandum with respect to situation of the Company's registered office from one state to another during the year under review.
27. The Company has not altered the provisions of the Memorandum with respect to the objects of the Company during the year under review.
28. The Company has not altered the provisions of the Memorandum with respect to name of the Company during the year under review.
29. As per the information and explanation given and record shown to me the Company has not altered the provisions of the Memorandum with respect to Share Capital during the year under review.
30. As per the information and explanation given and record shown to me the Company has not altered its Articles of Association during the period under certification.
31. There was no prosecution initiated against or show cause notices received by the Company and no fines or penalties or any other punishment was imposed on the Company during the financial year for offences under the Act.
32. According to the information and explanation given to me the company has not received any amount as security from its employees during the financial year.
33. Provisions of Section 418 of the Companies Act, 1956, are not applicable.

R.S. BHATIA
Company Secretary in Practice
C. P. No. 2514

Date: 12.08.2014
Place: New Delhi

ANNEXURE - 'A'

REGISTERS AS MAINTAINED BY THE COMPANY

1. Register of Members Under Section 150.
2. Register of Director Under Section 303.
3. Register of Director's Shareholding under Section 307.
4. Minute Books of General Meetings of the Company under section 193.
5. Minute Books of Board Meetings of the Company under section 193.
6. Books of Accounts of the Company and Register of Fixed Assets under Section 209 of the Companies Act, 1956.
7. Register of contracts Under Section 301 of the Companies Act, 1956.
8. Register of Investments.
9. Register of Fixed Assets.

ANNEXURE - 'B'

**FORMS AND RETURNS AS FILED BY THE COMPANY WITH THE REGISTRAR OF
COMPANIES, REGIONAL DIRECTOR, CENTRAL GOVERNMENT OR OTHER
AUTHORITIES DURING THE FINANCIAL YEAR ENDING ON 31.03.2014**

1. Form-20B for Annual Return u/s 159 of the Companies Act, 1956 for the AGM dated 27.09.2013 was filed on 20.11.2013.
2. Form-23AC & 23ACA for Balance Sheet and Profit and Loss Account along with Director's Report, Auditor's Report for the year ending 31st March, 2013 was filed on 30.10.2013.
3. Form 66 filed on 23.10.2013 in respect of filing of compliance certificate for the year ending 31.03.2012.
4. Form 18 filed on 03.07.2013 in respect of shift or change in registered office of the Company.
5. Form 32 filed on 03.07.2013 regarding the appointment of Mr. Kawaljit Singh Bhatia as an Additional Director of the Company.
6. Form 32 filed on 14.10.2013 regarding the appointment of Ms. Arpita Verma and Ms. Deepika Singh as an Additional Director of the Company.
7. Form 32 filed on 14.10.2013 regarding the Regularisation of Ms. Arpita Verma and Mr. Kawaljit Singh Bhatia.
8. Form 32 filed on 19.10.2013 regarding the Cessation of Ms. Deepika Singh.

Date: 12.08.2013
Place: New Delhi

(R.S. BHATIA)
Company Secretary in Practice
C. P. No. 2514

AUDITORS' REPORT

The Shareholders,
OSCAR GLOBAL LIMITED
NEW DELHI.

Report on the Financial Statements

I have audited the accompanying financial statements of **OSCAR GLOBAL LIMITED**, which comprise the Balance Sheet as at March 31, 2014, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Management is responsible for 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 Standards notified under the Companies Act, 1956 ("the Act") (which continue to be applicable in respect of Section 133 of the Companies Act, 2013 in terms of General Circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs) and in accordance with the accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Auditing Standards generally accepted in India. 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 includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

Opinion

1. Further to our comments in the Annexure referred to above, we report that:
In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
 - a. In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
 - b. In the case of the Statement of Profit and Loss Account, of the profit of the Company for the year ended on that date; and
 - c. In the case of the Cash Flow Statement, of the cash flows of the Company for the year ended on that date.

Report on Other Legal and Regulatory Requirements

- 1 As required by the Companies (Auditors' Report) Order, 2003 issued by the Central Government of India in terms of Section 227(4A) of the Companies Act, 1956, we enclose in the annexure a statement on the matters specified in paragraphs 4 and 5 of the said order.
- 2 As required by section 227(3) of the Act, we report that:
 - i. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - ii. In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books and company does not have any other branch where separate accounting record is maintained.
 - iii. The Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account and company does not have any other branch where separate accounting record is maintained.
 - iv. In our opinion, the Balance Sheet, the Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards notified under the Companies Act, 1956 ("the Act") (which continue to be applicable in respect of Section 133 of the Companies Act, 2013 in terms of General Circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs);
 - v. On the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
 - vi. Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

For SUSHIL VIPAN & CO.
CHARTERED ACCOUNTANTS

VIPAN AGGARWAL
PROPRIETOR
M.No. 084726
FRN : 006127N

Place : Delhi
Dated: 07th May, 2014

ANNEXURE TO AUDITORS' REPORT

Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date of **OSCAR GLOBAL LIMITED** for the year ended on 31st March 2014.

1 FIXED ASSETS

- a. The Company has maintained proper record showing full particulars including quantitative details and situation of fixed assets;
- b. All the fixed assets have been physically verified by the management at reasonable intervals and according to the information and explanations given to us, no material discrepancies were noticed on such verification;
- c. No part of fixed assets has been disposed off during the year;

2 INVENTORY

- a. The physical verification of inventory has been conducted at reasonable intervals by the Management;
- b. The procedures of physical verification of inventory followed by the management were reasonable and adequate in relation to the size of the company and the nature of its business;
- c. The company has maintained proper records of inventory and no material discrepancies were noticed on physical verification;

3 The Company has neither granted nor taken any loans, secured or unsecured, to/ from companies, firms or other parties covered in the register maintained under section 301 of the Companies Act, 1956 accordingly paragraph 4 (iii) of the order, is not applicable;

4 In our opinion and according to the information and explanation given to us there are adequate internal control procedures commensurate with the size of the Company and the nature of the business with regard to purchases of inventory, fixed assets and for the sales of goods. There are no continuing failure to correct major weaknesses in internal control;

5 According to the information and explanation given to us, there were no transactions of sale/ purchase of goods, materials and services, made with the parties in pursuance of contracts or arrangements entered in register maintained under section 301 of the Companies Act, 1956. Hence no comments required;

6 According to the information and explanation given to us, the Company has not accepted any deposits from the public to which the provision of Section 58A of the Companies Act, 1956 apply;

7 In our opinion, the company has an adequate internal audit system commensurate with its size and nature of its business;

8 The Central Govt. has not prescribed maintenance of Cost Records under Sec. 209(1)(d) of Companies Act, 1956;

9 (a) None of the undisputed amounts payable in respect of Income Tax, Wealth Tax, Sales Tax, Custom Duty, Excise Duty including Provident Fund and Employee's State Insurance were outstanding as at the last day of the financial year concerned for a period of more than six months;

(b) There has been no disputed amount to be deposited in respect of Sales Tax, Income Tax, Custom Tax, Wealth Tax, Excise Duty and Cess etc;

10 There has been accumulated losses at the end of financial year amounting to Rs. 434.84 Lacs (prev. year 550.61 Lacs);

11 In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks and financial institutions;

12 The Company has not granted any loans and advances on the basis of security by way of pledge of shares, debentures and other securities, accordingly paragraph 4(xii) of the Order is not applicable;

13 The Company is not a chit fund/ nidhi/ mutual benefit fund/ society to which the provisions of special statute relating to chit fund are applicable, accordingly paragraph 4(xiii) of the Order is not applicable;

14 As the Company is not dealing or trading in shares, securities, debentures and other investments, paragraph 4(xiv) of the Order is not applicable;

15 According to the information and explanations given to us, the Company has not given any guarantee during the year for loans taken by others from banks or financial institutions;

16 The company has not raised any term loan during the financial year;

17 In our opinion and according to the information and explanations given to us, and on an overall examination of the Balance Sheet, we report that funds raised on short-term basis have not been used during the year for long-term investment and vice versa;

18 The company has not made any preferential allotment of shares during the year;

19 The company has not issued any debentures during the year;

20 The company has not raised any money by way of public issue during the year;

21 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 SUSHIL VIPAN & CO.
CHARTERED ACCOUNTANTS

VIPAN AGGARWAL)
PROPRIETOR
M.No. 084726
FRN : 006127N

Place : Delhi
Dated: 07th May, 2014

OSCAR GLOBAL LIMITED



Balance Sheet as at 31st March, 2014

Particulars	Note Nos.	Figures (₹) as at March 31, 2014	Figures (₹) as at March 31, 2013
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	2.1	32,918,000.00	32,918,000.00
(b) Reserves and Surplus	2.2	5,377,009.56	(6,199,708.60)
(c) Money received against share warrants		-	-
Sub - Total : Shareholder's Funds		38,295,009.56	26,718,291.40
(2) Share application money pending allotment		-	-
(3) Non-Current Liabilities			
(a) Long-term borrowings		-	-
(b) Deferred tax liabilities (Net)	2.23	-	1,153,380.00
(c) Other Long term liabilities	-	-	-
(d) Long term provisions	2.4	2,346,096.00	2,054,990.00
Sub - Total : Non Current Liabilities		2,346,096.00	3,208,370.00
(4) Current Liabilities			
(a) Short-term borrowings	2.5	-	553.00
(b) Trade payables	2.6	-	-
(c) Other current liabilities	2.7	-	3,339,144.00
(d) Short-term provisions	2.3	5,996,970.00	1,259,552.00
Sub - Total : Current Liabilities		5,996,970.00	4,599,249.00
TOTAL		46,638,075.56	34,525,910.40
II. ASSETS			
(1) Non-current assets			
(a) Fixed assets	2.8		
(i) Tangible assets		9,668,065.00	9,872,914.00
(ii) Intangible assets		-	-
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under development		-	-
(b) Non-current investments		-	-
(c) Deferred tax assets (net)		18,216.00	-
(d) Long term loans and advances	2.9	11,637,352.00	69,377.00
(e) Other non-current assets		-	-
Sub - Total : Non Current Assets		21,323,633.00	9,942,291.00
(2) Current assets			
(a) Current investments		-	-
(b) Inventories	2.10	2,670,000.00	5,761,539.38
(c) Trade receivables	2.11	8,703,555.00	4,855,158.00
(d) Cash and cash equivalents	2.12	11,063,423.56	13,025,904.02
(e) Short-term loans and advances	2.13	40,000.00	-
(f) Other current assets	2.14	2,837,464.00	941,018.00
Sub-Total : Current Assets		25,314,442.56	24,583,619.40
TOTAL		46,638,075.56	34,525,910.40
Significant Accounting Policies and Notes on Accounts	1 & 2		

As per our report of even date attached
for **SUSHIL VIPAN & CO.**
CHARTERED ACCOUNTANTS

for **OSCAR GLOBAL LIMITED**

VIPAN AGGARWAL
PROPRIETOR
M.No. 084726
FRN : 006127N

PAWAN CHADHA
WHOLE TIME DIRECTOR
DIN: 00415795

SATISH VERMA
CHAIRMAN & MANAGING DIRECTOR
DIN: 00225444

Place : Delhi
Dated: 07th May, 2014

Profit and Loss statement for the year ended 31st March, 2014

Particulars	Note Nos.	Figures (₹) as at March 31, 2014	Figures (₹) as at March 31, 2013
I. Revenue from operations	2.16	166,207,711.00	120,791,243.00
II. Other Income	2.17	772,460.00	336,831.00
III. Total Revenue (I +II)		166,980,171.00	121,128,074.00
IV. Expenses:			
Cost of materials consumed	2.18	81,022,079.38	71,134,073.62
Purchase of Stock-in-Trade		-	-
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	2.19	2,860,550.00	2,306,300.00
Employee benefit expense	2.20	20,840,453.00	12,488,012.00
Financial costs	2.21	1,276,723.00	196,286.00
Depreciation and amortization expense	2.8	1,000,504.00	869,508.00
Other expenses	2.22	43,945,852.46	30,943,436.00
Total Expenses (IV)		150,946,161.84	117,937,615.62
V. Profit before exceptional and extraordinary items and tax (III-IV)		16,034,009.16	3,190,458.38
VI. Exceptional Items		-	-
VII. Profit before extraordinary items and tax (V - VI)		16,034,009.16	3,190,458.38
VIII. Extraordinary Items		-	-
IX. Profit before tax (VII - VIII)		16,034,009.16	3,190,458.38
X. Tax expense:	2.23		
(1) Current tax		5,628,887.00	1,093,492.00
(2) Deferred tax		(1,171,596.00)	5,719.00
XI. Profit(Loss) from the period from continuing operations (IX-X)		11,576,718.16	2,091,247.38
XII. Profit/(Loss) from discontinuing operations		-	-
XIII. Tax expense of discounting operations		-	-
XIV. Profit/(Loss) from discontinuing operations (XII - XIII)		-	-
XV. Profit/(Loss) for the period (XI + XIV)		11,576,718.16	2,091,247.38
XVI. Earning per equity share:			
(1) Basic		3.51	0.63
(2) Diluted		3.51	0.63

Significant Accounting Policies and Notes on Accounts 1 & 2

As per our report of even date attached

for **SUSHIL VIPAN & CO.**

CHARTERED ACCOUNTANTS

for **OSCAR GLOBAL LIMITED**

VIPAN AGGARWAL

PROPRIETOR

M.No. 084726

FRN : 006127N

PAWAN CHADHA

WHOLE TIME DIRECTOR

DIN: 00415795

SATISH VERMA

CHAIRMAN & MANAGING DIRECTOR

DIN: 00225444

Place : Delhi

Dated: 07th May, 2014

Notes forming part of the financial statements**SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS****COMPANY OVERVIEW**

OSCAR GLOBAL LIMITED (here in after referred as 'OGL' or 'company') was incorporated in 1990 and is engaged in the business of manufacturing and export of Leather Garments and Accessories for men and women. The company is exporting its goods mainly to the European countries such as Germany, France, Holland etc. The manufacturing facilities are located at Noida, Uttar Pradesh.

1 SIGNIFICANT ACCOUNTING POLICIES**1.1 Basis of accounting and preparation of financial statements**

These financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on the accrual basis. For recognition of Income & Expenditures accrual (mercantile) system of accounting is followed except some expenses of minor nature, which are accounted for on cash basis. GAAP comprises mandatory accounting standards as prescribed by the Companies (Accounting Standards) Rules, 2006, the provisions of the Companies Act, 1956 and guidelines issued by the Securities Exchange Board of India (SEBI). Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

1.2 Use of estimates

The preparation of the financial statements in conformity with GAAP requires management to make estimates and assumptions that effect the reported balances of assets and liabilities and disclosures relating to contingent liabilities as at the date of financial statements and reported amounts of income and expenditures during the period. Examples of such estimates include future obligations under employee retirement benefit plans payments, income taxes.

1.3 Fixed Assets

Fixed Assets are stated at cost, less accumulated depreciation and impairment, if any. The cost of a fixed asset comprises its purchase cost and directly attributable cost of bringing the assets to working conditions for its intended use.

1.4 Depreciation and amortization

Depreciation on fixed assets is provided on written down value (WDV) method on single shift basis at the rates specified in Schedule XIV to the Companies Act, 1956 as amended from time to time. Depreciation on addition/deletion/disposals during the year is provided on pro-rata basis.

1.5 Inventories (as taken, valued and certified by the management)

Inventories consisting of raw material is valued at cost and finished goods are valued at cost or market price whichever is less.

1.6 Provisions and contingent liabilities

A provision is recognized if, as a result of a past event, the company has a legal obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by the best estimate of the outflow of economic benefits required to settle the obligation at the reporting date. Where no reliable estimate can be made, a disclosure is made as contingent liability. A disclosure for contingent liability is also made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

1.7 Income Taxes & Deferred Taxes

Income Taxes are accrued in the same period that the related revenue and expenses arise. A provision is made for income tax annually, based on the tax liability computed, after considering tax allowances and exemptions. Provisions are recorded when it is estimated that a liability due to disallowances or other matter is probable. Minimum alternate tax (MAT) paid in accordance with the tax laws and the company offset, on a year on year basis.

The difference that result between the profit considered for income taxes and the profit as per the financial statements are identified, and thereafter a deferred tax asset or deferred tax liability is recorded for timing differences, namely the differences that originated in one accounting period and reverse in another, based on the tax effect of the aggregate amount of timing difference.

1.8 Revenue recognition

Revenue is primarily derived from export sales net of returns and sale of duty free licenses, FPS license and export incentives. The company presents revenues net of value added taxes in its statement of profit and loss.

1.9 Employee benefits

Employee benefit includes provident fund, payment of gratuity, encashment of earned leave

a. Provident fund

The company and employees both makes monthly contributions to the Employees Provident Fund Scheme equal to a specified percentage of the eligible employee's salary. The company contributes a part of its contribution towards EPF Scheme and also towards FPS Scheme as per regulations of the Employee's Provident Fund Scheme, 1952 administered by Employees Provident Fund Organization.

b. Gratuity and encashment of earned leave

The company is making provisions for payment of gratuity and encashment of earned leave for those employees who are eligible for such benefits under the Payment of Gratuity Act, 1972 and Factories Act, 1948 respectively. The company is making provisions for the gratuity and encashment of earned leave on actual eligibility and undiscounted present value of benefit basis. No actuarial valuation is made for such liabilities as required by AS-15. Any gain or loss on these accounts is accounted for in the financial statements.

1.10 Segment reporting

The company is operating in only one product i.e. leather garments and accessories. Hence there is no need to present financial information's segment wise as required by AS-17.

1.11 Earning per share

Basic earning per share is computed by dividing the profit/(loss) after tax by the weighted average number of equity shares outstanding during the year. Diluted earning per share is computed by dividing the profit/(loss) after tax as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares if any, by the weighted average number of equity shares outstanding during the year.

1.12 Cash & cash equivalents

Cash and cash equivalents comprise cash on hand and balances/deposits with banks. The company considers all investments that are readily convertible to known amounts of cash to be cash equivalents which are subject to insignificant risk of changes in value.

1.13 Cash flow statement

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the company are segregated based on the available information.

1.14 Foreign currency transactions

Revenue, expenses and cash flow items denominated in foreign currencies are translated using exchange rate in effect on the date of the transaction. Transaction gains or losses realized upon settlement of foreign currency transactions are included in determining net profit for the period in which the transaction is settled.

Foreign currency denominated monetary and non-monetary assets & liabilities are translated at exchange rates in effect on the balance sheet date. The gain / (losses) if any resulting from such translations are included in the statement of profit and loss.

for SUSHIL VIPAN & CO.
CHARTERED ACCOUNTANTS

for OSCAR GLOBAL LIMITED

VIPAN AGGARWAL
PROPRIETOR
M.No. 084726
FRN : 006127N

PAWAN CHADHA
WHOLE TIME DIRECTOR
DIN: 00415795

SATISH VERMA
CHAIRMAN & MANAGING DIRECTOR
DIN: 00225444

Place : Delhi
Dated: 07th May, 2014

Notes forming part of Financial Statements

2 NOTES ON ACCOUNTS FOR THE YEAR ENDED MARCH 31, 2014

Amounts in the financial statements are presented in Rupees and are exact amount unless and otherwise stated in the relevant note

The previous year figures have been re-grouped/classified, wherever necessary to conform to the current period presentation.

2.1 SHARE CAPITAL

Disclosure pursuant to Note no. 6(A)(a,b & c) of Part I of Schedule VI to the Companies Act, 1956

PARTICULARS	As at 31 March 2014		As at 31 March 2013	
	Number	₹	Number	₹
Authorized				
Equity Shares of ' 10 each	4,000,000	40,000,000.00	4,000,000	40,000,000.00
Issued				
Equity Shares of ' 10 each	3,300,000	33,000,000.00	3,300,000	33,000,000.00
Subscribed & Paid up				
Equity Shares of ' 10 each fully paid-up	3,283,600	32,836,000.00	3,283,600	32,836,000.00
Subscribed but not fully Paid up				
Equity Shares of ' 10 each, paid-up @ Rs. 5/- each	16,400	82,000.00	16,400	82,000.00
Total	3,300,000	32,918,000.00	3,300,000	32,918,000.00

Disclosure pursuant to Note no. 6(A)(d) of Part I of Schedule VI to the Companies Act, 1956 (Following disclosure should be made for each class of Shares)

Reconciliation of Shares	Equity Shares		Preference Shares	
	Number	₹	Number	₹
Shares outstanding at the beginning of the year	3,300,000	33,000,000.00	-	-
Shares Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	3,300,000	33,000,000.00	-	-

The Company does not have any holding or subsidiary company.

Disclosure pursuant to Note no. 6(A)(g) of Part I of Schedule VI to the Companies Act, 1956 (Particulars of Shareholders holding more than 5% shares)

Name of Shareholder	As at 31 March 2014		As at 31 March 2013	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Akanksha Viniyog Limited	826500	25.05%	826500	25.05%
Pawan Chadha	255150	7.73%	255150	7.73%

Disclosure pursuant to Note no. 6(A)(i) of Part I of Schedule VI to the Companies Act, 1956 (Following disclosure should be made for each class of Shares)

Particulars	Year (Aggregate No. of Shares)				
	2013-14	2012-13	2011-12	2010-11	2009-10
Equity Shares :					
Fully paid up pursuant to contract(s)					
without payment being received in cash	-	-	-	-	-
Fully paid up by way of bonus shares	-	-	-	-	-
Shares bought back	-	-	-	-	-

Disclosure pursuant to Note no. 6(A)(k) of Part I of Schedule VI to the Companies Act, 1956

Unpaid Calls

By Directors	-
By Officers	-

Other Notes

a. No shares have been forfeited during the year. (Prev. Year -NIL)

b. The company does not have any securities, convertible into equity/preference shares. (Prev. Year -NIL)

2.2 RESERVES & SURPLUS

Disclosure pursuant to Note no. 6(B) of Part I of Schedule VI to the Companies Act, 1956

<u>Reserves & Surplus</u>	<u>As at</u> <u>31 March 2014</u> ₹	<u>As at</u> <u>31 March 2013</u> ₹
a. Capital Reserves		
Opening Balance	-	-
(+) Current Year Transfer		
(-) Written Back in Current Year		
Closing Balance	-	-
b. Capital Redemption Reserve		
Opening Balance	-	-
(+) Current Year Transfer		
(-) Written Back in Current Year		
Closing Balance	-	-
c. Securities Premium Account		
Opening Balance	44,000,000.00	44,000,000.00
Add : Securities premium credited on Share issue		-
Less : Premium Utilised for various reasons	-	-
Premium on Redemption of Debentures	-	-
For Issuing Bonus Shares	-	-
Closing Balance	44,000,000.00	44,000,000.00
d. Debenture Redemption Reserve		
Opening Balance	-	-
(+) Current Year Transfer		
(-) Written Back in Current Year		
Closing Balance	-	-
e. Revaluation Reserve		
Opening Balance		
(+) Current Year Transfer		
(-) Written Back in Current Year		
Closing Balance	-	-
f. Share Options Outstanding Account		
Opening Balance		
(+) Current Year Transfer		
(-) Written Back in Current Year		
Closing Balance	-	-
g. General Reserves		
Opening Balance	4,861,190.72	4,861,190.72
(+) Current Year Transfer	-	-
(-) Written Back in Current Year	-	-
Closing Balance	4,861,190.72	4,861,190.72
h. Surplus		
Opening Balance	(55,060,899.32)	(57,152,146.70)
(+) Net Profit/(Net Loss) For the current year	11,576,718.16	2,091,247.38
(+) Transfer from Reserves	-	-
(-) Proposed Dividends	-	-
(-) Interim Dividends	-	-
(-) Transfer to Reserves	-	-
Closing Balance	(43,484,181.16)	(55,060,899.32)
Total	5,377,009.56	(6,199,708.60)

2.3 SHORT TERM PROVISIONS (Disclosure pursuant to Note No. 6(H) of Schedule VI of the Companies Act, 1956)			
Particulars	As at 31 March 2014 ₹	As at 31 March 2013 ₹	
(a) Provision for employee benefits			
Bonus Payable	314,501.00	114,374.00	
Wages & Salary Payable	1,896.00	-	
(b) Others (Specify nature)			
Audit Fee Payable	51,686.00	51,686.00	
Provision of Income Tax Payable	5,628,887.00	1,093,492.00	
Total	5,996,970.00	1,259,552.00	
2.4 LONG TERM PROVISIONS (Disclosure pursuant to Note No. 6(E) of Schedule VI of the Companies Act, 1956)			
Particulars	As at 31 March 2014 ₹	As at 31 March 2013 ₹	
(a) Provision for employee benefits			
Bonus Payable (FY 2007-08)	4,476.00	4,476.00	
Gratuity (unfunded)	2,017,692.00	1,797,398.00	
Leave Encashment (unfunded)	323,928.00	253,116.00	
(b) Others	-	-	
Total	2,346,096.00	2,054,990.00	
2.5 SHORT TERM BORROWINGS (Disclosure pursuant to Note No. 6(F) of Schedule VI of the Companies Act, 1956)			
Particulars	As at 31 March 2014 ₹	As at 31 March 2013 ₹	
Secured			
(a) Loans repayable on demand			
from State Bank of Bikaner & Jaipur, New Delhi (Secured By first charge on entire Current Assets and Equitable mortgage of Factory Building at B-23, Sector-8, Noida)	-	553.00	
from other parties (of the above, 'NIL' (₹ 0/-) is guaranteed by Directors)	-	-	
(b) Loans and advances from related parties	-	-	
(c) Deposits	-	-	
(d) Other loans and advances (specify nature)	-	-	
In case of continuing default as on the balance sheet date in repayment of loans and interest with respect to (a) (b) & (d)			
1. Period of default	N.A.	N.A.	
2. Amount	-	-	
Unsecured			
(a) Loans repayable on demand	-	-	
(b) Loans and advances from related parties	-	-	
(c) Deposits	-	-	
(d) Other loans and advances (specify nature)	-	-	
In case of continuing default as on the balance sheet date in repayment of loans and interest with respect to (a) (b) & (d)			
1. Period of default	N.A.	N.A.	
2. Amount	-	-	
Total	-	553.00	
2.6 TRADE PAYABLES (Disclosure pursuant to Note No. 6(D) of Schedule VI of the Companies Act, 1956)			
Sundry Creditors	-	-	
Total	-	-	
2.7 OTHER CURRENT LIABILITIES (Disclosure pursuant to Note No. 6(G) of Schedule VI of the Companies Act, 1956)			
(a) Advance from Customers	-	3,337,691.00	
(b) Others			
VAT Payable	-	1,453.00	
Total	-	3,339,144.00	

Note 2.8 : FIXED ASSETS

(Disclosure pursuant to Note No. 6(I) and 6(J) of Schedule VI of the Companies Act, 1956)

S. No.	Fixed Assets	Gross Block			Accumulated Depreciation			Net Block	
		Balance as at 01.04.2013	Additions/ (Disposals)	Revaluations/ (Impairments)	Balance as at 31.03.2014	Balance as at 01.04.2013	Depreciation charge for the year	Balance as at 31.03.2014	Balance as at 31.03.2013
A	Tangible Assets								
	Land (Leasehold)	3,905,440.00	279,326.00	-	4,184,766.00	-	-	4,184,766.00	3,905,440.00
	Buildings	5,029,241.59	-	-	5,029,241.59	3,519,195.59	151,005.00	3,670,200.59	1,510,046.00
	Plant and Equipment								
	Machinery	7,543,173.87	206,167.00	-	7,749,340.87	5,208,555.87	333,386.00	5,541,941.87	2,207,399.00
	Finishing Equipments	7,783.00	-	-	7,783.00	6,262.00	212.00	6,474.00	1,309.00
	Electrical Equipments	195,702.00	8,365.00	-	204,067.00	119,156.00	11,516.00	130,672.00	73,395.00
	Tools & Dies	89,525.00	-	-	89,525.00	48,194.00	5,750.00	53,944.00	35,581.00
	Furniture and Fixtures								
	Vehicles	1,428,080.63	-	-	1,428,080.63	1,310,289.63	21,321.00	1,331,610.63	96,470.00
	Motor Cars	2,896,016.09	-	-	2,896,016.09	1,704,915.09	308,377.00	2,013,292.09	882,724.00
	Scooter	32,090.00	-	-	32,090.00	27,590.00	1,166.00	28,756.00	3,334.00
	Bicycles	7,290.00	-	-	7,290.00	6,978.00	81.00	7,059.00	231.00
	Office equipment								
	E.P.B.X. System	120,900.00	-	-	120,900.00	107,488.00	1,866.00	109,354.00	11,546.00
	Pagers	14,057.00	-	-	14,057.00	12,573.00	207.00	12,780.00	1,277.00
	Telephone Equipments	274,639.00	-	-	274,639.00	127,610.00	20,452.00	148,062.00	126,577.00
	Other Office Equipments	494,745.70	-	-	494,745.70	344,504.70	20,899.00	365,403.70	129,342.00
	Others (specify nature)								
	Fire Fighting Equipments	93,415.00	-	-	93,415.00	72,715.00	2,880.00	75,595.00	17,820.00
	Air Conditioners	254,780.00	74,200.00	-	328,980.00	188,746.00	18,094.00	206,840.00	122,140.00
	Generators	901,984.00	-	-	901,984.00	664,263.00	33,067.00	697,330.00	204,654.00
	Computers	1,061,392.58	227,597.00	-	1,288,989.58	1,009,591.58	70,046.00	1,079,637.58	209,352.00
	U.P.S.	4,100.00	-	-	4,100.00	2,814.00	179.00	2,993.00	1,107.00
	Total	24,354,355.46	795,655.00	-	25,150,010.46	14,481,441.46	1,000,504.00	15,481,945.46	9,668,065.00
B	Intangible Assets	-	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-	-
C	Capital Work in Progress	-	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-	-
D	Intangible assets under Development	-	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-	-
	GRAND TOTAL	24,354,355.46	795,655.00	-	25,150,010.46	14,481,441.46	1,000,504.00	15,481,945.46	9,668,065.00
	PREVIOUS YEAR	23,196,831.46	1,157,524.00	-	24,354,355.46	13,611,933.46	869,508.00	14,481,441.46	9,584,898.00

for SUSHIL VIPAN & CO.

CHARTERED ACCOUNTANTS

for OSCAR GLOBAL LIMITED

VIPAN AGGARWAL
PROPRIETOR
M.No. 084726
FRN : 006127N
Place : Delhi
Dated: 07th May, 2014

PAWAN CHADHA
WHOLE TIME DIRECTOR
DIN: 00415795

SATISH VERMA
CHAIRMAN & MANAGING DIRECTOR
DIN: 00225444

OSCAR GLOBAL LIMITED



2.9 LONG TERM LOANS & ADVANCES (Disclosure pursuant to Note No. 6(L) of Schedule VI of the Companies Act, 1956)

Long Term Loans and Advances	As at 31 March 2014 ₹	As at 31 March 2013 ₹
a. Capital Advances		
Parsvnath Hessa Developers Pvt. Ltd.	11,529,738.00	-
b. Security Deposits		
(Unsecured, considered good)		
Mobile Phones	4,000.00	4,000.00
PVVNL-Noida	97,614.00	65,377.00
Rent	6,000.00	-
	11,637,352.00	69,377.00
c. Loans and advances to related parties	-	-
d. Other loans and advances	-	-
Total	11,637,352.00	69,377.00

Disclosure pursuant to Note No. 6(L) (iv) of Schedule VI of the Companies Act, 1956

Long Term Loans & Advances stated above include due by:

Particulars	As at 31 March 2014 ₹	As at 31 March 2013 ₹
Directors *	-	-
Other officers of the Company *	-	-
Firm in which director is a partner *	-	-
Private Company in which director is a member	-	-

2.10 INVENTORIES (Disclosure pursuant to Note No. 6(O) of Schedule VI of the Companies Act, 1956)

Inventories	As at 31 March 2014 ₹	As at 31 March 2013 ₹
a. Raw Materials and components (valued at cost)	2,586,700.00	2,817,689.38
c. Finished Goods (valued at cost or market price whichever is lower)	83,300.00	2,943,850.00
Total	2,670,000.00	5,761,539.38

2.11 TRADE RECEIVABLES (Disclosure pursuant to Note No. 6(P) of Schedule VI of the Companies Act, 1956)

Particulars	As at 31 March 2014 ₹	As at 31 March 2013 ₹
Trade receivables outstanding for a period less than six months from the date they are due for payment		
Secured, considered good	-	-
Unsecured, considered good		
Export Incentive Receivables	5,163,618.00	3,505,486.00
Other Trade Receivables	3,539,937.00	1,349,672.00
Unsecured, considered doubtful	-	-
	8,703,555.00	4,855,158.00
Trade receivables outstanding for a period exceeding six months from the date they are due for payment		
Secured, considered good	-	-
Unsecured, considered good	-	-
Unsecured, considered doubtful	-	-
Total	8,703,555.00	4,855,158.00

Disclosure pursuant to Note No. 6 (P)(iv) of Part I of Schedule VI to the Companies Act, 1956

Trade Receivable stated above include debts due by:

Particulars	As at 31 March 2014 ₹	As at 31 March 2013 ₹
Directors *	-	-
Other officers of the Company *	-	-
Firm in which director is a partner *	-	-
Private Company in which director is a member	-	-

OSCAR GLOBAL LIMITED



2.12 CASH AND CASH EQUIVALENTS (Disclosure pursuant to Note No. 6(Q) of Schedule VI of the Companies Act, 1956)

Particulars	As at 31 March 2014 ₹	As at 31 March 2013 ₹
a. Balances with banks	10,697,963.56	12,218,283.02
b. Cheques, drafts on hand	-	-
c. Cash in hand	365,460.00	807,621.00
d. Others	-	-
Total	11,063,423.56	13,025,904.02

The details of balances as on Balance Sheet date with Banks are as follows:

Particulars	As at 31 March 2014 ₹	As at 31 March 2013 ₹
Royal Bank of Scotland (RBS) Bank, New Delhi	-	805,415.16
Punjab National Bank, New Delhi	123,596.50	246,994.50
Ratnakar Bank Ltd.	249,770.16	-
State Bank of Bikaner & Jaipur, New Delhi	1,824,596.90	2,665,873.36
FDR With State Bank of Bikaner & Jaipur, New Delhi	2,500,000.00	8,500,000.00
FDR With Punjab National Bank, New Delhi	6,000,000.00	-
Total	10,697,963.56	12,218,283.02

2.13 SHORT TERM LOANS AND ADVANCES (Disclosure pursuant to Note No. 6(R) of Schedule VI of the Companies Act, 1956)

Particulars	As at 31 March 2014 ₹	As at 31 March 2013 ₹
a. Loans and advances to related parties	-	-
b. Others	-	-
(Unsecured, considered good)	-	-
Advances to Staff	40,000.00	-
Total	40,000.00	-

Disclosure pursuant to Note No.R (iv) of Part I of Schedule VI to the Companies Act, 1956

Short term loans and advances stated above include due by:

Particulars	As at 31 March 2014 ₹	As at 31 March 2013 ₹
Directors *	-	-
Other officers of the Company *	40,000.00	-
Firm in which director is a partner *	-	-
Private Company in which director is a member	-	-
	40,000.00	-

*Either severally or jointly

2.14 OTHER CURRENT ASSETS (Disclosure pursuant to Note No. 6(S) of Schedule VI of the Companies Act, 1956)

Particulars	As at 31 March 2014 ₹	As at 31 March 2013 ₹
a. Loans and advances to related parties	-	-
Less: Provision for doubtful loans and advances	-	-
b. Others	-	-
(Secured, considered good)	-	-
Advance Income Tax	2,300,000.00	565,000.00
Tax Deducted at Source	80,797.00	31,286.00
UP VAT Recoverable-14%	-	1,596.00
Prepaid Insurance	46,078.00	37,591.00
Interest Accrued on FDR	410,589.00	305,545.00
Total	2,837,464.00	941,018.00
Pre Operative Expenditures (to the extent not written off or adjusted)	-	-
Opening Balance	-	244,962.00
Less Written off during the year	-	244,962.00
Closing Balance	-	-
TOTAL	2,837,464.00	941,018.00

OSCAR GLOBAL LIMITED



2.15 CONTINGENT LIABILITIES AND COMITMENTS (to the extent not provided for) Disclosure pursuant to Note No. 6(T) of Schedule VI of the Companies Act, 1956

Particulars	As at 31 March 2014 ₹	As at 31 March 2013 ₹
(i) Contingent Liabilities		
(a) Claims against the company not acknowledged as debt	-	-
(b) Guarantees	-	-
(c) Other money for which the company is contingently liable	-	-
(ii) Commitments		
(a) Estimated amount of contracts remaining to be executed on capital account and not provided for	-	-
(b) Uncalled liability on shares and other investments partly paid	-	-
(c) Other commitments (specify nature)	-	-
Total	-	-
2.16 REVENUE FROM OPERATIONS		
Sale of Products		
Export Sales	150,847,491.00	108,210,418.00
Other Operating Revenues		
Sale of Duty Free License	2,681,912.00	3,111,543.00
Duty Drawback	12,678,308.00	9,683,282.00
F.P.S. License	-	(214,000.00)
Total	166,207,711.00	120,791,243.00
2.17 OTHER INCOME		
Interest Income	772,460.00	336,831.00
Dividend Income	-	-
Net gain/loss on sale of investments	-	-
Other non-operating income	-	-
Total	772,460.00	336,831.00
2.18 COST OF RAW MATERIAL CONSUMED		
Opening Stock of Raw Material	2,817,689.38	6,545,565.00
Add: Purchases	80,791,090.00	67,406,198.00
	83,608,779.38	73,951,763.00
Less: Closing Stock	2,586,700.00	2,817,689.38
Total	81,022,079.38	71,134,073.62
2.19 CHANGE IN INVENTORIES OF FINISHED GOODS, WORK IN PROGRESS AND STOCK IN TRADE		
Opening Stock of Finished Goods	2,943,850.00	5,250,150.00
Closing Stock of Finished Goods	83,300.00	2,943,850.00
Total Decrease / (Increase)	2,860,550.00	2,306,300.00
2.20 EMPLOYEE BENEFIT EXPENSES		
Bonus	314,501.00	114,374.00
E.S.I. Employer Contribution	133,971.00	171,113.00
Leave Encashment	144,736.00	46,041.00
P.F. Administration Exp.	11,946.00	14,128.00
P.F. Employer Contribution	134,535.00	160,547.00
Wages & Salaries	16,767,879.00	10,426,252.00
Directors Remuneration	2,775,000.00	1,200,000.00
Staff Welfare	557,885.00	355,557.00
Total	20,840,453.00	12,488,012.00
2.21 FINANCE COST		
Interest expense		
Bank Interest	29,908.00	219,779.00
Interest on TDS	2,366.00	1,032.00
Interest on Income Tax	50,730.00	-
Other borrowing costs	-	-
Applicable net gain/loss on foreign currency transactions and translation	1,193,719.00	(24,525.00)
Total	1,276,723.00	196,286.00

2.22 OTHER EXPENSES

Particulars	As at 31 March 2014 ₹	As at 31 March 2013 ₹
Electricity Expenses	587,259.00	436,547.00
Freight, Cartage & Forwarding Expenses	4,941,359.00	3,475,282.00
Job work Charges	22,228,847.00	15,573,065.00
Security Expenses	495,752.00	512,490.00
Advertisement Expenses	76,440.00	67,800.00
Auditors Remuneration	195,508.00	138,201.00
Misc. Balances Written off	195.00	18,010.00
Bank Charges	719,055.80	595,861.00
Books & Periodicals	3,653.00	-
Business Promotion	568,251.00	198,147.00
Commission	6,146,213.00	3,145,285.00
Demat Charges	28,427.00	28,427.00
Gratuity	302,578.00	466,583.00
Other Expenses	760,114.00	681,544.00
Inspection Charges	392,130.00	603,280.00
Insurance Expenses	188,869.00	149,174.00
Legal, Professional & Consultancy	435,469.00	542,774.00
Membership, Subscription & Listing Fees	340,734.00	31,152.00
Pre-Operative Expenses Written off	-	244,962.00
Printing and Stationary Expenses	188,099.00	383,083.00
Postage & Telegram	526,242.00	56,693.00
Claims	417,950.00	-
Rent	27,000.00	-
Repair & Maintenance	1,201,262.00	787,415.00
Telephone & Communication Expenses	248,491.66	191,402.00
Testing Charges	26,929.00	71,598.00
Travelling & Conveyance Expenses	2,899,025.00	2,544,661.00
Total	43,945,852.46	30,943,436.00
The details of repairs and maintenance expenses are as follows:		
Repair & Maintenance (Building)	427,372.00	131,378.00
Repair & Maintenance (Electric)	51,716.00	15,070.00
Repair & Maintenance (Generator)	144,952.00	82,447.00
Repair & Maintenance (Vehicle)	366,769.00	393,996.00
Repair & Maintenance (Others)	43,464.00	62,642.00
Other Office Maintenance Expenses	166,989.00	101,882.00
Total	1,201,262.00	787,415.00
The details of auditors remuneration expenses are as follows:		
Audit Fees	46,000.00	46,000.00
Certifications	30,000.00	77,000.00
Taxation Matter	98,000.00	-
Service Tax on above	21,508.00	15,201.00
Total	195,508.00	138,201.00

2.23 TAX EXPENSES

Current Tax		
Provision for current year tax liability (including Interest payable)	5,628,887.00	1,093,492.00
Sub-Total	5,628,887.00	1,093,492.00
Deferred Tax (liability) / asset		
<u>Tax effect of items constituting deferred tax liability</u>		
On difference between book balance and tax balance of fixed assets		
a. Deferred Tax liability-Opening	1,153,380.00	1,147,661.00
b. Deferred Tax liability-Closing	(18,216.00)	1,153,380.00
c. Difference (a-b)	1,171,596.00	(5,719.00)
Total	6,800,483.00	1,087,773.00

2.24 Contingent liabilities and commitments (to the extent not provided for)
Particulars

	As at 31 March 2014 ₹	As at 31 March 2013 ₹
(i) Contingent Liabilities		
(a) Claims against the company not acknowledged as debt	-	-
(b) Guarantees	-	-
(c) Other Money for which the company is contingently liable	-	-
(ii) Commitments		
(a) Estimated amount of contracts remaining to be executed on capital account and not provided for	-	-
(b) Other commitments	-	-
Total	-	-

2.25 Disclosure as per clause 32 of the Listing Agreement with the Stock Exchanges

Loans and advances in the nature of loans given to subsidiaries, associates and others and investments in shares of the Company by such parties:

S. No.	Name of party	Relationship	Amount outstanding as at 31 March, 2014	Maximum balance outstanding during the year
	NIL	NIL	NIL (NIL)	NIL (NIL)

Note: Figures in bracket relate to the previous year.

2.26 Value of Imports calculated on CIF basis

S. No.	Particulars	As at 31 March 2014 ₹	As at 31 March 2013 ₹
a	Raw materials	1,497,588.00	1,343,884.00
b	Components	-	-
c	Spare parts	-	-
d	Capital Goods	-	-
	TOTAL	1,497,588.00	1,343,884.00

2.27 Expenditures in foreign currencies

a	Travelling Expenses	1,819,904.00	1,432,375.00
b	Commission	6,146,213.00	3,145,285.00
	TOTAL	7,966,117.00	4,577,660.00

2.28 Details of Raw material consumed

S. No.	Particulars	As at 31 March 2014		As at 31 March 2013	
		Qty	Amount (₹)	Qty	Amount (₹)
a	Leather (Sq.DCM)	8,711,339	69,859,102.00	7,941,773	62,995,156.67
b	Other Raw Material		11,162,977.00		8,138,916.95
	Total	8,711,339	81,022,079.00	7,941,773	71,134,073.62

2.29 Quantitative details of Consumption of imported and indigenous items

S. No.	Particulars	As at 31 March 2014		As at 31 March 2013	
		₹	%	₹	%
a	Imported - Raw materials	1,750,898.00	2.16%	1,690,445.00	2.38%
b	Indigenous - Raw materials	79,271,181.00	97.84%	69,443,628.62	97.62%
	TOTAL	81,022,079.00	100.00%	71,134,073.62	100.00%

2.30 Quantitative details of Production, sales and stock of each class of goods:

S. No.	Particulars	As at 31 March 2014	As at 31 March 2013	As at 31 March 2014	As at 31 March 2013
		Leather Garments & Accessories		Licenses / Export Incentives	
a	Opening Stock	Qty. (Nos.) 5140	5131	-	-
		Amount (₹) 2,943,850	5,250,150		
b	Production	Qty. (Nos.) 34959	32438		
c	Sales/Export	Qty. (Nos.) 39266	32429		
		Amount (₹) 150,847,491	108,210,418	15,360,220	12,580,825
d	Closing Stock	Qty. (Nos.) 833	5140		
		Amount (₹) 83,300	2,943,850		

OSCAR GLOBAL LIMITED**2.31 Earning in foreign exchange**

S. No.	Particulars	As at 31 March 2014 ₹	As at 31 March 2013 ₹
a	Export of goods calculated on FOB basis	146,743,867.00	105,448,523.03
b	Other earnings	-	-
	TOTAL	146,743,867.00	105,448,523.03

2.32 Related party transactions

S. No.	Name of Party	Relation	Nature of transaction	As at 31 March 2014 ₹	As at 31 March 2013 ₹
a	Mr. Satish Verma	Key Management Personnel	Managing Director Remuneration	1,200,000.00	-
b	Mr. Pawan Chadha	Key Management Personnel	Director Remuneration	1,200,000.00	1,200,000.00
c	Mrs. Arpita Verma	Key Management Personnel	Director Remuneration	375,000.00	-
d	Mr. Varun Chadha	Relative of Key Management Personnel	Salary in capacity of President	900,000.00	750,000.00
	TOTAL			3,675,000.00	1,950,000.00

2.33 Segment information

The company is operating in only one product i.e. leather garments and accessories. Hence there is no need to present financial information segment wise as required by AS-17.

for SUSHIL VIPAN & CO.

CHARTERED ACCOUNTANTS

for OSCAR GLOBAL LIMITED

VIPAN AGGARWAL

PROPRIETOR

M.No. 084726

FRN : 006127N

Place : Delhi

Dated: 07th May, 2014

PAWAN CHADHA

WHOLE TIME DIRECTOR

DIN: 00415795

SATISH VERMA

CHAIRMAN & MANAGING DIRECTOR

DIN: 00225444

OSCAR GLOBAL LIMITED**CASH FLOW STATEMENT**

Particulars	Note No.	Figures (₹) as at March 31, 2014	Figures (₹) as at March 31, 2013
A. CASH FLOW FROM OPERATING ACTIVITIES :			
NET PROFIT BEFORE TAX AND EXTRA ORDINARY ITEMS		16,034,009.16	3,190,458.38
ADJUSTMENTS FOR :			
DEPRECIATION		1,000,504.00	869,508.00
INTEREST		83,004.00	220,811.00
MISC. EXPENSES WRITTEN OFF		-	244,962.00
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES		17,117,517.16	4,525,739.38
ADJUSTMENTS FOR :			
TRADE AND OTHER RECEIVABLES		(17,352,818.00)	(3,958,039.00)
INVENTORIES		3,091,539.38	6,034,175.62
TRADE PAYABLES AND OTHER PAYABLES		1,688,827.00	4,171,520.00
CASH GENERATED FROM OPERATIONS		4,545,065.54	10,773,396.00
INTEREST PAID		(83,004.00)	(220,811.00)
DIRECT TAX PAID		(5,628,887.00)	(1,093,492.00)
CASH FLOW BEFORE EXTRAORDINARY ITEMS		(1,166,825.46)	9,459,093.00
EXTRA ORDINARY ITEMS		-	-
NET CASH FROM OPERATING ACTIVITIES		(1,166,825.46)	9,459,093.00
B. CASH FLOW FROM INVESTING ACTIVITIES :			
PURCHASES OF FIXED ASSETS		(795,655.00)	(1,157,524.00)
SALE OF FIXED ASSETS		-	-
NET CASH USED IN INVESTING ACTIVITIES		(795,655.00)	(1,157,524.00)
C. CASH FLOW FROM FINANCING ACTIVITIES :			
PROCEEDS FROM PUBLIC ISSUE OF SHARE CAPITAL		-	-
PROCEEDS FROM LONG TERM BORROWINGS		-	-
REPAYMENT OF FINANCE LEASE LIABILITIES		-	-
DIVIDEND PAID		-	-
NET CASH USED IN FINANCING ACTIVITIES		-	-
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS		(1,962,480.46)	8,301,569.00
CASH AND CASH EQUIVALENTS AS AT 01.04.13 (OPENING BALANCE)		13,025,904.02	4,724,335.02
CASH AND CASH EQUIVALENTS AS AT 31.03.14 (CLOSING BALANCE)		11,063,423.56	13,025,904.02

Significant Accounting Policies and Notes on Accounts 1 & 2
for OSCAR GLOBAL LIMITED

Place : Delhi
Dated: 07th May, 2014

PAWAN CHADHA
WHOLE TIME DIRECTOR
DIN: 00415795

SATISH VERMA
CHAIRMAN & MANAGING DIRECTOR
DIN: 00225444

AUDITOR'S REPORT

We have examined the attached Cash Flow Statement of Oscar Global Limited for the period ended on 31st March, 2014. The Statement has been prepared by the Company in accordance with the requirements of Clause 32 of Listing Agreement.
for SUSHIL VIPAN & CO.
CHARTERED ACCOUNTANTS

Place : Delhi
Dated: 07th May, 2014

VIPAN AGGARWAL
PROPRIETOR
M.No. 084726
FRN : 006127N

PROXY FORM

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

OSCAR GLOBAL LIMITED

101, Plot No. 6, LSC, Vardhman Rajdhani Plaza, New Rajdhani Enclave, New Delhi-110092

CIN No.:- L51909DL199PLC041701

FORM NO. MGT-11

23rd Annual General Meeting – September 26th 2014

Name of Member(s)	
Registered address	
E Mail Id	
Folio No. / DP ID - Client ID	

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

1) Name: E-Mail

Address:

Signature Or failing him / her

2) Name: E-Mail

Address:

Signature

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 23rd ANNUAL GENERAL MEETING of the Company to be held at The Executive Club, Dolly Farms & Resorts Pvt. Ltd., 439, Village Shaoorpur, P.O. Fatehpur Beri, New Delhi-110030 on Friday, 26th September, 2014 at 4.30 P.M. or at any adjournment thereof in respect of such resolutions as are indicated below:

Item No.	Resolutions Ordinary Business	For	Against
1.	Adoption of Balance Sheet, Statement of Profit and Loss and the Reports of the Board of Directors and Auditors thereon for the financial period ended on March 31, 2014		
2.	Appoint a Director in place of Ms. Arpita Verma, who retires by rotation and being eligible offers herself for re-appointment		
3.	Appointment of M/s. Sushil Vipani & Co., Chartered Accountants as Statutory Auditors of the Company		
	Special Business		
4.	Appointment of Mr. Kishan Kalani as Independent Director		
5.	Appointment of Ms. Deepika Singh as Independent Director		

OSCAR GLOBAL LIMITED

Item No.	Resolutions Ordinary Business	For	Against
6.	Appointment of Mr. Pawan Chadha as Whole Time Director		
7.	Approval of Section 180 (1) (a)		
8.	Approval of Section 180 (1) (c)		
9.	To adopt new Articles of Association of the Company containing regulations in conformity with the Companies Act, 2013		
10.	Increase in Remuneration and appointment of Mr. Pawan Chadha as CFO		
11.	Increase in Remuneration of Ms. Arpita Verma		
12.	Increase in Remuneration of Mr. Satish Kumar Verma		

Signed this day of 2014.

Affix
Re.1/-
Revenue
Stamp

Signature of the member

Signature of the Proxy Holder(s)

NOTE:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the 23rd Annual General Meeting.
3. It is optional to put a 'X' in the appropriate column against the Resolution indicated in the Box. If you leave the 'For' and 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he / she think appropriate.
4. Please complete all details including detail of member(s) in above box before submission.

OSCAR GLOBAL LIMITED**ATTENDANCE SLIP**

101, Plot No. 6, LSC, Vardhman Rajdhani Plaza, New Rajdhani Enclave, New Delhi-110092

CIN No.:- L51909DL199PLC041701

DP ID	
CLIENT ID/ Folio No.	
No. of Shares	

Name and Address of the Registered Shareholder
--

I/We hereby record my/our presence at the 23rd ANNUAL GENERAL MEETING of the Company to be held at The Executive Club, Dolly Farms & Resorts Pvt. Ltd., 439, Village Shaoorpur, P.O. Fatehpur Beri, New Delhi- 110030 on Friday, 26th September, 2014 at 4.30 P.M. or at any adjournment thereof.

Signature of the Shareholder/Proxy

NOTE : PLEASE FILL THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL.

23rd

Annual

Report

2013-2014

The logo consists of the word "OSCAR" in a white, bold, serif font, centered within a dark, horizontally-oriented oval.

OSCAR

OSCAR GLOBAL LIMITED

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New Rajdhani Enclave, New Delhi-110092