



**Anisha Impex Ltd.**

CIN NO. L17101DL1999PLC102506

# Anisha Impex Limited

(Formerly : Anisha Impex Private Limited)

Trader & Exporter of all types of Fabrics, Home Furnishing & Fashion Accessories

REGD. OFFICE : 159, GAGAN VIHAR, DELHI - 110051, INDIA

**Scrip Code:-537785(SME)**

Date 05<sup>th</sup> October, 2016

To

The BSE –SME Platform  
P. J. Tower, Dalal Street  
Mumbai-400001

Sub: Submission of Annual Report under Regulation 34(1) of SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015

Pursuant to Regulation 34(1) of SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015, please find herewith the Annual Report of the Company for the financial year ended 31.03.2016

Kindly take the same on record

Thanking You

Your Sincerely

  
For Anisha Impex Limited

Rammohan Jha

Company Secretary & Compliance Officer

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## Corporate Information

### Board of Directors

1. Sunil Kumar Malik – Managing Director
2. Puja Malik – Non Executive Director
3. Dinesh Singh Patwal, -Independent Director
4. Puneet Bhawaker-Independent Directors

### Listed in Stock Exchange

BSE-SME

### Secretarial Auditor

Sachin Agarwal & Associates

### Nomination and Remuneration Committee

1. Dinesh Singh Patwal- Chairman
2. Puneet Bhawaker - Member
3. Puja Malik- Member

### Statutory Auditors

MARS & Associates  
Chartered Accountants  
202, Jain Bhawan  
18/12, Karol Bagh, New Delhi-05

### Shareholders /Investors Grievance Committee

1. Puneet Bhawaker - Chairman
2. Dinesh Singh Patwal- Member
3. Sunil Kumar Malik- Member

### Principal Banker

Punjab National Bank

### Audit Committee

1. Puneet Bhawaker - Chairman
2. Dinesh Singh Patwal- Member
3. Sunil Kumar Malik- Member

### Company Secretary & Compliance Officer

Mr. Rammohan Jha

### CIN No.

L17101DL1999PLC102506

### Registrar & Share Transfer Agent

Bigshare Services Private Limited  
Saki Vihar Road, Sakinaka  
Andheri (East), Mumbai-400072

### Registered Office

159, Gagan Vihar  
New Delhi-110051

**CHAIRMAN SPEECH*****1. Ladies & Gentlemen***

It gives me great pleasure in welcoming all of you to the 16<sup>th</sup> Annual General Meeting of your Company. The Annual Report for the year ended 31st March 2016 has been circulated so, with your permission, I shall take it as read.

***2. Review of Performance***

I would like to start by highlighting operational achievements during the year under review

Your Company delivered another year of strong financial performance with compare to financial year 2014-15. Your Company earned profit after tax of Rs.8.98 lacs during financial year 2015-16.

The Company was not doing well in Financial Year 2015-16 comparable financial year 2014-15, But future we sure that Company will grow fastly. Now, we should be able to post even better results next year as we are all set to strongly focus on taking our business to higher levels of operational excellence and growth. This gives me the confidence to say that with God's blessings, team's hard work and your support; we shall be able to report stellar results for the next year.

***3. Outlook***

India's textiles sector is one of the oldest industries in Indian economy dating back several centuries. Even today, textiles sector is one of the largest contributors to India's exports with approximately 11 per cent of total exports. The textiles industry is also labour intensive and is one of the largest employers. The industry realized export earnings worth US\$ 41.4 billion in 2014-15, a growth of 5.4 per cent. The textile industry has two broad segments. First, the unorganized sector consists of handloom, handicrafts and sericulture, which are operated on a small scale and through traditional tools and methods.

The second is the organized sector consisting of spinning, apparel and garments segment which apply modern machinery and techniques such as economies of scale. The textile industry employs about 40 million workers and 60 million indirectly. India's overall textile exports during FY 2015-16 stood at US\$ 40 billion.

The Indian textiles industry, currently estimated at around US\$ 108 billion, is expected to reach US\$ 223 billion by 2021. The industry is the second largest employer after agriculture, providing employment to over 45 million people directly and 60 million people indirectly. The Indian Textile Industry contributes approximately 5 per cent to India's Gross Domestic Product (GDP), and 14 per cent to overall Index of Industrial Production (IIP).

The Indian textile industry has the potential to reach US\$ 500 billion in size. The growth implies domestic sales to rise to US\$ 315 billion from currently US\$ 68 billion. At the same time, exports are implied to increase to US\$ 185 billion from approximately US\$ 41 billion currently.

***4. Corporate Social Responsibility***

Company's approach to social responsibility extends well beyond business and financial considerations. The Company has been set up to create economic and social opportunities for those at the bottom of the pyramid and particularly aims to create awareness among women and children about health, sanitation and education.

***5. Human Resources & Industrial Relations***

The dedication and commitment of our people has been a key strength. We continue to focus on enhancing the knowledge base through Learning & Development initiatives and are working on strengthening the management bandwidth. I am also pleased to inform you that industrial relations at all units were cordial during the year under review and, on behalf of your Directors; I acknowledge the co-operation and contribution of the entire workforce.

***6. Acknowledgements***

On behalf of the Board of Directors and the Management, I would like to place on record your Company's sincere appreciation of the support extended by the Central & State Government and their agencies, term lenders & working capital bankers and the continuing patronage and support of all stakeholders.

I welcome your feedback and suggestions on what we can do to improve Anisha Impex Limited as a company.

Feel free to send me your thoughts and comments at [ipo@anishaimpex.com](mailto:ipo@anishaimpex.com), [contact@anishaimpex.com](mailto:contact@anishaimpex.com).

*Warm Regards*

*Sd/-  
Sunil Kumar Malik  
Managing Director  
Din: 00143453  
159, Gagan Vihar,  
New Delhi*

**NOTICE**

Notice is hereby given that the 16<sup>th</sup> Annual General Meeting of the Members of the **ANISHA IMPEX LIMITED** (L17101DL1999PLC102506) will be held at the registered office of the Company at **159, Gagan Vihar, New Delhi- 110051** on **Friday, 30<sup>th</sup> September, 2016 at 11:30 a.m.** to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Financial Statements of the Company for the financial year ended March 31, 2016 including audited Balance Sheet as at March 31, 2016 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Mrs. Puja Malik (holding DIN 01189442), who retires by rotation and being eligible offered herself for re-appointment.

**“RESOLVED THAT pursuant to the provisions of Sections 152 and all other applicable provisions, if any, of the Companies Act, 2013, the vacancy caused by the retiring Director Mrs. Puja Malik (DIN 01189442), who has sought re-appointment, filled in at this meeting.”**

- 3 To appoint M/s. M A R S & Associates, Chartered Accountants (Firm Registration No. 10484N) as statutory auditors of the Company and to fix their remuneration.

**"RESOLVED THAT pursuant to the provisions of Section 139 (2) and 142(1) of the Companies Act, 2013 the reappointment of the statutory auditors of company M/s. MARS & Associates, Chartered Accountants, Chartered Accountants (Firm Registration No. 10484N) be and is hereby ratified by the members of the company for the financial year 2016-2017 at such remuneration as may be determined by the Board of Directors of the Company.”**

**SPECIAL BUSINESS**

4. **For Migrating From BSE-SME to Main Board**

To consider and if thought fit, to pass, with or without any modification (s) as may deem fit the following, as a Special Resolution

**“RESOLVED BY WAY OF SPECIAL RESOLUTION THAT in pursuance of SEBI circular dated 18th May 2010, SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009, BSE circular dated 26th November, 2012 and Listing Agreement with SME BSE (Bombay Stock Exchange) and provisions of Companies Act, 2013 (read with underlying rules and regulations notified by MCA), which shall include any statutory modifications, amendments and re-enactments thereof, and other applicable laws, consent of the company be and is hereby granted to migrate the company, currently listed on SME platform of BSE (Bombay Stock Exchange), to main Board of BSE (Bombay Stock Exchange) and follow such procedure as**

specified by SEBI (ICDR) Regulations, 2009 and other applicable regulations notified by SEBI, as amend from time to time, to give effect to the above said resolution”.

“RESOLVED FURTHER THAT MR. Sunil Kumar Malik, Managing Director and Mrs. Puja Malik, Director of the Company be and are hereby authorized jointly and /or severally to do all acts, things and deeds as are necessary to give effect to the said resolution ,which shall include but not restricted to filing of forms ,documents and resolution with relevant authorities ,signing of documents and any other acts which shall considered necessary by Board to give effect to the said resolution”.

“RESOLVED FURTHER THAT a certified true copy of the resolution may be given to the concerned department(s)/authority (ies)/ Party (ies) etc”

*By Order of the Board of Directors*

*Date: August 29, 2016  
Place: Delhi  
Anisha Impex Limited  
Regd. Office: 159, Gagan Vihar,  
New Delhi -110051*

*Sd/-  
Sunil Kumar Malik  
Managing Director  
DIN: 00143453  
159, Gagan Vihar  
New Delhi-110051*

**NOTES:-**

1. The Register of Members and the Share Transfer books of the Company will remain closed from **Thursday, September 22, 2016 to Friday, September 30, 2016** (both days inclusive) for the purpose of the Annual General Meeting.
2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to Special Business at the meeting, is annexed hereto.
3. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY.** A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.
4. Details under as required under pursuant to Regulation 36 of the SEBI (Listing obligations and Disclosure Requirements) regulations, 2015, in respect of the Directors seeking appointment/re-appointment at the Annual General Meeting, forms integral part of the notice. The Directors have furnished the requisite declarations for their appointment/re-appointment.
5. Electronic copy of the Notice of the 16<sup>th</sup> Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the 16<sup>th</sup> Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.
6. Notice of the 16<sup>th</sup> Annual General Meeting and the Annual Report for 2016 will also be available on the Company's website [www.anishaimpex.com](http://www.anishaimpex.com) for their download. The physical copies of the aforesaid documents will also be available at the Company's corporate Office in 56/33, Site-IV Sahibabad, Ghaziabad, U.P- 201010 for inspection during normal business hours on working days.

For any communication, the shareholders may also send requests to the Company's investor email id: [ipo@anishaimpex.com](mailto:ipo@anishaimpex.com)

7. Members are requested to intimate change in their address immediately to M/s Bigshare Services Private Limited, the Company's Registrar and Share Transfer Agents, at their office E/2, Ansa Industrial Estate, Saki Vihar Road, Sakinaka, Andheri (East), Mumbai-400072
8. Members holding shares in physical form in the same set of names under different folios are requested to apply for consolidation of such folios along with relevant Share Certificates to M/s Bigshare Services Private Limited, Registrar and Share Transfer Agents of the Company, at their address given above.



9. Pursuant to SEBI Circular, the Shareholders holding shares in physical form are requested to submit self attested copy of PAN at the time of sending their request for share transfer/transmission of name/transposition of name.
10. Members, who are wishing to avail of the nomination facility, are requested to send the duly filled in nomination in the prescribed form (SH-13) of Companies Act,2013 to M/s Bigshare Services Limited, Registrar and Share Transfer Agents of the Company, at their address given above or to the Compliance Officer at the Registered Office of the Company
11. Members are requested to bring copies of Annual Report to the Annual General Meeting.
12. Members/Proxies should bring the attendance slip duly filed in and signed for attending the meeting.
13. Members are requested to quote Folio Number in their correspondence.

**1. Voting through electronic means;**

- a. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote at the 16<sup>th</sup> Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by National Securities Depository Limited (NSDL).
- b. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by e-voting shall be able to exercise their right at the meeting through ballot paper.
- c. The instructions for e-voting are as under:
  - i. During the voting period, the shareholders can visit the e-voting website [www.evotingindia.com](http://www.evotingindia.com) and select the relevant EVEN/ company (Anisha Impex Limited) for voting.
  - ii. The shareholders having shares in the Demat form can Login to the e-voting system using their user-id (i.e. Demat account number), PAN and Password provided by NSDL. Physical shareholders can log-in using their user-id (i.e. folio number of the shares), PAN and the Password provided by NSDL.
  - iii. After logging in, Demat security holders will have to mandatorily change their password. This password can be used by Demat security holders for all future voting on resolution of companies in which they are eligible to vote. Physical shareholders will be provided with a fresh password for every postal ballot voting.
  - iv. Security holders can then cast their vote on the resolutions available for voting.
  - v. Security holders can also view the resolution details.
  - vi. Once the security holders cast the vote, the system will not allow modification of the same.

- vii. During the voting Period, security holders can login any number of times till they have voted on all the resolutions.
- d. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- e. The e-voting period commences on Monday, 26<sup>th</sup> September 2016 (9:00 am) and ends on Thursday 29<sup>th</sup> September 2016 (5:00 pm). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of September 22, 2016, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- f. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of September 22, 2016.
- g. Mr. Sachin Agarwal & Associates, Practicing Company Secretary (Membership No. F6148) and has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- h. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
- i. The Results shall be declared on or after the AGM of the Company. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.anishaimpex.com](http://www.anishaimpex.com) and on the website of NSDL within two (2) days of passing of the resolutions at the AGM of the Company and communicated to the BSE Limited.
14. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (9.00 am to 5.00 pm) on all working days except Saturdays, up to and including the date of the Annual General Meeting of the Company.

**Explanatory Statement in respect of the Special Business Pursuant to Section 102 of the Companies Act, 2013*****Item No. 4: For Migrating From BSE-SME to Main Board***

The Company came out with an Initial Public Offer in the year 2014 and pursuant to which the Equity shares of the company got listed at the platform of BSE Limited w.e.f 18.03.2014 with a post issue capital 164,322,000/- and completing of two years of listing on 17.03.2016

In terms of provisions of SEBI circular dated 18<sup>th</sup> May, 2010 Company with post issue face value capital of Rs. 10 crores or more and upto Rs. 25 crores and listed on SME Exchange can migrate to main Board provided shareholder's approval is obtained through postal ballot in accordance to SEBI (ICDR) Regulations, 2009 and Company meets listing requirement of stock exchange on which company is proposed to list.

Since the company is complying with the eligibility criteria, the Board of Directors in its meeting held on 29.08.2016 has decided to migrate the listing of its shares from SME Platform of BSE Limited to the Main Board of the BSE Limited.

Also in terms of the applicable provisions, the shareholder' approval is required by way of special Resolution through Postal Ballot. In view of above, you are requested to grant your consent to the special resolution as set out in Postal Ballot .In view of above you are requested to grant your consent to the special resolution as set out in Postal ballot notice dated 29.08.2016 of the Company.

None of the Directors and Key Managerial personnel (including relatives of Directors or Key Managerial Personnel) of the Company is concerned or interested, financially or otherwise in the resolution.

**INFORMATION ON DIRECTOR SEEKING RE-APPOINTMENT AS REQUIRED UNDER REGULATION 36 (3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015*****Mrs. Puja Malik***

Mrs. Puja Malik, aged 40 years, is currently a Non Executive Director of the Company and joined its Board of Directors on 22.11.1999. She has completed her B.ED from Maharshi Dayanand University, Rohtak. She has over 10 years experience in managing human resource and administration of our Company.

Mrs. Puja Malik is also on the Board and committees of other companies such as stated below.

<i>Nature of the Company</i>	<i>Nature of Interest</i>	<i>Committee of the Board</i>
<i>Anisha Exim Private Limited</i>	<i>Director</i>	<i>N.A.</i>
<i>R P M Exim Private Limited</i>	<i>Director</i>	<i>N.A.</i>

Mrs. Puja Malik is a member of Remuneration committee of the Board of the Company. Mrs. Puja Malik holds 9, 85,200 equity shares of the Company.

## **Anisha Impex Limited**

## **Annual Report 2015-2016**

None of the director or Key Managerial personnel of the company is concerned or interested in said resolution except to the extent of their respective shareholding/s in the Company.

During the financial year 2015-16 Mrs. Puja Malik has attended four Board Meeting held during the year.

*By Order of the Board of Directors*

*Date: August 29, 2016  
Place: Delhi  
ANISHA IMPEX LIMITED  
159, GAGAN VIHAR,  
New Delhi -110051*

*Sd/-  
Sunil Kumar Malik  
Managing Director  
DIN: 00143453  
159, Gagan Vihar  
New Delhi-110051*

## Board's Report

To

The Memebers  
Anisha Impex Limited

Your Directors are pleased to present their Sixteen Annual Report on the business and operations of your Company together with the Audited Accounts for the year ended 31st March, 2016.

The Financial performance of the Company for year ended 31st March, 2016 is summarized below:

**1. Financial Highlights:****(Rs.)**

Particulars	2015-16	2014-15
Income from operations	491590950	420645453
Other Income	705000	5258621
Total Income	492295950	425904074
Less: Expenditure	491041826	424555195
Profit/(Loss) before Interest, Depreciation & Tax	1254124	1348879
Less: Interest :Depreciation	Nil	Nil
Profit & Loss Before Tax	1254124	1348879
Tax Expense (including Previous year Tax Adjustment)	356415	438243
Profit/(Loss) after Tax	897709	910636
Add: Profit/(Loss) Brought Forward	Nil	Nil
Amount available for Appropriation/(Loss)	897709	910636

**2. Highlights of Performance**

Standalone total income for the current financial year was to Rs. 897709 as compared to Rs. 910636 in 2015.

Standalone net sales for the current financial year were Rs. 418069761 as compared to Rs. 420645453 in 2015.

Standalone profit before tax for the current financial year was Rs. 1254124 as compared to 1348879 to in 2015.

Standalone Profit after tax for the current financial year was Rs. 897709 as compared to Rs. 910636 in 2015.

**3. Reserve & Surplus**

During the Financial year 2015-2016, Rs.8.98 lacs amount to carry or transfer to Reserve & Surplus Account under Companies Act, 2013.

**4. Dividend**

In view of the requirement of the profits for strengthening of the company, your directors have decided to plough back the profit into the business hence no dividend could be recommended for the year under review.

**5. Share Capital**

The paid up Equity Share Capital as on March 31, 2016 was Rs.164322000. During the year under review the company has not issued any shares or any convertible instruments.

**6. SCORE Registration**

During the year there is no arises any cases under SCORES Registration,

**7. Textile Industry Outlook & Opportunities**

India's textiles sector is one of the oldest industries in Indian economy dating back several centuries. Even today, textiles sector is one of the largest contributors to India's exports with approximately 11 per cent of total exports. The textiles industry is also labour intensive and is one of the largest employers. The industry realized export earnings worth US\$ 41.4 billion in 2014-15, a growth of 5.4 per cent. The textile industry has two broad segments. First, the unorganized sector consists of handloom, handicrafts and sericulture, which are operated on a small scale and through traditional tools and methods.

The second is the organized sector consisting of spinning, apparel and garments segment which apply modern machinery and techniques such as economies of scale. The textile industry employs about 40 million workers and 60 million indirectly. India's overall textile exports during FY 2015-16 stood at US\$ 40 billion.

The Indian textiles industry, currently estimated at around US\$ 108 billion, is expected to reach US\$ 223 billion by 2021. The industry is the second largest employer after agriculture, providing employment to over 45 million people directly and 60 million people indirectly. The Indian Textile Industry contributes approximately 5 per cent to India's Gross Domestic Product (GDP), and 14 per cent to overall Index of Industrial Production (IIP).

The Indian textile industry has the potential to reach US\$ 500 billion in size. The growth implies domestic sales to rise to US\$ 315 billion from currently US\$ 68 billion. At the same time, exports are implied to increase to US\$ 185 billion from approximately US\$ 41 billion currently.

***7.1 Road Ahead***

The future for the Indian textile industry looks promising, buoyed by both strong domestic consumption as well as export demand. With consumerism and disposable income on the rise, the retail sector has experienced a rapid growth in the past decade with the entry of several international players like Marks & Spencer, Guess and Next into the Indian market. The organised apparel segment is expected to grow at a Compound Annual Growth Rate (CAGR) of more than 13 per cent over a 10-year period.

***8. Corporate Social Responsibility***

The Board of Directors of the Company hereby confirms that the provisions of Section 135(1) of the Companies Act, 2013 is not applicable to our company.

***9. Business Responsibility Report (Brr)***

The Board of Directors of the Company hereby confirms that, according to the provisions of Regulation 34(2)(f) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulation 2015, the give report on Business Responsibility Report (BRR) is not mandatorily applicable to our company, hence not annexed with Annual Report.

***10. Human Resources***

Many initiatives have been taken to support business through organizational efficiency, process change support, and various employees' engagement programs, which have helped the Organization, achieve higher productivity levels. A significant effort has also been undertaken to develop leadership as well as technical/functional capabilities in order to meet future talent requirement.

The Company's HR processes such as hiring and on boarding, fair transparent performance evaluation and talent management process, and market aligned policies have been seen as at good level practices in the Industry.

***11. Business Risk Management***

Although the company has long been following the principle of risk minimization as is the norm in every industry, it has now become a compulsion. Therefore, in accordance with Regulation 17(9) of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulation 2015 the Board members were informed about risk assessment and minimization procedures after which the Board formally adopted steps for framing, implementing and monitoring the risk management plan for the company.

The main objective of this policy is to ensure sustainable business growth with stability and to promote a proactive approach in reporting, evaluating and resolving risks associated with the business. In order to achieve the key objective, the policy establishes a structured and disciplined approach to Risk Management, in order to guide decisions on risk related issues.

In today's challenging and competitive environment, strategies for mitigating inherent risks in accomplishing the growth plans of the Company are imperative. The common risks inter alia are: Regulations, competition, Business risk, Technology obsolescence, Investments, retention of talent and expansion of facilities. Business risk, inter-alia, further includes financial risk, political risk, fidelity risk, legal risk. As a matter of policy, these risks are assessed and steps as appropriate are taken to mitigate the same.

***12. Non-Performing Assets and Provisions for Contingency***

Your Company adhered to the prudential guidelines for Non performing Assets (NPAs), issued by Reserve Bank of India, as amended from time to time. As per the prudential norms, the income on such NPAs is not to be recognized.

As per the prudential norms prescribed by the Reserve Bank of India, the Company has made provision for contingencies on standard as well as non-performing assets.

***13. Internal Control System and Their Adequacy***

The Company has adequate system of internal control to safeguard and protect from loss, unauthorized use or disposition of its assets. All the transactions are properly authorized, recorded and reported to the Management. The Company is following all the applicable Accounting Standards for properly maintaining the books of accounts and reporting financial statements. The internal auditor of the company checks and verifies the internal control and monitors them in accordance with policy adopted by the company. Even through this non-production period the Company continues to ensure proper and adequate systems and procedures commensurate with its size and nature of its business.

***14. Vigil Mechanism / Whistle Blower Policy***

In order to ensure that the activities of the Company and its employees are conducted in a fair and transparent manner by adoption of highest standards of professionalism, honesty, integrity and ethical behaviour the company has adopted a vigil mechanism policy. This policy is explained in corporate governance report and also posted on the website of company.

***15. Subsidiary Company/Associate/Joint Venture***

There has been no subsidiary/Associate/Joint Venture incorporated/ceased of your company during the financial year 2015-16.

***16. Directors & Committees***

All independent directors have given declaration that they meet the criteria of independence as laid down under section 149(6) of the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

In accordance with the provisions of Companies Act, 2013 Smt. Puja Malik (DIN: 01189442), Non Executive Director retires by rotation and being eligible offers himself for re-appointment.

***17. Board Evaluation***

Pursuant to the provisions of companies Act, 2013 and (Listing Obligation and Disclosure Requirement) Regulation 2015, the Board has carried out annual performance evaluation of its own performance, the directors individually as well the evaluation of the working of its Audit, Nomination & Remuneration and Stakeholder committee. The manner in which the evaluation has been carried out has been explained in Corporate Governance Report.

***18. Policy on Directors' Appointment and Remuneration***



The Board has, on the recommendation of the Nomination & Remuneration committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration. The Remuneration Policy is stated in the Corporate Governance Report.

**19. Meetings**

During the year four Board Meetings and one independent directors' meeting was held. The Details of which are given in Corporate Governance Report. The provisions of Companies Act, 2013 and listing agreement were adhered to while considering the time gap between two meetings.

**19.1 Audit Committee**

The company is having an audit committee comprising of the following directors:

<i>Name</i>	<i>Status</i>	<i>Category</i>
<i>Puneet Bhawaker</i>	<i>Chairman</i>	<i>Non Executive &amp; Independent</i>
<i>Dinesh Singh Patwal</i>	<i>Member</i>	<i>Non Executive &amp; Independent</i>
<i>Sunil Kumar Malik</i>	<i>Member</i>	<i>Managing Director</i>

**19.2 Nomination and Remuneration Committee**

The company is having a Nomination and Remuneration Committee comprising of the following directors:

<i>Name</i>	<i>Status</i>	<i>Category</i>
<i>Dinesh Singh Patwal</i>	<i>Chairman</i>	<i>Non Executive &amp; Independent</i>
<i>Puneet Bhawaker</i>	<i>Member</i>	<i>Non Executive &amp; Independent</i>
<i>Puja Malik</i>	<i>Member</i>	<i>Non Executive &amp; Non Independent</i>

**19.3 Share Transfer and Share Holders /Investors Grievance Committee**

The company is having a Share Transfer and Share Holders /Investors Grievance Committee comprising of the following directors

<i>Name</i>	<i>Status</i>	<i>Category</i>
<i>Puneet Bhawaker</i>	<i>Chairman</i>	<i>Non Executive &amp; Independent</i>
<i>Dinesh Singh Patwal</i>	<i>Member</i>	<i>Non Executive &amp; Independent</i>
<i>Sunil Kumar Malik</i>	<i>Member</i>	<i>Managing Director</i>

**19.4 Corporate Social Responsibility Committee**

The company is having a Corporate Social Responsibility Committee comprising of the following directors

<i>Name</i>	<i>Status</i>	<i>Category</i>
<i>Sunil Kumar Malik</i>	<i>Chairman</i>	<i>Managing Director</i>
<i>Puja Malik</i>	<i>Member</i>	<i>Non Executive &amp; Non Independent</i>
<i>Dinesh Singh Patwal</i>	<i>Member</i>	<i>Non Executive &amp; Independent</i>

**20. Directors' Responsibility Statement**

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statements in terms of Section 134(3) (c) of the Companies Act, 2013:

- a) that in the preparation of the annual financial statements for the year ended March 31, 2016, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b) that such accounting policies as mentioned in Notes to the Financial Statements have been selected and applied consistently and judgment and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2016 and of the profit of the Company for the year ended on that date;
- c) that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) that the annual financial statements have been prepared on a going concern basis;
- e) that proper internal financial controls were in place and that the financial controls were adequate and were operating effectively.
- f) that systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

### ***21. Related Party Transactions***

There were no contracts or arrangements entered into by the company in accordance with provisions of section 188 of the Companies Act, 2013.

There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large. All Related Party Transactions are placed before the Audit Committee as also the Board for approval.

The policy on Related Party Transactions as approved by the Board is uploaded on the Company's website. None of the Directors has any pecuniary relationships or transactions vis-à-vis the Company.

### ***22. Significant and Material Orders Passed by the Regulators or Courts***

There are no significant material orders passed by the Regulators / Courts which would impact the going concern status of the Company and its future operations.

### ***23. Auditors***

#### ***23.1 Statutory Auditors***

M/s MARS & Associates (Firm Registration No.010484N), Chartered Accountants have been appointed as statutory auditors of the company at the last Annual General Meeting held on 29.09.2014 for a period of four years subject to ratification by members at every consequent Annual General Meeting. Therefore, ratification of appointment of Statutory Auditors is being sought from the members of the Company at the ensuing AGM.

**23.2 Secretarial Auditors**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Sachin Agarwal & Associates. (CP No.:3668, FCS: 6148), Company Secretaries to undertake the secretarial audit of the company. The Secretarial Audit Report is annexed herewith as ‘**Annexure A**’.

**23.3 Internal Auditors**

M/S Kishnani & Associates, Chartered Accountants performs the duties of internal auditors of the company and their report is reviewed by the audit committee from time to time.

**24. Particulars of Employees**

The information required pursuant to Section 197 read with Rule, 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company is as follows:

The company has one Executive Director, remuneration paid under ceiling limit of Companies Act, 2013. Further, no sitting fee has been paid to any director during the year.

The particulars of the employees who are covered by the provisions contained in Rule 5(2) and rule 5(3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are:

<i>SR. No.</i>	<i>Name of Director/KMP and Designation</i>	<i>Remuneration of Director/KMP for financial year 2015-16 (in Rs.)</i>	<i>Increase in Remuneration in the Financial Year 2015-16</i>	<i>Ratio of remuneration of each Director/ to median remuneration of employees</i>
1	<i>Sunil Kumar Malik</i>	<i>1180000</i>	<i>220000</i>	<i>Nil</i>
2	<i>Anshu Agarwal</i>	<i>660000</i>	<i>130000</i>	<i>Nil</i>
3	<i>Ram Mohan Jha</i>	<i>300000</i>	<i>Nil</i>	<i>Nil</i>

The remuneration paid to all Key management Personnel was in accordance with remuneration policy adopted by the company.

**25. Information Technology and Communications**

During the financial year 2015-16, apart from upgrading the existing software applications with enhanced/ added features to meet the current and emerging business needs, certain new application systems were implemented. Regular updation of Systems and procedures is undertaken from time to time to provide checks and alerts for avoiding fraud arising out of misrepresentation given by borrower/s while availing loans.

**26. Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo**

Pursuant to section 134(3)(m) of the Companies Act, 2013 read with Rule, 8 of The Companies (Accounts) Rules, 2014, as amended, the relevant information is given below :

**26.1 Conservation of Energy:**

The Company's operations are not power intensive. Nevertheless, your Company is taking every steps to conserve and minimize the use of energy wherever possible such as using energy efficient computer terminals, purchasing energy efficient equipments etc.

**26.2 Research and Development:**

The Company has no formal research and development department but the Company is continuously making efforts to strengthen research and development activities to improve quality and reduce cost.

**26.3 Technology Import and Absorption:**

The Company has imported no technology. Indigenous technology available is continuously upgraded to improve overall performance.

**26.4 Foreign Exchange Earnings and Out Go**

During the year under review there was no earnings and outgo in foreign exchange

**27. Extract of Annual Return**

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

**28. Corporate Governance**

According to the Securities Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulation 2015, a separate section on corporate governance practices followed by the Company, together with a certificate from the Company's Auditors confirming compliance forms an integral part of this Report. The Report on Corporate Governance by Auditor is forming part of Annual Report.

**29. Management Discussion and Analysis Report**

Pursuant to the Regulation 34 of the Securities Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulation, 2015, the Management Discussion and Analysis is a forming part of this Annual Report

**30. Public Deposit**

Your Company has not accepted any deposits from the public during the year under review.

**31. Bonus Issue**

The Company has not allotted a bonus issue of Shares during the year.

**32. Auditors' Report**

The Auditors' observations are self explanatory and hence do not call for any further clarification under section 134(5) of the Companies Act, 2013.

**33. Investor Complaints and Compliance**

During the year there were no complaints from investor, as on date no Complaints are pending.

**34. Earnings per Share (EPS)**

The Earnings per Share (EPS) is Rs. 0.05 as at March 31, 2016 as against Rs. 0.06 as at March 31, 2015

**35. Regulatory Guidelines/Amendments**

The Company has also been following directions, guidelines, circulars issued by RBI, SEBI, BSE, MCA, from time to time pertaining to listed companies.

**36. Codes and Standards****36.1 Fair Practice Code**

Company has in place a Fair Practice Code (FPC), which includes guidelines on appropriate staff conduct when dealing with customers and on the organization's policies vis-à-vis client protection.

**37. Particulars of Loans, Guarantees and Investments**

Particulars of Loans, Guarantees and Investments In terms of Section 134 of the Companies Act, 2013, the particulars of loans, guarantees and investments is not given by the Company under Section 186 of the Companies Act, 2013 and other detailed in Notes to Accounts of the Financial Statements.

**38. Central Pollution Control Board (CPCB) Restrictions**

The management is pursuing active steps to comply with norms under CPCB restrictions.

**39. Compliance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013**

Your Corporation is committed to prevention of sexual harassment of women at workplace and takes prompt action in the event of reporting of such incidents. In this regard, internal complaints committees have been constituted to deal with sexual harassment complaints, if any and conduct enquires.

There were no complaints received of sexual harassment during the financial year 2015-16.

**40. Code of Conduct**

Company has adopted a Code of Conduct for its Board Members and Senior Management personnel. The code of conduct has also been posted on the official website of the Company. The declaration by the Managing Director of the Company regarding compliance with the Code of Conduct for Board Members and Senior Management is annexed with the Corporate Governance Report.

**41. Code for Prevention of Insider Trading Practices**

Your Company has formulated and adopted a Code for Prevention of Insider Trading Practices in accordance with the model code of conduct as prescribed under the SEBI (Prohibition of Insider Trading) Regulations, 1992, as amended. The code is applicable to all directors, senior employees and their dependents. The said persons are restricted from dealing in the securities of the Company during the 'restricted trading periods'

notified by the Company, from time to time. The code for prevention of Insider trading has also been posted on the official website of the Company

***A Note of Appreciation***

The Directors place on record their appreciation for co-operation and support extended by the Government, RBI, Banks, SEBI, Shareholders, Bankers to issue, RTA and customers for their continued support extended to the company at all times. The Directors further express their deep appreciation to all employees for commendable teamwork, high degree of professionalism and enthusiastic effort displayed by them during the year

*For And Behalf of the Board of Directors*

*Anisha Impex Limited*

*Place: Delhi  
Date: 29.08.2016*

*Sd/-  
Mr. Sunil Kumar Malik  
(Managing Director)  
DIN: 00143453  
159, Gagan Vihar  
New Delhi-110051*

*Sd/-  
Mrs. Puja Malik  
(Director)  
DIN: 01189442  
159, Gagan Vihar  
New Delhi-110051*

**“ANNEXURE-A”**

**Form No. MR-3  
SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2016  
[Pursuant to section 204(1) of the Companies Act, 2013 and rule No. 9 of the Companies  
(Appointment and Remuneration Personnel) Rules, 2014]

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

To,  
The Members,  
Anisha Impex Limited  
159, Gagan Vihar  
Delhi-110051

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

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

We have examined the books, papers, minute books, forms and returns filed and other records maintained by **Anisha Impex Limited** (“the Company”) for the financial year ended on **31st March, 2016** according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’):-

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- (vi) Other laws applicable to the Company as per the representations made by the Company.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India, yet to be approved by the Central Government;
- (ii) The Listing Agreements entered into by the Company with Bombay Stock Exchange;

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

**We further report that**

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

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

Decisions at the Board meetings, as represented by management, were taken unanimously

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

We further report that during the audit period no events occurred which had bearing on the Company's affairs in pursuance of above referred laws, rules, regulations, guidelines, etc.



**Anisha Impex Limited**

**Annual Report 2015-2016**

CS Sachin Agarwal  
For Sachin Agarwal & Associates  
Company Secretaries  
FCS No.: F6148  
C P No.: 3568

Place: Delhi  
Date: 29.08.2016

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

Annexure A' - Integral part of Secretarial Audit Report  
To,

The Members,  
Anisha Impex Limited  
159, Gagan Vihar  
Delhi-110051

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

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

CS Sachin Agarwal  
For Sachin Agarwal & Associates  
Company Secretaries  
FCS No.: F6148  
C P No.: 3568

Place: Delhi  
Date: 29.08.2016

## “ANNEXURE- B”

## Form No. MGT-9

EXTRACT OF ANNUAL RETURN as on the financial year ended on 31st March, 2016 of **ANISHA IMPEX LIMITED** [Pursuant to Section 92(1) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

*1. Registration and Other Details*

CIN:	L17101DL1999PLC102506
Registration Date:	22/11/1999
Name of the Company:	ANISHA IMPEX LIMITED
Category / Sub-Category of the Company:	Company Limited By Shares/Indian Non-Government Company
Address of registered office and contact details:	159,Gagan Vihar,Delhi-110051 Ram Mohan Jha Company Secretary & Compliance Officer 56/33,Site-IV,Industrial Area,Sahibabad,Ghaziabad,U.P-201010
Tel No. :	911204543708
Whether listed company	Listed
Name, Address and contact details of Registrar & Transfer Agents (RTA), if any	Bigshare Services Private Limited E/2,Ansa Industrial Estate Saki Vihar Road, Sakinaka Andheri (East),Mumbai-400072

AGM details	Date	Month	Year
AGM held	Date of AGM	30	09 2015

**Anisha Impex Limited****Annual Report 2015-2016**

AGM not held	Due date of AGM	30	09	2015
Whether extension of AGM was granted		No.		
If Annual General Meeting was not held, specify the reasons for not holding the same.		N.A.		

**2. Principal Business Activities of the Company**

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Trading and Marketing, of fabrics, yarns	1311	100%

**3. Particulars of Holding, Subsidiary and Associate Companies**

[No. of Companies for which information is being filled] –N.A

S. NO	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% of shares held	Applicable Section
1	N.A.	N.A.	N.A.	N.A.	N.A.

**4. Share Holding Pattern (Equity Share Capital Breakup as percentage of Total Equity)**

i) *Category-wise Share Holding*

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
(1) <b>Indian</b>									
a) Individual/HUF	6030900	0	6030900	36.7017	6730900	0	6730900	40.9616	4.2599
b) Central Govt	0	0	0	0.0000	0	0	0	0.0000	0.0000
c) State Govt	0	0	0	0.0000	0	0	0	0.0000	0.0000
(s) d) Bodies Corp.	0	0	0	0.0000	0	0	0	0.0000	0.0000
e) Banks / FI	0	0	0	0.0000	0	0	0	0.0000	0.0000
f) Any Other....	0	0	0	0.0000	0	0	0	0.0000	0.0000
(2) <b>Foreign</b>									
a) NRIs - Individuals	0	0	0	0.0000	0	0	0	0.0000	0.0000
b) Other – Individuals	0	0	0	0.0000	0	0	0	0.0000	0.0000
c) Bodies Corp.	0	0	0	0.0000	0	0	0	0.0000	0.0000
d) Banks / FI	0	0	0	0.0000	0	0	0	0.0000	0.0000
e) Any Other....	0	0	0	0.0000	0	0	0	0.0000	0.0000
<b>Sub-total (A) (2):- Total shareholding of Promoter (A) = (A)(1)+(A)(2)</b>	6030900	0	6030900	36.7017	6730900	0	6730900	40.9616	4.2599

<b>B. Public Shareholding</b>									
<b>1. Institutions</b>									
a) Mutual Funds	0	0	0	0.0000	0	0	0	0.0000	0.0000
b) Banks / FI	0	0	0	0.0000	0	0	0	0.0000	0.0000
c) Central Govt	0	0	0	0.0000	0	0	0	0.0000	0.0000
d) State Govt(s)	0	0	0	0.0000	0	0	0	0.0000	0.0000
e) Venture Capital Funds	0	0	0	0.0000	0	0	0	0.0000	0.0000
f) Insurance Companies	0	0	0	0.0000	0	0	0	0.0000	0.0000
g) FIIs	0	0	0	0.0000	0	0	0	0.0000	0.0000
h) Foreign Venture Capital Funds	0	0	0	0.0000	0	0	0	0.0000	0.0000
i) Others (specify)	0	0	0	0.0000	800000	0	800000	4.8685	4.8685
<b>Sub-total (B)(1):-</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>800000</b>	<b>0</b>	<b>800000</b>	<b>4.8685</b>	<b>4.8685</b>
<b>2. Non-Institutions</b>									
a) Bodies Corp.									
i) Indian	80000	0	80000	0.4868	140000	0	140000	0.8520	0.3652
ii) Overseas									
b) Individuals	2531015	0	2531015	15.4028	2801300	0	2801300	17.0476	1.6448
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh									
ii) Individual shareholders holding nominal share capital in excess of Rs 1	7570000	0	7570000	46.0681	5910000	0	5910000	35.9660	(10.1021)

lakh c) Others – Trusts	50000	0	50000	0.3043	50000	0	50000	0.3043	0.0000
Clearing Member	170285	0	170285	1.0363	0	0	0	0	(1.0363 )
<b>Sub-total (B)(2):-</b>									
Total Public Shareholding	1040130 0	0	10401300	63.2983	8901300	0	8901300	54.1699	(9.1284)
(B)=(B)(1)+ (B)(2)	1040130 0	0	10401300	63.2983	9701300	0	9701300	59.0384	(4.2599)
<b>C. Shares held by</b>	0	0	0	0	0	0	0	0	0
<b>Custodian for GDRs &amp; ADRs</b>	0	0	0	0	0	0	0	0	0
<b>Grand Total (A+B+C)</b>	1643220 0	0	16432200	100	1643220 0	0	1643220 0	100.00	0.0000

*ii. Shareholding of Promoters*

	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	of Shares Pledged / encumbered to total shares	% change in share holding during the year
<b>1</b>	<b>Sunil Kumar Malik</b>	5040100	30.6721	NIL	5740100	34.9320	NIL	4.26
<b>2</b>	<b>Puja Malik</b>	985200	5.9955	NIL	985200	5.9955	NIL	NIL
<b>3</b>	<b>Lalit Malik</b>	3500	0.0213	NIL	3500	0.0213	NIL	NIL

4	Kamlesh Malik	2100	0.0128	NIL	2100	0.0128	NIL	NIL
	<b>Total</b>	6030900	36.7017	NIL	6730900	40.9616	NIL	NIL

*iii. Change in Promoters' Shareholding (please specify, if there is no change)*

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	5040100	30.6721	5040100	30.6721
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	70000	0.43	70000	0.43
		60000	0.37	60000	0.37
		130000	0.79	130000	0.79
		110000	0.67	110000	0.67
		70000	0.43	70000	0.43
		110000	0.67	110000	0.67
		80000	0.49	80000	0.49
		60000	0.37	60000	0.37
		10000	0.06	10000	0.06
	At the End of the year	5740100	34.9320	5740100	34.9320

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

Sl. No.		Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	<b>For Each of the Top 10 Shareholders</b>				
1	Share India Securities Limited	-----	-----	800000	4.8685
2	Gunjan Garg	750000	4.5642	750000	4.5642
3	Nidhi Agarwal	340000	2.0691	340000	2.0691
4	Rohan Agarwal	340000	2.0691	340000	2.0691
5	Danvir Singh	-----	-----	290000	1.7648
6	Ankush Jain	-----	-----	250000	1.5214
7	Suman Garg	250000	1.5214	250000	1.5214
7	Mukesh Garg	250000	1.5214	250000	1.5214



## Anisha Impex Limited

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8	Ginny Garg	250000	1.5214	250000	1.5214
10	Sanyog Agarwal	200000	1.2171	200000	1.2171
11	K.K. Agarwal	200000	1.2171	200000	1.2171
12	Sandeep Agarwal	200000	1.2171	200000	1.2171

### Share India Securities Limited

Sl. No.		Shareholding at the beginning of the year		Cumulative shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	<b>For Each of the Top 10 Shareholders</b>				
1	At the beginning of the year	Nil	Nil	Nil	Nil
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	Date	No. of shares		
		24.04.2015	10000	24.04.2015	10000
		01.05.2015	-10000	01.05.2015	-10000
		15.05.2015	20000	15.05.2015	20000
		25.05.2015	10000	25.05.2015	10000
		25.05.2015	-20000	25.05.2015	-20000
		29.05.2015	20000	29.05.2015	20000
		05.06.2015	20000	05.06.2015	20000
		12.06.2015	30000	12.06.2015	30000
		19.06.2015	20000	19.06.2015	20000
		30.06.2015	30000	30.06.2015	30000
		03.07.2015	40000	03.07.2015	40000
		10.07.2015	10000	10.07.2015	10000
		17.07.2015	20000	17.07.2015	20000
		24.07.2015	60000	24.07.2015	60000
		31.07.2015	70000	31.07.2015	70000
		07.08.2015	40000	07.08.2015	40000
		14.08.2015	10000	14.08.2015	10000
		21.08.2015	50000	21.08.2015	50000
		28.08.2015	10000	28.08.2015	10000
		04.09.2015	120000	04.09.2015	120000
		11.09.2015	80000	11.09.2015	80000
		18.09.2015	40000	18.09.2015	40000
		02.10.2015	10000	02.10.2015	10000
		09.10.2015	30000	09.10.2015	30000
		16.10.2015	20000	16.10.2015	20000
		30.10.2015	10000	30.10.2015	10000
		27.11.2015	10000	27.11.2015	10000

## Anisha Impex Limited

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		29.01.2016	-10000	29.01.2016	-10000
		05.02.2016	20000	05.02.2016	20000
		19.02.2016	10000	19.02.2016	10000
		26.02.2016	10000	26.02.2016	10000
		11.03.2016	10000	11.03.2016	10000
	At the end of the year	800000	4.8685	800000	4.8685

### Danvir Singh

Sl. No.		Shareholding at the beginning of the year		Cumulative shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	<b>For Each of the Top 10 Shareholders</b>				
1	At the beginning of the year	Nil	Nil	Nil	Nil
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	Date: 28.08.2015 +290000	1.7648	+290000	1.7648
	At the end of the year	290000	1.7648	290000	1.7648

### Ankush Jain

Sl. No.		Shareholding at the beginning of the year		Cumulative shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	<b>For Each of the Top 10 Shareholders</b>				
1	At the beginning of the year	NIL	NIL	NIL	NIL

	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	Date: 01.05.2015  +250000	1.5214	+250000	1.5214
	At the end of the year	NIL	NIL	NIL	NIL

**v. Shareholding of Directors and Key Managerial Personnel:**

Sl. No.		Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	<b>For Each of the Directors and KMP</b>				
1	<b>Sunil Kumar Malik</b>	5040100	30.6721	5740100	34.9320
2	<b>Puja Malik</b>	985200	5.9955	985200	5.9955
3	<b>Dinesh Singh Patwal</b>	NIL	NIL	NIL	NIL
4	<b>Puneet Bhawaker</b>	10000	0.0609	10000	0.0609
5	<b>Anshu Agarwal</b>	10000	0.0609	10000	0.0609
6	<b>Ram Mohan Jha</b>	NIL	NIL	NIL	NIL

**5. Indebtedness**

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

	<b>Secured Loans excluding deposits</b>	<b>Unsecured Loans</b>	<b>Deposits</b>	<b>Total Indebtedness</b>

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<b>Indebtedness at the beginning of the financial year</b>	57086750	0	0	57086750
i) Principal Amount ii) Interest due but not paid iii) Interest accrued but not due				
<b>Total (i+ii+iii)</b>	57086750	0	0	57086750
<b>Change in Indebtedness during the financial year</b>				
<input type="checkbox"/> Addition <input type="checkbox"/> Reduction	13864537	0	0	13864537
<b>Net Change</b>	13864537			13864537
<b>Indebtedness at the end of the financial year</b>	43222213	0	0	43222213
i) Principal Amount ii) Interest due but not paid iii) Interest accrued but not due				
<b>Total (i+ii+iii)</b>	43222213	0	0	43222213

**6. Remuneration of Directors and Key Managerial Personnel**

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

Sl. no.	Particulars of Remuneration	Sunil Kumar Malik				Total Amount

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1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	1180000	-	-	-	1180000
2.	Stock Option	0	0	0	0	0
3.	Sweat Equity	0	0	0	0	0
4.	Commission - as % of profit - Others, specify...	0	0	0	0	0
5.	Others, please specify	0	0	0	0	0
	Total (A)	1180000	-	-	-	1180000
	Ceiling as per the Act					

**b. Remuneration to other directors: N.A.**

Sl. no.	Particulars of Remuneration	Name of Directors			Total Amount
		Puja Malik	Puneet Bhawaker	Dinesh Singh Patwal	
1.	Independent Directors <input type="checkbox"/> Fee for attending board / committee meetings <input type="checkbox"/> Commission <input type="checkbox"/> Others, please specify	0	0	0	0
	Total (1)	0	0	0	0
2.	Other Non-Executive Directors <input type="checkbox"/> Fee for attending board committee meetings <input type="checkbox"/> Commission <input type="checkbox"/> Others, please specify	0	0	0	0

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	Total (2)	0	0	0	0
	Total (B)=(1+2)	0	0	0	0
	Total Managerial Remuneration	0	0	0	0
	Overall Ceiling as per the Act	0	0	0	0

**c. Remuneration to Key Managerial Personnel Other than Md/Manager/Wtd**

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961  (b) Value of perquisites u/s 17(2) Income-tax Act, 1961  (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	N.A.	300000	660000	960000
2.	Stock Option	N.A.	0	0	0
3.	Sweat Equity	N.A.	0	0	0
4.	Commission - as % of  profit - Others, specify...	N.A.	0	0	0
5.	Others, please specify	N.A.	0	0	0
	Total	N.A.	300000	660000	960000

## 7. Penalties / Punishment/ Compounding of Offences

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

**CORPORATE GOVERNANCE REPORT**

(As required under clause 52 of the Listing Agreement with Stock Exchanges)

***1. Corporate Governance***

The Company is fully compliant with the mandatory requirements of Clause 52 of the Listing Agreement formulated by Securities and Exchange Board of India and Stock Exchanges. The Company presents its report on compliance of governance conditions specified in Clause 52 of the Listing Agreement.

***2. Company's Philosophy***

Corporate Governance for the Company means achieving high level of accountability, efficiency, responsibility and fairness in all areas of operation. Our Employees are committed towards the protection of the interest of the Stakeholders viz. Shareholders, creditors, investors, clients etc. Our policies consistently undergo improvements keeping in mind our goal i.e. maximization of value of all the stakeholders.

***The goal is achieved through -***

- Infusion of best expertise in the Board;
- Consistent monitoring and improvement of the human and physical resources;
- Board/Committee meetings at regular intervals to keep the Board informed of the recent happenings.

***3. Board of Directors******3.1 Composition of Board***

The Board has four members with an Executive Chairman. The Independent Directors on the Board are competent and highly respected professionals from their respective fields and have vast experience in general corporate management, finance, banking and other allied fields which enable them to contribute effectively to the Company in their capacity as members of the Board. The day to day management of the Company is conducted by Managing Director subject to supervisions and control of the Board.

***3.2 Non executive director's compensation and disclosures***

None of the non-executive directors has any material pecuniary relationships or transactions with the company, its promoters, directors and associates which in their judgment would affect their independence. None of the directors are inter-se related to each other. None of the non-executive directors has received any fees/Compensation in financial year 2015-2016 and in aggregate

***3.3 Other Provision as to Board and Committees***

The Directors of the Company are informed about the Agenda of the Board Meetings and Committee Meetings, containing relevant information / supporting data, as required well in advance, to enable the Board to take decision. Statutory Auditors are also requested to attend the Board or Committee meeting as and when required. Matters discussed at Board Meeting generally relate to Company's performance, quarterly results of



the Company, approval of related-party transactions, general notice of interest of Directors, review of the reports of the Audit Committee and compliance with their recommendation, suggestion, compliance of any regulatory, statutory or listing requirements, etc.

The composition and category of the Board of Directors as at **March 31, 2016**, the number of other Directorships/Committee memberships held by them and also the attendance of the Directors at the Board meetings of the Company are as under:

<i>Sr. No.</i>	<i>Name of Directors</i>	<i>Designation</i>	<i>No. of Directorship</i>		<i>No. of Committee Positions</i>	
			<i>Public</i>	<i>Private</i>	<i>Member</i>	<i>Chairman</i>
<i>1.</i>	<i>Shri Sunil Kumar Malik DIN:00143453</i>	<i>Managing Director/Chairman</i>	<i>NIL</i>	<i>FIVE</i>	<i>TWO</i>	<i>NIL</i>
<i>2.</i>	<i>Smt. Puja Malik DIN:01189442</i>	<i>Non- Executive Non-Independent Director</i>	<i>NIL</i>	<i>TWO</i>	<i>ONE</i>	<i>NIL</i>
<i>3.</i>	<i>Shri. Dinesh Singh Patwal DIN:01146482</i>	<i>Non- Executive Independent Director</i>	<i>NIL</i>	<i>TWO</i>	<i>TWO</i>	<i>ONE</i>
<i>4.</i>	<i>Shri Puneet Bhawaker DIN:06971183</i>	<i>Non- Executive Independent Director</i>	<i>NIL</i>	<i>TWO</i>	<i>ONE</i>	<i>TWO</i>

None of the Directors hold directorship in more than 20 Companies nor is a member in more than ten committees or acts as chairman of more than 5 committees across all the companies in which they are Directors.

During the year under review, Four Board Meetings were held on this financial year 2015-2016 and the gap between two meetings did not exceed four months. The dates on which the Board Meetings were held are as follows: The last Annual General Meeting was held on **30<sup>th</sup> September 2015**.

<i>Name of Director</i>	<i>Category</i>	<b>30.05.2015</b>	<b>02.09.2015</b>	<b>14.11.2015</b>	<b>25.02.2016</b>
<i>Shri Sunil Kumar Malik</i>	<i>Director</i>	√	√	√	√
<i>Smt. Puja Malik</i>	<i>Director</i>	√	√	√	√
<i>Shri Dinesh Singh Patwal</i>	<i>Director</i>	√	√	√	√
<i>Shri Puneet Bhawaker</i>	<i>Director</i>	√	√	√	√

The company issued formal letters of appointment to independent directors in the manner as provided in the Companies Act, 2013. The terms and conditions of appointment are disclosed on the website of the company.

The company has formulated a policy to familiarise the independent directors with the company, their roles, rights, responsibilities in the company, nature of the industry in which the company operates, business model of the company, etc., through various programmes. The details of such familiarisation programmes are disclosed in the website of the company.

### **3.4 Reappointment of Directors**

The brief particulars of the Director of the company, being eligible for re-appointment as Directors, retiring by rotation at the ensuing Annual General Meeting is as follows:

Mrs. Puja Malik, aged 40 years, is currently a Non Executive Director of the Company and joined its Board of Directors on 22.11.1999. She has completed her B.ED from Maharshi Dayanand University ,Rohtak. She has over 10 years experience in managing human resource and administration of our Company.

Mrs. Puja Malik retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for re appointment at the ensuing Annual General Meeting.

**4. Committees of the Board**

**4.1 Audit Committee**

The Audit Committee inter alia performs the functions of approving Annual Internal Audit Plan, review of financial reporting System, internal control system, discussion on quarterly, half yearly and annual financial results, interaction with Statutory & Internal Auditors, one-on-one meeting with Statutory and Internal Auditors, recommendation for the appointment of Statutory and fixing their remuneration, appointment and remuneration of Internal Auditors, Review of Business Risk Management Plan, Management Discussions & Analysis, Review of Internal Audit Reports, significant related party transactions. The Company has framed the Audit Committee Charter for the purpose of effective compliance of Clause 52 of the Listing Agreement. In fulfilling the above role, the Audit Committee has powers to investigate any activity within its terms of reference, to seek information from employees and to obtain outside legal and professional advice.

Our Company has constituted an Audit Committee, as per the provisions of Section 177 of the Companies Act 2013. The committee functions as prescribed under Section 177 of the Companies Act, 2013 and Clause 52 of the listing agreement. The members of the committee at present are:

<i>Name of Directors</i>	<i>Designation in Committee</i>	<i>Nature of Directorship</i>	<i>Total meeting held during the year</i>
<i>Puneet Bhawaker</i>	<i>Chairman</i>	<i>Non-Executive &amp; Independent</i>	<i>4</i>
<i>Dinesh Singh Patwal</i>	<i>Member</i>	<i>Non-Executive &amp; Independent</i>	<i>4</i>
<i>Sunil Kumar Malik</i>	<i>Member</i>	<i>Managing Director</i>	<i>4</i>

**Terms of reference of the audit committee are broadly defined as under:**

The Committee’s terms of reference powers, role and functions are as stipulated in Clause 52 of the Listing Agreement and under Section 177 of the Companies Act, 2013.

The quorum for the Audit Committee meeting is 1/3 of the total strength or 2 whichever is higher but there should be a minimum 2 independent director present at the meeting. The Company Secretary acts as the Secretary to the Committee. The terms of reference of the Audit Committee are in line with Stock Exchange Listing Agreement and provisions of Section 177 of the Companies Act, 2013.

Four Audit Committee meetings were held during the year and the gap between two meetings never exceeded four months. The dates on which such meetings were held are as follows:

30<sup>th</sup> May, 2015 – 02<sup>nd</sup> September, 2015 - 14<sup>th</sup> November, 2015 - 25<sup>th</sup> February, 2016

The company secretary acts as the secretary to the committee

**4.2 Share Transfer and Share Holders/Investor Grievance Committee**

Our Company has constituted a Shareholders'/Investors' Grievance Committee. The committee is formed to specifically look into the redressal of shareholder and investor complaints. The members of the committee at present are:

<i>Name of Directors</i>	<i>Designation in Committee</i>	<i>Nature of Directorship</i>	<i>Total meeting held during the year</i>
<i>Puneet Bhawaker</i>	<i>Chairman</i>	<i>Non-Executive &amp; Independent</i>	<i>4</i>
<i>Dinesh Singh Patwal</i>	<i>Member</i>	<i>Non-Executive &amp; Independent</i>	<i>4</i>
<i>Sunil Kumar Malik</i>	<i>Member</i>	<i>Managing Director</i>	<i>4</i>

The various issues addressed in connection with Shareholders and Investor services & grievances are:

- a) Share transfer:**
- i) Approve and effect transfer and transmission of shares.
  - ii) Issue of new Share Certificates in lieu of lost /mutilated share certificates.
  - iii) Consolidation of folios/transposition of names
- b) Shareholders/ Investors complaints:**
- i) Non receipt of shares after transfer / transmission
  - ii) Non receipt of Annual Report
  - iii) Other matters including change of address etc.

Four Share Transfer and Share Holders/Investor Grievance Committee meetings were held during the year and the gap between two meetings never exceeded four months. The dates on which such meetings were held are as follows:

30<sup>th</sup> May, 2015 – 02<sup>nd</sup> September, 2015 - 14<sup>th</sup> November, 2015 - 25<sup>th</sup> February, 2016

The company secretary acts as the secretary to the committee

**Status of Complaints received, resolved and pending as on 31st March, 2016**

Number of Shareholders' Complaints received during the year Nil

Number of Shareholders' Complaints resolved during the year Nil

Number of Shareholders' Complaints Pending at the end of the year Nil

Name, Designation and address of the Compliance Officer:

Mr. Ram Mohan Jha

Anisha Impex Limited

56/33, Site-IV, Industrial Area

Sahibabad, Ghaziabad-201010

Uttar Pradesh,

Tel: 91 120 454 3708

Email: ipo@anishaimpex.com, Website: www.anishaimpex.com

#### **4.3 Remuneration Committee/Compensation Committee**

Our Company has constituted a Remuneration/ Compensation Committee. The members of the said committee are

<i>Name of Directors</i>	<i>Designation in Committee</i>	<i>Nature of Directorship</i>	<i>Total meeting held during the year</i>
<i>Dinesh Singh Patwal</i>	<i>Chairman</i>	<i>Non-Executive &amp; Independent</i>	<i>4</i>
<i>Puneet Bhawaker</i>	<i>Member</i>	<i>Non-Executive &amp; Independent</i>	<i>4</i>
<i>Puja Malik</i>	<i>Member</i>	<i>Non-Executive &amp; Non Independent</i>	<i>4</i>

The company secretary acts as the secretary to the committee

#### **The terms of reference of the compensation committee are:**

- 1.To recommend to the Board, the remuneration packages of the Company's Managing/Joint Managing/ Deputy Managing/Whole time / Executive Directors, including all elements of remuneration package (i.e. salary, benefits, bonuses, perquisites, commission, incentives, stock options, pension, retirement benefits, details of fixed component and performance linked incentives along with the performance criteria, service contracts, notice period, severance fees etc.);
- 2.To be authorized at its duly constituted meeting to determine on behalf of the Board of Directors and on behalf of the shareholders with agreed terms of reference, the Company's policy on specific remuneration packages for Company's Managing/Joint Managing/ Deputy Managing/ Whole time/ Executive Directors, including pension rights and any compensation payment.

Four Remuneration Committee/Compensation Committee meetings were held during the year and the gap between two meetings never exceeded four months. The dates on which such meetings were held are as follows:

30<sup>th</sup> May, 2015 – 02<sup>nd</sup> September, 2015 - 14<sup>th</sup> November, 2015 - 25<sup>th</sup> February, 2016

#### ***4.4 Independent Directors' Meeting***

During the year under review, the Independent Directors met on March 31, 2016, inter alia to discuss:

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

#### ***5. Formulation of Policy for Selection and Appointment of Directors and their Remuneration***

The Nomination and Remuneration Committee discussed and thereafter decided upon the policy for selection of appointment of directors and their remuneration. The highlights of this policy are as follows:

##### ***5.1 Criteria of selection of Non Executive Directors***

- a. The Non Executive Directors shall be of high integrity with relevant expertise and experience so as to have a diverse Board with Directors having expertise in the fields of manufacturing, marketing, finance, taxation, law, governance and general management.
- b. In case of appointment of Independent Directors, the Committee shall satisfy itself with regard to the independent nature of the Directors vis-à-vis the Company so as to enable the Board to discharge its function and duties effectively.
- c. The Committee shall ensure that the candidate identified for appointment as a Director is not disqualified for appointment under Section 164 of the Companies Act, 2013.
- d. The Committee shall consider the following attributes / criteria, whilst recommending to the Board the candidature for appointment as Director.
  - i. Qualification, expertise and experience of the Directors in their respective fields;
  - ii. Personal, Professional or business standing;
  - iii. Diversity of the Board.
- e. In case of re-appointment of Non Executive Directors, the Board shall take into consideration the performance evaluation of the Director and his engagement level

##### ***5.2 Remuneration***

The Non Executive Directors shall be entitled to receive remuneration by way of sitting fees for participation in the Board / Committee meetings and commission as detailed hereunder:

- i. A Non Executive Director shall be entitled to receive sitting fees for each meeting of the Board or Committee meeting attended by him/her at his/her discretion of such sum as may be approved by the Board of Directors within the overall limits prescribed under the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014;
- ii. The Committee may recommend to the Board, the payment of commission on uniform basis, to reinforce the principles of collective responsibility of the Board.
- iii. The payment of such commission would be at the discretion of board only and shall not exceed 1% of the net profit of the Company;
- iv. The Independent Directors of the Company shall not be entitled to participate in the Stock Option Scheme of the Company, if any, introduced by the Company

### ***5.3 Managing Director & Whole Time Director - Criteria for selection / appointment***

For the purpose of selection of the Managing Director or Whole Time Director the Committee shall identify persons of integrity who possess relevant expertise, experience and leadership qualities required for the position and shall take into consideration recommendation, if any, received from any member of the Board.

The Committee will also ensure that the incumbent fulfils such other criteria with regard to age and other qualifications as laid down under the Companies Act, 2013 or other applicable laws.

Remuneration for the Managing Director or Whole Time Director

- i. At the time of appointment or re-appointment, the Managing Director or Whole Time Director may be paid such remuneration as may be mutually agreed between the Company (which includes the nomination & Remuneration Committee and the Board of Directors) and the Managing Director or Whole Time Director within the overall limits prescribed under the Companies Act, 2013.
- ii. The remuneration shall be subject to the approval of the Members of the Company in General Meeting.
- iii. The remuneration of the Managing Director or Whole Time Director may be broadly divided into fixed and variable components.

The fixed component shall comprise salary, allowances, perquisites, amenities and retrial benefits. The variable component shall comprise performance bonus.

iv. In determining the remuneration (including the fixed increment and performance bonus) the Committee shall ensure / consider the following:

- a. the relationship of remuneration and performance benchmarks is clear;
- b. balance between fixed and incentive pay reflecting short and long term performance objectives, appropriate to the working of the Company and its goals;
- c. responsibility required to be shouldered by the Managing Director or Whole Time Director, the industry benchmarks and the current trends.

### **6. Remuneration Policy for the Senior Management Employees**

**6.1** In determining the remuneration of the Senior Management Employees (i.e.KMPs) and senior officers just below the board level) the Committee shall ensure / consider the following:

- i. the relationship of remuneration and performance benchmark is clear;
- ii. the balance between fixed and incentive pay reflecting short and long term performance objectives, appropriate to the working of the Company and its goals;
- iii. the remuneration is divided into two components viz. fixed component comprising salaries, perquisites and retirement benefits and a variable component comprising performance bonus;
- iv. the remuneration including annual increment and performance bonus is decided based on the criticality of the roles and responsibilities, the Company's performance vis-à-vis the annual budget achievement, individuals' performance and current compensation trends in the market.

**6.2** The Managing Director or Whole Time Director will carry out the individual performance review based on the standard appraisal matrix and shall take into account the appraisal score card and other factors and thereafter shall recommend the annual increment and performance incentive to the Committee for its review and approval.

### **7. Performance Evaluation**

Pursuant to the provisions of the Companies Act, 2013 and Clause 52 of the Listing Agreement, a separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board who were evaluated on parameters such as level of engagement and contribution and independence of judgment thereby safeguarding the interest of the Company. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors. The board also carried out annual performance evaluation of the working of its Audit, Nomination and Remuneration as well as stakeholder relationship committee. The Directors expressed their satisfaction with the evaluation process.

### **8. Policy on Disclosure and Internal procedure for prevention of Insider Trading**

Mr. Sunil Kumar Malik, Managing Director and Compliance Officer is responsible for setting forth policies, procedures, monitoring and adherence to the rules for the preservation of price sensitive information and the implementation of the code of conduct under the overall supervision of the Board

### **9. General Body Meetings:**

The details of date, time and location of annual general meetings held in the last three years are as under:

<i>Year</i>	<i>Date of AGM</i>	<i>Day</i>	<i>Time</i>	<i>Venue</i>
2014-15	30.09.2015	Wednesday	11.30 a.m	159.Gagan Vihar, New Delhi-110051
2013-14	29.09.2014	Monday	11.00 a.m	159.Gagan Vihar, New Delhi-



				<i>110051</i>
<i>2012-13</i>	<i>30.09.2013</i>	<i>Monday</i>	<i>03.30 p.m</i>	<i>159.Gagan Vihar, New Delhi-110051</i>

No. of Special resolutions passed during the last three AGM's:-

<i>AGM</i>	<i>No. of Special Resolution</i>
<i>2014-15</i>	<i>One</i>
<i>2013-14</i>	<i>Three</i>
<i>2012-13</i>	<i>Nil</i>

***10. E-voting &Postal Ballot***

At the Previous & forthcoming Annual General Meeting, there is some resolution proposed to be approved by E-voting & Postal Ballot.

***11. Subsidiary Company***

There is no any subsidiary company.

***12. Proceeds from Public issue, rights issue, preferential issue***

During the period there is no any further issue of equity share capital.

***13. Disclosures***

***14. Related Party Transaction***

The Company had not entered into any transaction of a material nature, which will have a conflict with its interest during the year. The disclosure of related party transactions as required by the Accounting Standard (AS) 18 on 'Related Party Disclosures' issued by the Institute of Chartered Accountants of India (ICAI). All the transaction covered under related party transaction were fair, transparent and at arm's length.

***15. Statutory Compliance, Penalties and Strictures***

The Company has complied with all the requirements of the listing agreements with the stock exchanges as well as regulations and guidelines of SEBI. No penalties have been imposed or stricture has been issued by SEBI, stock exchanges or any Statutory Authorities on matters relating to capital markets during the last three years.

The Company has followed all relevant accounting standards notified by the Companies Accounting Standards Rules 2006 and relevant provisions of the Companies Act, read with the general circular 8/2014 dated April 04, 2014 while preparing its financial statements.

***16. Reconciliation of Share Capital Audit***

In line with the requirements stipulated by Securities and Exchange Board of India (SEBI), Reconciliation of Share Capital Audit is carried out on a quarterly basis by a Practicing Company Secretary to confirm that the aggregate number of equity shares of the Company held in National Securities Depository Limited (NSDL),

Central Depository Services (India) Limited (CDSL) form tally with the total number of issued, paid-up, listed and admitted capital of the Company.

### ***17. Status of Compliance with non-mandatory requirements***

#### ***17.1 The Board:***

No separate office for the Chairman is maintained, and hence no reimbursement is made towards the same. Specific tenure has been specified for the Independent Director, they are not liable to retire by rotation and seek re-appointment by the Members.

#### ***17.2 Remuneration Committee***

Details regarding Remuneration Committee are provided and forms part of this report.

#### ***17.3 Shareholders' Right***

The Company has posted its half yearly and annual financial results on its website i.e. [www.anishaimpex.com](http://www.anishaimpex.com).

#### ***17.4 Audit Qualification***

There are no audit qualifications in the financial statements for the financial year 2015-16. Standard practices and procedures are followed to ensure unqualified financial statements.

#### ***17.5 Mechanism for evaluating Non-Executive Board Members***

The Company presently does not have any formal mechanism for evaluating Non-Executive Board Members.

#### ***17.6 Whistle Blower Policy***

At present, the Company does not have any formal Whistle Blower Policy.

### ***18. Means of Communications***

The half yearly and annual results are communicated to all the Stock Exchanges where the Company's shares are listed. Further the results are not sent individually to the shareholders. These results are simultaneously posted on the website for the Company at [www.anishaimpex.com](http://www.anishaimpex.com)

### ***19. Code of Conduct***

The Board of Director has adopted the Code of Business Conduct and Ethics for Director and Senior Management. The said Code has been communicated to the Directors and members of the Senior Management.

### ***20. Annual Declaration by CEO / Managing Director Pursuant To Clause 52 (1)(D)(Ii) Of The Listing Agreement***

I, Sunil Kumar Malik, Managing Director of Anisha Impex Limited hereby declare that all the members of the Board of Directors of the Company and Senior Management Personnel have affirmed compliance with the

## **Anisha Impex Limited**

## **Annual Report 2015-2016**

Code of Conduct applicable to them as laid down by the Company in terms of Clause 52(1)(D)(ii) of the Listing Agreement entered into with the Stock Exchanges for the financial year ended 31st March, 2016.

*For Anisha Impex Limited*

*Sd/-*

*Sunil Kumar Malik  
(Managing Director)  
DIN: 00143453  
159, Gagan Vihar  
Delhi-110051*

*New Delhi*

*Date: 29.08.2016*

## General Shareholder Information

## 21. Annual General Meeting

<i>Date &amp; Time</i>	<i>30.09.2016</i>
<i>Venue</i>	<i>159,Gagan Vihar, New Delhi-110051</i>
<i>Financial Year</i>	<i>2015-2016</i>
<i>Date of Book Closure</i>	<i>22<sup>th</sup> September 2016 to 30<sup>th</sup> September,2016</i>
<i>Dividend Payment Date</i>	<i>N.A.</i>
<i>Listing on Stock Exchange</i>	<i>SME Platform of BSE Limited</i>
<i>Scrip Code/Symbol</i>	<i>537785</i>
<i>NSDL/CDSL-ISIN</i>	<i>INE084Q01012</i>
<i>CIN Number</i>	<i>LI7101DL1999PLC102506</i>
<i>RTA</i>	<i>Big share Services Private Limited E/2,Ansa Industrial Estate Saki Vihar Road, Sakinaka Andheri (East),Mumbai-400072</i>

## 22. Stock Market Data

<i>MONTH</i>	<i>The Month High and Low Prices during the year at Bombay Stock Exchange</i>	
	<i>High (In Rs.)</i>	<i>Low (In Rs.)</i>
<i>May 2015</i>	<i>21.00</i>	
<i>April 2015</i>		<i>9.70</i>

## 23. Share holding pattern of the Company as on 31.03.2016

<i>Sr.No.</i>	<i>Category</i>	<i>No. of Shares</i>	<i>% (Percentage)</i>
<i>1.</i>	<i>Promoters (Including Promoters Body Corporate)</i>	<i>6730900</i>	<i>40.9616%</i>

2.	<i>Body Corporate</i>	<i>140000</i>	<i>0.8520%</i>
3.	<i>Public</i>	<i>8711300</i>	<i>53.0136%</i>
4.	<i>Market Maker</i>	<i>800000</i>	<i>4.8685%</i>
5.	<i>Trusts</i>	<i>50000</i>	<i>0.3043%</i>
	<i>Total</i>	<i>16432200</i>	<i>100.0000</i>

#### 24. Distribution of Shareholding as on 31.03.2016

<i>No. of Shares Held</i>	<i>No. of Shareholders</i>	<i>Percentage (%)</i>	<i>Share Amount</i>	<i>% of Total</i>
<i>20001-30000</i>	<i>4</i>	<i>1.3245</i>	<i>84000</i>	<i>0.0511</i>
<i>30001-40000</i>	<i>1</i>	<i>0.3311</i>	<i>35000</i>	<i>0.0213</i>
<i>40001-50000</i>	<i>4</i>	<i>1.3245</i>	<i>200000</i>	<i>0.1217</i>
<i>50001-100000</i>	<i>163</i>	<i>53.9735</i>	<i>16300000</i>	<i>9.9195</i>
<i>100001-999999999</i>	<i>130</i>	<i>43.0464</i>	<i>147703000</i>	<i>89.8863</i>
<i>Total</i>	<i>302</i>		<i>164322000</i>	<i>100.0000</i>

#### 25. Share Transfer System

Trading in Equity Shares of the Company is permitted only in dematerialized form as per notification issued by the Securities & Exchange Board of India (SEBI). Big Share Services Private Limited handles both Demat and Physical Shares Transfers.

The Share Transfers which are received in physical form are processed and the share certificates are returned within 21 days from the date of receipt, subject to Documents being valid and complete in all respects.

#### 26. Dematerialisation of Shares

As on 31st March, 2016, a total of 16432200 Equity shares are in dematerialized form representing 100% of total issued, subscribed and paid - up share capital of the Company. The Equity Shares of the Company are regularly traded on BSE Limited.

#### 27. Outstanding GDRs/ ADRs/ Warrants or any convertible instruments

Nil

**28. Plant Locations**

Not Applicable

Address for Correspondence  
Company: Anisha Impex Limited  
56/33 Site-IV, Industrial Area  
Sahibabad, Ghaziabad  
Uttar Pradesh-201010  
Email: ipo@anishaimpex.com,  
Website: www.anishaimpex.com

**29. Declaration**

As provide under Clause 52 of the Listing Agreement with the Stock Exchange, all Board members and senior management personnel have affirmed compliance with Anisha Impex Limited Code of Business Conduct and Ethics for the year ended March 31, 2016

*FOR ANISHA IMPEX LIMITED*

*Sd/-  
Sunil Kumar Malik  
(Managing Director)  
DIN: 00143453  
159, Gagan Vihar  
Delhi-110051*

*Place: Delhi*

*Date: 29.08.2016*

**Auditor's Certificate on Corporate Governance**

To The Shareholders of  
Anisha Impex Limited  
159, Gagan Vihar  
New Delhi-110051

We have examined the compliance of conditions of corporate governance by Anisha Impex Limited for the year ended on 31<sup>st</sup> March, 2016 as stipulated in clause 52 of the listing agreement(s) of the said company with stock exchange(s) in India.

The compliance conditions of the Corporate Governance are the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company 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.

In our opinion and to the best of our information and explanations given to us and the representation made by the management, we certify that the Company has complied with the conditions of corporate governance as stipulated in Clause 52 of the Listing Agreement.

We 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.

*For Kishnani & Associates*  
*Chartered Accountants*

*Sd/-*  
*Nandlal P. Kishnani*  
*Proprietor*  
*M.N. 075183*

*Place: New Delhi*  
*Dated: 29.08.2016*

**CEO and CFO Certification to the Board**

To The Shareholders of  
Anisha Impex Limited  
159, Gagan Vihar  
New Delhi-110051

***Re: Financial Statements for the year 2015-16 – Certification by CEO and CFO***

I, Sunil Kumar Malik, Chairman & Managing Director of Anisha Impex Limited, to the best of our knowledge and belief, hereby certify that:

1. I have reviewed the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement of the Company and all the notes on accounts and the Board's report.
2. These statements do not contain any materially untrue statement or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report.
3. The financial statements, and other financial information included in this report, present in all material respects a true and fair view of the Company's affairs, the financial condition, results of operations and cash flows of the Company as at, and for, the periods presented in this report, and are in compliance with the existing accounting standards and / or applicable laws and regulations.
4. There are no transactions entered into by the Company during the year that are fraudulent, illegal or violate the Company's Code of Conduct and Ethics, except as disclosed to the Company's auditors and the Company's audit committee of the Board of Directors.
5. I am responsible for establishing and maintaining disclosure controls and procedures and internal controls over financial reporting for the Company, and I have:
  - (a). Designed such disclosure controls and procedures or caused such disclosure controls and procedures to be designed under my supervision to ensure that material information relating to the Company is made known to me by others within those entities, particularly during the period in which this report is being prepared.
  - (b). Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under my supervision, to provide reasonable assurance regarding the reliability of financial reporting.
  - (c). Evaluated the effectiveness of the Company's disclosure, controls and procedures.
  - (d). Disclosed in this report, changes, if any, in the Company's internal control over financial reporting that occurred during the Company's current financial year that has materially affected, or is reasonably likely to materially affect, the Company's internal control over financial reporting.



6. I have disclosed, based on my most recent evaluation of the Company's internal control over financial reporting, wherever applicable, to the Company's auditors and the audit committee of the Company's Board (and persons performing the equivalent functions):

(a). Any deficiencies in the design or operation of internal controls, that could adversely affect the Company's ability to record, process, summarize and report financial data, and have confirmed that there have been no material weaknesses in internal controls over financial reporting including any corrective actions with regard to deficiencies.

(b). Any significant changes in internal controls during the year covered by this report.

(c). All significant changes in accounting policies during the year, if any, and the same have been disclosed in the notes to the financial statements.

(d). Any instances of significant fraud of which I am aware, that involve the Management or other employees who have a significant role in the Company's internal control system.

7. I affirm that I have not denied any personnel access to the audit committee of the Company (in respect of matters involving alleged misconduct) and I have provided protection to whistleblowers from unfair termination and other unfair or prejudicial employment practices.

8. I further declare that all Board members and senior management personnel have affirmed compliance with the Code of Conduct and Ethics for the year covered by this report.

*FOR ANISHA IMPEX LIMITED*

*Sd/-  
Sunil Kumar Malik  
(Managing Director)  
DIN: 00143453  
159, Gagan Vihar  
Delhi-110051*

*Place: Delhi  
Date: 29.08.2016*

**Management Discussion and Analysis Report*****1. Industry Structure and Development***

We are currently engaged in the business of trading of fabrics. We are a multi-product fabric trading and our range includes fabrics for bedding, windows dressing, decorative, pillows and accents, table linen, kitchen linen and other home furnishing fabrics. We have a diverse product portfolio. We also participate in auctions carried by authorized agents of customs and ports to buy the textile materials confiscated by them. We are able to get these textile materials at a cheaper rate from these auctions.

Our Business Process is buying regular lots through mills & traders and buying odd lots in the auction by authorised agents of customs & ports, then after direct sale or get some process done from the outside and then sale.

We are currently serving the corporate and other clients from various spheres of textile industry. Our customers during FY 2015-2016 include Alps Industries Limited, Argon Denims Limited, BBD Traders Private Limited, Faishons Flasher India Private Limited, and Nagar Handloom Private Limited amongst others.

***2. Industry Overview***

India's textiles sector is one of the oldest industries in Indian economy dating back several centuries. Even today, textiles sector is one of the largest contributors to India's exports with approximately 11 per cent of total exports. The textiles industry is also labour intensive and is one of the largest employers. The industry realised export earnings worth US\$ 41.4 billion in 2014-15, a growth of 5.4 per cent.

The textile industry has two broad segments. First, the unorganized sector consists of handloom, handicrafts and sericulture, which are operated on a small scale and through traditional tools and methods. The second is the organised sector consisting of spinning, apparel and garments segment which apply modern machinery and techniques such as economies of scale.

The textile industry employs about 40 million workers and 60 million indirectly. India's overall textile exports during FY 2015-16 stood at US\$ 40 billion.

The Indian textiles industry is extremely varied, with the hand-spun and handwoven textiles sectors at one end of the spectrum, while the capital intensive sophisticated mills sector at the other end of the spectrum. The decentralized power looms/ hosiery and knitting sector form the largest component of the textiles sector. The close linkage of the textile industry to agriculture (for raw materials such as cotton) and the ancient culture and traditions of the country in terms of textiles make the Indian textiles sector unique in comparison to the industries of other countries. The Indian textile industry has the capacity to produce a wide variety of products suitable to different market segments, both within India and across the world.

***2.1 Market Size***

The Indian textiles industry, currently estimated at around US\$ 108 billion, is expected to reach US\$ 223 billion by 2021. The industry is the second largest employer after agriculture, providing employment to over 45 million people directly and 60 million people indirectly. The Indian Textile Industry contributes approximately 5 per cent to India's Gross Domestic Product (GDP), and 14 per cent to overall Index of Industrial Production (IIP).

The Indian textile industry has the potential to reach US\$ 500 billion in size. The growth implies domestic sales to rise to US\$ 315 billion from currently US\$ 68 billion. At the same time, exports are implied to increase to US\$ 185 billion from approximately US\$ 41 billion currently.

### **3. Government Initiatives**

The Indian government has come up with a number of export promotion policies for the textiles sector. It has also allowed 100 per cent FDI in the Indian textiles sector under the automatic route.

Some of initiatives taken by the government to further promote the industry are as under:

- The Union Cabinet has cleared a Rs 6,000 crore (US\$ 889.44 million) package for the textile sector, aimed at attracting investments worth Rs 74,000 crore (US\$ 10.95 billion) generating 10 million jobs and increasing textile exports by US\$ 30 billion in the next three years.
- The Department of Handlooms and Textiles, Government of India, has tied up with nine e-commerce players and 70 retailers to increase the reach of handlooms products in the Indian market, which will generate better prices and continuous business, besides facilitating direct access to markets and consumers for weavers.
- The Union Ministry of Textiles, which has set a target of doubling textile exports in 10 years, plans to enter into bilateral agreements with Africa and Australia along with working on a new textile policy to promote value addition, apart from finalising guidelines for the revised Textile Upgradation Fund Scheme (TUFS).
- The Government of India has started promotion of its 'India Handloom' initiative on social media like Facebook, Twitter and Instagram with a view to connect with customers, especially youth, in order to promote high quality handloom products.
- The Ministry of Textiles launched Technology Mission on Technical Textiles (TMTT) with two mini-missions for a period of five years (from 2010-11 to 2011-12 in the 11th five year plan and 2012-13 to 2014-15 in 12th five year plan) with a total fund outlay of Rs 200 crore (US\$ 29.6 million). The objective of TMTT is to promote technical textiles by helping to develop world class testing facilities at eight Centres of Excellence across India, promoting indigenous development of prototypes, providing support for domestic and export market development and encouraging contract research.
- The Government of India is expected to soon announce a new National Textiles Policy. The new policy aims at creating 35 million new jobs by way of increased investments by foreign companies, as per Textiles Secretary Mr S K Panda.
- Subsidies on machinery and infrastructure
  - The Revised Restructured Technology Up gradation Fund Scheme (RRTUFS) covers manufacturing of major machinery for technical textiles for 5 per cent interest reimbursement and 10 per cent capital subsidy in addition to 5 per cent interest reimbursement also provided to the specified technical textile machinery under RRTUFS.
  - Under the Scheme for Integrated Textile Parks (SITP), the Government of India provides assistance for creation of infrastructure in the parks to the extent of 40 per cent with a limit up to Rs 40 crore (US\$ 6 million). Under this scheme the technical textile units can also avail its benefits.
  - The major machinery for production of technical textiles receives a concessional customs duty list of 5 per cent.
  - Specified technical textile products are covered under Focus Product Scheme. Under this scheme, exports of these products are entitled for duty credit scrip equivalent to 2 per cent of freight on board (FOB) value of exports
- The Government of India has implemented several export promotion measures such as Focus Market Scheme, Focus Product Scheme and Market Linked Focus Product Scheme for increasing share of India's textile exports.

- Under the Market Access Initiative (MAI) Scheme, financial assistance is provided for export promotion activities on focus countries and focus product countries.
- Under the Market Development Assistance (MDA) Scheme, financial assistance is provided for a range of export promotion activities implemented by Textiles Export Promotion Councils.
- The government has also proposed to extend 24/7 customs clearance facility at 13 airports and 14 sea ports resulting in faster clearance of import and export cargo.
- The Ministry of Textiles has approved a 'Scheme for promoting usage of geotechnical textiles in North East Region (NER)' in order to capitalise on the benefits of geotechnical textiles. The scheme has been approved with a financial outlay of Rs 427 crore (US\$ 63.3 million) for five years from 2014-15.
- A Memorandum of Understanding (MoU) has been signed between India and Kyrgyzstan seeking to strengthen bilateral cooperation in three fields -Textiles and Clothing, Silk and Sericulture, Fashion

**References:** *Ministry of Textiles, Indian Textile Journal, Department of Industrial Policy and Promotion, Press Information Bureau*

#### ***4. Operational Performance***

During the current period, your company has shown an increase in revenue to the extent of Rs. 420645453 during FY 2014-15 to Rs. 418069761 Lakhs during FY 2015-16. PAT has shown and decreases from Rs. 910636 during FY 2014-15 to Rs. 897709 during FY 2015-16.

#### ***5. Outlook***

Indian economy is adversely affected by persistent inflation over the last few years. The rising incomes propped the purchasing power of the population, driving consumption demand in sectors, where supply lagged particularly, in food-grain and non food-grain commodities, Sharp increase in international prices of fuels also contributed to inflationary pressure. The Government has been going very slow on various reforms, expected by large investors and market. Market participants were particularly concerned about subsidies fertilizer, food and fuel; falling rupee against dollar; widening current account and fiscal deficits. Net Buys by the Foreign Institutional investors have been declining during the year as compared to these of the earlier years. Economic situations in Euro Zone countries and other priced the Capital Market towards losses.

#### ***6. Risk & Concerns***

The Company is mainly exposed to external risks in the form of reduction in value of its investments and fall in returns due to dip in the investee company's performance. The Company is also exposed to the fluctuations of economy and industry cycles / downturns.

#### ***7. Adequacy of Internal Control System***

The Company has adequate internal control systems for the business processes in respect of all operations, financial reporting, compliance with laws and regulations etc. The management information system forms an effective and sound tool for monitoring and controlling all operating parameters. Regular internal audits ensure that responsibilities are executed effectively. The Audit Committee reviews the adequacy of internal controls on regular basis.

#### ***8. Human Resource Development***

The Company recognizes that its human resource is its strength in realizing its goals and objectives

***9. Cautionary Statement***

The Statement in this Management Discussion and Analysis report, describing the Company's outlook, projections, estimates, expectations or predictions may be "Forward looking Statements" within the meaning of applicable securities laws or regulations. Actual results could differ materially from those expressed or implied.

*For and on behalf of the board of directors*

*Sd/-  
Sunil Kumar Malik  
Managing Director  
DIN: 00143453  
159, Gagan Vihar  
Delhi-110051*

*Place: Delhi  
Date: 29.08.2016*

## **MARS & Associates**

(CHARTERED ACCOUNTANTS)

202, Jain Bhawan, 18/12 WEA,

Pusa Lane, Karol Bagh,

New Delhi-110005

TEL: 011-28753245, 9868156062

### **INDEPENDENT AUDITORS' REPORT**

**TO**

**THE MEMBERS**

**ANISHA IMPEX LIMITED**

#### **Report on the Financial Statements**

We have audited the accompanying financial statements of ANISHA IMPEX LIMITED (the Company) as on 31/03/2016, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

#### **Management's Responsibility for the Financial Statements**

The Company's Board of Directors is responsible for the matters in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

#### **Auditor's Responsibility**

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

#### **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements, give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India;

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at 31/03/2016
- b) in the case of the Profit and Loss Account, of the profit/ loss for the year ended on that date; and
- c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

**Report on other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. As required by section 114(3) of the Act, we report that:

a) 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;

b) 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

c) 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.

d) in our opinion, the aforesaid financial statements comply with the applicable Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules 2014

e) In our opinion there are no financial transactions or matters that may have adverse effect on the functioning of the company.

(f) On the basis of written representations received from the directors, as on 31/03/2016 and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31/03/2016 from being appointed as Directors in terms Section 164(2) of the Companies Act 2013;

g) In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014::

(i) On the basis of written representation received from the management of the company, the company does not have any pending litigations which would impact its financial position

(ii) The Company did not have any long-term contracts including derivative contracts; as such the question of commenting on any material foreseeable losses thereon does not arise

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund.

**Forming an Opinion and Reporting on Financial Statements**

**For MARS & Associates  
(Chartered Accountants)  
REGN NO. 10484N**

**Place : DELHI**

**Dated : 30/05/2016**

**RAJESH KUMAR AGRAWAL, Partner)  
M.N. 89057**

Annexure referred to in paragraph 1 under the heading of 'Report on other Legal and Regulatory requirements' of Our Report of even date to the members of ANISHA IMPEX LIMITED ON THE ACCOUNTS FOR THE YEAR ENDED 31/03/2016

1. The company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets. Physical verification of Fixed Assets has been carried out by the Management and no discrepancies were noticed on such verification. There was no substantial disposal of fixed assets during the year.

2(a). According to the information and explanations given to us, the Management has physically verified the inventory during the year. In our opinion the frequency of verification is reasonable.

2(b). The procedure adopted for physical verification of stock is reasonable and adequate in relation to the size of the Company and the nature of its business.

2(c). In our opinion and according to the information given to us and on the basis of our examination of the records of inventory, the company is maintaining proper records of inventory and no discrepancies were noticed on physical verification of inventory as compared to book records.

3. The company has not given any loans to the companies, firms or parties listed in the register maintained under section 189 of the Act.

4. In our opinion and according to the information and explanation given to us, there are an adequate internal control procedures commensurate with the size of the company and the nature of its business for the purchase of inventory and fixed assets and for the sale of goods. During the course of our audit, we have not observed any continuing failure to correct any major weaknesses in internal controls.

5. The Company has not accepted any deposits from the public covered under Section 73 to 76 of the Companies Act, 2013 and rules framed thereunder.

6. As informed to us, the Central Government has not prescribed maintenance of cost records under sub-section (1) of Section 148 of the Act

7. (a) According to the information and explanations given to us and based on the records of the company examined by us, the company is regular in depositing the undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty and other material statutory dues, as applicable, with the appropriate authorities in India ;

(b) According to the information and explanations given to us and based on the records of the company examined by us, there are no dues of Income Tax, Wealth Tax, Service Tax, Sales Tax, Customs Duty and Excise Duty which have not been deposited on account of any disputes

(c) There has not been an occasion in case of the Company during the year under report to transfer any sums to the Investor Education and Protection Fund. The question of reporting delay in transferring such sums does not arise

8. The company does not have accumulated losses at the end of financial year equal to or more than 50% of its networth. The company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

9. Based on our audit procedures and on the information and explanations given by the management, we are of the opinion that the company has not defaulted in payment of dues to financial institutions and banks. The company does not have any borrowings by way of debtneutes.

10. In our opinion and according to the information and explanations given to us, the company has not given any guarantee for loans taken by others from banks or financial institutions.

11. The company has not obtained any term loans. Hence the question of application for the purpose for which they were obtained does not arise.

12. Based on the audit procedures performed and information and explanations given by the management, we report that no fraud on or by the company has been noticed or reported during the year.

**For MARS & Associates  
(Chartered Accountants)  
REGN NO. 10484N**

**Place : DELHI  
Dated : 30/05/2016**

**RAJESH KUMAR AGRAWAL, Partner)  
M.N. 89057**



**ANISHA IMPEX LIMITED**  
Balance Sheet as at 31/03/2016

	Notes	31/03/2016 (in Rs.)	31/03/2015 (in Rs.)
<b><u>EQUITY AND LIABILITIES</u></b>			
<b>Shareholders Fund</b>			
Share Capital	1	164322000	164,322,000
Reserves & Surplus	2	3939742	2,966,701
Money Received against Warrants		0	-
		<b>168261742</b>	<b>167,288,701</b>
<b>Share Application Money pending allotment</b>			
		<b>0</b>	<b>-</b>
<b>Non-current Liabilities</b>			
Long Term Borrowings		0	-
Deferred Tax Liabilities (Net)	3	881468	969,818
Other Long Term Liabilities		0	-
Long Term Provisions		0	-
		<b>881468</b>	<b>969,818</b>
<b>Current Liabilities</b>			
Short Term Borrowings	4	43222213	57,086,750
Trade Payables		96058303	15,389,319
Other Current Liabilities	5	1025170	1,666,828
Short Term Provisions	6	444765	432,418
		<b>140750451</b>	<b>74,575,315</b>
<b>Total</b>		<b>309893661</b>	<b>242,833,834</b>
<b>ASSETS</b>			
<b>Non-current Assets</b>			
<b>Fixed Assets</b>			
Tangible Assets	7	21233920	25,242,814
Intangible Assets		0	-
Capital Work-in-Progress		0	-
Intangible Assets under development		0	-
Non-current Investments		0	-
Deferred Tax Assets (Net)	3	0	-
Long Term Loans & Advances	8	632396	1,897,197
Other Non-current Assets		-	-
		<b>21866316</b>	<b>27,140,011</b>
<b>Current Assets</b>			
Current Investments	9	1761250	1,761,250
Inventories	10	108996447	35,475,258
Trade Receivables	11	158990471	93,835,747
Cash and Cash Equivalents	12	87362	130,888
Short Term Loans & Advances		-	-
Other Current Assets	13	18191815	84,490,680
		<b>288027345</b>	<b>215,693,823</b>
<b>Total</b>		<b>309893661</b>	<b>242,833,834</b>
Significant Accounting Policies	24	0	0
The accompanying notes are an integral part of the financial statements			

**Auditors' Report**

**As per our report of even date attached**

For MARS & Associates  
Firm Registration No 10484N  
(Chartered Accountants)

**RAJESH KUMAR AGRAWAL**  
Partner  
89057

Place :DELHI  
Date :30/05/2016

For and on behalf of the Board

Sd-Puja Malik  
Director (DIN 01189442)

Sd-Sunil Kumar Malik  
Managing Director (DIN  
00143453)

Sd/-  
Anshu Agarwal  
CFO

Sd/-  
Rammohan Jha  
Company Secretary

**ANISHA IMPEX LIMITED**

Profit /Loss for the period ending 31/03/2016

	Notes	31/03/2016 (in Rs.)	31/03/2015 (in Rs.)
<b>Continuing Operations</b>			
<b>REVENUE</b>			
Revenue from Operations	14	418069761	420645453
Less : Excise Duty		0	0
Revenue from Operations (Net)		418069761	420645453
Increase in Inventories of FG/WIP/Stock-in-trade	15	73521189	0
Other Income	16	705000	5258621
<b>Total Revenue</b>		<b>492295950</b>	<b>425904074</b>
<b>EXPENSES</b>			
Cost of Materials Consumed		0	0
Purchases of Stock-in-Trade	17	472497931	396610289
Decrease in Inventories of FG/WIP/Stock-in-trade	15	0	9529813
Employee Benefit Expenses	18	4799222	4812376
Finance Cost	19	6853331	6380404
Depreciation & Amortisation Expenses	20	2641025	2533439
Other Expenses	21	4,250,317	4688874
<b>Total Expenses</b>		<b>491041826</b>	<b>424555195</b>
<b>Profit Before Exceptional and Extraordinary Items &amp; Tax</b>		<b>1254124</b>	<b>1348879</b>
Exceptional Income / Expenses		0	0
<b>Profit Before Extraordinary Items &amp; Tax</b>		<b>1254124</b>	<b>1348879</b>
Prior Period Items		0	0
Extraordinary Items		0	0
<b>Profit Before Tax</b>		<b>1254124</b>	<b>1348879</b>
Provision for Taxation	22	356415	438243
<b>Profit/(Loss) for the period from continuing operations</b>		<b>897709</b>	<b>910636</b>
<b>Discontinuing Operations</b>			
Profit/(Loss) from Discontinuing operations		0	0
Tax expense of Discontinuing operations			
<b>Profit/(Loss) from Discontinuing operations after Tax</b>		<b>897709</b>	<b>910636</b>
<b>Profit/(Loss) for the period</b>		<b>897709</b>	<b>910636</b>
<b>Earnings per Share</b>			
	23		
Basic EPS (in Rs.)		0.05	0.06
Diluted EPS (in Rs.)		0.05	0.06
Face value per Equity Share		10	10
Average No. of Shares for Basic EPS		16432200	16432200
Adjustment to Average No. of Shares		0	0
Average No. of Shares for Diluted EPS		16432200	16432200

**Auditors' Report**

As per our report of even date attached

For MARS &amp; Associates

Firm Registration No 10484N

(Chartered Accountants)

RAJESH KUMAR AGRAWAL

Partner

89057

Place :DELHI

Date :30/05/2016

For and on behalf of the Board

Sd-Puja Malik  
Director (DIN 01189442)Sd-Sunil Kumar Malik  
Managing Director (DIN  
00143453)Sd/-  
Anshu Agarwal  
CFOSd/-  
Rammohan Jha  
Company Secretary

# ANISHA IMPEX LIMITED

159, GAGAN VIHAR MAIN DELHI 110051

## Cash Flow Statement for the year ended 31/03/2016

(Amount in Rs.)

Particulars	Figures as at end of the current reporting period		Figures as at end of the previous reporting period	
<b>A. Cash flow from operating activities</b>				
1 Net Profit / (Loss) before extraordinary items and tax		1,254,123		1,348,879
<u>Adjustments for:</u>		9,579,426		4,441,340
2 Depreciation and amortisation	2,641,025	-	2,533,439	-
3 Amortisation of share issue expenses and discount on shares	-		-	
4 (Profit) / loss on sale / write off of assets	85,070		-4,357	
5 Finance costs	6,853,331		6,380,404	
Interest income	-		-4,468,146	
Dividend income	-		-	
Net (gain) / loss on sale of investments	-		-	
Net unrealised exchange (gain) / loss	-		-	
Operating profit / (loss) before working capital changes		10,833,549		5,790,219
<u>Changes in working capital:</u>				
<i>Adjustments for (increase) / decrease in operating assets:</i>				
Trade receivables	-65,154,724	-72,377,048	15,177,267	-44,500,295
Short-term loans and advances	-		-	
Other current assets	-7,222,324		-59,677,562	
Other non-current assets	-		-	
<i>Adjustments for increase / (decrease) in operating liabilities:</i>				
Trade payables	80,668,984	80,102,658	-43,001,490	-41,908,147
Other current liabilities	-641,658		1,093,343	
Other long-term liabilities	-		-	
Short-term provisions	75,332		-	
Long-term provisions	-		-	
		18,559,159		-80,618,223
Cash flow from extraordinary items		-		-
Cash generated from operations		18,559,159		-80,618,223
Net income tax (paid) / refunds		-432,418		-226,775
<b>Net cash flow from / (used in) operating activities (A)</b>		<b>18,126,741</b>		<b>-80,844,998</b>
<b>B. Cash flow from investing activities</b>				
Capital expenditure on fixed assets, including capital advances	-417,200	2,547,601	-5,490,147	66,308,250
Proceeds from sale of fixed assets	1,700,000		1,309,201	
Purchase of long-term investments (Subsidiaries)	-		-	
Sales (Purchase) of other investments	-		-	
Long-term loans and advances	1,264,801		66,021,050	
Loans & advances given to Subsidiaries	-		-	
Interest received	-		4,468,146	
Net (gain) / loss on sale of investments	-		-	
Dividend received	-		-	
Cash flow from extraordinary items		-		-
<b>Net cash flow from / (used in) investing activities (B)</b>		<b>2,547,601</b>		<b>66,308,250</b>
<b>C. Cash flow from financing activities</b>				

Particulars	Figures as at end of the current reporting period		Figures as at end of the previous reporting period	
Proceeds from issue of equity shares	-	-20,717,868	-	14,437,979
Security Premium from issue of equity shares	-		-	
Proceeds from issue of preference shares	-		-	
Proceeds from long-term borrowings	-		-	
Repayment of long-term borrowings	-		-	
Net increase / (decrease) in working capital borrowings	-13,864,537		20,818,383	
Proceeds from other short-term borrowings	-		-	
Repayment of other short-term borrowings	-		-	
Share issue expenses	-		-	
Finance cost	-6,853,331		-6,380,404	
Cash flow from extraordinary items	-	-	-	-
<b>Net cash flow from/ (used in) financing activities (C)</b>		<b>-20,717,868</b>		<b>14,437,979</b>
<b>Net increase/ (decrease) in Cash and cash equivalents (A+B+C)</b>		<b>-43,526</b>		<b>-98,769</b>
Cash and cash equivalents at the beginning of the year		130,888		229,657
Effect of exchange differences on restatement of foreign currency				
<b>Cash and cash equivalents at the end of the year</b>		<b>87,362</b>		<b>130,888</b>
<b>Reconciliation of Cash and cash equivalents with the Balance</b>				
Cash and cash equivalents as per Balance Sheet		<b>87,362</b>		<b>130,888</b>
(a) Cash on hand		54,883		118,709
(b) Balances with banks				
(i) In current accounts		32,479		12,179
(ii) In EEFC accounts		-		-
(iii) In Fixed deposit accounts		-		-
(c) Interest accrued on deposits		-		-
(d) Current investments considered as part of cash & cash equivalents		-		-
		<b>87,362</b>		<b>130,888</b>
See accompanying notes forming part of the financial statements				
As per our report of even date attached		-		-
For MARS & Associates			For and on behalf of the Board	
Firm Registration No 10484N				
(Chartered Accountants)				
		Sd-Puja Malik	Sd-Sunil Kumar Malik	
		Director (DIN 01189442)	Managing Director (DIN 00143453)	
RAJESH KUMAR AGRAWAL				
Partner		Sd/-	Sd/-	
89057		Anshu Agarwal	Rammohan Jha	
		CFO	Company Secretary	
Place :DELHI				
Date :30/05/2016				

## ANISHA IMPEX LIMITED

Notes to financial statements for the year ended 31/03/2016

<b>1. SHARE CAPITAL</b>	<b>31/03/2016</b>	<b>31/03/2015</b>
<b>Authorised Share Capital :</b>		
Equity Shares 25000000 of Rs.10 each	250000000	250000000
	<b>250000000</b>	<b>250000000</b>
<b>Issued Subscribed and Paid Up Capital :</b>		
Equity Shares 16432200 of Rs.10 each	164322000	164322000
	<b>164322000</b>	<b>164322000</b>
<b>Calls unpaid by Directors &amp; Officers</b>	Nil	Nil
<b>Calls unpaid by Others</b>	Nil	Nil
<b>Shares Forfeited :</b>	Nil	Nil
<b>Forfeited Shares Reissued</b>	Nil	Nil
	<b>164322000</b>	<b>164322000</b>

## ANISHA IMPEX LIMITED

Notes to financial statements for the year ended 31/03/2016

<b>2. RESERVES &amp; SURPLUS</b>	<b>31/03/2016</b>	<b>31/03/2015</b>
<b>Capital Surplus</b>		
As per last Balance Sheet	-	40,460,000.00
Add : Additions during the year	-	-
Less : Transfer / Adjustment during the year	-	40,460,000.00
	-	-
<b>Profit &amp; Loss Account</b>		
As per last Balance Sheet	2,966,701.00	2,594,004.00
Add : Transfer from General Reserves	75,332.00	-
Add : Transfer from Capital Reserves	-	-
Add : Transfer from Special Sources	-	-
Add : Transfer from Other Reserves	-	-
Add : Other Additions	-	-
Less : Transfer to General Reserves	-	-
Less : Transfer to Statutory Reserves	-	537,939.00
Less : Transfer to Capital Reserves	-	-
Less : Transfer to Capital Redemption Reserves	-	-
Less : Transfer to Debenture Redemption Reserves	-	-
Less : Transfer to Other Reserves	-	-
Less : Appropriation for Interim Dividend	-	-
Less : Appropriation for Final Dividend	-	-
Less : Appropriation for Preference Dividend	-	-
Less : Appropriation for Special Dividend	-	-
Less : Appropriation for Dividend Distribution Tax on Equity Divi	-	-
Less : Appropriation for Dividend Distribution Tax on Preference	-	-
Less : Other Deductions	-	-
	<b>3,042,033.00</b>	<b>2,056,065.00</b>
Surplus / (Deficit) during the year	897,709.00	910,636.00
	<b>3,939,742.00</b>	<b>2,966,701.00</b>
	<b>3,939,742.00</b>	<b>2,966,701.00</b>

## ANISHA IMPEX LIMITED

Notes to financial statements for the year ended 31/03/2016

<b>3. DEFERRED TAX ASSET / LIABILITIES</b>	<b>31/03/2016</b>	<b>31/03/2015</b>
<b>Deferred Tax Liabilities</b>		
Branch Profit Tax	-	-
Others	881,468.00	969,818.00
	<b>881,468.00</b>	<b>969,818.00</b>
<b>Deferred Tax Assets</b>		
Fixed Assets	-	-
Others	-	-
	-	-
	<b>881,468.00</b>	<b>969,818.00</b>

# ANISHA IMPEX LIMITED

Notes to financial statements for the year ended 31/03/2016

<b>4. SHORT TERM BORROWINGS</b>	<b>31/03/2016</b>	<b>31/03/2015</b>
<b>Loans Repayable on Demand - Secured</b>		
Banks	43,222,213.00	57,086,750.00
	<b>43,222,213.00</b>	<b>57,086,750.00</b>
<b>Loans Repayable on Demand - Unsecured</b>		
Related Parties	-	-
	-	-
<b>Amount Due from Related Parties - Secured</b>		
	-	-
	-	-
<b>Amount Due from Related Parties - Unsecured</b>		
	-	-
	-	-
<b>Deposits - Secured</b>		
	-	-
	-	-
<b>Deposits - Unsecured</b>		
	-	-
	-	-
<b>Other Short Term Borrowings - Secured</b>		
	-	-
	-	-
<b>Other Short Term Borrowings - Unsecured</b>		
	-	-
	-	-
	<b>43,222,213.00</b>	<b>57,086,750.00</b>

**ANISHA IMPEX LIMITED**

Notes to financial statements for the year ended 31/03/2016

<b>5. OTHER CURRENT LIABILITIES</b>	<b>31/03/2016</b>	<b>31/03/2015</b>
Current Maturity of Long Term Debt	-	-
Current Maturity of Finance Lease Obligation	-	-
Interest Accrued but not Due	-	-
Interest Accrued and Due	-	-
Advances Received	-	-
Unclaimed / Unpaid Amounts	-	-
Share Application Money Refundable	-	-
Other Payables	1,025,170.00	1,666,828.00

**ANISHA IMPEX LIMITED**

Notes to financial statements for the year ended 31/03/2016

<b>6. SHORT TERM PROVISIONS</b>	<b>31/03/2016</b>	<b>31/03/2015</b>
<b>Provision for Employee Related Liabilities</b>		
Provision for Employees	-	-
	-	-
<b>Provision for Dividend</b>		
	-	-
	-	-
<b>Provision for Dividend Distribution Tax</b>		
	-	-
	-	-
<b>Provision for Statutory Liabilities</b>		
	444,765.00	432,418.00
	<b>444,765.00</b>	<b>432,418.00</b>
<b>Other Short Term Provisions</b>		
	-	-
	-	-
	<b>444,765.00</b>	<b>432,418.00</b>



ANISHA IMPEX PRIVATE LIMITED													
						AS PER COMPANIES ACT							
7. FIXED ASSETS													
Particulars	Rate	Gross Block		Accumulated Depreciation		Net Block							
		Opening balance as on 01/04/2015	Additions	Deductions/Adjustments	Balance as at 31/03/2015	Unit 31/03/2016	Additions	Deductions/Adjustments	Unplanned Depreciation	Balance as at 31/03/2015	W.D.V. at on 31/03/2016	W.D.V. at on 31/03/2015	
PLANT & MACHINERY		2,498,387.00			2,498,387.00	1,132,683.00	203,207.00			1,356,890.00	1,162,497.00	1,365,704.00	
VEHICLES													
CAR INNOVA	23,239	1,416,372.00			1,416,372.00	644,666.00	177,655.39			822,321.39	594,050.61	771,706.00	
CAR SCORPIO	23,219	1,171,437.00			1,171,437.00	540,274.00	148,329.11			688,603.11	482,833.89	631,163.00	
CAR EOS	23,221	769,453.00			769,453.00	354,425.00	97,338.93			451,763.93	317,689.07	415,028.00	
MOBIKE TVS		66,100.00			66,100.00	30,639.00	10,223.82			40,862.82	25,237.18	35,461.00	
CAR FORTUNER	15,739	2,600,000.00			2,600,000.00	631,034.10	183,896.50			(0.00)	0.00	1,968,965.90	
CAR HUNDAI I10	13,528	395,000.00			395,000.00	73,169.00	49,135.28			122,304.28	272,695.72	321,831.00	
CAR MERCEDES	13,570	5,742,932.00			5,742,932.00	787,094.00	688,265.05			1,455,349.05	4,287,582.95	4,955,848.00	
CAR MERCEDES		4,524,685.00			4,524,685.00	357,714.00	537,306.31			895,020.31	3,629,664.69	4,166,971.00	
FACTORY LAND & BUILDING		-			-	-	-			-	-	-	
FACTORY LAND		2,488,035.00			2,488,035.00	-	-			-	2,488,035.00	2,488,035.00	
FACTORY BUILDING		8,531,427.00			8,531,427.00	2,091,595.53	114,522.00			2,206,117.53	6,325,309.47	6,439,831.47	
GENERATOR		1,072,680.00	385,000.00		1,457,680.00	303,866.00	81,464.00			365,330.00	1,072,350.00	768,814.00	
COMPUTER		863,462.00	32,200.00		895,662.00	67,548.00	279,380.00			346,928.00	548,734.00	795,914.00	
FURNITURE & FIXTUR	43,447	544,809.00			544,809.00	427,267.00	90,302.00			517,569.00	27,240.00	117,542.00	
<b>TOTAL</b>		<b>32,684,779.00</b>	<b>417,200.00</b>	<b>2,600,000.00</b>	<b>30,501,979.00</b>	<b>7,441,964.62</b>	<b>2,641,025.38</b>	<b>814,930.60</b>	<b>-</b>	<b>9,268,059.40</b>	<b>21,233,919.60</b>	<b>25,242,814.38</b>	
<b>Previous Year Total</b>		<b>29,766,748.00</b>	<b>5,490,147.00</b>	<b>1,769,549.00</b>	<b>33,489,346.00</b>	<b>5,639,859.62</b>	<b>2,533,438.60</b>	<b>464,705.60</b>	<b>537,939.00</b>	<b>8,246,531.62</b>	<b>25,242,814.38</b>	<b>24,128,888.38</b>	
Notes :													

**ANISHA IMPEX LIMITED**

Notes to financial statements for the year ended 31/03/2016

<b>8. LONG TERM LOANS &amp; ADVANCES</b>	<b>31/03/2016</b>	<b>31/03/2015</b>
<b>Capital Advances</b>		
Secured, Considered Good	-	-
Unsecured, Considered Good	-	-
Unsecured, Considered Doubtful	-	-
Less : Provision for Doubtful Capital Advances	-	-
	<hr/>	<hr/>
	-	-
	<hr/>	<hr/>
<b>Inter-Corporate Deposits</b>	-	542,390.00
<b>Deposit with Statutory Authorities</b>	451,890.00	524,301.00
<b>Other Security Deposits</b>		
Secured, Considered Good	-	-
Unsecured, Considered Good	140,506.00	790,506.00
Unsecured, Considered Doubtful	-	-
Less : Provision for Doubtful Security Deposits	-	-
	<hr/>	<hr/>
	<b>592,396.00</b>	<b>1,857,197.00</b>
	<hr/>	<hr/>
<b>Given to Suppliers</b>		
Secured, Considered Good	-	-
Unsecured, Considered Good	-	-
Unsecured, Considered Doubtful	-	-
Less : Provision for Doubtful Loans to Suppliers	-	-
	<hr/>	<hr/>
	-	-
	<hr/>	<hr/>
<b>Given to Employees</b>		
Secured, Considered Good	-	-
Unsecured, Considered Good	40,000.00	40,000.00
Unsecured, Considered Doubtful	-	-
Less : Provision for Doubtful Loans to Employees	-	-
	<hr/>	<hr/>
	<b>40,000.00</b>	<b>40,000.00</b>
	<hr/>	<hr/>
<b>Other Long Term Loans &amp; Advances</b>		
Secured, Considered Good	-	-
Unsecured, Considered Good	-	-
Unsecured, Considered Doubtful	-	-
Less : Provision for Doubtful Loans & Advances	-	-
	<hr/>	<hr/>
	-	-
	<hr/>	<hr/>
	<b>632,396.00</b>	<b>1,897,197.00</b>
	<hr/>	<hr/>

## ANISHA IMPEX LIMITED

Notes to financial statements for the year ended 31/03/2016

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<b>9. CURRENT INVESTMENTS</b>	<b>31/03/2016</b>	<b>31/03/2015</b>
<b>A. Quoted Investments</b>		
<b>In Government Securities of Local Authorities</b>		
<< Account Head >>	-	-
<b>In Debt Securities</b>		
Debentures of P Ltd	-	-
<b>In Equity Securities</b>		
Equity shares of Altd	1,761,250.00	1,761,250.00
<b>Investments in Controlled Special Purpose Entities</b>		
JV Ltd	-	-
	<b>1,761,250.00</b>	<b>1,761,250.00</b>
<b>Less : Provision for Diminution in value of Current Invt</b>	-	-

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## ANISHA IMPEX LIMITED

Notes to financial statements for the year ended 31/03/2016

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<b>10. INVENTORIES</b>	<b>31/03/2016</b>	<b>31/03/2015</b>
Raw materials	-	-
Work in progress	-	-
Finished goods	-	-
Stock in trade (in respect of goods acquired for trading)	108,996,447.00	35,475,258.00
Stores & Spares	-	-
Loose Tools	-	-
Others (Specify)	-	-
Consumables	-	-
Packing materials	-	-
	<b>108,996,447.00</b>	<b>35,475,258.00</b>

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Notes :

## ANISHA IMPEX LIMITED

Notes to financial statements for the year ended 31/03/2016

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<b>11. TRADE RECEIVABLES</b>	<b>31/03/2016</b>	<b>31/03/2015</b>
<b>Secured - Considered Good</b>		
Outstanding for more than six months	-	-
Others	-	-
	<hr/>	<hr/>
	-	-
	<hr/>	<hr/>
<b>Unsecured - Considered Good</b>		
Outstanding for more than six months	2,291,893.00	2,604,528.00
Others	156,698,578.00	91,231,219.00
	<hr/>	<hr/>
	<b>158,990,471.00</b>	<b>93,835,747.00</b>
	<hr/>	<hr/>
<b>Unsecured - Considered Doubtful</b>		
Outstanding for more than six months	-	-
Others	-	-
	<hr/>	<hr/>
	-	-
	<hr/>	<hr/>
<b>Other Trade Receivables</b>	-	-
<b>Less : Provision for Doubtful Debts</b>	-	-
	<hr/>	<hr/>
	-	-
	<hr/>	<hr/>
	<b>158,990,471.00</b>	<b>93,835,747.00</b>
	<hr/>	<hr/>

## ANISHA IMPEX LIMITED

Notes to financial statements for the year ended 31/03/2016

<b>12. CASH &amp; CASH EQUIVALENTS</b>	<b>31/03/2016</b>	<b>31/03/2015</b>
<b>Cash Balance on Hand</b>		
Cash in Hand	54,883.00	118,709.00
Petty Cash Balance	-	-
Sodexo Coupon in Hand	-	-
Imprest Control Account	-	-
Postage Imprest	-	-
	<b>54,883.00</b>	<b>118,709.00</b>
<b>Bank Balance with Scheduled Bank</b>		
In Current Accounts	32,479.00	12,179.00
In Deposit Accounts	-	-
In Call Accounts	-	-
In Unclaimed Amount Account	-	-
In Other Account	-	-
	<b>32,479.00</b>	<b>12,179.00</b>
<b>Bank Balance with Other Banks</b>		
In Current Accounts	-	-
In Deposit Accounts	-	-
In Call Accounts	-	-
In Other Account	-	-
	-	-
<b>Cheques, Drafts on Hand</b>	-	-
<b>Other Cash &amp; Cash Equivalents</b>	-	-
	<b>87,362.00</b>	<b>130,888.00</b>

## ANISHA IMPEX LIMITED

Notes to financial statements for the year ended 31/03/2016

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<b>13. OTHER CURRENT ASSETS</b>	<b>31/03/2016</b>	<b>31/03/2015</b>
Interest Accrued on Investments	-	-
Unbilled Revenue	-	-
Payment of Taxes	-	-
Dividend Receivable	-	-
Recoverable from government agencies	-	-
Export Incentives Receivables	-	-
Interest Income Accrued but Not Due	-	-
Assets Held up Disposal	-	-
Derivative Assets	-	-
Prepaid Expenses	18,191,815.00	84,490,680.00
Notes Receivable	-	-
Claims Recoverable	-	-
Other Receivables	-	-
	<b>18,191,815.00</b>	<b>84,490,680.00</b>

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Notes :

# ANISHA IMPEX LIMITED

Notes to financial statements for the year ended 31/03/2016

<b>14. REVENUE FROM OPERATIONS</b>	<b>31/03/2016</b>	<b>31/03/2015</b>
<b>Revenue from Sale of Products</b>		
Export Sales	-	-
Domestic Sales	418,069,761.00	420,645,453.00
	<b>418,069,761.00</b>	<b>420,645,453.00</b>
<b>Revenue from Sale of Services</b>		
Maintenance Charges	-	-
	-	-
<b>Revenue from Contract</b>		
Works Contract	-	-
	-	-
<b>Revenue from Intangible Assets</b>		
Patents Charges	-	-
	-	-
<b>Revenue from Other Operations</b>		
Other Income	-	-
	-	-
Less : Service Tax Collected	-	-
Less : Other Duties & Taxes Collected	-	-
Less : Inter Division Transfers	-	-
Less : Brokerage Discounts & Rebates	-	-
Less : Sales Return	-	-
Less : Other Allowances & Deductions against Sales	-	-
	<b>418,069,761.00</b>	<b>420,645,453.00</b>

## ANISHA IMPEX LIMITED

Notes to financial statements for the year ended 31/03/2016

<b>16. OTHER INCOME</b>	<b>31/03/2016</b>	<b>31/03/2015</b>
Rent Receipt	705,000.00	195,000.00
Commission	-	-
Dividend Income	-	-
Interest Income	-	4,468,146.00
Profit on sale of fixed assets	-	4,357.00
Profit on sale of investment being securities chargeable to Securities	-	-
Profit on sale of other investment	-	-
Profit on account of currency fluctuation	-	-
Agriculture income	-	-
Net gain / (loss) on sale of investment	-	-
Other non operating income	-	591,118.00
Other Income	-	-
	<b>705,000.00</b>	<b>5,258,621.00</b>

## ANISHA IMPEX LIMITED

Notes to financial statements for the year ended 31/03/2016

<b>17. PURCHASES OF STOCK-IN-TRADE</b>	<b>31/03/2016</b>	<b>31/03/2015</b>
Traded Goods	472497931	396610289
Finished Goods	0	0
	<b>472497931</b>	<b>396610289</b>

### a. Details of purchase of traded goods

	<b>31/03/2016</b>	<b>31/03/2015</b>
Domestic Input	0	0
	<b>0</b>	<b>0</b>

### b. Details of purchase of finished goods

	<b>31/03/2016</b>	<b>31/03/2015</b>
Assembled Computer parts	0	0
	<b>0</b>	<b>0</b>



**ANISHA IMPEX LIMITED**

Notes to financial statements for the year ended 31/03/2016

<b>18. EMPLOYEE BENEFIT EXPENSES</b>	<b>31/03/2016</b>	<b>31/03/2015</b>
Salaries & Wages	3,552,379	3,779,063
Overtime Wages	-	-
Bonus	31,866	25,638
Directors' Remuneration	1,180,000	960,000
Managerial Remuneration	-	-
Reimbursement of Medical Exp	-	-
Leave Encashment	-	-
Leave Travel Benefits	-	-
Free or concessional ticket provided by the employer for private journeys of his employees or their family members	-	-
Contribution to approved Superannuation fund	-	-
Contribution to recognised Provident fund	25,816	30,602
Contribution to recognised Gratuity fund	-	-
Contribution to any other fund/ESI	9,161	17,073
Any other benefit to employees in respect of which an expenditure has been incurred.	-	-
Gratuity	-	-
Performance Pay	-	-
Profit Share	-	-
	<b>4799222</b>	<b>4812376</b>

**ANISHA IMPEX LIMITED**

Notes to financial statements for the year ended 31/03/2016

<b>19. FINANCE COSTS</b>	<b>31/03/2016</b>	<b>31/03/2015</b>
Interest Expenses	5,992,835	5,409,579
Other borrowing cost	675,194	784,514
Net Loss / (Gain) on foreign currency transaction	-	-
Forward cancellation	-	-
Bank charges/Bank Guarantee Charges	185,302	186,311
	<b>6853331</b>	<b>6380404</b>

## **ANISHA IMPEX LIMITED**

Notes to financial statements for the year ended 31/03/2016

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<b>20. DEPRECIATION &amp; AMORTISATION EXPENSE</b>	<b>31/03/2016</b>	<b>31/03/2015</b>
Depreciation Expense	<b>2,641,025.00</b>	<b>2,533,439.00</b>
Amortisation Expense	-	-
	<b>2,641,025.00</b>	<b>2,533,439.00</b>

## ANISHA IMPEX LIMITED

Notes to financial statements for the year ended 31/03/2016

<b>21. OTHER EXPENSES</b>	<b>31/03/2016</b>	<b>31/03/2015</b>
<b>Manufacturing &amp; Service Cost</b>		
Transportation charges/Freight	983,334.00	984,204.00
<b>Consumption of stores and spare parts.:</b>		
Oil	-	-
Packing Materials	-	-
Stores	-	-
Other consumables	-	-
Tools, Jigs & fixtures	-	-
Power and fuel. (Electricity/Generator Exp)	869,782.00	884,529.00
Repairs to buildings.	-	-
Repairs to machinery	-	-
	<b>1,853,116.00</b>	<b>1,868,733.00</b>
<b>Research &amp; Development Expenditure</b>		
Installation S/W	-	-
	<b>-</b>	<b>-</b>
<b>Payment to Auditors</b>		
As auditors - statutory audit	57,250.00	56,180.00
For taxation matters	-	-
For company law matters	-	-
For management services	-	-
For other services	-	-
Reimbursement of expenses	-	-
	<b>57,250.00</b>	<b>56,180.00</b>
<b>Selling/Marketing Expenses</b>		
Sales promotion including publicity (other than advertisement)	-	-
Advertisement	-	-
Commission Paid	-	-
	<b>-</b>	<b>-</b>
<b>Other Expenses</b>		
<b>Duties and taxes in respect of goods and services purchased</b>		
Custom duty	-	-
Counter vailing duty	-	-
Special additional duty	-	-
Union excise duty	-	-
Service tax	-	-

VAT/ Sales tax	-	-
Any other tax	-	-
Rents	-	-
<b>Insurance</b>		
Medical Insurance	-	-
Life Insurance	-	-
Keyman Insurance	-	-
Other Insurance including factory, office, car, goods, etc	250,086.00	222,797.00
Workmen and staff welfare expenses	-	-
Entertainment	-	-
Hospitality	-	-
Conference	-	-
Hotel, Boarding and Lodging	-	-
Travelling expenses including foreign travelling	-	-
Conveyance Expenses	166,368.00	167,978.00
Telephone Exps.	60,571.00	80,730.00
Guest House Expenses	-	-
Club expenses	-	-
Festival celebration expenses	-	-
Scholarships	-	-
Gift	-	-
Donation	51,000.00	3,000.00
<b>Rates and taxes, paid or payable to Government or any local body (exluding taxes on income)</b>		
Union Excise Duty	-	-
Service Tax	-	-
VAT/Sales Tax	-	-
Cess	-	-
Any other rate, tax, duty or cess	86,934.00	78,400.00
Other Expenses	1,724,992.00	2,211,056.00
Bad debts	-	-
Provision for bad & doubtful debts	-	-
Other Provisions	-	-
	<b>2,339,951.00</b>	<b>2,763,961.00</b>
	<b>4,250,317.00</b>	<b>4,688,874.00</b>

## ANISHA IMPEX LIMITED

Notes to financial statements for the year ended 31/03/2016

<b>22. PROVISION FOR TAXATION</b>	<b>31/03/2016</b>	<b>31/03/2015</b>
Tax Expenses	444,765.00	432,418.00
Deferred Tax Expenses	(88,350.00)	5,825.00
	<b>356,415.00</b>	<b>438,243.00</b>

## ANISHA IMPEX LIMITED

Notes to financial statements for the year ended 31/03/2016

### 23. EARNING PER SHARE (EPS)

The following details reflects data of Profit & Shares used in the basic & diluted EPS computations

	<b>31/03/2016</b>	<b>31/03/2015</b>
<b>a. Net Profit / Loss attributable to Equity Shareholders (Basic)</b>		
Net Profit after Tax as per Profit & Loss Account	897709	910636
Preference Dividend provided on Non-cumulative Preference Shares	0	0
Preference Dividend provided on Cumulative Preference Shares	0	0
Other Adjustments to Net Profit	0	0
Net Profit attributable to Equity Shareholders (Basic)	<b>897709</b>	<b>910636</b>
<b>b. Details of No. of Shares used for Basic Earning Per Share</b>		
Number of Equity Shares at the start of the period	16432200	16432200
Weighted Average No. of Shares for Basic EPS	<b>16432200</b>	<b>16432200</b>
<b>c. Net Profit / Loss attributable to Equity Shareholders (Diluted)</b>		
Net Profit after Tax as per Profit & Loss Account	897709	910636
Dividends in respect of Dilutive Potential Equity Shares	0	0
Net Profit / Loss attributable to Equity Shareholders (Diluted)	<b>897709</b>	<b>910636</b>
<b>d. Details of No. of Shares used for Diluted Earning Per Share</b>		
Number of Equity Shares at the start of the period	16432200	16432200
Other Potentially Dilutive Shares	0	0
Weighted Average No. of Shares for Diluted EPS	<b>16432200</b>	<b>16432200</b>

## **ANISHA IMPEX LIMITED**

Notes to financial statements for the year ended 31/03/2016

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### **24. NOTES TO ACCOUNTS**

#### **CORPORATE INFORMATION**

The company is involved in textile business.

#### **SIGNIFICANT ACCOUNTING POLICIES**

##### **i) Basis of preparation of Financial Statements**

The financial statements are prepared under the historical cost convention on the basis of going concern with revenues recognised and expenses accounted on their accrual, including provisions/adjustments for committed obligations and amounts determined as payable or receivable during the year in accordance with normally accepted principles, the Accounting Standards issued by the Institute of Chartered Accountants of India and the provisions of the Companies Act, 2013 as adopted consistently by the company. Accounting policies not specifically referred to otherwise are consistent with accepted accounting principles.

##### **ii) Fixed Assets:**

Fixed assets are stated at cost of acquisition and subsequent improvement thereto including

##### **iii) Depreciation:**

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

b. Depreciation amount for assets is the cost of an asset , or other amounts substituted for cost, less its estimated residual value . Depreciation on tangible fixed assets has been provided on the straight line method in the manner and as per the useful life specified in schedule II to the Companies Act 2013.

c. Depreciation is calculated on pro-rata basis only in respect of additions having a cost in excess of Rs. 5000. Assets costing upto Rs. 5000 are fully depreciated in the year of purchase.

d. As per note 7 of Part "C" of Schedule II to the Companies Act 2013, the carrying amount of assets as at April 1, 2014, has been depreciated over the remaining useful life of the assets. In case where remaining useful life of an asset is nil, the carrying amount of the assets after retaining the residual value has been recognised in the opening balance of retained earnings.

e. Carrying value of the assets whose remaining useful life is nil amounting to Rs. 0/- after retaining the residual value has been adjusted from the opening balance of retained earnings.

**iv) Employee benefits**

No Provision for gratuity has been made as no employee is entitled to this benefit.

**v) Deferred tax**

Deferred tax is accounted for by computing the tax effect of timing differences, which arise during the year and reverse in subsequent periods.

**vi) Revenue Recognition**

All revenue items and expenditure are recognised on accrual basis

**CONTINGENT LIABILITIES**

	<b>31/03/2016</b>	<b>31/03/2015</b>
Outstanding for the year	Nil	Nil
Others	Nil	Nil

**Notes****DETAILS OF MICRO, MEDIUM & SMALL ENTERPRISES**

The company has no due to micro and small enterprises during the year ended 31/03/2016 and 31/03/2015

**VALUE OF IMPORTS (on CIF BASIS)**

	<b>31/03/2016</b>	<b>31/03/2015</b>
Raw Materials	Nil	Nil
Other Inputs	Nil	Nil

**PAYMENTS TO AUDITORS**

	<b>31/03/2016</b>	<b>31/03/2015</b>
As auditors - statutory audit	57,250.00	56,180.00
For taxation matters	-	-
For company law matters	-	-
For management services	-	-
For other services	-	-
Reimbursement of expenses	-	-
	<b>57250</b>	<b>56180</b>

## EARNINGS IN FOREIGN EXCHANGE

	<b>31/03/2016</b>	<b>31/03/2015</b>
Investment Income	0	0
Others	0	0
	<b>0</b>	<b>0</b>

## EXPENDITURE IN FOREIGN CURRENCY

	<b>31/03/2016</b>	<b>31/03/2015</b>
Copyright charges	0	0
	<b>0</b>	<b>0</b>

## DIVIDEND REMITTED IN FOREIGN CURRENCY

	<b>31/03/2016</b>	<b>31/03/2015</b>
Number of Non-resident Shareholders	NIL	NIL
No. of shares held - Fully paid	NIL	NIL
No. of shares held - Partly paid	NIL	NIL
Dividend paid	NIL	NIL
Year to which Dividend relates	NIL	NIL

## PREVIOUS YEAR'S FIGURES

Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.



**Form No. MGT-11**

**Proxy form**

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

CIN: L17101DL1999PLC102506

Name of the company: Anisha Impex Limited

Registered office: 159, Gagan Vihar, New Delhi-110051

Name of the member (s):
Registered address:
E-mail Id:
Folio No/ Client Id:
DP ID:

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

1. Name: .....  
Address:  
E-mail Id:  
Signature:....., or failing him

2. Name: .....  
Address:  
E-mail Id:  
Signature:....., or failing him

3. Name: .....  
Address:  
E-mail Id:  
Signature:....., or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the .....Annual general meeting/ Extraordinary general meeting of the company, to be held on the ..... day of..... At..... a.m. / p.m. at.....(place) and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolutions	For	Against
1	Consider and adopt the Financial Statements of the Company for the Financial Year ended March 31, 2016 included Director Report & Audit Report		
2	Re-appointment of Puja Malik, who retires by rotation		
3	Ratification of Appointment of M/s M A R S & Associates ,Chartered Accountants, as Auditors & Fixing the Remuneration		
4	For Migrating From BSE-SME to Main Board		

Signed this..... day of..... 2016

Affix Revenue Stamp
---------------------------

Signature of shareholder

Signature of Proxy holder(s)

**Note: 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.**

**ATTENDANCE SLIP**  
**16<sup>TH</sup> ANNUAL GENERAL MEETING**

<p><b>ATTENDANCE SLIP</b> <b>16<sup>TH</sup> ANNUAL GENERAL MEETING</b></p>
---

I/We hereby record my / our presence at the 16<sup>th</sup> Annual General Meeting of the Company at 159, Gagan Vihar, New Delhi-110051 on Friday 30<sup>th</sup> September, 2016.

Member's Folio/ .....  
Dp Id - Client Id No.

Members/Proxy's .....  
in Block Letters

Members/Proxy's .....  
in Signature

**VOTING THROUGH ELECTRONIC MEANS**

EVEN (E-voting Event Number)	USER ID	PASSWORD/PIN

Note:-

1. Please complete the Folio/DP ID-Client ID No. and name, sign this Attendance Slip and hand it over at the ENTRANCE OF THE MEETING HALL.
  
2. Electronic copy of the Annual Report for 2015-16 and Notice of the Annual General Meeting (AGM) along with Attendance Slip and Proxy Form is being sent to all the members whose email address is registered with the Company/Depository Participant unless any member has requested for a hard copy of the same.
  
1. Physical copy of the Annual Report for 2015-16 and Notice of the Annual General Meeting (AGM) along with Attendance Slip and Proxy Form is sent in the permitted mode(s) to all members whose e-mail is not registered or have requested for a hard copy.

ANISHA IMPEX LIMITED  
 CIN: L17101DL1999PLC102506  
 Regd. Office: 159, Gagan Vihar, New Delhi-110051  
 Tel.: 91-120-4543708 Fax. 91-120-4167930 Website: www.anishaimpex.com  
 Email: ipo@anishaimpex.com  
 BALLOT/POLL FORM

The member who are not able to attend the Annual General Meeting can send their assent or dissent in writing in respect of the resolutions as set out in the notice by sending the duly filed and signed ballot/Poll form to Mr. Sachin Kumar Agarwal, PCS, Scrutinizer, 201, 2nd Floor C-15, Acharya Niketan Mayur Vihar Ph-I, Delhi-110091 so as to reach him on and before 29th September, 2016.

Name	
Address	
DP Id	
Client Id	
No. of Shares held	

I/We hereby exercise my/our vote in respect of the ordinary Resolution(s)/special Resolution(s) as specified in the notice of Anisha Impex Limited dated 29th August, 2016 to be passed through ballot/poll for the business stated in the said notice by conveyance my /our assent or dissent to the resolution in the relevant box.

Sr. No.	Resolution	Type of resolution (Ordinary/Special)	I / we assent to the resolution (For)	I /We dissent to the resolution (Against)
	Ordinary Business			
1.	Consider and adopt the Financial Statements of the Company for the Financial Year ended March 31, 2016 included Director Report & Audit Report	Ordinary		
2.	Re-appointment of Mrs.Puja Malik, who retires by rotation	Ordinary		
3.	Ratification of Appointment of M/s M A R S & Associates ,Chartered Accountants, as Auditors & Fixing the Remuneration	Ordinary		
4.	For Migrating From BSE-SME to Main Board	Special		

Signature of the Member/ Beneficial Owner

