



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

Dated: 29th September, 2018

To,
The Manager (Department of Corporate Services)
Bombay Stock Exchange Limited,
P.J Towers,
Dalal Street,
Mumbai – 400001

Sub: Submission of Annual Report of the Company for the Financial Year 2017-2018.

Reg: BSE Stock Code: 537785(SME)

Dear Sir/Ma'am,

Pursuant to Regulation 34 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 Please find the enclosed herewith a copy of Annual Report of the Company for the Financial Year 2017-18, which was approved and adopted by the Members at their Annual General Meeting held on 29th day of September, 2018 at 11:30 A.M, at 159, Gagan Vihar, New Delhi-110051.

This is for your information and records.

Thanking you,

Yours faithfully,

For ANISHA IMPEX LIMITED
For Anisha Impex Limited,

Ram Mohan Jha Company Secretary

Company Secretary-cum-Compliance Officer

Encl: Annual Report

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

Statutory Auditors

Garg Arun & Associates

Chartered Accountants

4832/24, Flat No-106

Ansari Road, Darya Ganj, New Delhi-02

Nomination and Remuneration Committee

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

Shareholders /Investors Grievance Committee

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

Principal Banker

Punjab National Bank

City Union 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

1st Floor, Bharat Tin Works Building

Marol Maroshi Road, Andheri (East), Mumbai-400059

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 18th Annual General Meeting of your Company. The Annual Report for the year ended 31st March 2018 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 financial performance with compare to financial year 2016-17. Your Company earned profit after tax of Rs. 8.07 lacs during financial year 2017-18.

The Company was doing well in Financial Year 2017-18 comparable financial year 2016-17. 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

Indian textiles industry is a well-established with showing strong features and a bright future. In fact, the country is the second biggest textiles manufacturer worldwide, right after China. Similar force is demonstrated in the cotton production and consumption trend where India ranks just after China and USA. The textiles manufacturing business is a pioneer activity in the Indian manufacturing sector and it has a primordial importance in the economic life of the country, which is still predominantly based on the agro-alimentary sector. Employing around 35 million people, textiles industry stands as a major foreign currency revenue generator and further proves it in its 14% share of industrial production and the 16% of export revenues it generated.

The country is also significant textiles fiber and yarn manufacturer on the world scene, taking on its own a 12% share of the world's production volume. India ranks on the second place as regards in production of silk and cellulose fiber and yarn whilst standing on the fifth position when it comes to synthetic fiber and yarn.

Indians have well understood the importance of staying one step ahead of developments in the world economic environment. The industry is now preparing itself to take share of opportunities expected to arise out of the market freed from quota restrictions and other trade barriers. Industry operators are increasingly moving towards modernization and expansion as encouraged by the so-designated Textile Upgradation Fund Scheme implemented by Government.

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, 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 18th Annual General Meeting of the Members of the **ANISHA IMPEX LIMITED** will be held at the registered office of the Company at **159, Gagan Vihar, New Delhi-110051** on Saturday, 29th September, 2018 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, 2018 including Audited Balance Sheet as at March 31, 2018 and the Statement of Profit and Loss for the year ended and Statement of cash flow statements for the year ended March 31, 2018 on that date and the Reports of the Board of Directors and Auditors thereon and in this regard.

To consider and if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:

“RESOLVED THAT the audited financial statement of the Company for the financial year ended March 31, 2018 and the reports of the Board of Directors and Auditors thereon laid before this meeting be and are hereby consider and adopt.”

- 2 To appoint Mr. Sunil Kumar Malik (DIN 00143453), who retires by rotation and being eligible, offers himself for re-appointment as a Director and in this regard.

To consider and if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Sunil Kumar Malik (DIN 00143453), who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

- 3 To ratify the appointment of M/s. Garg Arun & Associates. Chartered Accountants (Firm Registration No. 8180N) as statutory auditors of the Company from the ensuing Annual General Meeting until the conclusion of the next Annual General Meeting of the Company and to fix their remuneration.

To consider and if thought fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to the resolution passed by the members at the AGM held on September 29, 2017, the appointment of M/s Garg Arun & Associated, Chartered Accountants (FRN: 8180N) as the Statutory Auditors of the Company till the conclusion of 21st AGM be and are hereby ratified and that the Board of Directors be and is hereby authorized to fix the remuneration payable to them for the financial year ending March 31, 2019, as may be determined by the Audit Committee in consultation with Statutory Auditors.”

SPECIAL BUSINESS**4. Appointment of Mrs. Priti Agarwal as Independent Director of the Company**

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

“RESOLVED THAT pursuant to the provisions of Sections 149,150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies [Appointment and Qualifications of Directors] Rules, 2014 (including any statutory modification[s] or re-enactment[s] thereof for the time being in force) and relevant provisions of SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015, Mrs. Priti Agarwal (DIN: 08185695), who was appointed as an Additional Director by the Board of Directors at its Board meeting held on June 25, 2018 and who holds office up to the date of this AGM and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of 5 (five) consecutive years, that is, up to 2023.”

RESOLVED FURTHER THAT Mr. Sunil Kumar Malik, Managing Director of the Company, be and is hereby authorized to sign and execute the necessary papers, deeds, returns and other documents to be filed with the office of the Register of Companies, NCT of Delhi & Haryana and to do any act, deed, thing, matter, connected with the aforesaid matter or any other matter incidental or ancillary thereto.”

5. Appointment of Mr. Rama Nand Gupta as Independent Director of the Company

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

“RESOLVED THAT pursuant to the provisions of Sections 149,150 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies [Appointment and Qualifications of Directors] Rules, 2014 (including any statutory modification[s] or re-enactment[s] thereof for the time being in force) and relevant provisions of SEBI [Listing Obligations and Disclosure Requirements] Regulations, 2015, Mr. Rama Nand Gupta (DIN: 03397154), who was appointed as an Additional Director by the Board of Directors at its Board meeting held on August 31, 2018 and who holds office up to the date of this AGM and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of 5 (five) consecutive years, that is, up to 2023.”

RESOLVED FURTHER THAT Mr. Sunil Kumar Malik, Managing Director of the Company, be and is hereby authorized to sign and execute the necessary papers, deeds, returns and other documents to be filed with the office of the Register of Companies, NCT of Delhi & Haryana and to do any act, deed, thing, matter, connected with the aforesaid matter or any other matter incidental or ancillary thereto.”

6. Reclassification of Erstwhile Promoters of the Company as Public Shareholders of the Company Subsequent to Successful Open Offer.

To consider and, if thought fit, to pass the following resolution as a Ordinary Resolution:

"RESOLVED THAT pursuant to Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and successful completion of Open offer by Mr. Dinesh Pareekh, Ms. Sangeeta Pareekh & BPL Equity Research Private Limited ("Acquirers"/ "New Promoters") under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subject to necessary approvals from Stock Exchange(s) and other appropriate Regulatory authorities, as may be necessary, the consent of the members of the Company be and is hereby accorded to re-classify the following persons/entities forming part of the Erstwhile Promoters Group of the Company from "Promoter & Promoter Group category" to "Public category":

1. Mr. Sunil Kumar Malik
2. Ms. Puja Malik
3. Mr. Kamlesh Malik
4. Mr. Lalit Kumar Malik

RESOLVED FURTHER THAT successful completion of Open offer under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subject to necessary approvals from Stock Exchange(s) and other appropriate Regulatory authorities, as may be necessary, the consent of the members of the Company be and is hereby accorded to re-classify the following persons/entities forming part of the Promoters Group of the Company from "Public category" to "Promoter & Promoter Group category":

1. Mr. Dinesh Pareekh
2. Ms. Sangeeta Pareekh
3. M/s BPL Equity Research Private Limited

"RESOLVED FURTHER THAT pursuant to Regulation 31A (5) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with approval of shareholders, be and is hereby accorded for reclassification of status of Mr. Sunil Kumar Malik, Mrs. Puja Malik, Mrs. Kamlesh Malik and Mr. Lalit Kumar Malik from Promoters to Public Shareholders as they are neither hold more than ten percent of the paid up equity and not continue to have any special rights through formal or informal arrangements and all shareholding agreements granting special rights to such entities shall be terminated but Mr. Sunil Kumar Malik to act as a Key managerial Person of the Company and they have given their consent in writing for reappointment of Managing Director.

RESOLVED FURTHER THAT on approval of Stock Exchange(s) upon application for reclassification of the Erstwhile Promoter Group as Public Category, the Company shall effect such reclassification in the Statement of Shareholding pattern from immediate succeeding quarter under Regulation 31 of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 and compliance to SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, SEBI (Prohibition of Insider Trading) Regulations, 2015, and other applicable provisions.

RESOLVED FURTHER THAT any of the Directors of the Company or the Company Secretary & Compliance Officer or such other person as authorized by the Board, be and is hereby authorized to submit application for reclassification to Stock Exchange(s), wherein the securities of the Company are listed or any other regulatory body, as may be required, and to take such steps expedient or desirable to give effect to this resolution."

7. Re-appointment of Mr. Sunil Kumar Malik as Managing Director of the Company

To consider and if thought fit to pass, with or without modification, the following resolution as a Special Resolution:

“RESOLVED THAT Pursuant to the provision of Section 196, 197 and 203 read with Schedule V and all other applicable provision of the companies Act,2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules,2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and relevant provisions of SEBI (Listing Obligations and Disclosure Requirements]) Regulations, 2015,the approval of the shareholders of the Company be and is hereby accorded for appointment of Mr. Sunil Kumar Malik (DIN: 00143453), as the Managing Director of the Company for a period of three years w.e.f 1st October,2018 on the following remuneration:

- i. Salary: Upto Rs 2,00,000/-(Rupees Two Lacs Only) Per month subject to approval of Board of Directors from time to time
- ii. Any other benefits, facilities or perquisites including but not limited to Bonus, LTA, as may be allowed to other employees under Company’s Rules.

RESOLVED FURTHER THAT in the event of any statutory amendment, notification or relaxation by the Central Government, annual revision/ revision of the salary, commission, perquisites, allowances etc. within such prescribed limit or ceiling without any further reference to the members of the Company in General Meeting.

RESOLVED FURTHER THAT if, in any financial year, the company has no profits, or its profits are inadequate, remuneration by way of salary, perquisite and other allowances or any combination thereof shall not exceed the aggregate of the annual remuneration as provided above or the maximum remuneration payable as per set out Schedule V of the Companies Act, 2013, Whichever is lower, unless otherwise determined by the Board of Directors.

RESOLVED FURTHER THAT Mr. Sachin Sharma, Director of the Company, be and is hereby authorized to sign and execute the necessary papers, deeds, returns and other documents to be filed with the office of the Register of Companies, NCT of Delhi & Haryana and to do any act, deed, thing, matter, connected with the aforesaid matter or any other matter incidental or ancillary thereto."

8. Appointment of Mr. Sachin Shrama as Whole Time Director of the Company

To consider and if thought fit to pass, with or without modification, the following resolution as a Special Resolution:

“RESOLVED THAT Pursuant to the provision of Section 152, 196,197 and 203 read with Schedule V and all other applicable provision of the companies Act,2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules,2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and relevant provisions of SEBI (Listing Obligations and Disclosure Requirements]) Regulations,2015, the approval of the shareholders of the Company be and is hereby accorded for appointment of Mr. Sachin Sharma (DIN: 05281526), as the Whole Time Director of the Company for a period of five years w.e.f 1st October,2018 on the following remuneration:

- i. Salary: Upto Rs 1,00,000/-(Rupees One Lacs Only) Per month subject to approval of Board of Directors from time to time.

- ii. Any other benefits, facilities or perquisites including but not limited to Bonus, LTA, as may be allowed to other employees under Company's Rules.

RESOLVED FURTHER THAT in the event of any statutory amendment, notification or relaxation by the Central Government, annual revision/ revision of the salary, commission, perquisites, allowances etc. within such prescribed limit or ceiling without any further reference to the members of the Company in General Meeting.

RESOLVED FURTHER THAT if, in any financial year, the company has no profits or its profits are inadequate remuneration by way of salary, perquisite and other allowances or any combination thereof shall not exceed the aggregate of the annual remuneration as provided above or the maximum remuneration payable as per set out in Schedule V of the Companies Act, 2013, Whichever is lower, unless otherwise determined by the Board of Directors.

RESOLVED FURTHER THAT Mr. Sunil Kumar Malik, Managing Director of the Company, be and is hereby authorized to sign and execute the necessary papers, deeds, returns and other documents to be filed with the office of the Register of Companies, NCT of Delhi & Haryana and to do any act, deed, thing, matter, connected with the aforesaid matter or any other matter incidental or ancillary thereto."

9. **Re- appointment of Mr. Puneet Bhawaker as Independent Director of the Company**

To consider and if thought fit to pass, with or without modification, the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Puneet Bhawaker (DIN: 06971183), who was appointed as an Independent Director and who holds office as Independent Director up to the conclusion of this Annual General Meeting and being eligible, and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years that is, up to 2023 on the Board of the Company.”

10. **Change of Registered Office of the Company**

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

RESOLVED THAT Pursuant to Provisions of section 12 and any other provisions of the Companies Act, 2013 and Companies (Incorporation) Rules, 2014 and any other applicable provisions if any, the Registered office of the company be and is hereby shifted from its present location at 159, Gagan Vihar, East Delhi, Delhi-110051 to Unit-203, Plaza-3 Central Square, Bara Hindu Rao, Delhi-110006 under the jurisdiction of Bara Hindu Rao Police Station.

RESOLVED FURTHER THAT Mr. Sunil Kumar Malik, Managing Director of the Company, be and is hereby authorized to sign and execute the necessary papers, deeds, returns and other documents to be filed with the office of the Register of Companies, NCT of Delhi & Haryana and

to do any act, deed, thing, matter, connected with the aforesaid matter or any other matter incidental or ancillary thereto."

“RESOLVED FURTHER THAT the change in place of Registered Office of the Company be made in the letter heads, documents etc. pursuant to the provisions contained in Section 12 of the Companies Act, 2013.”

By Order of the Board of Directors

Date: August 31, 2018

Place: Delhi

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 **Friday, September 21, 2017 to Friday, September 28, 2017** (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 18th 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 18th 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 18th Annual General Meeting and the Annual Report for 2018 will also be available on the Company's website 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

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 1st Floor, Bharat Tin Works Building, Marol Maroshi Road, Andheri (East), Mumbai-400059

7. 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.
8. 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.

9. 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
10. Members are requested to bring copies of Annual Report to the Annual General Meeting.
11. Members/Proxies should bring the attendance slip duly filed in and signed for attending the meeting.
12. 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 18th 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 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 Wednesday, 26th September 2018 (9:00 am) and ends on Friday 28th September 2018 (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 24, 2018, 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 24, 2018.

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 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:***

Mrs. Priti Agarwal was appointed as additional Directors (Independent Non Executive) by the Board of Directors w.e.f. 25.06.2018 in accordance with the provisions of the Section 161 of the Companies Act, 2013. The Board feels that the appointment of Priti Agarwal would be beneficial of the Company.

Mrs. Priti Agarwal, aged 44 years, is an additional Director of our Company. She is a graduate From Kanpur University. She has an experience in the various fields such as administrative, finance, and Human Resource Department. She was appointed as an Additional director of our Company on, 25.06.2018, who is further regularize as Independent Director of the Company w.e.f. from 29th September 2018 for ensuing 18th Annual General Meeting of the Company.

Mrs. Priti Agarwal does not hold directorship in any other Company. She does not hold by herself or on behalf of any other person on a beneficial basis, any shares in the Company.

Item No.5:

Mr. Rama Nand Gupta was appointed as additional Directors (Independent Non Executive) by the Board of Directors w.e.f. 31.08.2018 in accordance with the provisions of the Section 161 of the Companies Act, 2013. The Board feels that the appointment of Rama Nand Gupta would be beneficial of the Company.

Mr. Rama Nand Gupta, aged 63 years, is an additional Director of our Company. He is a graduate in Commerce. He has an experience over 40 Years in the various fields such as administrative, finance, and Banking Sector. He was appointed as an Additional director of our Company on, 31.08.2018, who is further regularize as Independent Director of the Company w.e.f. from 29th September 2018 for ensuing 18th Annual General Meeting of the Company.

Item No .6:

Before Acquirer signed Share Purchase Agreement (SPA) the acquirers Mr. Dinesh Pareekh, Ms. Sangeeta Pareekh & M/s BLP Equity Research Private Limited (hereinafter collectively referred to as "Acquirers") holds in aggregate 35,20,000 equity shares representing 21.42% of the total paid up share capital of target Company.

On January 11, 2018 the acquirers signed a Share Purchase agreement (SPA) with the seller/promoter of the target company to acquire 3850100 equity shares representing 23.43% of the fully paid up equity shares capital of the Target Company along with the complete control of Target Company

In line of the above, the Acquirers, through D& A Financial Service Private Limited, Merchant Banker registered with SEBI ("Manager to the Offer"), had issued the public announcement to the public shareholders of the Company for acquisition of 42,72,372 Equity Shares representing 26% of the total paid up/Voting shares capital of the Company. Details of activities of open offer has already informed to shareholder of Company and regulatory authorities.

Now Details of Acquirer's acquisition:-

Item	Proposed in the offer Document		Actual	
	No of Shares	%	No of Shares	%
Shareholding of the acquirers and PACs Before Agreements/Public Announcement	No of Shares	%	No of Shares	%
	3520000	21.42	3520000	21.42
Shares Acquired by way of Agreements	No of Shares	%	No of Shares	%
	3850100	23.43	3850100	23.43
Shares acquired by way of open offer	No of Shares	%	No of Shares	%
	4272372	25.00%	NIL	NIL

After completion of successful open offer, the Board of Directors of the Company at their meeting held on June 25, 2018 had allotted 38,50,100 Equity Shares to the Acquirer 5,00,000 Equity Shares to Mr. Dinesh Pareekh and 10,00,000 Equity Shares to Ms. Sangeeta Pareekh and 23,50,100 Equity Shares to M/s BLP Equity Search Private Limited.

Post successful completion of the Open Offer and allotment of 38,50,100 Equity Shares by the Acquirers, Board of Directors of the Company at their meeting held on August 31, 2018 had inducted Mr. Dinesh Pareekh, Ms. Sangeeta Pareekh & M/s BLP Equity Research Private Limited as new promoters of the Company. Post induction of new promoters, erstwhile promoter group is required to be reclassifying as Public Shareholders.

The erstwhile Promoter Group of the Company consists of the following holding as on 31.08.2018

S.No	Name of the Entities forming part of Erstwhile Promoter Group	No of Shares held as on 31.08.2018	% of paid up share capital of the Target Company
1	Sunil Kumar Malik	Nil	Nil
2	Puja Malik	985200	6.00%
3	Kamlesh Malik	2100	0.01%
4	Lalit Kumar Malik	3500	0.02%
	Total	990800	6.03%

Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [“LODR Regulations”] has provided a regulatory mechanism for re-classification of promoters as Public Shareholders, where the new promoter replaces the previous promoter subsequent to the Open Offer, subject to fulfillment of following conditions.

- a) Such promoter along with the promoter group and the persons acting in concert shall not hold more than ten percent of the paid up equity capital of the entity
- b) Such promoter shall not continue to have any special rights through formal or informal arrangements .All shareholding agreements granting special rights to such entities shall be terminated
- c) Such promoters and their relative shall not act as Key Managerial Person for a period more than three years from the date of shareholder approval

Provided that the resolution of the said shareholders meeting must specifically grant approval for such promoter to act as Key Managerial Person.

Due to Open offer Mr. Sunil Kumar Malik has ceased as promoter of the Company but he wants to continue post of Managing Director for a period of three years with approval of Shareholders and LODR Regulations, 2015.

The Board commends the Ordinary Resolution set out at Item No. 06 of the Notice for the approval of the Members.

None of the Directors or Key Managerial Personnel of the Company or their relatives is in anyway concerned or interested in this Resolution except Mr. Sunil Kumar Malik.

Item No.7:

Mr. Sunil Kumar Malik (DIN: 00143453) was appointed as Managing Director of the Company for the Period 5 Years with effect from 01st December, 2013.

Upon the recommendation of Nomination & Remuneration Committee, the Board of directors of the Company recommends the Re-appointment of Mr. Sunil Kumar Malik for further terms 3 years. The remuneration and terms and conditions set out in the resolution no. 6 of the Notice. The terms as set out in the said resolution and explanation statement may be treated as an abstract of the terms of appointment pursuant to section 190 and 196 of the Companies Act, 2013.

Brief profile of Mr. Sunil Kumar Malik is given below:

1	Name	:Sunil Kumar Malik
2	DIN	:00143453
3	Nationality	:Indian
4	Date of Birth	:09-05-1971
5	Education Qualification	: Graduate
6	Designation	:Managing Director
7	Languages Known	:English, Hindi
8	Experience	: approx 25 Years
9	Remuneration	: As per mention in item No.7 of Notice of AGM
10	Shareholding in Anisha Impex Limited as on 31.03.2018	: 37,50,100
11	Relationship with other Directors /KMPs	: Nil
12	Terms & Conditions of re-appointment and remuneration	: As per recommendation of Nomination & Remuneration Committee and Board
13	Directorships held in other Companies	: Five
14	Membership/ Chairmanship of Committees	: Two

The Board of Directors is of the opinion that it will be in the best interest of the Company that Mr. Sunil Kumar Malik continue as the Managing Director of the Company and accordingly recommends the passing of resolution under item no.7 for the approval of shareholders as Special Resolution.

Except Mr. Sunil Kumar Malik and his relatives, to the extent of their shareholdings, if any, none of the Director or Key Managing Personnel of the Company and their relative are in any way concerned or interested, financially or otherwise in this resolution.

This explanatory statement may be regarded as a disclosure under Listing Regulation (LODR) with the BSE Limited.

Item No.8:

Mr. Sachin Sharma was Appointed as Additional Director by the Board as its meeting held on 25th June, 2018 to assume the responsibility as Whole Time Director of the company with effect from October 01, 2018, in accordance with Section 161 of Companies Act, 2013 and Article of Association to hold the meeting the conclusion of the annual General Meeting of the Company. Notice has been received pursuant to section 160 of the Companies Act, 2013 for Proposing Mr. Sachin Sharma as Whole Time Director for a period of five years. The Nomination & Remuneration Committee has approved the remuneration to be paid to him.

Brief profile of Mr. Sachin Sharma is given below:

1	Name	: Sachin Sharma
2	DIN	: 05281526
3	Nationality	: Indian
4	Date of Birth	: 10/04/1976
5	Education Qualification	: MBA from IIM(Calcutta)
6	Designation	: Whole Time Director
7	Languages Known	: English and Hindi
8	Experience	: 5 Years and 8 months
9	Remuneration	: As per mention in item No.8 of Notice of AGM
10	Shareholding in Anisha Impex Limited as on 31.03.2018	: NIL
11	Relationship with other Directors /KMPs	: NIL
12	Terms & Conditions of appointment and remuneration	: As per recommendation of Nomination & Remuneration Committee and Board
13	Directorships held in other Companies	: NIL
14	Membership/ Chairmanship of Committees	: NIL

The Board feels his appointment as expedient and prudent and accordingly recommends the Special Resolution set out at Item No.8 of the Notice for approval by the shareholders.

None of the Directors/ Key Managerial Personnel of the Company/ their relatives, except Mr. Sachin Sharma, is in any way, concerned or interested, financially or otherwise in this resolution.

Item No.9:

The Members at the 14th Annual General Meeting held on 29th September, 2014 approved the appointment of Mr. Puneet Bhawaker as an Independent Director of the Company for a period of five years with effect from the 29.09.2014. Mr. Puneet Bhawaker will complete his present term on 31st March, 2019.

The Board of Directors of the Company ('the Board') at the meeting held on 31st August, 2018, on the recommendation of the Nomination & Compensation Committee, recommended for the approval of the Members, the re-appointment of Mr. Puneet Bhawaker as an Independent Director of the Company with effect from 01st April, 2019, in terms of Section 149 read with Schedule IV of the Companies Act, 2013 ('the Act'), and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations 2015'), or any amendment thereto or modification thereof.

The Board is of the view that the continued association of Puneet Bhawaker would benefit the Company, given the knowledge, experience and performance of Puneet Bhawaker, and contribution to Board processes by him. Declaration has been received from Puneet Bhawaker that he meets the criteria of Independence prescribed under Section 149 of the Act read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16 of the Listing Regulations 2015. In the opinion of the Board, Puneet Bhawaker fulfils the conditions specified in the Act, the Rules thereunder and the Listing Regulations 2015 for re-appointment as an Independent Director and that he is independent of the management of the Company. In addition to coverage under Personal Accident Insurance and sitting fees for attending the meetings of the Board and its Committees, Puneet Bhawaker would be entitled to remuneration by way of commission, as covered in the proposed Resolution under Item No. 8 and as may be determined by the Board

Brief profile of Mr. Puneet Bhawaker is given below:

15	Name	: Puneet Bhawaker
16	DIN	: 06971183
17	Nationality	: Indian
18	Date of Birth	: 05/03/1969
19	Education Qualification	: Graduate)
20	Designation	: Independent Director
21	Languages Known	: English and Hindi
22	Experience	: 15 years
23	Remuneration	: NA
24	Shareholding in Anisha Impex Limited as on 31.03.2018	: 10000
25	Relationship with other Directors /KMPs	: NIL
26	Terms & Conditions of re-appointment and remuneration	: As per recommendation of Nomination & Remuneration Committee and Board
27	Directorships held in other Companies	: One
28	Membership/ Chairmanship of Committees	: Three

Item No.10:

Pursuant to Provisions of section 12 and any other provisions of the Companies Act ,2013 and Companies (Incorporation) Rules, 2014 and any other applicable provisions if any, the Registered office of the company be and is hereby shifted from its present location.

The Registered office of the Company is presently situated at 159, Gagan Vihar, East Delhi, Delhi-110051, with a view to improve operational efficiency, the Board of Directors Considered and subject to approval of members, approved the proposal of shifting registered office to Unit-203, Plaza-3 Central Sqaure, Bara Hindu Rao, Delhi-110006 under the jurisdiction of Bara Hindu Rao Police Station

The Board of Directors recommends the approval of special resolution.

None of the Directors and the Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution of item No. 10

By Order of the Board of Directors

*Date: August 31, 2018
Place: Delhi*

*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 18th Annual Report on the business and operations of your Company together with the Audited Accounts for the year ended 31st March, 2018.

The Financial performance of the Company for year ended 31st March, 2018 is summarized below:

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

Particulars	2017-18	2016-17
Income from operations	552444861.00	350934216.00
Other Income	2701203.00	763355.00
Total Income	555146064.00	351697571.00
Less: Expenditure	554674604.31	349965191.33
Profit/(Loss) before Interest, Depreciation & Tax	471459.69	1732379.67
Less: Interest :Depreciation	Nil	Nil
Profit & Loss Before Tax	471459.69	1732379.67
Tax Expense (including Previous year Tax Adjustment)	335109.34	491491.89
Profit/(Loss) after Tax	806569.03	1240887.78
Add: Profit/(Loss) Brought Forward	Nil	Nil
Amount available for Appropriation/(Loss)	806569.03	1240887.78

2. Highlights of Performance

Standalone total income for the current financial year was to Rs. 555146064.00 as compared to Rs. 351697571.00 in 2017.

Standalone net sales for the current financial year were Rs. 552444861.00 as compared to Rs. 350934216.00 in 2017.

Standalone profit before tax for the current financial year was Rs.471459.69 as compared to 1732379.67 in 2017.

Standalone Profit after tax for the current financial year was Rs. 806569.03 as compared to Rs. 1240887.78 in 2017.

3. Reserve & Surplus

During the Financial year 2017-2018, Rs.8.07 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, 2018 was Rs.164322000.00 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

Textile industry of India is the Mother industry, employing over 55 mn people directly or indirectly in this sector. Adding to that the fast growing retail apparel industry has further increased its importance. In the recently concluded World Textile Conference held in Mumbai, almost every decision maker in this Industry agreed to the fact that there will be upsurge in the activities as opportunities which are perceived are a lot in India's favour.

As everyone knows, the manufacturing base is almost shifted to south East Asian Countries and India as well as China is going to play very important role in this odyssey.

The present Indian Textile and Apparel industry may grow from current level of US\$ 78Bn to US\$ 220 by 2020.India has her own strengths in terms of technical manpower availability, wide fiber base and supporting government policies for modernization and also raw material cost controls. The growing population of Indian young purchasing class is making domestic market quite lucrative.

Beyond day to day use of textiles in home furnishing, apparels etc, a new segment of Technical Textiles is opening up and the growth of such textiles in sports, industry, buildings, defense, protection, agriculture, non woven's, and composite is increasing at highest rate in the emerging economies such as that of India.

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 pro-active 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. The Vigil Mechanism / Whistle Blower Policy will be posted on company website.

15. Subsidiary Company/Associate/Joint Venture

There has been no subsidiary/Associate/Joint Venture incorporated/ceased of your company during the financial year 2017-18.

16. Directors & Committees

During the financial year there is no appointment and cessation in Board of Directors

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 Mr. Sunil Kumar Malik (DIN: 00143453), 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 five 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 SEBI (LODR) Regulations, 2015 were adhered to while considering the time gap between two meetings. During the year under review, the Independent Directors met on March 13, 2018.

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 & Independent</i>
<i>Dinesh Singh Patwal</i>	<i>Member</i>	<i>Non Executive & 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 & Independent</i>
<i>Puneet Bhawaker</i>	<i>Member</i>	<i>Non Executive & Independent</i>
<i>Puja Malik</i>	<i>Member</i>	<i>Non Executive & 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 & Independent</i>
<i>Dinesh Singh Patwal</i>	<i>Member</i>	<i>Non Executive & Independent</i>
<i>Sunil Kumar Malik</i>	<i>Member</i>	<i>Managing Director</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, 2018, 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, 2018 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

The Company has no material significant transactions with its related parties which may have a potential conflict with the interest of the Company at large. All transactions entered with the Related Parties as defined under the Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 during the financial year were in the ordinary course of business and on arm's length basis and do not attract the provisions of section 188 of the Companies Act, 2013. Thus disclosure in form AOC- 2 is not required. Related party transactions have been disclosed under the Note 24 of the financial statements in accordance with Accounting Standard 18.

A statement in summary form of transactions with related parties in the ordinary course of business and arm's length basis is periodically placed before the Audit committee for review and recommendation to the Board for their approval.

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**

At the 17th Annual General Meeting held on September 29, 2017 M/s. Garg Arun & Associates Chartered Accountants (Firm Registration No. 8180N) were appointed as Statutory Auditors of the Company to hold office for till the conclusion of the 21st Annual General Meeting (Subject to ratification of their re-appointment at every AGM) and to authorize the Board of Directors of the Company to fix their remuneration, apart from reimbursement of out-of-pocket expenses and applicable taxes.

Since the proviso to Section 139(1) has been omitted from the Companies Act, 2013 effective from May 7, 2018 now no ratification of appointment of Auditors was required. Therefore, in the ensuing Annual General Meeting the appointment of M/s. Garg Arun & Associates, as the Statutory Auditors of the Company was not required to be ratified.

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.:3568, FCS: 6148), Company Secretaries to undertake the secretarial audit of the company. The Secretarial Audit Report is annexed herewith as '**Annexure A**' to this report.

23.3 Internal Auditors

M/S T.K. Gupta & 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:

SR. No.	Name of Director/KMP and Designation	Remuneration of Director/KMP for financial year 2017-18 (in Rs.)	Increase in Remuneration in the Financial Year 2017-18	Ratio of remuneration of each Director/ to median remuneration of employees
1	Sunil Kumar Malik Managing Director	1440000.00	200000	NIL

2	Anshu Agarwal Chief Financial Officer	723039.00	30039	NIL
3	Ram Mohan Jha CS & Compliance Officer	326333.00	13107	NIL

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 2017-18, 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

	2017-18	2016-17
Foreign Exchange Outgo	5421333.31	2300003.00
Foreign Exchange Earnings	Nil	Nil

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, 2018 as against Rs.0.08 as at March 31, 2017

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

The particulars of loans, guarantees and investments is 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 2017-18.

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

42. Goods and Service Tax

Goods and Services Tax (GST) is a landmark reform which will have a lasting impact on the economy and on businesses. Implementation of a well-designed GST model that applies to the widest possible base at a low rate can provide significant growth stimulus to the business and contribute to the Prime Minister's mission of 'Make in India'.

Your Company has been preparing for migrating to GST with changes across IT systems, Supply Chain and operations have been made keeping in mind the sweeping changes that GST would bring in. While there are a few areas that need to be addressed, the Government went live on GST on 1st July, 2017 and your Company was ready for this transformative reform.

43. Declaration for Acceptance & Deposit from Directors & their Relatives

During the financial year The Company received money from Directors pursuant to Companies (Acceptance of Deposits) Amendments Rules, 2016

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: 31.08.2018*

*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*

DECLARATION OF INDEPENDENCE

Sub: Declaration of independence under Regulation 16(b) of the (Listing Obligations and Disclosure Requirements) Regulations, 2015 and sub-section (6) of section 149 of the Companies Act, 2013.

I, Mr. Dinesh Singh Patwal, hereby certify that I am a Non-executive Independent Director of Anisha Impex Limited, and comply with all the criteria of independent director as envisaged in (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013.

I certify that:

- I possess relevant expertise and experience to be an independent director in the Company;
- I am/was not a promoter of the company or its holding, subsidiary or associate company;
- I am not related to promoters / directors / persons occupying management position at the board level or level below the board in the company, its holding, subsidiary or associate company;
- I am not taking sitting fees / remuneration and I have/had no pecuniary relationship / transactions with the company, its promoters, its directors, its senior management or its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial;
- none of my relatives has or had any pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to 2% or more of its gross turnover or total income or Rs. 50 Lacs or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;
- Neither me nor any of my relatives:
 - a) holds or has held the position of a key managerial personnel or is or has been employee/executive of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year;
 - b) is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year of;
 - a. a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or
 - b. any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to 10% or more of the gross turnover of such firm;
 - c) holds together with my relatives 2% or more of the total voting power of the company; or
 - d) is a Chief Executive or director, by whatever name called, of any nonprofit organization that receives 25% or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds 2% or more of the total voting power of the company; or
- I am not a material supplier, service provider or customer or a lessor or lessee of the company;

- I am not less than 21 years of age.

Declaration

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

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

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

DECLARATION OF INDEPENDENCE

Sub: Declaration of independence under Regulations 16 (b) of the (Listing Obligations and Disclosure Requirements) Regulations, 2015 and sub-section (6) of section 149 of the Companies Act, 2013.

I, Mr. Puneet Bhawaker, hereby certify that I am a Non-executive Independent Director of Anisha Impex Limited, and comply with all the criteria of independent director as envisaged in (Listing Obligations and Disclosure Requirements) Regulations, and the Companies Act, 2013.

I certify that:

- I possess relevant expertise and experience to be an independent director in the Company;
- I am/was not a promoter of the company or its holding, subsidiary or associate company;
- I am not related to promoters / directors / persons occupying management position at the board level or level below the board in the company, its holding, subsidiary or associate company;
- I am not taking sitting fees / remuneration and I have/had no pecuniary relationship / transactions with the company, its promoters, its directors, its senior management or its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial;
- none of my relatives has or had any pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to 2% or more of its gross turnover or total income or Rs. 50 Lacs or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;
- Neither me nor any of my relatives:
 - a) holds or has held the position of a key managerial personnel or is or has been employee/executive of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year;
 - b) is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year of;
 - c. a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or
 - d. any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to 10% or more of the gross turnover of such firm;
 - c) holds together with my relatives 2% or more of the total voting power of the company; or
 - d) is a Chief Executive or director, by whatever name called, of any nonprofit organization that receives 25% or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds 2% or more of the total voting power of the company; or
- I am not a material supplier, service provider or customer or a lessor or lessee of the company;
- I am not less than 21 years of age.

Declaration

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

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

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

“ANNEXURE-A”

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

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2018
[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, 2018**

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, 2018** 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, 2018** 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, approved by the 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.

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.

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

Place: Delhi
Date: 31.08.2018

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: 31.08.2018

“ANNEXURE- B”

Form No. MGT-9

EXTRACT OF ANNUAL RETURN as on the financial year ended on 31st March, 2018 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. :	+91-120-4543708 +91-120-4167930
Whether listed company	Listed
Name, Address and contact details of Registrar & Transfer Agents (RTA), if any	Bigshare Services Private Limited 1st Floor, Bharat Tin Works Building Marol Maroshi Road, Andheri (East), Mumbai-400059

AGM details		Date	Month	Year
AGM held	Date of AGM	29	09	2017
	Due date of AGM	30	09	2017

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	
A. Promoters									
(1) Indian									
a) Individual/HUF	7040900	0	7040900	42.8482	4740900	0	4740900	28.8513	(13.9969)
	0		0						
b) Central Govt	0	0	0	0.0000	0	0	0	0.0000	0.0000
c) State Govt (s)	0	0	0	0.0000	0	0	0	0.0000	0.0000
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) Foreign	0		0						
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
Sub-total (A) (2):- Total shareholding of Promoter (A) = (A)(1)+(A)(2)	0	0	0	0.0000	0	0	0	0.0000	0.0000
	7040900	0	7040900	42.8482	4740900	0	4740900	28.8513	(13.9969)

B. Public Shareholding									
1. Institutions									
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 (Market Maker)	880000	0	880000	5.3553	1280000	0	1280000	7.7896	2.4343
Sub-total (B)(1):-	880000	0	880000	5.3553	1280000	0	1280000	7.7896	2.4343
2. Non-Institutions									
a) Bodies Corp.	180000	0	180000	1.0954	3490000	0	3490000	21.2388	20.1434
i) Indian									
ii) Overseas	2571300	0	2571300	15.6479	2101700	0	2101700	12.7901	(2.8578)
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh									
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	5710000	0	5710000	34.7488	4449600	0	4449600	27.0785	(7.6703)
c) Others – Trusts	50000	0	50000	0.3043	50000	0	50000	0.3043	0.0000
Clearing	0	0	0	0	320000	0	320000	1.9474	1.9474

Member Sub-total (B)(2):- Total Public Shareholding (B)=(B)(1)+ (B)(2)	8511300	0	8511300	51.7965	10411300	0	10411300	63.3591	11.5626
	9391300	0	9391300	57.1518	11691300	0	11691300	71.1487	13.9969
C. Shares held by	0	0	0	0	0	0	0	0	0
Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	16432200	0	16432200	100	16432200	0	16432200	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	
1	Sunil Kumar Malik	6050100	36.8186	NIL	3750100	22.8217	NIL	(13.9969)
2	Puja Malik	985200	5.9955	NIL	985200	5.9955	NIL	NIL
3	Lalit Malik	3500	0.0213	NIL	3500	0.0213	NIL	NIL
4	Kamlesh Malik	2100	0.0128	NIL	2100	0.0128	NIL	NIL
	Total	7040900	42.8482	NIL	4740900	28.8513	NIL	(13.9969)

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	
		Date	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year		6050100	36.8186	6050100	36.8186
	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):-	25-04-2017	60000	0.37	60000	0.37
		06-07-2017	60000	0.37	60000	0.37
		07-06-2017	50000	0.30	50000	0.30
		09-06-2017	50000	0.30	50000	0.30
		12-06-2017	40000	0.24	40000	0.24
		13-06-2017	40000	0.24	40000	0.24
		15-06-2017	50000	0.30	50000	0.30
		20-06-2017	10000	0.06	10000	0.06
		21-06-2017	10000	0.06	10000	0.06
		24-07-2017	30000	0.18	30000	0.18
		24-07-2017	20000	0.12	20000	0.12
		04-08-2017	30000	0.18	30000	0.18
		04-08-2017	20000	0.12	20000	0.12
		04-08-2017	10000	0.06	10000	0.06
		08-08-2017	20000	0.12	20000	0.12
		08-08-2017	20000	0.12	20000	0.12
		10-08-2017	20000	0.12	20000	0.12
		16-08-2017	40000	0.24	40000	0.24
		16-08-2017	10000	0.06	10000	0.06
		17-08-2017	30000	0.18	30000	0.18
		17-08-2017	30000	0.18	30000	0.18
		19-08-2017	20000	0.12	20000	0.12
		19-08-2017	10000	0.06	10000	0.06
		19-08-2017	20000	0.12	20000	0.12
	29-08-2017	20000	0.12	20000	0.12	
	29-08-2017	10000	0.06	10000	0.06	
	29-08-2017	40000	0.24	40000	0.24	
	25-10-2017	30000	0.18	30000	0.18	
	Block Deal	10-01-2018	(3000000)	18.2568	(3000000)	18.2568
	At the End of the year		3750100	22.8217	3750100	22.8217

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
	For Each of the Top 10 Shareholders				
1	Share India Securities Limited	3390000	20.6302	3390000	20.6302
2	Nidhi Agarwal	340000	2.0691	340000	2.0691
3	Rohan Agarwal	340000	2.0691	340000	2.0691
4	Sangeeta Parekh	320000	1.9474	320000	1.9474
5	Danvir Singh	317500	1.9322	317500	1.9322
6	Ankush Jain	250000	1.5214	250000	1.5214
7	Dinesh Parekh	200000	1.2171	200000	1.2171
8	Sandeep Agarwal	200000	1.2171	200000	1.2171
9	K.K. Agarwal	200000	1.2171	200000	1.2171
10	Sanyog Agarwal	200000	1.2171	200000	1.2171

Share India Securities Limited (Market Maker)

Sl. No.		Date	Shareholding at the beginning of the year		Cumulative shareholding during the year	
			No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year		880000	5.3553	880000	5.3553
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	07-04-2017	10000	0.06	10000	0.06
		09-03-2018	70000	0.43	70000	0.43

		16-03-2018	130000	0.79	1300000	0.79
		30-03-2018	190000	1.16	190000	1.16
	At the end of the year		1280000	7.7896	1280000	7.7896

Share India Securities Limited

Sl. No.			Shareholding at the beginning of the year		Cumulative shareholding during the year	
	For Each of the Top 10 Shareholders	Date	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year		40000	0.24	40000	0.24
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	09-06-2017	10000	0.06	10000	0.06
		23-06-2017	70000	0.43	70000	0.43
		07-07-2017	60000	0.37	60000	0.37
		28-07-2017	70000	0.43	70000	0.43
		01-09-2017	70000	0.43	70000	0.43
		30-09-2017	60000	0.37	60000	0.37
		13-10-2017	140000	0.85	140000	0.85
		03-11-2017	20000	0.12	20000	0.12
		08-12-2017	(200000)	(1.22)	(200000)	(1.22)
		12-01-2018	3000000	18.26	3000000	18.26
		02-02-2018	10000	0.06	10000	0.06
		02-03-2018	10000	0.06	10000	0.06
		16-03-2018	100000	0.61	100000	0.61
		30-03-2018	(70000)	(0.43)	(70000)	(0.43)
	At the end of the year		3390000	20.6302	3390000	20.6302

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
	For Each of the Top 10 Shareholders	Date	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year		310000	1.8865	310000	1.8865
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	13-10-2017	5000	0.03	5000	0.03
		23-02-2018	2500	0.02	2500	0.02
	At the end of the year		317500	1.9322	317500	1.9322

Gunjan Garg

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
	For Each of the Top 10 Shareholders	Date	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year		750000	4.5642	750000	4.5642
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	09-06-2017	(30000)	(0.18)	(30000)	(0.18)
		16-06-2017	(80000)	(0.49)	(80000)	(0.49)
		23-06-2017	(80000)	(0.49)	(80000)	(0.49)
		07-07-2017	(40000)	(0.24)	(40000)	(0.24)
		25-08-2017	(40000)	(0.24)	(40000)	(0.24)

		30-09-2017	(90000)	(0.55)	(90000)	(0.55)
		13-10-2017	(120000)	(0.73)	(120000)	(0.73)
		20-10-2017	(80000)	(0.49)	(80000)	(0.49)
		27-10-2017	(20000)	(0.12)	(20000)	(0.12)
		03-11-2017	(20000)	(0.12)	(20000)	(0.12)
	At the end of the year		150000	0.91	150000	0.91

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
	For Each of the Directors and KMP				
1	Sunil Kumar Malik	6050100	36.8186	3750100	22.8217
2	Puja Malik	985200	5.9955	985200	5.9955
3	Dinesh Singh Patwal	NIL	NIL	NIL	NIL
4	Puneet Bhawaker	10000	0.0609	10000	0.0609
5	Anshu Agarwal	NIL	NIL	NIL	NIL
6	Ram Mohan Jha	NIL	NIL	NIL	NIL

5. Indebtedness

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year i) Principal Amount ii) Interest due but not paid iii) Interest accrued but not due	55739016.00	0	0	55739016.00
Total (i+ii+iii)	55739016.00	0	0	55739016.00
Change in Indebtedness during the financial year • Addition • Reduction	0 11292898.26	900000.00 0	0 0	900000.00 11292898.26
Net Change	11292898.26	900000.00	0	10392898.26
Indebtedness at the end of the financial year i) Principal Amount ii) Interest due but not paid iii) Interest accrued but not due	44446117.74	900000.00	0	45346117.74
Total (i+ii+iii)	44446117.74	900000.00	0	45346117.74

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
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	1440000	-	-	-	1440000
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)	1440000	-	-	-	1440000
	Ceiling as per the Act	Upto Rs 2,00,000/- (Rupees Two Lacs Only) Per month subject to approval of Board of Directors from time to time				Upto Rs 2,00,000/- (Rupees Two Lacs Only) Per month subject to approval of Board of Directors from time to time

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 <ul style="list-style-type: none"> • Fee for attending board / committee meetings • Commission • Others, please specify 	0	0	0	0
	Total (1)	0	0	0	0
2.	Other Non-Executive Directors <ul style="list-style-type: none"> • Fee for attending board committee meetings • Commission • Others, please specify 	0	0	0	0
	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.	326333.00	723039.00	1049372.00
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.	326333.00	723039.00	1049372.00

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		<i>NIL</i>			
Penalty			<i>NIL</i>		
Punishment			<i>NIL</i>		
Compounding			<i>NIL</i>		
B. DIRECTORS		<i>NIL</i>			
Penalty			<i>NIL</i>		
Punishment			<i>NIL</i>		
Compounding			<i>NIL</i>		
C. OTHER OFFICERS IN DEFAULT		<i>NIL</i>			
Penalty			<i>NIL</i>		
Punishment			<i>NIL</i>		
Compounding			<i>NIL</i>		

For And Behalf of the Board of Directors

Anisha Impex Limited

*Place: Delhi
Date: 31.08.2018*

*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*

CORPORATE GOVERNANCE REPORT***1. Corporate Governance***

The Directors present the Company's Report on code of Corporate Governance for the Year end March 31, 2018 in terms of Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

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 2017-2018 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, 2018, 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:

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

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, five Board Meetings were held on this financial year 2017-2018 and the gap between two meetings did not exceed 120 days. The dates on which the Board Meetings were held are as follows: The last Annual General Meeting was held on 29th September 2017.

<i>Name of Director</i>	<i>Category</i>	<i>30.05.2017</i>	<i>31.08.2017</i>	<i>14.11.2017</i>	<i>10.01.2018</i>	<i>27.03.2018</i>
<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:

Mr. Sunil Kumar Malik, aged 47 years, is currently a Executive Director & Managing Director of the Company and joined its Board of Directors on 22.11.1999. He has completed graduate from Delhi University, Delhi. He is engaged in business of trading in textile products for over 25 and is having network with experience in trading of textiles

Mr. Sunil Kumar 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 SEBI (LODR) Regulations, 2015. 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 SEBI (LODR) Regulations, 2015. 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 Independent &</i>	<i>5</i>
<i>Dinesh Singh Patwal</i>	<i>Member</i>	<i>Non-Executive Independent &</i>	<i>5</i>
<i>Sunil Kumar Malik</i>	<i>Member</i>	<i>Managing Director</i>	<i>5</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 SEBI (LODR) Regulations, 2015 and 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 SEBI (LODR) Regulations, 2015 and provisions of Section 177 of the Companies Act, 2013.

Five 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:

30th May, 2017 – 31st August, 2017 – 14th November, 2017 – 01st January, 2018 – 27th March, 2018

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 & Independent</i>	5
<i>Dinesh Singh Patwal</i>	<i>Member</i>	<i>Non-Executive & Independent</i>	5
<i>Sunil Kumar Malik</i>	<i>Member</i>	<i>Managing Director</i>	5

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.

Five 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:

30th May, 2017 – 31st August, 2017 –14th November, 2017 – 01st January, 2018–27th March,2018

The company secretary acts as the secretary to the committee

Status of Complaints received, resolved and pending as on 31st March, 2018

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,ram@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 & Independent</i>	<i>5</i>
<i>Puneet Bhawaker</i>	<i>Member</i>	<i>Non-Executive & Independent</i>	<i>5</i>
<i>Puja Malik</i>	<i>Member</i>	<i>Non-Executive & Non Independent</i>	<i>5</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.

Five 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:

30th May, 2017 – 31st August, 2017 –14th November, 2017 – 01st January, 2018–27th March,2018

4.4 Independent Directors' Meeting

During the year under review, the Independent Directors met on **March 13, 2018**, 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 SEBI (LODR), Regulations, 2015, 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 Mr. Ram Mohan Jha, Company Secretary 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:

2016-17	29.09.2017	Friday	11.30 a.m	159.Gagan Vihar, New Delhi-110051
2015-16	30.09.2016	Friday	11.30 a.m	159.Gagan Vihar, New Delhi-110051
2014-15	30.09.2015	Wednesday	11.30 a.m	159.Gagan Vihar, New Delhi-110051

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

AGM	No. of Special Resolution
2016-17	One
2015-16	One
2014-15	One

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

Our corporate governance framework ensures that we make timely disclosures and share accurate information regarding our financials and performance, as well as disclosures related to the leadership and governance of Anisha Impex Limited ('the Company'). We believe that an active, well-informed and independent board is necessary to ensure the highest standards of corporate governance

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 basis.

15. Statutory Compliance, Penalties and Strictures

The Company has complied with all the requirements of the SEBI (LODR) Regulations, 2015 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.

17.4 Audit Qualification

There are no audit qualifications in the financial statements for the financial year 2017-18. Standard practices and procedures are followed to ensure unqualified financial statements.

17.5 Mechanism for evaluating Non-Executive Board Members

The Company has posted Mechanism for evaluating Non-Executive Board Members on its website i.e. www.anishaimpex.com.

17.6 Whistle Blower Policy

The Company has posted Whistle Blower Policy on its website i.e. www.anishaimpex.com.

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

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 under Para D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

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 Code of Conduct applicable to them as laid down by the Company in terms of Para D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the financial year ended 31st March, 2018.

For Anisha Impex Limited

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

New Delhi

Date: 31.08.2018

General Shareholder Information

21. Annual General Meeting

<i>Date & Time</i>	<i>29.09.2018</i>
<i>Venue</i>	<i>159,Gagan Vihar, New Delhi-110051</i>
<i>Financial Year</i>	<i>2017-2018</i>
<i>Date of Book Closure</i>	<i>21st September 2018 to 28th September,2017</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>L17101DL1999PLC102506</i>
<i>RTA</i>	<i>Big share Services Private Limited 1st Floor, Bharat Tin Works Building Marol Maroshi Road, Andheri (East), Mumbai-400059</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>April 2017</i>	<i>7.95</i>	<i>7.75</i>
<i>May 2017</i>	<i>8.40</i>	<i>7.80</i>
<i>June 2017</i>	<i>10.90</i>	<i>9.15</i>
<i>July 2017</i>	<i>11.40</i>	<i>11.20</i>
<i>August 2017</i>	<i>11.90</i>	<i>11.40</i>
<i>September 2017</i>	<i>11.95</i>	<i>11.84</i>
<i>October 2017</i>	<i>11.90</i>	<i>9.53</i>

<i>November 2017</i>	<i>14.50</i>	<i>10.46</i>
<i>December 2017</i>	<i>13.20</i>	<i>10.04</i>
<i>January 2018</i>	<i>22.30</i>	<i>11.00</i>
<i>February 2018</i>	<i>31.10</i>	<i>21.45</i>
<i>March 2018</i>	<i>35.95</i>	<i>32.50</i>

23. Share holding pattern of the Company as on 31.03.2018

<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>4740900</i>	<i>28.8513%</i>
<i>2.</i>	<i>Body Corporate</i>	<i>3490000</i>	<i>21.2388%</i>
<i>3.</i>	<i>Public</i>	<i>6551300</i>	<i>39.8687%</i>
<i>4.</i>	<i>Market Maker</i>	<i>1280000</i>	<i>7.7896%</i>
<i>5.</i>	<i>Trusts</i>	<i>50000</i>	<i>0.3043%</i>
<i>6.</i>	<i>Clearing Member</i>	<i>320000</i>	<i>1.9474%</i>
	<i>Total</i>	<i>16432200</i>	<i>100.0000</i>

24. Distribution of Shareholding as on 31.03.2018

<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>1.6807</i>	<i>88000</i>	<i>0.0536</i>
<i>30001-40000</i>	<i>1</i>	<i>0.4202</i>	<i>35000</i>	<i>0.0213</i>
<i>40001-50000</i>	<i>5</i>	<i>2.1008</i>	<i>250000</i>	<i>0.1521</i>
<i>50001-100000</i>	<i>130</i>	<i>54.6218</i>	<i>12950000</i>	<i>7.8809</i>
<i>100001-9999999999</i>	<i>98</i>	<i>41.1765</i>	<i>150999000</i>	<i>91.8921</i>
<i>Total</i>	<i>238</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, 2018, 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 & Warehouse

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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, 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, 2018

FOR ANISHA IMPEX LIMITED

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

Place: Delhi

Date: 31.08.2018

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 31st March, 2018 as stipulated in:

- ✓ Listing Agreement of the Company with the Stock Exchange(s)
- ✓ SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations)

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 the Listing Agreement and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 during the year ended March 31, 2018.

We have to state that no investor grievance is pending for a period exceeding one month against the Company as per record maintained by the Company

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 Sachin Agarwal & Associates

*Sd/-
CS Sachin Agarwal
Company Secretary
FCS No.: F6148
C P No.: 3568*

*Place: New Delhi
Dated: 31.08.2018*

CEO and CFO Certification to the Board

(Issued in accordance with provisions of Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To

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

Re: Financial Statements for the year 2017-18 – Certification by CEO and CFO

I, Anshu Agarwal, CFO 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/-
Anshu Agarwal
CFO*

Place: Delhi

Date: 31.08.2018

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 2017-2018 include Alps Industries Limited, Aspen Enterprises, Mahavir Traders, O.P Yarn Agency, Kumar Brother Company, Yarn Sales Corporation and Devika Synthetics 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 13 per cent of total exports. The textiles industry is also labour intensive and is one of the largest employers. The textile industry has two broad segments. First, the unorganised 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 105 million people directly and indirectly. India's overall textile exports during FY 2017-18 stood at US\$ 37.74 billion

The Indian textiles industry is extremely varied, with the hand-spun and hand-woven textiles sectors at one end of the spectrum, while the capital intensive sophisticated mills sector at the other end of the spectrum. The decentralised 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\$ 150 billion, is expected to reach US\$ 230 billion by 2020. The Indian Textile Industry contributes approximately 2 per cent to India's Gross Domestic Product (GDP), 10 per cent of manufacturing production and 14 per cent to overall Index of Industrial Production (IIP).

The production of cotton in India is estimated to increase by 9.3 per cent year-on-year to reach 37.7 million bales in FY 2017-18. The total area under cultivation of cotton in India is expected to increase by 7 per cent to 11.3 million hectares in 2017-18, on account of expectations of better returns from rising prices and improved crop yields during the year 2016-17.

Indian exports of locally made retail and lifestyle products grew at a compound annual growth rate (CAGR) of 10 per cent from 2013 to 2016, mainly led by bedding bath and home decor products and textiles.

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.

Initiative will be taken into consideration by Government of India.

- The Union Ministry of Textiles, Government of India, along with Energy Efficiency Services Ltd (EESL), has launched a technology upgradation scheme called SAATHI (Sustainable and Accelerated Adoption of Efficient Textile Technologies to Help Small Industries) for reviving the powerloom sector of India.
- The Government has planned to connect as many as 5 crore (50 million) village women to charkha (spinning wheel) in next 5 years with a view to provide them employment and promote khadi and also, they inaugurated 60 khadi outlets which were renovated and re-launched during the completion of KVIC's 60th anniversary and a khadi outlet.
- The Textiles Ministry will organise 'Hastkala Sahyog Shivirs' in 421 handloom-handicrafts clusters across the country which will benefit over 1.2 lakh weavers and artisans.
- The Gujarat government's decision to extend its textile policy by a year is set. It is believed to attract Rs 5,000 crore (US\$ 50 billion) of more investment in sectors across the value chain. The government estimates addition till now of a million units of spindle capacity in the spinning sector and setting up of over 1,000 units in technical textiles.
- The Textile Ministry of India earmarked Rs 690 crore (US\$ 106.58 million) for setting up 21 readymade garment manufacturing units in seven states for development and modernization of Indian Textile Sector.

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

- The Directorate General of Foreign Trade (DGFT) has revised rates for incentives under the Merchandise Exports from India Scheme (MEIS) for two subsectors of Textiles Industry - Readymade garments and Made ups - from 2 per cent to 4 per cent.
- The Government of India plans to introduce a mega package for the powerloom sector, which will include social welfare schemes, insurance cover, cluster development, and upgradation of obsolete looms, along with tax benefits and marketing support, which is expected to improve the status of power loom weavers in the country.
- The Government of India has taken several measures including Amended Technology Upgradation Fund Scheme (A-TUFS), launch of India Handloom Brand and integrated scheme for development of silk industry, for the strategic enhancement of Indian textiles quality to international standards.

References: *Ministry of Textiles, Indian Textile Journal, Department of Industrial Policy and Promotion, Press Information Bureau, Union Budget 2017-18.*

4. Operational Performance

During the current period, your company has shown increase in revenue to the extent of Rs.3509.34 lacs during FY 2016-17 to Rs. 5524.45 Lakhs during FY 2017-18. PAT has shown and decreases from Rs. 12.41 lacs during FY 2016-17 to Rs. 8.07 lacs during FY 2017-18.

5. Outlook

Indian textiles industry is a well-established with showing strong features and a bright future. In fact, the country is the second biggest textiles manufacturer worldwide, right after China. Similar force is demonstrated in the cotton production and consumption trend where India ranks just after China and USA. The textiles manufacturing business is a pioneer activity in the Indian manufacturing sector and it has a primordial importance in the economic life of the country, which is still predominantly based on the agro-alimentary sector. Employing around 35 million people, textiles industry stands as a major foreign currency revenue generator and further proves it in its 14% share of industrial production and the 16% of export revenues it generated.

Textiles industry is not limited to manufacture and export of garments. The success of Indian textiles lies in effective vertical integrations policies which have helped operators in taming the processes which while lying beyond simple manufacturing exercise do have a serious impact on it, for example, raw material treatment. Thus, cotton, jute, silk or wool and even synthetic material are also produced by this industry to complement and strengthen the garments manufacturing industry. Almost one quarter of the world's spindle activities is hosted in India, again positioning itself just after China. Looming is another important element that accounts for significant activity in this industry; in fact, it takes an impressive 61% share including handlooms. The country is also significant textiles fiber and yarn manufacturer on the world scene, taking on its own a 12% share of the world's production volume. India ranks on the second place as regards in production of silk and cellulose fiber and yarn whilst standing on the fifth position when it comes to synthetic fiber and yarn.

In that view, many manufacturing companies in India are rushing towards expansion and modernization options. Manufacturers are having recourse to fund raising programmes pushing EPS to higher growth, dissolving equity on its way. Business collaborations with foreign players, creation of buying offices and Government's effort to enhance quality production and export are many visible signs of Indians coming into force on the global market.

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 firmly believes that motivated and empowered employees are the cornerstone of competitive advantage. The Company's employee value proposition is based on a strong focus on employee development, providing a satisfying work environment, performance appraisal and counseling and appropriate empowerment.

The Company continues to maintain and enjoy a cordial relationship with its employees, providing positive environment to improve efficiency with regular investments in upgrading the knowledge and skills of the employees

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: 31.08.2018



Garg Arun & Associates
Chartered Accountants
Flt No-106, 4832/24
Ansari Road, Daryaganj
New Delhi-110002
Phone:011-23283955

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF ANISHA IMPEX LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **ANISHA IMPEX LIMITED**, which comprise the Balance Sheet as at 31st March 2018, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information to the financial statements.

Management's Responsibility for the Financial Statements

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

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 issued by ICAI specified under section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and 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 together with the notes, give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the company as at 31st March 2018, its Profit and its cash flows for the year ended on that date.

Report on other Legal and Regulatory Requirements

1. As required by The Companies (Auditors Report) order 2016, the order issued by Central government of India in terms of sub section (11) of section 143 of the Act, we give in the "**Annexure-A**", a statement the matters specified in paragraph 3 and 4 of the said Order.
2. As required by section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books
 - c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

- d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of written representations received from the directors as on 31 March, 2018, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2018, from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the company & the operating effectiveness of such controls, refer to our separate report in '**Annexure-B**' to this report; and,
- g) With respect to the other matters included in the Auditor's Report in accordance with rule 11 of the Companies (Audit & Auditors) Rules 2014, in our opinion and to our best of our information and according to the explanations given to us :
- I. The Company has a pending litigation but does not have any financial effects on the affairs of the company.
 - II. The company does not have any long term contracts including derivative contracts which require provision under any law or accounting Standard for material foreseeable losses
 - III. There was no amount which was required to be transferred to the Investor Education and Protection Fund.

For M/s GARG ARUN AND ASSOCIATES

Chartered Accountants

FRN: 08180N

Sd/-

CA RAMAN KUMAR GARG

(PARTNER)

M. NO. 090564

Place:New Delhi

Date:30.05.2018

Annexure-A TO INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 under the heading 'Report on Other Legal and Regulatory Requirements' of our report at even date)

- (i) (a) The company has generally maintained proper records showing full particulars including quantitative details & situation of its fixed assets.
- (b) All the assets have been physically verified by the management during the year, which in our opinion, is reasonable having regard to the size of the company & the nature of its assets. No material discrepancies were noticed on such verification.
- (c) The title deeds of immovable properties are held in the name of company.
- (ii) The inventory of the company has been physically verified by the management. No material discrepancies were noticed physical verification.
- (iii) According to the information & explanation given to us, the company has not granted any loan, Secured & Unsecured to companies, Firm, Limited Liability partnerships or other parties covered in the register maintained u/s 189 of the Companies Act 2013.
- (iv) According to the information & explanation given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act 2013.
- (v) The company has not accepted any deposit from public in terms of Sec 73 to 76 or any provision of the company Act 2013 and rules there under.
- (vi) In our opinion and according to the information and explanation given to us, Central Government has not prescribed for the maintenance of cost records u/s 148 of the Act.
- (vii) (a) The company is generally regular in depositing with appropriate authorities undisputed statutory dues including provident fund, Employees State Insurance, Income Tax, Sales-Tax, Service Tax, duty of custom, Duty of Excise, Value Added Tax, Cess & any other statutory dues applicable to it & there are no undisputed dues outstanding as on 31.03.2018 for a period of more than Six months from the date they became payable.
- (b) According to the information & explanations given to us, the company does not have any dues of Income Tax, Sales Tax or Service Tax or Duty of custom or Duty of excise or Value Added Tax that have not been deposited on account of any dispute demands.

- (viii) In our opinion & according to the information & explanation given to us the company has not defaulted in the repayment of Loans or Borrowings to a Financial Institute or Bank, the company has not taken any loan from Government nor issued any debenture.
- (ix) In our opinion & according to the information & explanation given to us, the company has not raised any money by way of term loans & public offer during the year.
- (x) As per the information & explanations given to us, no fraud by the company or no fraud on the company by its officer or employees has been noticed or reported during the year.
- (xi) As per the information & explanation given to us, managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provision of Sec 197 read with Sec V to the Companies Act 2013.
- (xii) The company is not a Nidhi Company as such the clause is not applicable.
- (xiii) In our opinion and according to the information & explanation given to us, the company has complied with Sec 177 & 188 of Companies Act 2013 in respect to all transactions, with the related parties & details have been disclosed in the financial statements etc. as required by the applicable accounting standards.
- (xiv) The company has not made any preferential allotment/ private placement of shares or Partly Convertible debenture during the year under review.
- (xv) According to the information and explanation given to us, the company has not entered into Non-cash transaction with directors or persons connected with him.
- (xvi) As the information & explanation given to us and in our opinion, the company is not required to be registered u/s 45 IA of the Reserve Bank of India Act 1934.

For M/s GARG ARUN AND ASSOCIATES
Chartered Accountants
FRN: 08180N

Sd/-
CA RAMAN KUMAR GARG
(PARTNER)
M. NO. 090564

Place:New Delhi
Date:30.05.2018

Annexure-B to the Independent Auditor's Report of Even Date on the Financial Statements of ANISHA IMPEX LIMITED**Report on the Internal Financial Controls under clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("The Act")**

To The Members of **ANISHA IMPEX LIMITED**

We have audited the internal financial controls over financial reporting of **ANISHA IMPEX LIMITED** as of 31st March, 2018 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material aspects, an adequate internal financial controls system over financial reporting and such financial controls over financial reporting were operating effectively as at 31st March, 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For M/s GARG ARUN & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN NO.: 08180N**

**PLACE: NEW DELHI
DATE: 30.05.2018**

**Sd/-
CA. RAMAN KUMAR GARG
(PARTNER)
M. No. 090564**

ANISHA IMPEX LIMITED
159 GAGAN VIHAR NEW DELHI-110051
CIN:- L17101DL1999PLC102506
BALANCE SHEET AS AT MARCH 31, 2018

PARTICULARS	NOTE NO.	AS AT 31.03.2018	AS AT 31.03.2017
EQUITY AND LIABILITIES			
1. Shareholder's Funds			
(a) Share Capital	2	164,322,000.00	164,322,000.00
(b) Reserve & Surplus	3	5,987,201.00	5,180,632.00
2. Share Application Money Pending Allotment			
		-	-
3. Non-current Liabilities			
(a) Long-Term Borrowings		-	-
(b) Deferred Tax Liabilities	10	-	892,671.00
(c) Other Long-Term Liabilities		-	-
(d) Long-Term Provisions	5	1,116,250.00	-
4. Current Liabilities			
(a) Short-Term Borrowings	4	45,346,118.00	55,739,016.00
(b) Trade Payables	6		
Dues to Micro Enterprises & Small Enterprises		132,428,273.00	3,842,727.00
Dues to Other than Micro Enterprises & Small Enterprises		-	-
(c) Other Current Liabilities	7	37,086,581.00	10,457,449.00
(d) Short-Term Provisions	5	653,359.85	480,289.00
Total		386,939,783.00	240,914,784.00
ASSETS			
1. Non-current Assets			
(a) Fixed Assets	8		
i. Tangible Assets		20,810,769.00	24,355,379.00
ii. Intangible Assets			
iii. Capital Work-in- progress			
iv. Intangible Assets under Development			
(b) Non-Current Investments	9		
(c) Deferred Tax Assets	10	95,798.00	
(d) Long-Term Loans and Advances	11	58,110,811.00	423,221.00
(e) Other Non-Current Assets			
2. Current Assets			
(a) Current Investment	9	2,581,252.00	1,761,250.00
(b) Inventories	12	104,259,086.26	5,194,134.00
(c) Trade Receivables	13	154,244,922.00	184,745,420.00
(d) Cash and Cash equivalents	14	1,409,519.00	537,521.00
(e) Short-Term Loans and Advances	11	41,249,163.00	23,897,859.00
(f) Other Current Assets		4,178,462.87	-
Total		386,939,783.00	240,914,784.00

See Accompanying notes forming part of the Financial Statements

Sd/-
RAMMOHAN JHA
COMPANY SECRETARY

Sd/-
ANSHU AGARWAL
CFO

Sd/-
PUJA MALIK
DIRECTOR
DIN:- 01189442

Sd/-
SUNIL KUMAR MALIK
MANAGING DIRECTOR
DIN:- 00143453

AUDITOR'S REPORT
AS PER OUR REPORT OF EVEN DATE ANNEXED
FOR GARG ARUN & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN : 08180N

Sd/-
CA. RAMAN KUMAR GARG (PARTNER)
M.NO. 090564

PLACE : NEW DELHI
DATED : 30.05.2018

ANISHA IMPEX LIMITED

159 GAGAN VIHAR NEW DELHI-110051

CIN:- L17101DL1999PLC102506

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2018

PARTICULARS	NOTE NO.	For the year ended 31.03.2018	For the year ended 31.03.2017
I. Revenue from Operations	15	552,444,861.00	350,934,216.00
II. Other Income	16	2,701,203.00	763,355.00
III. Total Revenue		555,146,064.00	351,697,571.00
IV. Expenses:			
Cost of Goods traded	17	526,788,129.47	331,388,743.00
Employee benefits expenses	18	9,390,968.00	6,763,613.00
Finance costs	19	6,222,953.93	5,415,940.00
Depreciation and amortization expenses	8	4,358,727.11	2,182,541.33
Other Expenses	20	7,913,825.80	4,214,354.00
Total Expenses		554,674,604.31	349,965,191.33
V. Profit before Exceptional and Extraordinary items and Tax (III-IV)		471,459.69	1,732,379.67
VI. Exceptional Items		-	-
VII. Profit before Extraordinary items and Tax (V-VI)		471,459.69	1,732,379.67
VIII. Extraordinary Items		-	-
IX. Profit Before Tax (VII- VIII)		471,459.69	1,732,379.67
X. Tax Expenses:			
(1) Current Tax		653,359.85	480,289.00
(2) Wealth Tax		-	-
(3) Deferred Tax		988,469.19	- 11,202.89
XI. Profit / (Loss) for the period from Continuing Operations (IX-X)		806,569.03	1,240,887.78
XII. Profit / (Loss) from Discontinuing Operations		-	-
XIII. Tax Expense of Discontinuing Operations		-	-
XIV. Profit / (Loss) from Discontinuing Operations (after tax) (XII- XIII)		-	-
XV. Profit (Loss) for the period (XI+XIV)		806,569.03	1,240,887.78
XVI. Earnings per equity share:			
(1). Basic		0.05	0.08
(2) Diluted		0.05	0.08

See Accompanying notes forming part of the Financial Statements

Sd/-
RAMMOHAN JHA
COMPANY SECRETARYSd/-
ANSHU AGARWAL
CFOSd/-
PUJA MALIK
DIRECTOR
DIN:- 01189442Sd/-
SUNIL KUMAR MALIK
MANAGING DIRECTOR
DIN:- 00143453

AUDITOR'S REPORT
AS PER OUR REPORT OF EVEN DATE ANNEXED
FOR GARG ARUN & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN : 08180N

Sd/-
CA. RAMAN KUMAR GARG (PARTNER)
M.NO. 090564

PLACE : NEW DELHI
DATED : 30.05.2018

ANISHA IMPEX LIMITED

159, GAGAN VIHAR MAIN DELHI 110051

CASH FLOW STATEMENT AS ON 31/03/2018

(Amount in Rs.)

Particulars	Figures as at end of the current reporting period		Figures as at end of the previous reporting period	
A. Cash flow from operating activities				
1 Net Profit / (Loss) before extraordinary items and tax		806,569		1,238,077
<u>Adjustments for:</u>		8,846,198		7,609,684
2 Depreciation and amortisation	4,358,727	-	2,182,541	-
3 Deferred Tax	-988,469		11,203	
4 (Profit) / loss on sale / write off of assets	5,361		-	
5 Finance costs	6,222,954		5,415,940	
Interest income	-		-	
Dividend income	-		-	
Net (gain) / loss on sale of investments	-752,375		-	
Net unrealised exchange (gain) / loss			-	
Operating profit / (loss) before working capital changes		9,652,767		8,847,761
<u>Changes in working capital:</u>				
<i>Adjustments for (increase) / decrease in operating assets:</i>				
Trade receivables	30,500,498	-90,094,221	-25,754,949	72,341,320
Short-term loans and advances	-17,351,304		-5,706,044	
Other current assets	-4,178,463		-	
Inventories	-99,064,952		103,802,313	
<i>Adjustments for increase / (decrease) in operating liabilities:</i>				
Trade payables	128,585,546	156,330,928	-92,215,576	-82,783,297
Other current liabilities	26,629,132		9,432,279	
Other long-term liabilities	-		-	
Short-term provisions	-		-	
Long-term provisions	1,116,250		-	
		75,889,474		-1,594,216
Cash flow from extraordinary items		-		-
Cash generated from operations		75,889,474		-1,594,216
Net income tax (paid) / refunds		173,071		38,335
Net cash flow from / (used in) operating activities (A)		76,062,545		-1,555,881
B. Cash flow from investing activities				
Capital expenditure on fixed assets, including capital advances	-861,468	-58,574,693	-5,304,001	-5,094,826
Proceeds from sale of fixed assets	41,992		-	
Purchase of long-term investments (Subsidiaries)	-		-	
Sales (Purchase) of other investments	-820,002		-	
Long-term loans and advances	-57,687,590		209,175	
Loans & advances given to Subsidiaries	-		-	
Interest received	-		-	
Net gain / (loss) on sale of investments	752,375		-	
Dividend received	-		-	
Cash flow from extraordinary items		-		-
Net cash flow from / (used in) investing activities (B)		-58,574,693		-5,094,826

Particulars	Figures as at end of the current reporting period		Figures as at end of the previous reporting period	
C. Cash flow from financing activities				
Proceeds from issue of equity shares	-	-16,615,852	-	7,100,863
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	-		12,516,803	
Proceeds from other short-term borrowings	-		-	
Repayment of other short-term borrowings	-10,392,898		-	
Share issue expenses	-		-	
Finance cost	-6,222,954		-5,415,940	
Cash flow from extraordinary items	-	-	-	-
Net cash flow from / (used in) financing activities (C)		-16,615,852		7,100,863
Net increase / (decrease) in Cash and cash equivalents (A+B+C)		871,998		450,157
Cash and cash equivalents at the beginning of the year		537,521		87,364
Effect of exchange differences on restatement of foreign currency				
Cash and cash equivalents at the end of the year		1,409,519		537,521
Reconciliation of Cash and cash equivalents with the Balance				
Cash and cash equivalents as per Balance Sheet		537,521		537,521
(a) Cash on hand		761,932		227,319
(b) Balances with banks				
(i) In current accounts		647,587		310,202
(ii) In EEFC accounts		-		-
(iii) In Fixed deposit accounts		-		-
(c) Interest accrued on deposits		-		-
(d) Current investments considered as part of cash & cash		-		-
		1,409,519		537,521

See accompanying notes forming part of the financial statements

As per our report of even date attached

FOR GARG ARUN & ASSOCIATES
(Chartered Accountants)
FRN : 08180N

Sd/-
CA. RAMAN KUMAR GARG (PARTNER)
Partner
M.NO. 090564

Place :DELHI

Date: 30.05.2018

For and on behalf of the Board

Sd/-
PUJA MALIK
DIRECTOR
DIN:- 01189442

Sd/-
RAMMOHAN JHA
COMPANY SECRETARY

Sd/-
SUNIL KUMAR MALIK
MANAGING DIRECTOR
DIN:- 00143453

Sd/-
ANSHU AGARWAL
CFO

ANISHA IMPEX LIMITED
NOTES TO THE ACCOUNTS

standalone notes forming part of Balance Sheet as at 31st March 2018 and Statement of Profit & Loss for the year ended 31st March 2018

NOTE:-1 SIGNIFICANT ACCOUNTING POLICIES:-

(a) **Accounting Convention**

The financial statements are prepared under the historical cost convention in accordance with the Generally Accepted Accounting Principles in India including Accounting Standards prescribed under section 133 of the Companies Act 2013 read with Rule 7 of the Companies (Accounts) Rules 2014 & the provision of the Companies Act.

The Financial Statements are prepared as a going concern on accrual basis under historical cost convention.

(b) **Use of Estimates**

The preparation of financial statements in conformity with generally accepted accounting principles, accepted in India Management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting year end. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Any revisions to the accounting estimates are recognized prospectively in the current and future years.

(c) **Tangible and Intangible Fixed Assets:**

Tangible and intangible fixed assets are stated at cost, less accumulated depreciation /amortization and impairment losses, if any. The cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use. Any trade discounts and rebates are deducted in arriving at the purchase price.

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Intangible assets comprise of goodwill & Computer software.

(d) **Depreciation/Amortization**

Depreciation on fixed assets is provided on "Straight Line Method" based on useful life as prescribed under schedule II of the Companies Act 2013.

(e) **Employees Benefits**

a. **Leave Encashment**

Leave encashment benefits are paid / provided in its entirety in the accounts for the year.

b. **Provident Fund**

Provision for provident fund is made The Employees Provident Funds and Miscellaneous Provision Act, 1952 as is applicable to the company.

c. **Gratuity**

The company has made provision for gratuity as 'The Provision for Gratuity Act, 1972'

d. Other employee benefits are accounted for on accrual basis.

(f) **Cash and Cash Equivalents**

Cash and cash equivalents comprise cash at bank and on hand, including cheques on hand and short -term investments with an original maturity of three months or less.

(g) **Provision, Contingent Liabilities & Contingent Assets**

Provision are recognised only when the company has present or legal or contractive obligation as a result of past events, for which it is probable that an outflow of economic benefits will be required to settle the transaction & a reliable estimate can be made for the amount of obligation.

Contingent Liabilities Nil

Contingent Assets are not recognised in the financial statement.

(h) **Recognition of Revenue**

Revenue is recognised only when it can be reliably measured and it is reasonable to expect ultimate collection. Interest Income is recognised on time proportion basis taking into account the amount outstanding and rate applicable. Interest income is included under the head "other income" in the statement of Profit & Loss.

Revenue from sale of goods is recognized when all the significant risks and reward of ownership of the goods have been passed to the buyer, usually on delivery of the goods.

(i) **Inventories**

Raw Materials & packing materials are valued at lower of cost and net realizable value. However, materials & other items held for use in the service contracts are not written down below the cost which they will be realising after being incorporated in service contract if they are expected to be sold at or above cost.

Net realizable value is the estimated selling price in the ordinary course of business less estimated costs necessary to make the Sale.

(j) **Borrowing Costs**

Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowing.

(k) **Foreign Currency Transactions**

(a) Current Assets and Current Liabilities are translated at the exchange rate prevailing on the last day of the year.

(b) Gains or Losses arising out of remittance/translations at the year end are credited/debited to the profit and loss account for the year.

(c) Foreign exchange transactions are converted into Indian rupees at the prevailing rate on the date of the transactions.

(l) **Investment**

Investments are classified as current or non current based on management's intention. Non current investment are carried at cost less provision recorded to recognize any decline, other than temporary, in the carrying value of each investment.

NOTE : 2 SHARE CAPITAL

Particulars	As at 31.03.2018	As at 31.03.2017
Authorised Share Capital (2,50,00,000 Equity Share of Rs. 10 each)	250,000,000.00	250,000,000.00
Issued & Subscribed Share Capital (1,64,32,200 Equity Share of Rs. 10 each)	164,322,000.00	164,322,000.00
Paid up Share Capital (1,64,32,200 Equity Share of Rs. 10 each) (Fully Paid up)	164,322,000.00	164,322,000.00

(a) Reconciliation of number of equity shares outstanding at the beginning and at the end of the year.

Particulars	As at 31.03.2018	As at 31.03.2017
Number of shares outstanding as at the beginning of the year	16,432,200.00	16,432,200.00
Add: Allotment made during the year	-	-
Number of shares outstanding as at the end of the year	16,432,200.00	16,432,200.00

(b) Terms/Rights attached to Equity Shares

The Company has only one class of equity shares having a par value of Rs. 10 per share. All these Shares have some rights & preferences with respect to payment of dividend, repayment of capital and voting.

(c) Details of Shareholders holding more than 5% shares in the Company

Name of the Shareholder	Number of shares held in the company	Percentage of shares held
Sunil Kumar Malik	3,750,100	23
Puja Malik	985,200	6

NOTE : 3 RESERVES AND SURPLUS

Particulars	As at 31.03.2018	As at 31.03.2017
Surplus in the Statement of Profit & Loss		
Balance at the beginning of the year	5,180,632.00	3,939,744.00
Add: Transfer from General Reserves	-	-
Add: Profit for the year	806,569.03	1,240,887.78
Less: Charged to Retained Earnings	-	-
Closing Balance	5,987,201.00	5,180,632.00
Total	5,987,201.00	5,180,632.00

NOTE : 4 BORROWINGS

Particulars	As at 31.03.2018	As at 31.03.2017
SHORT TERM BORROWINGS		
Secured		
PUNJAB NATIONAL BANK (Secured by hypothecation of Car.) City Bank CC	(7,933,235.99)	55,739,016.00
HDFC Bank Car Loan	49,399,713.18	-
ICICI Bank Car Loan	1,309,437.15	-
	1,670,203.40	-
UnSecured		
Loan from Director	900,000.00	-
Total	45,346,117.74	55,739,016.00

Note: There is no default, continuing or otherwise, as at the balance sheet date, in repayment of any of the above loans.

NOTE : 5 PROVISIONS

Particulars	As at 31.03.2018	As at 31.03.2017
LONG TERM PROVISIONS		
Provision for Gratuity	1,116,250.00	-
	1,116,250.00	
SHORT TERM PROVISIONS		
Provision for Taxation	653,359.85	480,289.00
Total	653,359.85	480,289.00

NOTE : 6 TRADE PAYABLE

Particulars	As at 31.03.2018	As at 31.03.2017
Sundry Creditors		
Dues to Micro Enterprises & Small Enterprises	132,428,273.00	3,842,727.00
Dues to Other than Micro Enterprises & Small Enterprises	-	-
Other Payable	-	-
Total	132,428,273.00	3,842,727.00

NOTE : 7 OTHER CURRENT LIABILITIES

Particulars	As at 31.03.2018	As at 31.03.2017
Other Payables		
Expenses Payables	1,066,919.92	1,714,332.00
EPF Payable	5,634.00	9,076.00
ESIC Payable	1,260.00	730.00
TDS Payable	695,802.00	401,442.00
GST Output	30,182,846.06	
VAT Payable	280,000.00	26,053.45
Advance received from customers	4,854,119.00	8,305,816.00
	37,086,580.98	10,457,449.45
Total	37,086,580.98	10,457,449.45

ANISHA IMPEX LIMITED												
AS PER COMPANIES ACT												
Note No-08												
Particulars	Rate	Gross Block				Accumulated Depreciation				Net Block		
		Balance as on 01/04/2017	Additions	Deductions/Adj stments	Balance as at 31/03/2018	Upto 31/03/2017	Additions	Deductions/Adj ustments	Balance as at 31/03/2018	W.D.V. as on 31.03.2018	W.D.V. as on 31.03.2017	
PLANT & MACHINERY												
PLANT & MACHINERY	14.88%	2,498,387.00	-	-	2,498,387.00	1,508,861.25	147,234.36	-	1,656,095.61	842,291.39	989,525.75	
VEHICLES												
Car		-	-	-	-	-	-	-	-	-	-	
CAR INNOVA	23.24%	1,416,372.00	-	-	1,416,372.00	960,372.81	105,969.65	-	1,066,342.46	350,029.54	455,999.19	
CAR SCORPIO	23.22%	1,171,437.00	-	-	1,171,437.00	800,712.31	86,078.57	-	886,790.88	284,646.12	370,724.69	
CAR EIOS	23.22%	769,453.00	-	-	769,453.00	525,534.51	56,640.31	-	582,174.82	187,278.18	243,918.49	
MOBIKE TVS	28.83%	66,100.00	-	66,100.00	-	48,138.99	-	48,138.99	(0.00)	0.00	17,961.01	
CAR HUNDAI I10	13.53%	395,000.00	-	-	395,000.00	159,194.56	31,899.76	-	191,094.32	203,905.68	235,805.44	
CAR MERCEDES	13.57%	5,742,932.00	-	-	5,742,932.00	2,037,174.05	502,871.35	-	2,540,045.41	3,202,886.59	3,705,757.95	
CAR MERCEDES	12.89%	4,524,685.00	-	-	4,524,685.00	1,363,044.15	407,674.93	-	1,770,719.08	2,753,965.92	3,161,640.85	
Car Fortuner	31.23%	3,255,732.00	-	29,392.00	3,226,340.00	86,367.49	989,792.54	-	1,076,160.03	2,150,179.97	3,169,364.51	
FACTORY LAND & BUILDING												
FACTORY LAND		2,488,035.00	-	-	2,488,035.00	-	-	-	-	2,488,035.00	2,488,035.00	
FACTORY BUILDING	9.50%	8,990,233.00	-	-	8,990,233.00	2,320,514.27	633,623.28	-	2,954,137.55	6,036,095.45	6,669,718.73	
Elevtor	45.07%	1,114,500.00	-	-	1,114,500.00	110,099.10	452,683.49	-	562,782.58	551,717.42	1,004,400.90	
GENERATOR												
GENERATOR	45.07%	1,457,680.00	-	-	1,457,680.00	438,613.28	459,293.37	-	897,906.65	559,773.35	1,019,066.72	
COMPUTER	63.16%	945,307.00	57,627.00	-	1,002,934.00	543,356.98	254,270.52	-	797,627.49	205,306.51	401,950.02	
FURNITURE & FIXTURES	76.83%	544,809.00	564,125.00	-	1,108,934.00	538,497.49	30,031.94	-	568,529.43	540,404.57	6,311.51	
Office Equipments	45.07%	425,318.00	239,716.00	-	665,034.00	10,119.51	200,661.06	-	210,780.56	454,253.44	415,198.49	
TOTAL		35,805,980.00	861,468.00	95,492.00	36,571,956.00	11,450,600.74	4,358,727.11	48,138.99	15,761,186.87	20,810,769.00	24,355,379.26	
Previous Year Total		30,501,979.00	5,304,001.00	-	35,805,980.00	9,268,059.41	2,182,541.33	-	11,450,600.74	24,355,379.00	21,333,919.59	
Notes :												
If you have difference format, copy on white area and provide the figures of Net Block & Depreciation for the year on right hand side												
										Net Block	20,810,769.00	24,355,379.00
										Depreciation for year	4,358,727.00	2,182,541.00

NOTE : 9 CURRENT INVESTMENTS

Particulars	As at 31.03.2018	As at 31.03.2017
Investments		
Equity (Quoted)		
ALPS Ltd (925925 shares of Rs.10) (Market Value as at 31.03.2017 Rs. 61,11,105/-)	1,411,252.00	1,761,250.00
Ajooi Biotech	840,000.00	-
Jhandewalan Foods Ltd	330,000.00	-
Total	2,581,252.00	1,761,250.00

NOTE : 10 DEFERRED TAX LIABILITY / (ASSET) (NET)

Particulars	As at 31.03.2018	As at 31.03.2017
Deferred Tax Liabilities/ (Asset)	892,671.00	881,468.00
Add: Deferred Tax Liabilities	(988,469.19)	11,202.89
Total	- 95,798.00	892,671.00

NOTE : 11 LOANS & ADVANCES

Particulars	As at 31.03.2018	As at 31.03.2017
LONG TERM LOAN & ADVANCES		
(Unsecured, Considered Good otherwise stated)		
Security Deposits with Statutories Authorities	576,132.00	242,715.00
Other Security Deposits	57,534,679.00	140,506.00
Given to Employees	-	40,000.00
Total	58,110,811.00	423,221.00
SHORT TERM LOAN & ADVANCES		
Advance Given to Suppliers	2,511,221.00	23,174,080.00
GST Input	38,737,942.00	-
Prepaid Expenses	-	723,779.00
Total	41,249,163.00	23,897,859.00

NOTE : 12 INVENTORIES

Particulars	As at 31.03.2018	As at 31.03.2017
Traded Goods (Valued at cost or Net Realisable Value (FIFO based) whichever is less unless otherwise stated)	104,259,086.26	5,194,134.00
Total	104,259,086.26	5,194,134.00

NOTE : 13 TRADE RECEIVABLES

Particulars	As at 31.03.2018	As at 31.03.2017
(Unsecured, Considered Good)		
Outstanding for more than six month from due date	1,280,086.00	49,069,925.00
Others	152,964,836.00	135,675,495.00
Total	154,244,922.00	184,745,420.00

NOTE : 14 CASH AND CASH EQUIVALENTS

Particulars	As at 31.03.2018	As at 31.03.2017
Cash in hand	761,931.90	227,319.00
Balance with Bank in Current Accounts	647,587.10	310,202.00
Total	1,409,519.00	537,521.00

NOTE : 15 REVENUE FROM OPERATIONS

Particulars	As at 31.03.2018	As at 31.03.2017
Revenue From -		
Sale of Fish	20,321,244.62	2,778,205.40
Sale of Fabric	532,123,616.20	348,156,011.00
Total	552,444,860.82	350,934,216.40

NOTE : 16 OTHER INCOME

Particulars	As at 31.03.2018	As at 31.03.2017
Rent Receipt	780,000.00	755,000.00
Profit on sale of investment being securities chargeable to Securities		
Transaction Tax (STT)	752,375.00	5,958.00
Interest on ICD	993,435.00	-
Custom Duty Income Delhi	121,655.00	-
Foreign Exchange Rate Variation	53,737.81	2,397.00
Total	2,701,203.00	763,355.00

NOTE : 17 COST OF GOODS TRADED

Particulars	As at 31.03.2018	As at 31.03.2017
Opening Stock	5,194,134.00	108,996,447.00
Add:-		
Purchases	540,450,262.71	227,101,211.00
Job Work charges	84,034,215.72	-
Rebate and Discount	278,478.00	-
Clearing & Forwarding Exp	115,866.00	173,343.00
Import Agencies Charges	278,966.88	-
Cold Storage Expense	695,292.42	311,876.00
	<u>631,047,215.73</u>	<u>336,582,877.00</u>
Less:-		
Closing Stock	<u>104,259,086.26</u>	<u>5,194,134.00</u>
Total	<u>526,788,129.47</u>	<u>331,388,743.00</u>

NOTE : 18 EMPLOYEE BENEFITS EXPENSES

Particulars	As at 31.03.2018	As at 31.03.2017
Directors Remuneration	1,440,000.00	1,200,000.00
Salaries	5,835,850.00	5,502,864.00
Gratuity	2,016,250.00	-
Bonus	43,345.00	23,861.00
Food & Beverages	17,907.00	13,813.00
Contribution to Provident Fund	27,315.00	16,906.00
Contribution Towards ESI	10,301.00	6,169.00
Total	<u>9,390,968.00</u>	<u>6,763,613.00</u>

NOTE : 19 FINANCE COSTS

Particulars	As at 31.03.2018	As at 31.03.2017
Bank Charges	127,461.12	228,508.00
Bank Interest	6,095,492.81	4,686,647.00
Other Borrowing Cost	-	500,785.00
Total	<u>6,222,953.93</u>	<u>5,415,940.00</u>

NOTE : 20 OTHER EXPENSES

Particulars	As at 31.03.2018	As at 31.03.2017
Municipal Taxes	62,103.85	91,281.00
Advertisement and Publicity Expenses	68,100.00	-
Business Promotion Expenses	224,159.00	-
General Expenses	6,101.07	-
Commission	14,614.00	-
Conveyance Expenses	718,781.00	239,263.00
Other Expenses	330,796.64	-
Telephone Expenses	191,286.05	109,535.00
Donations	-	3,100.00
Diwali Expenses	111,036.00	-
Insurance	464,006.00	269,658.00
Travelling Expenses	134,272.00	267,789.00
Audit Fee	-	-
Statutory Audit	59,000.00	57,500.00
Stock Audit	23,300.00	-
Rates and Taxes	207,421.14	-
Communication Expense	-	10,422.00
Demat/Depository Charges	-	1,500.00
Fee & Subscription	-	312,283.00
Income Tax Expenses	-	27,380.00
Legal & Professional Charges	1,443,064.00	592,902.00
Printing & Stationery	32,819.52	29,401.00
Electricity & Water Charges	449,094.00	871,337.00
Freight & Cartage	3,079,567.00	673,184.00
Repair and Maintenance	250,626.00	-
Round off	2,295.53	-
Packing Material	36,022.00	23,251.00
Marketing Expense	-	7,499.00
Miscellaneous Exp	-	830.00
Motor car running & Maint	-	419,381.00
Office Maintenance Exp	-	90,446.00
Loss on Sale of Asset	5,361.00	-
Penalties & Interest	-	80,441.00
Postage & Courier exp	-	20,452.00
Tender Fees	-	15,500.00
Rebate & Discount	-	19.00
Total	<u>7,913,825.80</u>	<u>4,214,354.00</u>

NOTE : 21 Standing Debit & Credit balance of parties is subject to confirmation.

NOTE: 22 In the opinion of the Board of Directors, the Current Assets, Loans and Advances have a value on realization in the ordinary course of business at least equal to the amount at which these are stated.

NOTE: 23 Segment Reporting

The Company has only one Segment Trading of goods & merchandise, as such the requirement of AS-17 is not applicable.

Note: 24 Related Party Disclosures

As per Accounting standard 18 on Related Party disclosures

(i) List of related parties

		Closing Balance	
Key Management Personnel	Mr. Sunil K Malik	932,808.00	
	Mrs. Puja Malik	-	-
	Mr. Anshu Agarwal	59,556.00	59,556.00
	Mr. Ram Mohan Jha	27,500.00	27,500.00
	Mr. Dinesh Singh Patwal	-	-
	Mr. Sachin Sharma	-	-
	Mr. Puneet Bhawaker	-	-
Relative of Key Management Personnel	Mr. Priti Aggarwal	-	-
	Mr. Lalit Malik		-
Enterprise in which Key Management Personnel and their relatives and company are able to exercise significant influence in the Enterprises	1) RUNIT EXIM PRIVATE LIMITED		
	2) ANISHA EXIM PRIVATE LIMITED		
	3) SUNSTAR SHARE BROKERS PRIVATE LIMITED		
	4) R P M EXIM PRIVATE LIMITED		
	5) ANISHA DAZZLE FILMS PRIVATE LIMITED		
	6) VISTA FURNISHING PRIVATE LIMITED		

Nature of Transaction	2017-2018	2016-2017
Key Management Personnel		
Remuneration & Incentives		
(a) Mr. Sunil K Malik	1,440,000.00	1,200,000.00
(b) Mr. Anshu Agarwal	723,039.00	693,000.00
(c) Ram Mohan Jha	326,333.00	313,226.00
Loan Taken		
Mr. Sunil K Malik	48,291,715.00	40,885,000.00
Loan Repaid		
Mr. Sunil K Malik	48,291,715.00	40,885,000.00
Sales of Investment		
Mr. Lalit Malik	-	11,333,020.00

Note: Related party relationship is as identified by the Company and relied upon by the auditors.

NOTE : 25 INCOME TAXES :

(i) Provision for current tax is made on the basis of taxable Income as per the applicable provisions of the Income tax Act, 1961.

(ii) **Accounting for Tax on Income AS-22**

Deferred Income Taxes reflects the impact of current year timing difference between taxable income & income as per Profit & Loss A/c. Deferred Tax Asset are recognized only to the extent that there is reasonable certainty that difficult future taxable income will be available.

The breakup of Net Deferred Tax Assets is as under:

Particulars	Current Year 31-Mar-2018	Current Year 31-Mar-2017
Timing Difference of		
(I) Depreciation	1,822,465.32	-
(II) Gratuity	2,016,250.00	-
	3,838,715.32	36,255.32
Deferred Tax Assets/ (Liabilities)		
Add: Created during the Year	988,469.19	-
Closing Balance	988,469.19	11,202.89

Note : 26 Auditors Remunerations

Particulars	2017-2018	2016-2017
Statutory Audit	59,000.00	57,500.00
Total	59,000.00	57,500.00

Note: 27 Foreign Exchange Transactions

Particulars	2017-2018	2016-2017
Foreign Exchange Outgo		
Imports of Goods	5,421,333.31	2,300,003.00
Total	5,421,333.31	2,300,003.00
Foreign Exchange Earnings		
	NIL	NIL
Total	-	-

Note:28 Disclosures regarding money received from Directors & their relatives pursuant to Companies (Acceptance of Deposits) Amendment Rules 2016.

Mr. Sunil K Malik, Whole-time Director	48,291,715.00	40,885,000.00
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Note: 29 Leases : Company As Lessee

Lease Rent Paid during the year	NIL	NIL
Future minimum Lease rental Payable		
Not later than one year	-	-
Later than one year but not later than 5 years	-	-
Later than 5 years	-	-

Note: 30 Contingent Liabilities (to the extent not provided)

(i) Currently company has Contingent Liabilities is NIL.

Note: 32 Micro and Medium Scale Business Entities:

There are no Micro, Small and Medium Enterprises, to whom the company owes dues which are outstanding for more than 45 days as at **31st March, 2018**. This information as required to be disclosed under the Micro, Small and Medium Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the company.

Note: 33 Previous Year Figure

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

Sd/-
RAMMOHAN JHA
COMPANY SECRETARY

Sd/-
ANSHU AGARWAL
CFO

Sd/-
PUJA MALIK
DIRECTOR
DIN:-01189442

Sd/-
SUNIL KUMAR MALIK
MANAGING DIRECTOR
DIN:- 00143453

AUDITOR'S REPORT
AS PER OUR REPORT OF EVEN DATE ANNEXED
FOR GARG ARUN & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN: 08180N

Sd/-
CA. RAMAN KUMAR GARG (PARTNER)
M.NO. 090564

PLACE : NEW DELHI
DATED : 30.05.2018

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 theAnnual 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	To receive, consider and adopt the Financial Statements of the Company for the financial year ended March 31, 2018 including Audited Balance Sheet as at March 31, 2018 and the Statement of Profit and Loss for the year ended and Statement of cash flow statements for the year ended on that date and the Reports of the Board of Directors and Auditors thereon and in this regard		
2	To appoint Mr. Sunil Kumar Malik (DIN 00143453), who retires by rotation and being eligible, offers himself for re-appointment as a Director and in this regard.		
3	To ratify the appointment of M/s. Garg Arun & Associates. Chartered Accountants (Firm Registration No. 8180N) as statutory auditors of the Company from the ensuing Annual General Meeting until the conclusion of the next Annual General Meeting of the Company and to fix their remuneration		
4	Appointment of Mrs. Priti Agarwal as Independent Director of the Company		
5	Appointment of Mr. Rama Nand Gupta as Independent Director of the Company		
6	Reclassification of Erstwhile Promoters of the Company as Public Shareholders of the Company Subsequent to Successful Open Offer.		
7	Re-appointment of Mr. Sunil Kumar Malik as Managing Director of the Company		
8	Appointment of Mr. Sachin Shrama as Whole Time Director of the Company		
9	Re- appointment of Mr. Puneet Bhawaker as Independent Director of the Company		
10	Change of Registered Office of the Company		

Signed this..... day of..... 2018

Signature of shareholder

Signature of Proxy holder(s)

Affix Revenue Stamp

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
18TH ANNUAL GENERAL MEETING

<p>ATTENDANCE SLIP 18TH ANNUAL GENERAL MEETING</p>

I/We hereby record my / our presence at the 18th Annual General Meeting of the Company at 159, Gagan Vihar, New Delhi-110051 on Saturday 29th September, 2018.

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 2017-18 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 2017-18 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 **28th September, 2018**.

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 31st August,2018 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 & Special Business			
1.	To receive, consider and adopt the Financial Statements of the Company for the financial year ended March 31, 2018 including Audited Balance Sheet as at March 31, 2018 and the Statement of Profit and Loss for the year ended and Statement of cash flow statements for the year ended on that date and the Reports of the Board of Directors and Auditors thereon and in this regard	Ordinary		
2.	To appoint Mr. Sunil Kumar Malik (DIN 00143453), who retires by rotation and being eligible, offers himself for re-appointment as a Director and in this regard.	Ordinary		

3.	To ratify the appointment of M/s. Garg Arun & Associates. Chartered Accountants (Firm Registration No. 8180N) as statutory auditors of the Company from the ensuing Annual General Meeting until the conclusion of the next Annual General Meeting of the Company and to fix their remuneration	Ordinary		
4.	Appointment of Mrs. Priti Agarwal as Independent Director of the Company	Special		
5.	Appointment of Mr. Rama Nand Gupta as Independent Director of the Company	Special		
6.	Reclassification of Erstwhile Promoters of the Company as Public Shareholders of the Company Subsequent to Successful Open Offer.	Special		
7.	Re-appointment of Mr. Sunil Kumar Malik as Managing Director of the Company	Special		
8.	Appointment of Mr. Sachin Shrama as Whole Time Director of the Company	Special		
9.	Re- appointment of Mr. Puneet Bhawaker as Independent Director of the Company	Special		
10.	Change of Registered Office of the Company	Special		

Signature of the Member/ Beneficial Owner

