

APPU MARKETING & MANUFACTURING LIMITED

27, Weston Street, 5th Floor, Room No. 526, Kolkata - 700 012
Dial : 9681634539, E-mail : admin@appumkt.com, Website : www.appumkt.com
CIN No. : L51495WB1983PLC035864

October 1, 2016

To,
The Dept. of Corporate Services,
BSE Ltd.,
Floor 25, P.J.Towers,
Dalal Street,
Mumbai - 400 001
Scrip Code: 538653

To,
The Secretary,
The Calcutta Stock Exchange Ltd.,
7, Lyons Range,
Kolkata-700 001
Scrip Code: 011225

Sir,

Sub. :- Submission of the 33rd Annual Report 2015-16

This is to inform that the members at the 33rd Annual General Meeting of the Company held on Friday the 30th day of September, 2016 at Milan Deep hall, Sher Khan Complex, J-142, Paharpur Road, Garden Reach, Near S.K. Foundation School, Kolkata-700 024 at 12.00 p.m.(noon), have approved and adopted the Annual Report 2015-16.

In terms of Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed please find herewith the 33rd Annual Report 2015-16.

Thanking you,

Yours faithfully
For Appu Marketing & Manufacturing Ltd.

Sudip Laha

Sudip Laha
Managing Director
DIN: 06417007
Encl. As above

33rd Annual Report

&

Accounts

2015 - 2016

APPU MARKETING AND MANUFACTURING LIMITED

APPU MARKETING & MANUFACTURING LIMITED

Corporate Identity No. : L51495WB1983PLC035864

33rd Annual Report & Accounts 2015-2016

Board of Directors:

Mr. Sudip Laha	Executive-Non-Independent-Managing Director
Mr. Bhagwan Das Soni	Non- Executive- Independent
Mr. Tanumay Laha	Non- Executive- Independent-Chairperson
Ms. Namrata Chakraborty	Non- Executive- Independent

Audit Committee:

Mr. Bhagwan Das Soni	Non- Executive- Independent-Chairperson
Ms. Namrata Chakraborty	Non- Executive- Independent
Mr. Tanumay Laha	Non- Executive- Independent
Mr. Sudip Laha	Executive-Non-Independent-Managing Director

Nomination and Remuneration Committee:

Ms. Namrata Chakraborty	Non- Executive- Independent-Chairperson
Mr. Bhagwan Das Soni	Non- Executive -Independent
Mr. Tanumay Laha	Non- Executive- Independent

Stakeholders' Relationship Committee:

Mr. Bhagwan Das Soni	Non- Executive -Independent-Chairperson
Mr. Tanumay Laha	Non- Executive- Independent
Mr. Bhagwan Das Soni	Non- Executive -Independent

Risk Management Committee:

Ms. Namrata Chakraborty	Non- Executive- Independent-Chairperson
Mr. Bhagwan Das Soni	Non- Executive -Independent
Mr. Tanumay Laha	Non- Executive- Independent

Company Secretary:

Sankar Mukherjee

Chief Financial Officer:

Lokesh Pasari

Registered Office:

27, Weston Street
5th Floor, Room No. 526
Kolkata - 700 012

Bankers :

Corporation Bank

Auditors :

M/s. S.C. Swaika & Co.
Chartered Accountants
30/1, S.M. Ali Road, Barrackpore,
Kolkata - 700 120

Registrar and Transfer Agent:

Niche Technologies Pvt. Ltd.
D-511, Bagree Market, 5th Floor,
71, B.R.B.Basu Road,
Kolkata – 700 001

APPU MARKETING & MANUFACTURING LIMITED

DIRECTORS' REPORT

Dear Members,

Your Directors have pleasure in presenting the 33rd Annual Report of the Company together with Audited Accounts for the year ended March 31, 2016.

1. Financial Summary or Highlights

The highlights of the financial performance of the Company for the financial year ended 31st March, 2016 as compared to the previous financial year are as under:-

(in `)

Particulars	Standalone		Consolidated	
	2015-16	2014-15	2015-16	2014-15
Total Revenue	373.42	555.29	373.42	555.29
(Less): Total Expenditure	(364.05)	(541.24)	(368.22)	(541.51)
Profit before Exceptional & Extraordinary Items	9.37	14.05	5.19	13.78
Add/(Less): Exceptional Items	-	-	-	-
Add/(Less): Extraordinary Items	-	-	-	-
Profit Before Tax	9.37	14.05	5.19	13.78
Add/(Less): Provision for Current Tax	(2.90)	(4.34)	2.90	(4.34)
Net Profit after Tax	6.47	9.70	2.29	9.44
(Less): Income Tax For earlier years	(0.86)	-	(0.86)	-
Profit/Loss for the year	5.61	9.70	1.43	9.44
Add/(Less): Brought forward from previous year	20.10	10.40	18.95	9.51
Balance carried to Balance Sheet	25.71	20.10	20.38	18.95

2. Performance

(a) Annual Consolidated Results

Section 129(3) of the Companies Act, 2013 (hereinafter referred to as "the Act"), read with the Rule 6 of the Companies (Accounts) Rules, 2014, mandates every Company having subsidiary (including associate Company and joint venture) to prepare Consolidated Financial Statements. Accordingly, the audited consolidated financial statement is provided in the Annual Report and is also displayed on the Company's Website www.appumkt.com

The total income of the Company during the Financial Year 2015-16 on a consolidated basis was Rs. 373.42 lacs as compared to Rs. 555.29 lacs for the previous financial year. The total expenses for the year reduced to Rs. 368.22 lacs as compared to Rs. 541.51 lacs in previous year. In view of the same, Rs. 5.19 lacs profit before tax was recorded by the Company in the reporting year.

(b) Performance and financial position of the subsidiaries and associates Companies.

Pursuant to Rule 5 (1) of the Companies (Accounts) Rules 2014, the performance and financial position of the subsidiaries companies for the financial year ended March 31, 2016, has been described by portraying the salient features of the financial statements of the subsidiaries in Form AOC-1, which is appended to the Directors' Report in **Annexure-I**.

Further, in terms of Section 136 of the Act read with the Rules framed thereunder, the audited financial statements, including the consolidated financial statements and related information of the Company and audited accounts of each of the subsidiaries, are displayed on the website of the Company

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www.appumkt.com and shall be available for inspection during business hours on working days at the Company's Registered Office at Kolkata. Any Member interested in obtaining such information may write to the Mr. Sankar Mukherjee, Company Secretary of the Company, at the Registered Office and the same will be furnished on request. Alternatively, the request may also be e-mailed at the Id: compliant@appumkt.com.

The Company had 14 subsidiaries and no associate Companies at the beginning of the Financial Year under review and there was no change in the same during the year.

(i) The names of subsidiaries as on March 31, 2016, is as follows:

- a) AMM Textiles Limited
- b) AMM Irons Limited
- c) AMM Housing Limited
- d) AMM Commercial Limited
- e) Arcilla Developers Limited
- f) Arcilla Constructions Limited
- g) Arcilla Consultants Limited
- h) Arcilla Designers Limited
- i) Arcilla Housing Limited
- j) Arcilla Marketing Limited
- k) Arcilla Projects Limited
- l) Arcilla Real Estates Limited
- m) Arcilla Residency Limited
- n) Hamilton Tradecomm Limited

(ii) In terms of Rule 8(5)(iv) of the Companies (Accounts) Rules 2014, the disclosure on subsidiaries companies is made hereunder :

➤ **The names of companies which have become its subsidiaries.**

There was no such instance during the Financial Year under review.

➤ **The names of companies which have ceased to be its subsidiaries.**

There was no such instance during the Financial Year under review.

(c) Standalone Results

The total income of the Company during the Financial Year 2015-16 on a standalone basis was Rs. 373.42 lacs as compared to Rs. 555.29 lacs for the previous financial year. The total expenses for the year reduced to Rs. 364.05 lacs as compared to Rs. 541.24 lacs in previous year. In view of the same, Rs. 9.37 lacs profit before tax was recorded by the Company in the reporting year.

3. Dividend

Your Directors have after detailed deliberations on the performance of the Company, concluded that, considering the future prospects and for strengthening the financial position of the Company, it is prudent not to recommend any Dividend in respect of the Financial Year 2015-16.

4. The amount proposed to be carried to reserves

During the year, considering the operating performance of the Company, your Company has not transferred any amount in any Reserve.

5. Change in Share Capital

During the year under review, there has been no change in the Authorised or Paid-up Share Capital.

The Authorised Share Capital of the Company stands at Rs. 150, 000,000/- divided into 150,00,000 Equity Shares of Rs. 10 each. The Paid-up Share Capital of the Company is Rs. 145,765,000 /- divided into 1,45,76,500 Equity Shares of Rs. 10/- each.

6. Listing

The equity shares continue to be listed on the Calcutta Stock Exchange Ltd. & BSE Ltd. which has nation-wide terminals. Further, the Company is suspended from trading in securities w.e.f December 24, 2015 from BSE Ltd.

7. Corporate Governance Report

Your Company has been complying with all the requirements of the code of Corporate Governance, as specified by SEBI.

A separate report on Corporate Governance is furnished as a part of the Directors' Report and the certificate from a Practicing Chartered Accountant regarding compliance of condition of Corporate Governance is annexed to the said Report.

8. Extract of the Annual Return

The Extract of the Annual Return as on the financial year ended on March 31, 2016, in Form MGT-9 pursuant to section 92(3) of the Companies Act, 2013 (hereinafter referred to as the "Act") and Rule 12(1) of the Companies (Management and Administration) Rules, 2014 is appended to the Directors' Report in **Annexure-II**.

9. Number of Meetings of the Board

The Board of Directors of the Company met seven (7) times during the Financial Year under review, i.e. on: 11/05/2015, 29/05/2015, 12/08/2015, 15/10/2015, 13/11/2015, 13/02/2016, and 28/03/2016.

Further, one exclusive meeting of the Independent Directors, pursuant to Schedule IV of the Companies Act, 2013 and sub-regulation 3 of Regulation 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "the Listing Regulations") was held on 28/03/2016.

The Meetings were held in accordance with the provisions of the Act and the Listing Regulations, 2015.

The details of the Meetings of the Board of Directors during the Financial Year 2015-16 is encompassed in the Corporate Governance Report which is annexed to the said Report.

10. Disclosure pursuant to Section 177(8) of the Companies Act, 2013-Composition of the Audit Committee.

The Audit Committee of the Company comprises of three non-Executive Independent Directors and one Executive non Independent Director as on March 31, 2016. The Committee is chaired by a non-Executive Independent Director, Mr. Bhagwan Das Soni (DIN- 02308414).

The details of the same are morefully provided in the Corporate Governance Report.

During the Financial Year under review, the Committee met five (5) times and all such meetings were held in accordance with the provisions of the Act, Clause 49 of the erstwhile Listing Agreement and the Listing Regulations.

Further, the Board of Directors has accepted all the recommendations of the Audit Committee in the Financial Year 2015-16.

11. Composition of the Nomination and Remuneration Committee

The Nomination and Remuneration Committee of the Company comprises of three non-Executive Independent Directors as on March 31, 2016.

The details of the same are morefully provided in the Corporate Governance Report.

12. Composition of the Stakeholders Relationship Committee

The Stakeholders Relationship Committee consists of three non-Executive Independent Directors as on March 31, 2016.

The detail of the Committee is provided in the Corporate Governance Report.

13. Directors' Responsibility Statement

Pursuant to the provisions of Section 134 (3) (c) read with section 134 (5) of the Act, the Directors hereby confirm and state that:

- a. In the preparation of Annual Accounts for the financial year ended March 31, 2016, the applicable Accounting Standards have been followed along with the proper explanation relating to material departures, if any.
- b. The Directors have selected such accounting policies and have applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as on the Financial Year ended on March 31, 2016 and of the profit and loss of the company for the year ended on March 31, 2016;
- c. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- d. The Directors have prepared the annual accounts on a going concern basis.
- e. The Directors have laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and were operating effectively.
- f. The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

14. Declaration by the Independent Directors

Section 149(7) of the Act requires every independent director to give a declaration that he/she meets the criteria of Independence, at the first Board Meeting of every financial year.

Accordingly, the Company has taken on record, the Statement of Declaration of Independence, as submitted by all the Independent Directors.

15. Policy on Directors' Appointment & Remuneration

Pursuant to the provisions of Section 178(4) of the Act read with the Rules made thereunder and Clause 49 of the erstwhile Listing Agreement, the Nomination and Remuneration Committee has formulated the criteria for determining qualifications, positive attributes and independence of a director and has further formulated a policy relating to the remuneration for directors, key managerial personnel and other employees, which has been duly approved by the Board of Directors.

While formulating the Policy, the Nomination and Remuneration Committee has assured that:

- a. The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the Company successfully;
- b. The relationship of remuneration to performance is clear and meets appropriate benchmarks; and

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- c. The remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay, reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.

The details of the same have been provided in the Corporate Governance Report for the Financial Year 2015-16.

The Nomination and Remuneration Policy is reproduced in **Annexure-III**.

16. Auditors & Auditors' report

A. Statutory Auditors

The appointment of M/s. S.C. Swaika & Co, Chartered Accountants (Firm Registration No. 322137E), of 30/1, S.M. Ali Road, Barrackpore, Kolkata - 700 120, is subject to ratification by the members at the ensuing Annual General Meeting.

In this connection, M/s. S.C. Swaika & Co has furnished a Certificate of Eligibility pursuant to Section 141 of the Act read with the Rules framed thereunder.

Based on the recommendation of the Audit Committee, the Board of Directors recommends their ratification to the shareholders.

B. Independent Auditors' Report

The Self Explanatory Independent Auditors' Report does not contain any adverse remarks or qualification.

C. Secretarial Auditor

Pursuant to the provisions of Section 204 of the Act read with the Rules made thereunder, Ms. Puja Agarwal, Company Secretary in Practice (C.P. No.: 14637, Membership No. A36736), was appointed for the issuance of the Secretarial Audit Report for the Financial Year ended March 31, 2016.

D. Secretarial Audit Report

The Secretarial Audit Report is appended to the Directors' Report in **Annexure-IV**. The Report of the Secretarial Audit Report does not contain any adverse remark **except to the extent as mentioned herein below**:

- 1. The Company is suspended from trading in securities in the BSE Ltd. w.e.f December 24, 2015 under surveillance measure.***

17. Particulars of Loans, guarantees or investments under section 186.

Detail of Loans and Investment covered under Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

18. Particulars of contracts or arrangements with related parties referred to in sub-section (1) of section 188 in the prescribed form.

All related party transactions, contracts or arrangements that were entered into, during the financial year under review, were on an arms-length basis and in the ordinary course of business. The Company has adhered to its "Policy on Related Party Transactions and Materiality of Related Party Transactions" while pursuing all Related Party transactions.

During the year under review, the Company has not entered into material related party transaction as defined in Clause 49 of the erstwhile Listing Agreement, and/or section 188 of the Companies Act, 2013 and/or Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. A statement containing the details of material contracts or arrangements or transactions with related parties on an arm's length basis with respect to transactions as required under section 188(1) of the Act, are being reported in Form No. AOC-2 in terms of Section 134 of the Act read with

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the Rules made thereunder in **Annexure-V**.

19. State of Company Affairs & Future Outlook

The total income of the Company during the Financial Year 2015-16 on a standalone basis was Rs. 373.42 lacs as compared to Rs. 555.29 lacs for the previous financial year. The total expenses for the year reduced to Rs. 364.05 lacs as compared to Rs. 541.24 lacs in previous year. In view of the same, Rs. 9.37 lacs profit before tax was recorded by the Company in the reporting year.

The total income of the Company during the Financial Year 2015-16 on a consolidated basis was Rs. 373.42 lacs as compared to Rs. 555.29 lacs for the previous financial year. The total expenses for the year reduced to Rs. 368.22 lacs as compared to Rs. 541.51 lacs in previous year. In view of the same, Rs. 5.19 lacs profit before tax was recorded by the Company in the reporting year.

The Company's short term outlook remains subject to a range of challenges including: market conditions; the cost of its continued conservative approach to funding and capital; and potential regulatory changes and tax uncertainties.

20. Material Changes and commitments, if any, affecting the financial position of the Company, which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report.

No Material Changes and commitments affecting the financial position of the Company, have occurred between the end of the financial year of the company to which the financial statements relate and the date of this Directors' Report.

21. Disclosure in terms of Rule 8(3) of the Companies(Accounts) Rules, 2014 regarding Conservation of Energy, Technology Absorption, Foreign Exchange Earnings And Outgo.

In terms of Section 134 (3) (m) of the Act read with the Rules made there under, the Company has no activity relating to Conservation of Energy, Technology Absorption.

Further, during the year there was no Foreign Exchange Earnings And Outgo.

Therefore, the Company is not required to make any disclosure as specified in Section 134(3)(m) of the Act read with Rule 8(3) of the Companies (Accounts) Rules, 2014.

22. Risk Management Policy

In terms of Clause 49 of the erstwhile Listing Agreement, and in compliance with Section 134(3)(n) of the Act, the Company has a Risk Management Policy which provides for the identification therein of elements of risk, which in the opinion of the Board may threaten the existence of the Company.

Pursuant to Schedule IV(II)(4) of the Act, the Independent Directors, inter-alia amongst others, review the system from time to time to ensure that Risk Management is robust and satisfactory.

Further, in terms of Regulation 17(9)(b) of Listing Regulations, and Clause 49(I)(D)(2)(a) of the erstwhile Listing Agreement, the Board of Directors is responsible for framing, implementing and monitoring the Risk Management Plan of the Company, and have delegated the power of monitoring and reviewing of the risk management plan to the Risk Management Committee.

The Risk Management Committee is responsible for laying down procedures to inform Board members about the risk assessment and minimization procedures. This is described morefully in the Corporate Governance Report.

23. Policy on Corporate Social Responsibility (CSR) Initiatives

Pursuant to provisions of Section 135 of the Act, the Company is not required to constitute a Corporate Social Responsibility Committee or to undertake any CSR activities.

Therefore, the Company is not required to make any disclosure as specified in Section 134(3) (o) of the Act.

24. Manner of formal annual evaluation by the Board of its own performance and that of its committees and individual directors.

Pursuant to Section 134(3)(p) of the Act read with Rule 8(4) of the Companies (Accounts) Rules, 2014, other applicable provisions of the Act, and various applicable clauses of the Listing Regulations, and the erstwhile Listing Agreement, the disclosure regarding the manner of formal annual evaluation by the Board of its own performance and that of its various committees and individual directors is provided hereto:

a. Evaluation Criteria

Pursuant to Part D of Schedule II of the Listing Regulations, the Nomination and Remuneration Committee has formulated the criteria for evaluation of the performance of the Independent Directors and the Board. The Nomination and Remuneration Committee also identifies persons qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommends to the Board their appointment and removal and carries out the evaluation of every director's performance in accordance with Section 178(2) of the Act read with the Rules framed there under and Part D of Schedule II of the Listing Regulations.

The Board shall monitor & review the Board Evaluation Framework and evaluate the performance of all the Board Committees.

Further, pursuant to Clause 49(IV)(B)(1) of the erstwhile Listing Agreement, the Nomination and Remuneration Committee has formulated criteria for determining qualifications, positive attributes and independence of a director and recommended to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees. The details of the same are morefully described in the Corporate Governance Report.

Further, the Nomination and Remuneration Committee has also devised a Policy on Board Diversity as provided in Clause 49(IV)(B)(3) of the erstwhile Listing Agreement.

b. Performance Evaluation of the individual directors

Pursuant to section 178(2) of the Act, the Nomination and Remuneration Committee of the Company carries out the performance evaluation of the individual directors.

c. Board of Directors

A separate meeting of the Independent Directors of the Company was held on 28/03/2016, pursuant to Clause VII of Schedule IV to the Act and Regulation 25 of the Listing Regulations, for transacting the following businesses as setforth in the Agenda:

1. Review the performance of the Non-Independent Directors and the Board as a whole.
2. Review the performance of the Chairman of the Company, taking into account the views of the Executive Directors and Non-Executive Directors.
3. Assessment of 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.

The same was perused in accordance with the Evaluation criteria determined by the Nomination and Remuneration Committee.

The Independent Directors of the Company in fulfilling their role and functions as specified in Clause II of Schedule IV to the Act, help in bringing an objective view in the evaluation of the performance of the Board and management.

The Independent Directors expressed satisfaction over the performance of all the non-Independent Directors and the Chairman.

d. Performance Evaluation of the Independent Directors

Pursuant to Clause VIII of Schedule IV to the Act and Regulation 19 of the Listing Regulations, read with Part D of Schedule II thereto the performance evaluation of the Independent Directors is perused by the entire Board of Directors, excluding the director being evaluated.

On the basis of the report of performance evaluation, the extension of the term of appointment or its continuance in respect of the independent directors is being considered.

e. Performance Evaluation of the Committee

The Board of Directors evaluates the performance of all the Board Committees, based on the Company's Performance Evaluation Policy.

25. Nomination and Remuneration Policy

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors have adopted a Nomination and Remuneration Policy in terms of Section 178 of the Act, read with Rules made thereunder and Clause 49(IV)(B) of the erstwhile Listing Agreement.

The Nomination and Remuneration Policy is reproduced in **Annexure-III** and the shareholders may also visit the Company's website, viz; www.appumkt.com for the detailed Nomination and Remuneration Policy of the Company.

26. Change in the nature business:

There has been no change in the nature of business of the Company in the Financial Year under review.

27. Directors & Key Managerial Personnel

a. Non-Executive & Executive Directors - Non-independent.

Mr. Sudip Laha (DIN- 06417007), being Executive Director of the Company, retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment as Managing Director without any variation in the terms of his appointment.

Pursuant to Section 149 of the Companies Act, 2013 read with the Rules made thereunder, the Independent Directors shall hold office for a period of up to 5 consecutive years and shall not be liable to retire by rotation. They may be appointed for a maximum of two consecutive terms of up to 5 years each. In terms of revised clause 49 of the listing agreement which is applicable from 1st October, 2014, in case the Independent Director has already served for 5 or more years, he can be appointed for only one term of 5 years.

In this connection, all the Independent Directors of the Company, viz: Mr. Bhagwan Das Soni (DIN: 02308414), Mr. Tanumay Laha (DIN: 05338827), were appointed for a term of five consecutive years or till such earlier date to conform with the policy on retirement and as may be determined by any applicable statutes, rules, regulations or guidelines commencing from the conclusion of 31st Annual General Meeting of the Company and Ms. Namrata Chakraborty was appointed for a term of five consecutive years or till such earlier date to conform with the policy on retirement and as may be determined by any applicable statutes, rules, regulations or guidelines commencing from the conclusion of 32nd Annual General Meeting of the Company.

b. Chief Financial Officer.

Mr. Lokesh Pasari continues to hold office as the Chief Financial Officer of the Company.

c. Company Secretary.

Mr. Sankar Mukherjee continues to hold office as the company secretary of the company.

28. Details relating to deposits covered under Chapter V of the Act:

The Company has neither accepted during the year nor held at the end of the year any Public Deposit.

29. Details of deposits which are not in compliance with the requirements of Chapter V of the Act.

Since the Company has neither accepted any deposits during the financial year under review, nor has any outstanding deposits as on March 31, 2016, therefore there are no disclosures as specified in Rule 8(5)(vi) of the Companies (Accounts) Rules, 2014, for non-compliance with the requirements of Chapter V of the Act.

30. Details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and the Company's future operations:

No significant and material orders have been passed by the regulators or courts or tribunals impacting the going concern status and the Company's future operations.

31. Details in respect of adequacy of internal financial controls with reference to the Financial Statements.

The Audit Committee of the Company ensures that there is a direct relationship between the Company's objectives and the internal financial controls it implements to provide reasonable assurance about their achievement.

In this connection, the Audit Committee in coordination with the Internal Audit Department periodically reviews the following:

- a. Transactions are executed in accordance with the management's general or specific authorization;
- b. All transactions are promptly recorded with the correct amount in the appropriate accounts and in the accounting period in which they are executed so as to permit preparation of financial information within a framework of recognized accounting policies and practices and relevant statutory requirements, if any,
- c. Accountability of assets is adequately maintained and assets are safeguarded from unauthorized access, use or disposition.

There is a proper allocation of functional responsibilities within the Company and it is ensured that the quality of personnel commensurate with their responsibilities and duties. Further, proper accounting and operating procedures are followed to confirm the accuracy and reliability of accounting data, efficiency in operation and safety of the assets. The regular review of work of one individual by another minimizes the possibility of fraud or error in the absence of collusion.

32. Disclosure pursuant to Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 :

The Company has no employee whose remuneration exceeds the limit prescribed under Section 197 of the Act read with Rule 5(2) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

The disclosure pursuant to Rule 5(1) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided herein below:

In computing the various parameters, Gross Salary has been considered. Gross Salary of the employees primarily encompasses Salary, allowances and perquisites. Further, while calculating the median, those remunerations were included which were given throughout the year and the remuneration which were only for part of the year were excluded while comparing.

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I. Ratio of Remuneration of each director to the median remuneration of the employees of the company for the financial year.

Directors	Ratio of Remuneration to Median Remuneration
Mr. Sudip Laha - Managing Director	1.00
Mr. Bhagwan Das Soni -Non-Executive Independent Director	- No remuneration or sitting fees was paid
Mr. Tanumay Laha -Non-Executive Independent Director	- No remuneration or sitting fees was paid.
Ms. Namrata Chakraborty -Non-Executive Independent Director	- No remuneration or sitting fees was paid

II. The percentage increase in the remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year.

Directors, Chief Executive Officer, Chief Financial Officer and Company Secretary	% increase in remuneration in the Financial Year
Mr. Sudip Laha - Managing Director	- No increase in remuneration
Mr. Bhagwan Das Soni -Non-Executive Independent Director	- No remuneration or sitting fees was paid
Mr. Tanumay Laha -Non-Executive Independent Director	- No remuneration or sitting fees was paid
Ms. Namrata Chakraborty -Non-Executive Independent Director	- No remuneration or sitting fees was paid
Mr. Lokesh Pasari - Chief Financial Officer	- No increase in remuneration
Mr. Sankar Mukherjee - Company Secretary	- No increase in remuneration.

III. The percentage increase in the median remuneration of the employees in the financial year.

Since there was no median remuneration in F.Y. 2014-15 the Company is not required to provide the aforesaid disclosure.

IV. The number of permanent employees on the rolls of the company.

As on March 31, 2016, there are 18 Employees on the rolls of the Company.

V. The explanation on the relationship between average increase in remuneration and company performance.

In order to ensure that remuneration reflects Company performance, the performance pay is also linked to organization performance, apart from an individual's performance.

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VI. Comparison of the remuneration of the Key Managerial Personnel against the performance of the company.

Comparative Parameter	Amount (in `)
Aggregate remuneration of Key Managerial Personnel (KMP) in the Financial Year 2015-16.	3,24,000
Total Revenue	3,73,41,963
Remuneration of KMP's as a percentage of Total Revenue	0.87%
Profit before tax	9,36,954
Remuneration of KMP's as a percentage of Profit before Tax	34.58%
Profit after tax	6,47,435
Remuneration of KMP's as a percentage of Profit after Tax	50.04%

VII. Variations in :

A. The market capitalisation of the Company, price earnings ratio as at the closing date of the current financial year and previous financial year.

Particulars	31 st March, 2016	31 st March, 2015
Market Capitalisation	5,20,01,66,375-BSE (Equity Shares are not traded in BSE platform from December 24, 2015. Thus, Market Cap. Is calculated on the basis of last traded price.) 11,87,98,475-CSE (Equity Shares are not traded in CSE Platform since 1997. Thus, Market Cap. Is calculated on the basis of the last traded price.)	9,69,33,72,500-BSE 11,87,98,475-CSE (Equity Shares are not traded in CSE Platform since 1997. Thus, Market Cap. Is calculated on the basis of the last traded price.)
Price Earnings Ratio	8918.75-BSE (Equity Shares are not traded in BSE platform from December 24, 2015. Thus, Market Cap. Is calculated on the basis of last traded price.) 203.75-CSE (Equity Shares are not traded in CSE Platform since 1997. Thus, Price Earnings Ratio Is calculated on the basis of the last traded price.)	9500-BSE 116.43-CSE (Equity Shares are not traded in CSE Platform since 1997. Thus, Price Earnings Ratio Is calculated on the basis of the last traded price.)

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B. Percentage increase over decrease in the market quotations of the shares of the company in comparison to the rate at which the Company came out with the last public offer.

Particulars	March 31, 2016	(IPO)	% Change
Market Price	-	The Company has not made any Public Issue or Rights issue of securities in the last 10 years, so comparison have not been made of current share price with public offer price.	0.00

VIII. A. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year.

The increase in salary is by and large attributable to the increase in the number of employees from 6 as on 31st March, 2015 to 18 as on 31st March, 2016.

B. Its comparison with the percentile increase in the managerial remuneration and justification thereof;

There was no increase in the managerial remuneration in comparison to the increase in remuneration of other employees.

C. Whether there are any exceptional circumstances for increase in the managerial remuneration.

There are no exceptional circumstances prevalent for increase in the managerial remuneration.

IX. Comparison of the each remuneration of the Key Managerial Personnel against the performance of the company.

(in `)

Comparative Parameter	Sudip Laha Managing Director	Sankar Mukherjee Company Secretary	Lokesh Pasari Chief Financial Officer
Remuneration of the Key Managerial Personnel (KMP) in the Financial Year 2015-16.	96,000	1,20,000	1,08,000
Total Revenue			3,73,41,963
Remuneration of KMP's as a percentage of Total Revenue	0.26%	0.32%	0.29%
Profit before tax			9,36,954
Remuneration of KMP's as a percentage of Profit before Tax	10.25%	12.81%	11.53%
Profit after tax			6,47,435
Remuneration of KMP's as a percentage of Profit after Tax	14.83%	18.53%	16.68%

X. The key parameters for any variable component of remuneration availed by the directors.

Any variable component of remuneration payable to the Directors is based on the parameters, as approved by the Board of Directors, on the basis of the recommendation of the Nomination and Remuneration Committee. The said parameters are set considering the provisions of applicable regulations and Nomination & Remuneration Policy of the Company.

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XI. The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year.

The following employees' remuneration is more than that of the highest paid director for the Financial Year under review.

Name of the Employees	Ratio of the remuneration of the highest paid director to that of the employees
Sankar Mukherjee	1.25
Lokesh Pasari	1.13

XII. Affirmation that the remuneration is as per the remuneration policy of the company.

The Board of Directors hereby affirms that the remuneration paid to all directors, Key Managerial Personnel is in accordance with the Nomination and Remuneration Policy of the Company.

33. Vigil Mechanism/Whistle Blower Policy

The Vigil Mechanism/Whistle Blower Policy of the Company is aimed to provide a vigilance mechanism for the directors and employees of the Company to raise concern of any violations of legal or regulatory requirements, incorrect or misrepresentation of any financial statements and reports, etc. The purpose of this Policy is to encourage the Company's directors and employees who have concerns about suspected misconduct to come forward and express these concerns without fear of punishment or unfair treatment.

No personnel have been denied access to the Audit Committee. There were no instances of reporting under the Whistle Blower Policy.

The details of the Vigil Mechanism/Whistle Blower Policy is explained in the Corporate Governance Report and also disclosed on the website of the Company.

34. Insider Trading

The Company has put in place a Code of Conduct for Prevention of Insider Trading based on SEBI (Prohibition of Insider Trading) Regulations, 1992. This code was applicable upon all Directors and select employees. The code ensured prevention of dealing in shares by persons having access to unpublished price sensitive information.

The aforesaid Code was effective till May 14, 2015 & thereafter repealed with the following Codes pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015 and effective from 15th May, 2015:

- Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information.
- Code of Conduct to Regulate, Monitor and Report Trading.

The aforesaid Codes have been disclosed on the website of the Company.

35. Transfer of amount to Investor Education and Protection Fund (IEPF)

There is no amount pending for transfer to the Investor Education and Protection Fund, in accordance to the provisions of Section 205A(5) and 205C of the erstwhile Companies Act, 1956.

36. Green Initiative

To support the 'Green Initiative' in the Corporate Governance taken by the Ministry of Corporate Affairs, to contribute towards greener environment and to receive all documents, notices, including Annual Reports and other communications of the Company, investors should register their e-mail addresses with M/s. Niche Technologies Private Ltd., D-511, Bagree Market, 71, B.R.B. Basu Road, Kolkata 700 001, E- mail: nichetech@nichetechpl.com if shares are held in physical mode or with their DP if the holding is in electronic mode.

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Electronic Copies of the Annual Report and Notice of the Annual General Meeting are sent to all members whose e-mail addresses are registered with the Company/Depository Participant(s). For members who have not registered their email address, physical copies of the Annual Report and Notice of the Annual General Meeting are sent in the permitted mode. Members requiring physical copies can send their request to Mr. Sankar Mukherjee, Company Secretary of the Company.

The Company is providing remote e-voting facility to all the members to enable them to cast their votes electronically on all the resolutions set forth in the Notice pursuant to Section 108 of the Act read with Rule 20 of the Company's (Management and Administration) Rules 2014 and the applicable provision(s) of the Listing Regulations.

37. Compliance to the Sexual Harassment of Women at Workplace (Prevention, Prohibition, and Redressal) Act, 2013 read with the Sexual Harassment of Women at Workplace (Prevention, Prohibition, and Redressal) Rules, 2013.

The Company believes in creating a safe environment for the employees which is free from any discrimination.

In adherence to the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition, and Redressal) Act, 2013 read with the Sexual Harassment of Women at Workplace (Prevention, Prohibition, and Redressal) Rules, 2013, the Company has constituted an Internal Complaints Committee to look into the matters relating to sexual harassment at workplace.

Ms. Namrata Chakraborty (DIN: 06937620), non-Executive Independent Director, is the Presiding Officer of the Committee.

In the event of any sexual harassment at workplace, any woman employee of the Company may lodge complaint to Ms. Namrata Chakraborty (DIN: 06937620), in writing or electronically through e-mail at : compliant@appumkt.com

During the period under review, no complaints were received by the Company in terms of the aforesaid act.

38. Management's Discussion and Analysis

In accordance with the listing requirement, the Management's Discussion and Analysis forms part of this Report.

39. Acknowledgement

Your Directors would like to express their appreciation for the continued co-operation and support by the Government of India, various State Government departments, Financial Institutions, Banks and stakeholders, including, but not limited to, shareholders, customers and suppliers, among others. Your directors take this opportunity to place on record their deep sense of appreciation for the total commitment, dedication and hard work put in by the employees of the Company. Lastly, your directors are deeply grateful for the continuous confidence and faith shown by the members of the Company.

Place : Kolkata
Dated: 30.05.2016

On Behalf of the Board of Directors

Tanumay Laha
Chairman
DIN: 05338827

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)
Statement containing salient features of the Financial Statement of Subsidiaries
PART-"A": Subsidiaries

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

Sl. No.	Name of the Subsidiary	Share Capital (Rs.)	Reserves & Surplus (Rs.)	Total Assets (Rs.)	Total Liabilities (Rs.)	Investments (Rs.)	Turnover (Rs.)	Profit before taxation (Rs.)	Provision for taxation (Rs.)	Profit after taxation (Rs.)	Proposed Dividend (Rs.)	% of share holding
1	AMM Textiles Limited	5,00,000	(43,428)	25,21,915	25,21,915	20,54,000	Nil	(14,525)	Nil	(14,525)	Nil	100%
2	AMM Irons Limited	5,00,000	(43,278)	53,68,065	53,68,065	49,00,000	Nil	(14,375)	Nil	(14,375)	Nil	100%
3	AMM Commercial Limited.	5,00,000	(43,428)	13,87,915	13,87,915	9,20,000	Nil	(14,525)	Nil	(14,525)	Nil	100%
4	AMM Housing Limited	5,00,000	(43,328)	43,13,015	43,13,015	38,45,000	Nil	(14,425)	Nil	(14,425)	Nil	100%
5	Arcilla Developers Limited	5,00,000	(36,109)	26,59,616	26,59,616	25,94,000	Nil	(36,109)	Nil	(36,109)	Nil	100%
6	Arcilla Constructions Limited	5,00,000	(36,012)	4,69,713	4,69,713	4,00,000	Nil	(36,012)	Nil	(36,012)	Nil	100%
7	Arcilla Consultants Limited	5,00,000	(36,121)	30,09,604	30,09,604	29,39,000	Nil	(36,121)	Nil	(36,121)	Nil	100%
8	Arcilla Designers Limited	5,00,000	(35,995)	4,69,730	4,69,730	4,00,000	Nil	(35,995)	Nil	(35,995)	Nil	100%
9	Arcilla Housing Limited	5,00,000	(35,195)	4,70,530	4,70,530	4,60,000	Nil	(35,195)	Nil	(35,195)	Nil	100%
10	Arcilla Marketing Limited	5,00,000	(35,995)	12,24,730	12,24,730	11,55,000	Nil	(35,995)	Nil	(35,995)	Nil	100%
11	Arcilla Projects Limited	5,00,000	(36,109)	21,29,616	21,29,616	20,60,500	Nil	(36,109)	Nil	(36,109)	Nil	100%
12	Arcilla Real Estates Limited	5,00,000	(35,995)	4,69,730	4,69,730	4,00,000	Nil	(35,995)	Nil	(35,995)	Nil	100%
13	Arcilla Residency Limited	5,00,000	(35,995)	10,29,730	10,29,730	9,58,868	Nil	(35,995)	Nil	(35,995)	Nil	100%
14	Hamilton Tradecomm Limited	5,00,000	(35,995)	4,69,730	4,69,730	4,45,650	Nil	(35,995)	Nil	(35,995)	Nil	100%

Notes:

1. Name of Subsidiaries which are yet to commence operations: Nil
2. Name of Subsidiaries which have been liquidated or sold during the year: Nil

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PART-“B”: Associates and Joint Ventures

Statement pursuant to Section 129(3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Name of Associates/Joint Ventures	Nil
1. Latest Audited Balance Sheet Date	
2. Shares of Associate/Joint Ventures held by the Company on the year end	
No.	
Amount of Investment in Associates/Joint Venture	
Extend of Holding %	
3. Description of how there is significant influence	
4. Reason why the associate/joint venture is not consolidated	
5. Net worth attributable to Shareholding as per latest audited Balance Sheet	
6. Profit/Loss for the year	
(i) Considered in Consolidation	
(ii) Not Considered in Consolidation	

For and on Behalf of the Board of Directors

Date : 30.05.2016
Place : Kolkata

Sudip Laha
Managing Director
DIN : 06417007

Tanumay Iaha
Director
DIN : 05338827

Sankar Mukherjee
Company Secretary

Lokesh Pasari
CFO

APPU MARKETING & MANUFACTURING LIMITED

Annexure to Directors Report - II

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on March 31, 2016

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

I. REGISTRATION AND OTHER DETAILS:

i.	CIN	L51495WB1983PLC035864
ii.	Registration Date	19/02/1983
iii.	Name of the Company	Appu Marketing And Manufacturing Ltd
iv.	Category/Sub-Category of the Company	Public Company / limited by shares/Non-Government Company
v.	Address of the Registered office and contact details	27, Weston Street, 5th Floor, Room No. 526, Kolkata – 700 012. Phone No: +919681634539
vi.	Whether listed company	Yes
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Niche Technologies Pvt. Ltd. 71, B.R.B.Basu Road, D-511, Bagree Market 5th Floor, Kolkata – 700 001 Phone Nos. (033) 2235-7270/7271/2234-3576.

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the company
1	Sarees Trading	46419	90.24

IV. 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. Promoter									
1) Indian	151000	0	151000	1.04	151000	0	151000	1.04	0.00
a) Individual/ HUF									
b) Central Govt									
c) State Govt(s)									
d) Bodies Corp									
e) Banks / FI									
f) Any Other									
Sub-total (A)(1):-	151000	0	151000	1.04	151000	0	151000	1.04	0.00
2) Foreign									
a) NRIs-Individuals									
b) Other-Individuals									
c) Bodies Corp.									
d) Banks / FI									
e) Any Other....									
Sub-total(A)(2):-									
Total shareholding of Promoter (A) = (A)(1) + (A)(2)	151000	0	151000	1.04	151000	0	151000	1.04	0.00
B. Public Shareholding									
1. Institutions									
a) Mutual Funds									
b) Banks / FI									
c) Central Govt									
d) State Govt(s)									

[illegible]

[illegible]

ii. Shareholding of Promoters

Sr. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	% change in share holding during the year
1.	Anju Gupta	41900	0.29	0.00	41900	0.29	0.00	0.00
2.	Sudhir Tuli Gupta	68000	0.47	0.00	68000	0.47	0.00	0.00
3.	Sudhir Gupta karta (HUF)	41100	0.28	0.00	41100	0.28	0.00	0.00
	Total	151000	1.04	0.00	151000	1.04	0.00	0.00

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

Sr. no	Name	Shareholding at the beginning of the year	Cumulative Shareholding during the year
		No. of shares	% of total shares of the company
1.	Anju Gupta	41900	
	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):					
	At the End of the year			41900		0.29
2. Sudhir Tuli Gupta	At the beginning of the year	68000	0.47			
	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):	-	-	-		-
	At the End of the year			68000		0.47
3. Sudhir Gupta karta (HUF)	At the beginning of the year	41100	0.28			
	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):	-	-	-		-
	At the End of the year	-	-	41100		0.28

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

Sr. no	Name	For Each of the Top 10 Shareholders	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.	Anurodh Infrastructure Private Limited	At the beginning of the year	920	0.01		

	Increase in shares on 10.04.2015 (Purchase of shares in open Market)	5450	0.04	6370	0.04	0.04
	Decrease in Shares on 17.04.2015 (Sale of shares in open Market)	2000	0.01	4370	0.03	0.03
	Increase in shares on 08.05.2015 (Purchase of shares in open Market)	24650	0.17	29020	0.20	0.20
	Increase in shares on 22.05.2015 (Purchase of shares in open Market)	11635	0.08	40655	0.28	0.28
	Increase in shares on 29.05.2015 (Purchase of shares in open Market)	15650	0.11	56305	0.39	0.39
	Increase in shares on 05.06.2015 (Purchase of shares in open Market)	9300	0.06	65605	0.45	0.45
	Increase in shares on 12.06.2015 (Purchase of shares in open Market)	11860	0.08	77465	0.53	0.53
	Increase in shares on 19.06.2015 (Purchase of shares in open Market)	3439	0.02	80904	0.55	0.55
	Increase in shares on 26.06.2015 (Purchase of shares in open Market)	62755	0.43	143659	0.99	0.99
	Increase in shares on 30.06.2015 (Purchase of shares in open Market)	6300	0.04	149959	1.03	1.03
	Increase in shares on 10.07.2015 (Purchase of shares in open Market)	18100	0.12	168059	1.15	1.15
	Increase in shares on 17.07.2015 (Purchase of shares in open Market)	5481	0.04	173540	1.19	1.19
	Increase in shares on 24.07.2015 (Purchase of shares in open Market)	5975	0.04	179515	1.23	1.23

			5867	0.04	185382	1.27
	Increase in shares on 31.07.2015 (Purchase of shares in open Market)					
	Increase in shares on 07.08.2015 (Purchase of shares in open Market)		3007	0.02	188389	1.29
	Increase in shares on 14.08.2015 (Purchase of shares in open Market)		13217	0.09	201606	1.38
	Increase in shares on 21.08.2015 (Purchase of shares in open Market)		1724	0.01	203330	1.40
	Increase in shares on 28.08.2015 (Purchase of shares in open Market)		730	0.01	204060	1.40
	Increase in shares on 04.09.2015 (Purchase of shares in open Market)		43770	0.30	247830	1.70
	Increase in shares on 11.09.2015 (Purchase of shares in open Market)		21539	0.15	269369	1.85
	Increase in shares on 18.09.2015 (Purchase of shares in open Market)		7764	0.05	277133	1.90
	Increase in shares on 25.09.2015 (Purchase of shares in open Market)		2352	0.02	279485	1.92
	Increase in shares on 30.09.2015 (Purchase of shares in open Market)		1300	0.01	280785	1.93
	Increase in shares on 09.10.2015 (Purchase of shares in open Market)		3095	0.02	283880	1.95
	Increase in shares on 16.10.2015 (Purchase of shares in open Market)		500	0.00	284380	1.95
	Increase in shares on 30.10.2015 (Purchase of shares in open Market)		2	0.00	284382	1.95
	Increase in shares on 12.02.2016		1152	0.01	285534	1.96

		(Purchase of shares in open Market) Increase in shares on 31.03.2016 (Purchase of shares in open Market)	12446	0.08	297980	2.04
		At the End of the year (or on the date of separation, if separated during the year)			297980	2.04
2.	Bumpur Power Private Limited	At the beginning of the year	735	0.01		
		Increase in Shares as on 10.04.2015 (Purchase of shares in open Market)	17976	0.12	18711	0.12
		Increase in Shares as on 24.04.2015 (Purchase of shares in open Market)	7470	0.05	26181	0.18
		Increase in Shares as on 01.05.2015 (Purchase of shares in open Market)	2000	0.01	28181	0.19
		Increase in Shares as on 25.09.2015 (Purchase of shares in open Market)	104000	0.71	132181	0.91
		Increase in Shares as on 30.09.2015 (Purchase of shares in open Market)	60000	0.41	192181	1.32
		Increase in Shares as on 30.09.2015 (Purchase of shares in open Market)	40000	0.27	232181	1.59
		At the end of the year (or on the date of separation, if separated during the year)			232181	1.59
3.	Dwarkapati Builders Pvt. Ltd	At the beginning of the year	25164	0.17		

	Increase in shares on 03.04.2015 (Purchase of shares in open Market)	12500	0.09	37664	0.26
	Increase in shares on 10.04.2015 (Purchase of shares in open Market)	5000	0.03	42664	0.29
	Increase in shares on 17.04.2015 (Purchase of shares in open Market)	5911	0.04	48575	0.33
	Increase in shares on 24.04.2015 (Purchase of shares in open Market)	7100	0.05	55675	0.38
	Increase in shares on 01.05.2015 (Purchase of shares in open Market)	8500	0.06	64175	0.44
	Increase in shares on 08.05.2015 (Purchase of shares in open Market)	2200	0.01	66375	0.45
	Increase in shares on 15.05.2015 (Purchase of shares in open Market)	3200	0.02	69575	0.48
	Increase in shares on 22.05.2015 (Purchase of shares in open Market)	1300	0.01	70875	0.49
	Increase in shares on 29.05.2015 (Purchase of shares in open Market)	24100	0.17	94975	0.65
	Increase in shares on 05.06.2015 (Purchase of shares in open Market)	9300	0.06	104275	0.71
	Increase in shares on 12.06.2015 (Purchase of shares in open Market)	14910	0.10	119185	0.82
	Increase in shares on 19.06.2015 (Purchase of shares in open Market)	7665	0.05	126850	0.87
	Increase in shares on 26.06.2015 (Purchase of shares in open Market)	3000	0.02	129850	0.89

		Increase in shares on 03.07.2015 (Purchase of shares in open Market)	3000	0.02	132850	0.91
		Increase in shares on 10.07.2015 (Purchase of shares in open Market)	2900	0.02	135750	0.93
		Increase in shares on 17.07.2015 (Purchase of shares in open Market)	7330	0.05	143080	0.98
		Increase in shares on 24.07.2015 (Purchase of shares in open Market)	300	0.00	143380	0.98
		Increase in shares on 31.07.2015 (Purchase of shares in open Market)	10	0.00	143390	0.98
		Increase in shares on 07.08.2015 (Purchase of shares in open Market)	14011	0.10	157401	1.08
		Increase in shares on 14.08.2015 (Purchase of shares in open Market)	14493	0.10	171894	1.18
		Increase in shares on 21.08.2015 (Purchase of shares in open Market)	8205	0.06	180099	1.24
		Increase in shares on 28.08.2015 (Purchase of shares in open Market)	1300	0.01	181399	1.24
		Decrease in Shares on 09.10.2015 (Sale of shares in open Market)	75000	0.52	106399	0.73
		Decrease in Shares on 16.10.2015 (Sale of shares in open Market)	45000	0.31	61399	0.42
		Increase in shares on 04.12.2015 (Purchase of shares in open Market)	133460	0.92	194859	1.34
		At the End of the year (or on the date of separation, if separated during the year)			194859	1.34

4.	Fastner Machinery Dealers Pvt. Ltd.	At the beginning of the year	0	0.00		
		Increase in Shares on 08.05.2015 (Purchase of shares in open Market)	19151	0.13	19151	0.13
		Increase in Shares on 15.05.2015 (Purchase of shares in open Market)	53129	0.36	72280	0.50
		Increase in Shares on 22.05.2015 (Purchase of shares in open Market)	36422	0.25	108702	0.75
		Increase in Shares on 29.05.2015 (Purchase of shares in open Market)	61379	0.42	170081	1.17
		Increase in Shares on 05.06.2015 (Purchase of shares in open Market)	30607	0.21	200688	1.38
		Decrease in Shares on 12.06.2015 (Sale of shares in open Market)	6775	0.05	193913	1.33
		Increase in Shares on 19.06.2015 (Purchase of shares in open Market)	27696	0.19	221609	1.52
		Increase in Shares on 26.06.2015 (Purchase of shares in open Market)	13725	0.10	235334	1.61
		Decrease in Shares on 03.07.2015 (Purchase of shares in open Market)	45850	0.32	189484	1.30
		Increase in Shares on 10.07.2015 (Purchase of shares in open Market)	1900	0.01	191384	1.31
		Increase in Shares on 17.07.2015 (Purchase of shares in open Market)	5515	0.04	196899	1.35
		Increase in Shares on 24.07.2015 (Purchase of shares in open Market)	6950	0.05	203849	1.40

	Increase in Shares on 31.07.2015 (Purchase of shares in open Market)	2094	0.01	205943	1.41
	Increase in Shares on 07.08.2015 (Purchase of shares in open Market)	5264	0.04	211207	1.45
	Increase in Shares on 14.08.2015 (Purchase of shares in open Market)	150	0.00	211357	1.45
	Increase in Shares on 28.08.2015 (Purchase of shares in open Market)	14428	0.09	225785	1.55
	Increase in Shares on 04.09.2015 (Purchase of shares in open Market)	7771	0.05	233556	1.60
	Increase in Shares on 11.09.2015 (Purchase of shares in open Market)	30396	0.21	263952	1.81
	Increase in Shares on 18.09.2015 (Purchase of shares in open Market)	8813	0.06	272765	1.87
	Increase in Shares on 30.09.2015 (Purchase of shares in open Market)	6603	0.05	279368	1.91
	Increase in Shares on 09.10.2015 (Purchase of shares in open Market)	6426	0.04	285794	1.96
	Increase in Shares on 16.10.2015 (Purchase of shares in open Market)	9860	0.07	295654	2.03
	Decrease in Shares on 30.10.2015 (Purchase of shares in open Market)	7320	0.05	288334	1.98
	Increase in Shares on 06.11.2015 (Purchase of shares in open Market)	1309	0.01	289643	1.99
	Increase in Shares on 13.11.2015 (Purchase of shares in open Market)	2022	0.01	291665	2.00

		Increase in Shares on 20.11.2015 (Purchase of shares in open Market)	1468	0.01	293133	2.01
		Increase in Shares on 27.11.2015 (Purchase of shares in open Market)	1162	0.01	294295	2.02
		Increase in Shares on 04.12.2015 (Purchase of shares in open Market)	150835	1.04	445130	3.05
		At the End of the year (or on the date of separation, if separated during the year)			445130	3.05
5.	Ankit Patni	At the beginning of the year	206000	1.41		
		Decrease in shares on 10.04.2015 (Sale of shares in open Market)	4000	0.03	202000	1.39
		Decrease in shares on 17.04.2015 (Sale of shares in open Market)	2000	0.01	200000	1.37
		Decrease in shares on 24.04.2015 (Sale of shares in open Market)	3000	0.02	197000	1.35
		Decrease in shares on 01.05.2015 (Sale of shares in open Market)	5000	0.03	192000	1.32
		Decrease in shares on 15.05.2015 (Sale of shares in open Market)	14500	0.10	177500	1.22
		Decrease in shares on 22.05.2015 (Sale of shares in open Market)	28000	0.19	149500	1.03
		Decrease in shares on 29.05.2015 (Sale of shares in open Market)	9500	0.07	140000	0.96
		Decrease in shares on 05.06.2015 (Sale of shares in open Market)	6000	0.04	134000	0.92
		Decrease in shares on 12.06.2015	13500	0.09	120500	0.83

		(Sale of shares in open Market) Decrease in shares on 19.06.2015 (Sale of shares in open Market)	4000	0.03	116500	0.80
		At the End of the year (or on the date of separation, if separated during the year)			116500	0.80
6.	Prudential Iron Merchants Pvt. Ltd.	At the beginning of the year	0	0.00		
		Increase in shares on 03.07.2015 (Purchase of shares in open Market)	150819	1.03	150819	1.03
		Increase in shares on 10.07.2015 (Purchase of shares in open Market)	195635	1.34	346454	2.38
		Increase in shares on 09.10.2015 (Purchase of shares in open Market)	35000	0.24	381454	2.62
		Increase in shares on 16.10.2015 (Purchase of shares in open Market)	60000	0.41	441454	3.03
		Decrease in shares on 04.12.2015 (Sale of shares in open Market)	50000	0.34	391454	2.69
		At the End of the year (or on the date of separation, if separated during the year)			391454	2.69
7.	Sarita Patni	At the beginning of the year	210000	1.44		

		Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
		At the End of the year (or on the date of separation, if separated during the year)			210000	1.44
8.	Ideal Plywood Traders Pvt. Ltd.	At the beginning of the year	300	0.00		
		Increase in shares on 19.06.2015 (Purchase of shares in open Market)	400	0.00	700	0.01
		Increase in shares on 03.07.2015 (Purchase of shares in open Market)	150000	1.03	150700	1.03
		Increase in shares on 10.07.2015 (Purchase of shares in open Market)	25360	0.17	176060	1.21
		Decrease in shares on 07.08.2015 (Sale of shares in open Market)	6000	0.04	170060	1.17
		Increase in shares on 21.08.2015 (Purchase of shares in open Market)	1	0.00	170061	1.17
		Decrease in shares on 04.09.2015 (Sale of shares in open Market)	3400	0.02	166661	1.14
		Increase in shares on 25.09.2015 (Purchase of shares in open Market)	3500	0.02	170161	1.17
		Increase in shares on 09.10.2015 (Purchase of shares in open Market)	50000	0.34	220161	1.51
		Increase in shares on 16.10.2015 (Purchase of shares in open Market)	45000	0.31	265161	1.82

		Decrease in shares on 04.12.2015 (Sale of shares in open Market)	50000	0.34	215161	1.48
		Decrease in shares on 11.12.2015 (Sale of shares in open Market)	1000	0.01	214161	1.47
		Increase in shares on 19.02.2016 (Purchase of shares in open Market)	2000	0.01	216161	1.48
		Increase in shares on 04.03.2016 (Purchase of shares in open Market)	1400	0.01	217561	1.49
		At the End of the year (or on the date of separation, if separated during the year)			217561	1.49
9.	Megacity Food Suppliers Pvt. Ltd.	At the beginning of the year	0	0.00		
		Increase in shares on 03.07.2015 (Purchase of shares in open Market)	150000	1.03	150000	1.03
		Increase in shares on 09.10.2015 (Purchase of shares in open Market)	51587	0.35	124100	1.38
		Increase in shares on 16.10.2015 (Purchase of shares in open Market)	47792	0.33	249379	1.71
		Decrease in shares on 04.12.2015 (Sale of shares in open Market)	3000	0.34	199379	1.37
		At the End of the year (or on the date of separation, if separated during the year)			199379	1.37
10.	Dipesh Shah	At the beginning of the year	142500	0.98		
		Decrease in shares on 17.04.2015	3500	0.02	139000	0.95

	(Sale of shares in open Market)	3500	0.02	135500	0.93
	Decrease in shares on 24.04.2015 (Sale of shares in open Market)				
	Decrease in shares on 01.05.2015 (Sale of shares in open Market)	500	0.00	135000	0.93
	Decrease in shares on 08.05.2015 (Sale of shares in open Market)	7500	0.05	127500	0.88
	Decrease in shares on 15.05.2015 (Sale of shares in open Market)	4000	0.03	123500	0.85
	Decrease in shares on 22.05.2015 (Sale of shares in open Market)	5500	0.04	118000	0.81
	Decrease in shares on 29.05.2015 (Sale of shares in open Market)	8000	0.05	110000	0.75
	Decrease in shares on 05.06.2015 (Sale of shares in open Market)	5000	0.03	105000	0.72
	Decrease in shares on 26.06.2015 (Sale of shares in open Market)	7500	0.05	97500	0.67
	At the End of the year (or on the date of separation, if separated during the year)			97500	0.67
11.	Misrilall Mines Pvt Limited	463191	3.18		
	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
	At the End of the year (or on the date of separation, if separated during the			463191	3.18

		year)					
12.	Goldensight Commotrade Private Limited	At the beginning of the year	446178	3.06			
		Increase in shares on 10.04.2015 (Purchase of shares in open Market)	1500	0.01	447678	3.07	
		Increase in shares on 24.04.2015 (Purchase of shares in open Market)	2200	0.02	449878	3.08	
		Increase in shares on 01.05.2015 (Purchase of shares in open Market)	5000	0.03	454878	3.12	
		Increase in shares on 08.05.2015 (Purchase of shares in open Market)	6098	0.04	460976	3.21	
		Increase in shares on 15.05.2015 (Purchase of shares in open Market)	7552	0.05	468528	0.73	
		Decrease in shares on 22.05.2015 (Sale of shares in open Market)	500	0.00	468028	3.21	
		Increase in shares on 29.05.2015 (Purchase of shares in open Market)	7500	0.05	475528	3.26	
		Increase in shares on 05.06.2015 (Purchase of shares in open Market)	10200	0.07	485728	3.33	
		Increase in shares on 12.06.2015 (Purchase of shares in open Market)	1300	0.01	487028	3.34	
		Increase in shares on 19.06.2015 (Purchase of shares in open Market)	1000	0.01	488028	3.35	
		Increase in shares on 26.06.2015- (Purchase of shares in open Market)	11300	0.08	499328	3.43	
		Decrease in shares on 03.07.2015	489428	3.36	9900	0.07	

	(Sale of shares in open Market)	1350	0.01	11250	0.08
	Increase in shares on 10.07.2015 (Purchase of shares in open Market)				
	Increase in shares on 17.07.2015 (Purchase of shares in open Market)	1000	0.00	12250	0.08
	Decrease in shares on 24.07.2015 (Sale of shares in open Market)	3700	0.03	8550	0.06
	Increase in shares on 31.07.2015 (Purchase of shares in open Market)	12300	0.08	20850	0.14
	Increase in shares on 07.08.2015 (Purchase of shares in open Market)	8200	0.06	29050	0.20
	Increase in shares on 14.08.2015 (Purchase of shares in open Market)	3000	0.02	32050	0.22
	Increase in shares on 21.08.2015 (Purchase of shares in open Market)	11500	0.08	43550	0.30
	Increase in shares on 28.08.2015 (Purchase of shares in open Market)	1700	0.01	45250	0.31
	Increase in shares on 04.09.2015 (Purchase of shares in open Market)	700	0.01	45950	0.32
	Increase in shares on 18.09.2015 (Purchase of shares in open Market)	4300	0.03	50250	0.35
	Increase in shares on 25.09.2015 (Purchase of shares in open Market)	2000	0.01	52250	0.36
	Increase in shares on 30.09.2015 (Purchase of shares in open Market)	1498	0.01	53748	0.37
	Increase in shares on 20.11.2015 (Purchase of shares in open Market)	50	0.00	53798	0.37

		Increase in shares on 04.12.2015 (Purchase of shares in open Market)	15000	0.10	68798	0.47
		Increase in shares on 25.12.2015 (Purchase of shares in open Market)	1500	0.01	70298	0.48
		At the End of the year (or on the date of separation, if separated during the year)			70298	0.48
13.	Concord Vinimay Pvt. Ltd.	At the beginning of the year	296626	2.04		
		Increase in shares on 10.04.2015 (Purchase of shares in open Market)	119438	0.82	416064	2.85
		Increase in shares on 17.04.2015 (Purchase of shares in open Market)	10351	0.07	426415	2.93
		Increase in shares on 24.04.2015 (Purchase of shares in open Market)	32850	0.23	459265	3.15
		Increase in shares on 01.05.2015 (Purchase of shares in open Market)	3409	0.02	462674	3.17
		Decrease in shares on 08.05.2015 (Sale of shares in open Market)	87717	0.60	374957	2.57
		Decrease in shares on 15.05.2015 (Sale of shares in open Market)	100000	0.69	274957	1.89
		Decrease in shares on 19.06.2015 (Sale of shares in open Market)	13000	0.09	261957	1.80
		Increase in shares on 26.06.2015 (Purchase of shares in open Market)	6000	0.04	267957	1.84
		Decrease in shares on 30.06.2015 (Sale of shares in open Market)	15000	0.10	252957	1.74

	Increase in shares on 03.07.2015 (Purchase of shares in open Market)	16900	0.12	269857	1.85
	Decrease in shares on 10.07.2015 (Sale of shares in open Market)	50000	0.34	219857	1.51
	Increase in shares on 17.07.2015 (Purchase of shares in open Market)	63318	0.43	283175	1.94
	Increase in shares on 24.07.2015 (Purchase of shares in open Market)	19100	0.13	302275	2.07
	Increase in shares on 31.07.2015 (Purchase of shares in open Market)	853	0.01	303128	2.08
	Decrease in shares on 07.08.2015 (Sale of shares in open Market)	2639	0.02	300489	2.06
	Decrease in shares on 28.08.2015 (Sale of shares in open Market)	6540	0.05	293949	2.02
	Increase in shares on 04.09.2015 (Purchase of shares in open Market)	15000	0.10	308949	2.12
	Decrease in shares on 23.10.2015 (Sale of shares in open Market)	50000	0.34	258949	1.78
	Increase in shares on 30.10.2015 (Purchase of shares in open Market)	64602	0.44	323551	2.22
	Decrease in shares on 06.11.2015 (Sale of shares in open Market)	50448	0.35	273103	1.87
	Increase in shares on 13.11.2015 (Purchase of shares in open Market)	10000	0.07	283103	1.94
	Increase in shares on 20.11.2015 (Purchase of shares in open Market)	42500	0.29	325603	2.23

		Decrease in shares on 27.11.2015 (Sale of shares in open Market)	15000	0.10	310603	2.13
		Increase in shares on 04.12.2015 (Purchase of shares in open Market)	25003	0.17	335606	2.30
		Decrease in shares on 11.12.2015 (Sale of shares in open Market)	10	0.00	335596	2.30
		Increase in shares on 18.12.2015 (Purchase of shares in open Market)	9943	0.07	345539	2.37
		Increase in shares on 25.12.2015 (Purchase of shares in open Market)	13168	0.09	358707	2.46
		Increase in shares on 31.12.2015 (Purchase of shares in open Market)	7296	0.05	366003	2.51
		Decrease in shares on 05.02.2016 (Sale of shares in open Market)	10000	0.07	356003	2.44
		Decrease in shares on 25.03.2016 (Sale of shares in open Market)	70614	0.48	285389	1.96
		At the End of the year (or on the date of separation, if separated during the year)			285389	1.96
14	Samudhita Vanijya Private Limited	At the beginning of the year	267891	1.84		
		Decrease in shares on 03.07.2015 (Sale of shares in open Market)	267891	1.84		

		At the End of the year (or on the date of separation, if separated during the year)				0	0.00
15	Headfirst Vinimay Private Limited	At the beginning of the year	191416	1.31			
		Decrease in shares on 08.05.2015 (Sale of shares in open Market)	1300	0.01	190116	1.30	
		Decrease in shares on 22.05.2015 (Sale of shares in open Market)	2800	0.02	187316	1.28	
		Decrease in shares on 29.05.2015 (Sale of shares in open Market)	2500	0.02	184816	1.27	
		Increase in shares on 26.06.2015 (Purchase of shares in open Market)	2500	0.02	187316	1.28	
		Decrease in shares on 10.07.2015 (Sale of shares in open Market)	184516	1.26	2800	0.02	
		At the End of the year (or on the date of separation, if separated during the year)			2800	0.02	
16	Manjudevi Bechhraj Begani	At the beginning of the year	150000	1.03			
		Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-			

		At the End of the year (or on the date of separation, if separated during the year)			150000	1.03
17	BMA Wealth Creators Limited	At the beginning of the year	125000	0.86		
		Increase in shares as on 24.04.2015 (Purchase of shares in open Market)	8149	0.06	133149	0.91
		Decrease in shares as on 01.05.2015 (Sale of shares in open Market)	7149	0.05	126000	0.86
		Increase in shares as on 08.05.2015 (Purchase of shares in open Market)	1900	0.01	127900	0.87
		Decrease in shares as on 15.05.2015 (Sale of shares in open Market)	700	0.01	127200	0.87
		Increase in shares as on 22.05.2015 (Purchase of shares in open Market)	3350	0.02	130550	0.90
		Decrease in shares as on 29.05.2015 (Sale of shares in open Market)	950	0.01	129600	0.89
		Decrease in shares as on 05.06.2015 (Sale of shares in open Market)	1100	0.01	128500	0.88
		Decrease in shares as on 12.06.2015 (Sale of shares in open Market)	2500	0.02	126000	0.86
		Increase in shares as on 19.06.2015 (Purchase of shares in open Market)	5500	0.04	131500	0.90
		Decrease in shares as on 26.06.2015 (Sale of shares in open Market)	3500	0.02	128000	0.87

	Decrease in shares as on 30.06.2015 (Sale of shares in open Market)	1500	0.01	126500	0.87
	Decrease in shares as on 10.07.2015 (Sale of shares in open Market)	1000	0.01	125500	0.86
	Increase in shares as on 24.07.2015 (Purchase of shares in open Market)	2500	0.02	128000	0.88
	Decrease in shares as on 31.07.2015 (Sale of shares in open Market)	1151	0.01	126849	0.87
	Decrease in shares as on 07.08.2015 (Sale of shares in open Market)	349	0.00	126500	0.87
	Decrease in shares as on 14.08.2015 (Sale of shares in open Market)	1000	0.01	125500	0.86
	Decrease in shares as on 04.09.2015 (Sale of shares in open Market)	500	0.00	125000	0.86
	Increase in shares as on 11.12.2015 (Purchase of shares in open Market)	14800	0.10	139800	0.96
	At the End of the year (or on the date of separation, if separated during the year)			139800	0.96

v.Shareholding of Directors and Key Managerial Personnel

Sr. no	Name	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.	Bhagwan Das Soni (Director)	-	-	-	-

		Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-	-
		At the End of the year	-	-	-	-	-
2.	Tanumay Laha (Director)	At the beginning of the year	-	-	-	-	-
		Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-	-
		At the End of the year	-	-	-	-	-
3.	Namrata Chakraborty (Director)	At the beginning of the year	-	-	-	-	-
		Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-	-
		At the End of the year	-	-	-	-	-
4.	Sudip Laha(Managing Director)	At the beginning of the year	-	-	-	-	-
		Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-	-
		At the End of the year	-	-	-	-	-

5.	Sankar Mukherjee (Secretary)	At the beginning of the year	-	-	-	-	-
		Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-	-
		At the End of the year	-	-	-	-	-
6.	Lokesh Pasari(CFO)	At the beginning of the year	-	-	-	-	-
		Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-	-
		At the End of the year	-	-	-	-	-

APPU MARKETING & MANUFACTURING LIMITED

V. 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	NIL			
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total(i+ii+iii)				
Change in Indebtedness during the financial year				
- Addition				
- Reduction				
Net Change				
Indebtedness at the end of the financial year				
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)				

APPU MARKETING & MANUFACTURING LIMITED

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager

Sl. No.	Particulars of Remuneration	Name of MD/WT/ Manager	Total Amount (In Rs.)
		SUDIP LAHA Managing Director (In Rs.)	
1.	Gross salary (a)Salary as per provisions contained in section17(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	96000 Nil Nil	96000
2.	Stock Option	Nil	Nil
3.	Sweat Equity	Nil	Nil
4.	Commission - as % of profit - others, specify...	Nil	Nil
5.	Others, please specify	Nil	Nil
6.	Total (A)	96000	96000
	Ceiling as per the Act		42,00,000

APPU MARKETING & MANUFACTURING LIMITED

B. Remuneration to other directors:

					(In Rs.)
	Particulars of Remuneration	Name of Directors			Total Amount
		Bhagwan Das Soni	Tanumay Laha	Namrata Chakraborty	
	<u>Independent Directors</u> <ul style="list-style-type: none">- Fee for attending board Committee meetings- Commission- Others, please specify	Nil			
	Total(1)				
	<u>Other Non-Executive Directors</u> <ul style="list-style-type: none">- Fee for attending board committee meetings- Commission- Others, please specify				
	Total(2)				
	Total(B)=(1+2)				
	Total Managerial Remuneration				
	Over all Ceiling as per the Act				

APPU MARKETING & MANUFACTURING LIMITED

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

(In Rs.)

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Sankar Mukherjee Company Secretary	Lokesh Pasari CFO	Total
1.	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil	1,20,000	1,08,000	2,28,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil	Nil	Nil
2.	Stock Option	Nil	Nil	Nil	Nil
3.	Sweat Equity	Nil	Nil	Nil	Nil
4.	Commission - as % of profit - others, specify...	Nil	Nil	Nil	Nil
5.	Others, please specify	Nil	Nil	Nil	Nil
6.	Total	Nil	1,20,000	1,08,000	2,28,000

APPU MARKETING & MANUFACTURING LIMITED

VII. 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			NONE		
Penalty					
Punishment					
Compounding					
B. Director					
Penalty					
Punishment					
Compounding					
C. Other Officer in default					
Penalty					
Punishment					
Compounding					

For Appu Marketing & Manufacturing Limited
Tanumay Laha
Managing Director
DIN: 01731277

For Appu Marketing & Manufacturing Limited
Rajesh Kurmi
Director
DIN: 01714280

For Appu Marketing & Manufacturing Limited
Raj Kishor Chourasia
Company Secretary

For Appu Marketing & Manufacturing Limited
Avik Gupta
CFO

NOMINATION AND REMUNERATION POLICY

1. PREAMBLE

This Nomination, Remuneration and Evaluation Policy (the “Policy”) applies to the Board of Directors (the “Board”), Key Managerial Personnel (the “KMP”), the Senior Management Personnel and other employees of Appu Marketing and Manufacturing Limited (the “Company”).

This Policy is in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and Clause 49 under the Listing Agreement entered into by the Company with Stock Exchanges, as amended from time to time. This policy shall act as a guideline for determining, inter-alia, qualifications, positive attributes and independence of a Director, appointment, removal and evaluation of performance of the Directors, Key Managerial Personnel, Senior Management and matters relating to the remuneration of the Directors, Key Managerial Personnel, Senior Management and other employees.

Effective date: This policy shall be effective from the 1st October, 2014.

2. POLICY OBJECTIVES

The Policy is framed with the objective(s):

- i. To formulate the criteria for determining qualifications, positive attributes and independence of a director;
- ii. To identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board their appointment and removal.
- iii. Recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.

3. DEFINITIONS

“Company” means Appu Marketing & Manufacturing Limited.

“Act” means Companies Act, 2013 and rules thereunder.

“Board” means Board of Directors of the Company.

“Listing Agreement” means Equity Listing Agreement entered into by the Company with the Stock Exchanges.

“Committee” means Nomination and Remuneration Committee of the Company as constituted or reconstituted by the Board.

“Policy” means Nomination and Remuneration Policy.

“Independent Director” means a Director of the Company, not being in whole time employment and who is neither a promoter nor belongs to the promoter group of the Company and who satisfies the criteria for independence as prescribed under Section 149 of the Companies Act, 2013 and the Listing Agreement with the stock exchanges.

“Key Managerial Personnel” means Key managerial personnel as defined under the Companies Act, 2013 and includes:

- i. Managing Director or Executive Director or Chief Executive Officer or Manager
- ii. Whole-time Director;

- iii. Company Secretary;
- iv. Chief Financial Officer and
- v. Such other officer as may be prescribed.

“Senior Management” means personnel of the Company who are members of its core management team (Internal Board) excluding the Board of Directors.

Unless the context otherwise requires words and expressions used in this policy and not defined herein but defined in the Companies act, 2013 as may be amended from time to time shall have the meaning respectively assigned to them therein.

4. NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration committee shall constitute of three or more non executive director out of which atleast one half shall be independent director(s), provided that chairperson of the company may be appointed as a member of this committee but shall not chair such committee.

The committee will meet at such intervals as deem fit to carry out the objectives as set out in the policy. A quorum of two members is required to be present at the meeting to carry out the proceedings of the meeting. The committee shall have the authority to call any employee(s), senior official(s) and / or externals as it deems fit.

The Chairperson of the Committee shall be an Independent Director. Chairperson of the Company may be appointed as a member of the Committee but shall not be a Chairman of the Committee.

Provided that Nomination and Remuneration Committee shall set up mechanism to carry out its functions and is further authorized to delegate any / all of its powers to any of the Directors and / or officers of the Company, as deemed necessary for proper and expeditious expedition.

The Company secretary shall act as secretary to the committee.

Proceedings of all meetings shall be minute and signed by the Chairman of the Committee at the subsequent meeting. Minutes of the Committee meetings will be tabled at the subsequent Board and Committee meetings.

5. POLICY RELATING TO DETERMINATION OF APPOINTMENT AND REMOVAL OF DIRECTORS, KEY MANAGERIAL PERSONNEL, SENIOR MANAGEMENT

Appointment criteria and qualifications:

- (i) Identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal.
- (ii) A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person are sufficient / satisfactory for the concerned position.
- (iii) The Committee shall devise a policy on Board diversity after reviewing the structure, size and composition (including the skills, knowledge and experience) of the Board which will facilitate the Committee to recommend on any proposed changes to the Board to complement the Company's corporate strategy.
- (iv) Appointment of independent directors shall be in compliance with the provisions of section 149 of the Companies Act read with schedule IV and rules thereunder and relevant provisions of the Clause 49 of the Listing Agreement.

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- (v) Appointment of Managing Directors/Manager/Whole-Time Directors shall also be in compliance with section 196 of the Act read with rules made thereunder and Schedule V of the Act and relevant provisions of the Listing Agreement.
- (vi) The Company shall consider balance of qualification, skills, regional and industry experience, background and other qualities required to operate successfully in the position of Senior Management Level.

Letters of Appointment:

Each Director/KMP/Senior Officials is required to sign the letter of appointment with the Company containing the terms of appointment and the role assigned in the Company.

Removal:

Due to reasons for any disqualification mentioned in the Act or under any other applicable Act, rules and regulations made thereunder, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the said Act, rules and regulations.

Retirement:

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

6. POLICY RELATING TO THE REMUNERATION FOR THE DIRECTORS , KMP AND SENIOR MANAGEMENT PERSONNEL

The Nominations & Remuneration Committee determines individual remuneration packages for Directors, KMPs and Senior Officials of the Company taking into account factors it deems relevant, including but not limited to market, business performance and practices in comparable companies, having due regard to financial and commercial health of the Company as well as prevailing laws and government/other guidelines. The Committee consults with the Board as it deems appropriate.

Statutory Requirements:

- Section 197(5) provides for remuneration by way of a fee to a director for attending meetings of the Board of Directors and Committee meetings or for any other purpose as may be decided by the board.
- Section 197(1) of the Companies Act, 2013 provides for the total managerial remuneration payable by the Company to its directors, including managing director and whole time director, and its manager in respect of any financial year shall not exceed eleven percent of the net profits of the Company computed in the manner laid down in Section 198 in the manner as prescribed under the Act.
- The Company with the approval of the Shareholders and Central Government may authorise the payment of remuneration exceeding eleven percent of the net profits of the company, subject to the provisions of Schedule V.
- The Company may with the approval of the shareholders authorise the payment of remuneration upto five percent of the net profits of the Company to its anyone Managing Director/Whole Time Director/Manager and ten percent in case of more than one such official.
- The Company may pay remuneration to its directors, other than Managing Director and Whole Time Director upto one percent of the net profits of the Company, if there is a managing director or whole time director or manager and three percent of the net profits in any other case.

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- The net profits for the purpose of the above remuneration shall be computed in the manner referred to in Section 198 of the Companies Act, 2013.

The Independent Directors shall not be entitled to any stock option and may receive remuneration by way of fee for attending meetings of the Board or Committee thereof or for any other purpose as may be decided by the Board and profit related commission as may be approved by the members..

The remuneration payable to the Directors shall be as per the Company's policy and shall be valued as per the Income Tax Rules.

The remuneration payable to the Key Managerial Personnel and the Senior Management shall be as may be decided by the Board having regard to their experience, leadership abilities, initiative taking abilities and knowledge base.

7. EVALUATION

The Committee shall carry out evaluation of performance of every Director, KMP and Senior Management Personnel at regular interval. The evaluation/assessment of the Directors, KMPs and the senior officials of the Company is to be conducted on an annual basis and to satisfy the requirements of the Listing Agreement.

8. TERM/TENURE

Managing Director/Whole time director:

- a. The Company shall appoint or re-appoint any person as its Managing Director or whole time Director for a term not exceeding five years at a time.
- b. No re-appointment shall be made earlier than one year before the expiry of term.

Independent Director:

The maximum tenure of Independent Directors shall be in accordance with the Companies Act, 2013 and clarifications/circulars issued by the Ministry of Corporate Affairs, in this regard, from time to time.

9. DISCLOSURE

This policy shall be disclosed in Annual report as part of board's report therein.

10. AMENDMENTS

In case of any subsequent changes in the Companies Act, 2013, Listing Agreement or any other applicable rules or regulations which makes any of the provisions in the policy inconsistent with the Act or regulations, the provisions of the Act or regulations would prevail over the Policy with effect from their enforcement and the Policy would be modified in due course to make it consistent with the amended laws. Any changes or modification on the Policy would be approved by the Board of Directors of the Company.

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2016.

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

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

To,
The Members,
Appu Marketing & Manufacturing Ltd.
27, Weston Street, 5th Floor,
Room no – 526,
Kolkata -700 012.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Appu Marketing & Manufacturing Ltd. Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of M/s Appu Marketing & Manufacturing Ltd. books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2016 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by Appu Marketing & Manufacturing Ltd. ("the Company") for the financial year ended on 31st March, 2016 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) 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 (upto 14th May, 2015) and Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (effective from 15th May, 2015);
 - (c) The Listing Agreement with Stock Exchanges for the period from April 1, 2015 to November 30, 2015 and as per the relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") for the period from December 01, 2015;

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Provisions of the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') were not attracted to the Company under the financial year under report:-

- (a) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- (b) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- (c) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (d) 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;
- (e) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
- (f) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

I have relied on the representation made by the Company and its Officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company.

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

- i. Secretarial Standards with regard to meeting of Board of Directors (SS-1) and General Meetings (SS-2) issued by the Institute of Company Secretaries of India.
- ii. The Listing Agreements entered into by the Company with BSE Limited and Calcutta Stock Exchange Limited.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except to the extent as mentioned herein below:

- 1. *The Company is suspended from trading in securities in the BSE Ltd. w.e.f December 24, 2015 under surveillance measure.*

I further report that

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

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

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

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

During the audit period under review, there were no instances of:

- (i) Public/Right/Preferential issue of shares / debentures/sweat equity, etc.
- (ii) Redemption / buy-back of securities.
- (iii) Merger / amalgamation / reconstruction, etc.

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(iv) Foreign technical collaborations.

This Report is to be read with the Auditor's Note on the Maintenance of Secretarial Records of the Company as provided in ANNEXURE I & which forms an integral part of this Secretarial Audit Report.

Place : Kolkata
Date : 30.05.2016

CS PUJA AGARWAL
Practising Company Secretary
M. No. A36736
C P No. 14637

APPU MARKETING & MANUFACTURING LIMITED

ANNEXURE – I

[Auditor's Note on the Maintenance of Secretarial Records of Appu Marketing & Manufacturing Limited for the financial year ended 31st March' 2016]

To,
The Members,
Appu Marketing & Manufacturing Ltd.
27, Weston Street, 5th Floor,
Room no – 526,
Kolkata - 700 012.

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

1. The Company's Management is responsible for the maintenance of Secretarial Records in a manner to ensure compliance by the Company of applicable laws and to take adequate steps for the existence of proper and adequate systems and processes in this regard. Our responsibility is to express an opinion on such secretarial records based on our audit.
2. I have followed the Audit practices and processes as where appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial Records. I believe that the process and practices, I followed provide a reasonable basis for my opinion.
3. I have relied on the representation made by the Company and its Officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company.
4. I have not verified the correctness and appropriateness of the financial records and Books of Accounts of the Company.
5. The compliance of the provisions of corporate and other applicable laws, rules and regulations is the responsibility of the management. This Secretarial Audit Report is not an assurance of the effectiveness with which the Management has conducted the affairs of the Company.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place : Kolkata
Date : 30.05.2016

CS PUJA AGARWAL
Practising Company Secretary
M. No. A36736
C P No. 14637

APPU MARKETING & MANUFACTURING LIMITED

Form No. AOC-2

Annexure -5

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

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

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

There were no contracts or arrangements or transactions entered into during the year ended March 31, 2016, which were not at arm's length basis.

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

The details of material contracts or arrangement or transactions at arm's length basis for the year ended March 31, 2016 are as follows:

Name of the related party and nature of relationship	Nature of transaction	Duration of transaction	Salient terms of the transaction including the value, if any	Amount paid as advances, if any
Arcilla Developers Limited	Investment in 100% Wholly Owned Subsidiary	One time	5,00,000	Nil
Arcilla Constructions Limited.	Investment in 100% Wholly Owned Subsidiary	One time	5,00,000	Nil
Arcilla Consultants Limited	Investment in 100% Wholly Owned Subsidiary	One time	5,00,000.	Nil
Arcilla Designers Limited	Investment in 100% Wholly Owned Subsidiary	One time	5,00,000	Nil
Arcilla Housing Limited	Investment in 100% Wholly Owned Subsidiary	One time	5,00,000	Nil
Arcilla Marketing Limited	Investment in 100% Wholly Owned Subsidiary	One time	5,00,000	Nil
Arcilla Projects Limited	Investment in 100% Wholly Owned Subsidiary	One time	5,00,000	Nil
Arcilla Real Estates Limited	Investment in 100% Wholly Owned Subsidiary	One time	5,00,000	Nil
Arcilla Residency Limited	Investment in 100% Wholly Owned Subsidiary	One time	5,00,000	Nil
Hamilton Tradecomm Limited	Investment in 100% Wholly Owned Subsidiary	One time	5,00,000	Nil
Arcilla Consultants Limited	Advance to Subsidiary	N.A.	Advance	20,15,000
Arcilla Marketing Limited	Advance to Subsidiary	N.A	Advance	7,55,000

Note:- Appropriate approvals have been taken for Related Party Transactions. All the transactions referred above are in the ordinary course of business and on an arm's length basis.

For Appu Marketing & Manufacturing Ltd.

Tanumay Laha

Chairman

DIN: 05338827

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Business Overview:

Your Company is currently engaged in the trading and distribution of different types of commodities and materials. Our products are mainly supplied to retailers based at Kolkata and adjacent territories. This Management's Discussion and Analysis contains statements and information concerning anticipated developments in the Company's continuing and future operations, the adequacy of the Company's financial resources and financial projections.

Industry Structure and Developments:

The trend of slowdown in global growth continued during the year. Against this global backdrop, the growth in India stayed fairly resilient. The global economy in F.Y. 2015-16 witnessed divergent trends among major economies. Given the backdrop of a slowing market, a volatile input cost environment and heightened competitive intensity, the operating environment for your Company during the year continued to be challenging. Despite unpredictable headwinds, the global economic recovery is gaining momentum. These winds of positive change have masked the growth divergence among major economies

Opportunities and Threats:

The priorities of the industry are changing, concentrating more on re-organization of operations, development of new markets and marketing techniques, giving the organization's vision a global outlook and retaining and building upon customer relationships. Fragmented markets provide many opportunities for company to expand and increase market share. New markets allow company to expand their business and diversify their portfolio of products and services.

Changes to government rules and regulations can negatively affect the company. Politics can increase company's risk factors, because governments can quickly change business rules that negatively affect company's business. Political Risk has a significant impact; Volatile costs mean company has to plan for scenarios where costs sky rocket. Cautious planning leads to development delays that can negatively affect the company.

Risks and Concerns:

During the year, the Company has made significant gains in market share and sales volume by focusing on innovation, intensive marketing strategies and network expansion. Managing risks while strategising was key factor in the successful outcome of these initiatives.

We are subject to a number of risks and uncertainties that can significantly affect our business, financial condition and future financial performance. These risks and uncertainties are not necessarily the only risks the Company faces. Additional risks and uncertainties that are presently unknown to the Company may adversely affect our business. The most important among them are credit risk, market risk and operational risk.

The measurement, monitoring management of risk remains key focus areas for the company. The Company is committed to establishing a framework that ensures risk management is an integral part of its activities. To ensure the continued growth and success of the Company, risks are identified and managed through a Risk Management Committee.

Future Outlook:

The focus for the forthcoming financial year for the Company will be continued delivery in progressing mode and grabbing the opportunities and trying to overcome challenges.

Internal Control Systems And Their Adequacy

Given the nature of business and the size of operations, your Company's Internal Control System has been designed to provide for:

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- Accurate recording of transactions with internal checks and prompt reporting;
- Adherence to applicable Accounting Standards and Policies;
- Compliance with applicable statutes, policies and procedures, guidelines and authorisations;
- Effective use of resources and safeguarding of assets.

Your Company has put in place an adequate internal Control System to safeguard all assets and ensure operational excellence. The system also meticulously records all transaction details and ensures regulatory compliance. The reports are reviewed by the Audit Committee of the Board. Wherever deemed necessary, internal control system are strengthened and corrective actions initiated.

Internal Control and Audit is an important procedure and the Audit Committee of your Company reviews all the control measures on a periodic basis and recommends improvements, wherever appropriate. The internal control is designed to ensure that the financial and other records are reliable for preparing financial statements for maintaining accountability of assets.

Review of Operational and Financial Performance:

The Company on standalone basis earned revenue of Rs. 37,341,963/- during the Financial Year under review as against revenue of Rs. 55,529,045/- in the last year. Whereas, the net profit after tax on standalone basis recorded by the Company was Rs. 6,47,435/- for the Financial Year under review as compared to profit of Rs. 9,70,526/- in previous financial year.

Your Company has continued to publish consolidated accounts of its subsidiaries in line with last year.

Debt Structure:

During the year under review your Company has not raised any amount by way of debt.

Human Resources:

The Company always considers its human resources as a valuable asset and is committed towards their development for continuous growth. Focus on training to enhance the skill-sets of employees in line with the business and market requirements continued throughout the year and it confers rewards and recognition based on merit.

The total employee's strength of the Company was 18 as on March 31, 2016.

Your Company continues to focus on driving inclusion through building leadership capability and recognizing line managers who provide a simple, flexible and respectful work environment for their teams.

The Entire HR system including recruitment, performance management system, reward and recognition has been aligned with the business objectives.

Cautionary Statement:

Statements made in the Management Discussion and analysis describing the Company's objectives, projections, estimates, predictions and expectations may be "forward looking statements" within the meaning of applicable securities law and regulations. Actual results might differ materially from those either expressed or implied.



S. C. SWAIKA & CO.
(Chartered Accountants)
30/1, S.M. Ali Road,
Barrackpore, Kolkata-700 120

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members of
Appu Marketing & Manufacturing Limited

We have examined the compliance of conditions of Corporate Governance by Appu Marketing & Manufacturing Limited for the year ended on 31st March, 2016 as stipulated in Clause 49 of the Listing Agreement of the said Company with Stock Exchange for the period from April 1, 2015 to November 30, 2015 and as per the relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") for the period from December 01, 2015 to March 31, 2016.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to review the procedures and implementations thereof adopted by the Company for ensuring compliance with the conditions of the Corporate Governance as stipulated in the said clause. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement/Listing Regulations.

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

For S.C.SWAIKA & CO.
(Chartered Accountants)
FRN No.322137E

(S.C.Swaika)
(Proprietor)
(M.No.053694)

Place : Kolkata
Dated : 30th May, 2016

APPU MARKETING & MANUFACTURING LIMITED

CORPORATE GOVERNANCE REPORT

1. Brief Statement on Company's Philosophy on Code of Corporate Governance

Corporate Governance is about commitment to values, ethical business conduct, transparency and it makes distinction between personal and corporate funds in the management of the Company. The Governance process should ensure that these resources are utilized in a manner that meets stakeholder's aspirations and societal expectations.

At Appu Marketing & Manufacturing Ltd., Corporate Governance practices are based on the principles of adoption of transparent procedures and practices and complete and timely disclosures of corporate, financial and operational information to its stakeholders. The Company also believes that the practice of each of these creates the right corporate culture that fulfils the true purpose of Corporate Governance.

2. Board of Directors

- The Company's Board of Directors as on 31st March, 2016 comprises of One Executive Director and Three Non-Executives Directors.
- The category of each Director, together with his attendance at Board Meetings, the number of his Directorships and memberships of Board and Committees of other companies as well as his holding in the Company, as on March 31, 2016 are given below :-

Name of Director	Category of Directors	No. of Board Meetings attended	No. of other Directorship		No. of other Committee(s) Membership/Chairpersonship		No. of Equity Shares held as on March 31, 2016
			Public	Private	Membership	Chairpersonship	
Bhagwan Das Soni (DIN: 02308414)	Non Executive Independent-Director	7	9	11	4	0	-
Tanumay Laha (DIN: 05338827)	Chairperson-Non-Executive - Independent Director	7	4	4	0	0	-
Sudip Laha (DIN: 06417007)	Executive-Non-Independent Director	7	4	5	0	0	-
Namrata Chakraborty (DIN: 06937620)	Non-Executive-Independent Director	7	4	0	4	2	-
Kamal Kumar Bararia* (DIN: 06429106)	Non-Executive-Independent Director	3	0	1	0	0	-

*Kamal Kumar Bararia (DIN-06429106) was resigned w.e.f. 01/10/2015.

- The Companies Act, 2013 read with relevant Rules made there under, facilitates the participation of the Director in the Board/ Committee meetings through video conferencing or other audio mode. However none of the Directors have availed such a facility.
- Seven (7) Meetings of the Board of Directors of the Company were held at the Registered Office of the Company during the financial year 2015-2016 i.e. on 11/05/2015, 29/05/2015, 12/08/2015, 15/10/2015, 13/11/2015, 13/02/2016, and 28/03/2016. As is evident, the maximum time gap between any two Board

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Meetings was not more than four months.

- e) No Directors of the Company are related to each other.
- f) Mr. Tanumay Laha (DIN- 05338827), Non-Executive Independent Director is the Chairman of the Board.
- g) Mr. Sankar Mukherjee was Company Secretary of the Company as well as Committees throughout the year under review.
- h) All the directors of the Company attended the last Annual General Meeting held on September 30, 2015.
- i) Each Director informs the Company on an annual basis about the Board and Board Committee positions he/she occupies in other companies including Chairpersonships and notifies changes periodically and regularly during the term of their directorship in the Company. None of the Directors on the Board are Members of more than ten Committees or Chairman of more than five Committees across all the public companies in which they are Directors.
- j) The web link where details of familiarisation programmes imparted to Independent directors as disclosed in the website of the Company is: <http://www.appumkt.com/familiarisation-programme-for-Independent-directors.html>
- k) Independent Directors' Meeting

One exclusive meeting of the Independent Directors, pursuant to Schedule IV of the Companies Act, 2013 and sub-regulation 3 of Regulation 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.(hereinafter referred to as "the Listing Regulations") was held on 28/03/2016, inter alia to discuss the following:

- 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.

3. Audit Committee

a) Composition

The Audit Committee of the Company comprises of three non-Executive Independent Director, and one Executive non Independent Director as on 31st March, 2016. The Committee is chaired by a non-executive Independent Director, Mr. Bhagwan Das Soni.

The Committee met 5 (Five) times during the year i.e. on 30/04/2015, 29/05/2015, 12/08/2015, 13/11/2015, 13/02/2016. The attendances of the members were as follows:-

Sl. No.	Name	Status	No. of Meetings
1	Mr. Bhagwan Das Soni	Chairperson-Non-Executive-Independent	5
2	Mr. Tanumay Laha	Non-Executive-Independent	5
3	Ms. Namrata Chakraborty	Non-Executive-Independent	5
4	Mr. Sudip Laha	Executive- Non Independent	5

APPU MARKETING & MANUFACTURING LIMITED

The Chairperson of the Audit Committee was present at the last Annual General Meeting.

b) Terms of Reference

The Audit Committee has been constituted in compliance with (i) Section 177 of the Act and (ii) Regulation 18 of the Listing Regulations as mandated by the Stock Exchanges

4. Nomination And Remuneration Committee

a) Composition

The Nomination and Remuneration Committee of the Company comprises of three non-Executive Independent Directors as on 31st March, 2016. The Committee is Chaired by a non-Executive Independent Director, Ms. Namrata Chakraborty.

The Committee met 2 (Two) times during the year i.e. on 30/05/2015, and 12/08/2015. The attendances of the members were as follows:-

Sl. No.	Name	Status	No. of Meetings
1	Ms. Namrata Chakraborty	Chairperson-Non-Executive-Independent	2
2	Mr. Bhagwan Das Soni	Non-Executive-Independent	2
3	Mr. Tanumay Laha	Non-Executive- Independent	2

b) Terms of Reference

The terms of reference and the scope of Nomination and Remuneration Committee of the Board of Director are in accordance with the provisions of the Companies Act, 2013 and the Rules made thereunder and the Listing Regulations.

c) Remuneration Policy & and Criteria of Making Payments to Directors, Senior Management and Key Managerial Personnel

The Nominations & Remuneration Committee determines individual remuneration packages for Directors, KMPs and Senior Officials of the Company taking into account factors it deems relevant, including but not limited to market, business performance and practices in comparable companies, having due regard to financial and commercial health of the Company as well as prevailing laws and government/other guidelines. The Committee consults with the Board as it deems appropriate.

Statutory Requirements:

- Section 197(5) provides for remuneration by way of a fee to a director for attending meetings of the Board of Directors and Committee meetings or for any other purpose as may be decided by the board.
- Section 197(1) of the Companies Act, 2013 provides for the total managerial remuneration payable by the Company to its directors, including managing director and whole time director, and its manager in respect of any financial year shall not exceed eleven percent of the net profits of the Company computed in the manner laid down in Section 198 in the manner as prescribed under the Act.
- The Company with the approval of the Shareholders and Central Government may authorise the payment of remuneration exceeding eleven percent of the net profits of the company, subject to the provisions of Schedule V.
- The Company may with the approval of the shareholders authorise the payment of remuneration upto five percent of the net profits of the Company to its anyone Managing Director/Whole Time Director/Manager and ten percent in case of more than one such official.
- The Company may pay remuneration to its directors, other than Managing Director and Whole Time

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Director upto one percent of the net profits of the Company, if there is a managing director or whole time director or manager and three percent of the net profits in any other case.

- The net profits for the purpose of the above remuneration shall be computed in the manner referred to in Section 198 of the Companies Act, 2013.

The Independent Directors shall not be entitled to any stock option and may receive remuneration by way of fee for attending meetings of the Board or Committee thereof or for any other purpose as may be decided by the Board and profit related commission as may be approved by the members.

The remuneration payable to the Directors shall be as per the Company's policy and shall be valued as per the Income Tax Rules.

The remuneration payable to the Key Managerial Personnel and the Senior Management shall be as may be decided by the Board having regard to their experience, leadership abilities, initiative taking abilities and knowledge base.

Further, The Nomination and Remuneration Policy is reproduced in Directors' Report as Annexure-III.

d) Details of Remuneration paid to the Directors and Key Managerial Personnel

During the reported financial year, the Non-Executive and Independent Directors of the Company were not paid any sitting fee or any other remuneration or commission.

Further, the details of remuneration paid to the Key Managerial Personnel and of the Company during the F.Y. 2015-16 are given below:

Name	Designation	Salary	Perquisite & Allowances	Sitting Fees	Total
Mr. Sudip Laha	Managing Director	96,000/-	0.00	0.00	96,000/-
Mr. Lokesh Pasari	CFO	1,08,000/-	0.00	0.00	1,08,000/-
Mr. Sankar Mukherjee	Company Secretary	1,20,000/-	0.00	0.00	1,20,000/-

5. Stakeholders' Relationship Committee

In compliance with Section 178 of Act and Regulation 20 of the Listing Regulations, the Stakeholders' Relationship Committee has been constituted.

The Committee under the Chairpersonship of Mr. Bhagwan Das Soni, approves / monitors transfers, transmissions, consolidation, issue of duplicate certificate, monitors the shareholding pattern as well as the redressal of complaints from shareholders by the Share Registrars, oversee overall improvement of the quality of Investor services, performance of Registrar and Share Transfer Agent, oversee compliance relating to dividend payment, transfer of unclaimed amount to IEPF, implementation of the Code of Conduct for prevention of Insider Trading. Mr. Sankar Mukherjee, Company Secretary is also the Compliance Officer of the Company.

The composition of the committee members is as under:-

Sl. No.	Name	Status
1	Mr. Bhagwan Das Soni	Chairperson-Non-Executive-Independent
2	Mr. Tanumay Laha	Non-Executive-Independent
3	Ms. Namrata Chakraborty	Non-Executive-Independent

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During the year, one meeting of the Stakeholders' Relationship Committee was held on 12/08/2015.

During the year no requests/complaints were received from the shareholders

Sl.No.	Nature of request	Nos.
1	Issue of Duplicate Share Certificates	Nil
2	Rematerialisation of Shares	Nil

6. Risk Management Committee

The Risk Management Committee of the Company monitors and reviews the risk management plan of the Company. It is responsible for laying down procedures to inform Board members about the risk assessment and minimization procedures. The Board shall be responsible for framing, implementing and monitoring the risk management plan for the Company.

All the members of the Committee are Board Members.

The details are as follows:

Sl. No.	Name	Status
1	Ms. Namrata Chakraborty	Chairperson-Non-Executive-Independent
2	Mr. Bhagwan Das Soni	Non-Executive-Non Independent
3	Mr. Tanumay Laha	Non-Executive-Independent

7. Code of Conduct

The Board has laid down a code of conduct for all Board Members and Senior Management of the Company and separate Code of Conduct has also been incorporated for assigning the duties of Independent Directors.

The Company's Code of Conduct has been complied with by all the members of the Board and selected employees of the Company.

The Company has put in place a prevention of Insider Trading Code based on SEBI (Insider Trading) Regulations, 1992. This code was applicable to all Directors and select employees. The code ensured prevention of dealing in shares by persons having access to unpublished price sensitive information.

The aforesaid Code was effective till 14th May, 2015 & thereafter repealed with the "Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information", made effective from 15th May, 2015 pursuant to the SEBI (Prohibition of Insider Trading) Regulations, 2015. This Code has been disclosed on the website of the Company via the link: <http://www.appumkt.com/code-of-conduct.html>

8. Profile of the Directors appointed/Re-appointed

Profile of the Directors appointed/Re-appointed alongwith the shareholding in the Company is provided below:

Name of the Director	Category	Work experience	Date of Appointment	No of shares held & % of shareholding in the Co.	Qualification
Mr. Sudip Laha	Managing Director	8 years of experience in the field of Finance & marketing	28.01.2003	Nil	B.A.

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9. General Body Meetings

a) Location and time for last three Annual General Meetings were:-

Financial Year	Date of AGM	Venue	Time
2014-2015	30/09/2015	Shahid Ashfaqulla Community Hall, 59, Sudhir Basu Road, Kolkata - 700 023	1.00 P.M.
2013-2014	29/09/2014	27, Weston Street, 5th Floor, Room No. 526, Kolkata – 700 012	10.00 A.M.
2012-2013	30/09/2013	27, Weston Street, 5th Floor, Room No. 526, Kolkata – 700 012	11.00 A.M.

b) Special Resolutions in the last three Annual General Meetings:-

At the 32nd Annual General Meeting held on 30/09/2015 : Nil

At the 31st Annual General Meeting held on 29/09/2014 : One (Investments in shares of other bodies Corporate under section 186 of Companies Act, 2013)

At the 30th Annual General Meeting held on 30/09/2013 : One (Appointment of Managing Director)

c) Special Resolutions by postal ballot last year:-

No Special resolution has been put through by postal ballot so far by the Company.

d) Whether any Special Resolution proposed to be conducted through postal ballot:-

No resolution is proposed to be conducted through postal ballot in the forthcoming Annual General Meeting.

10. Means of Communications

Quarterly unaudited financial results and annual financial result of the Company were published in accordance with the Listing Agreement/ Listing Regulations with stock exchanges in the Business Standard (English Daily) and Sukhabar (Bengali Daily) and the aforesaid results are also available on the Company's website i.e. <http://www.appumkt.com/financial-results.html>

The quarterly and the annual results of the Company are submitted to the Calcutta Stock Exchange Limited and faxed to the BSE Limited immediately on closure of meeting of Board of Directors. The Annual Reports are posted to every shareholder of the Company at their registered address.

Section on Management Discussion and Analysis form part of this Annual Report.

11. General Shareholder Information

a) Annual General Meeting:-

- Date : 30th September, 2016
- Time : 12.00 P.M.
- Venue : Milan Deep Hall, Sher Khan Complex, J-142, Paharpur Road, Garden Reachnear S.K. Foundation School, Kolkata - 700 024

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b) Financial Calendar :- (Tentative)

Financial Year – 1 st April, 2016 to 31 st March, 2017	Relevant Dates
Board Meeting for consideration of annual accounts	30 th May, 2016
Book closure dates	24 th September, 2016 to 30 th September 2016
Unaudited results for the quarter ended on June 30 2016	On or before 14 th August, 2016
Unaudited results for the quarter ended on September 30, 2016	On or before 14 th November, 2016
Unaudited results for the quarter ended on December 31, 2016	On or before 14 th February, 2017
Unaudited results for the quarter ended on March 31, 2017	On or before 30 th May, 2017

c) Listing on Stock Exchanges at:-

1. BSE Limited. (Stock code: 538653)
1st Floor, New Trading Ring,
Corporate Relation Department
Rotunda Building, Phiroze Jeejeebhoy Towers
Dalal Street, Fort, Mumbai - 400 001.
2. The Calcutta Stock Exchange Ltd. (Stock code: 1125)
7, Lyons Range, Kolkata 700 001.

d) Stock Market Price for the Financial Year 2015-2016:

Month	Quotation of BSE			Quotation of Calcutta Stock Exchange Limited		
	High (Rs.)	Low (Rs.)	Volume (Nos.)	High (Rs.)	Low (Rs.)	Volume (Nos.)
April, 2015	719.00	571.25	482786	Not Traded	Not Traded	Not Traded
May, 2015	755.00	605.00	829419	Not Traded	Not Traded	Not Traded
June, 2015	785.00	630.00	775671	Not Traded	Not Traded	Not Traded
July, 2015	774.00	362.75	493754	Not Traded	Not Traded	Not Traded
August, 2015	666.50	353.00	298749	Not Traded	Not Traded	Not Traded
September, 2015	713.00	581.25	153615	Not Traded	Not Traded	Not Traded
October, 2015	787.00	470.00	159207	Not Traded	Not Traded	Not Traded
November, 2015	725.00	507.00	125758	Not Traded	Not Traded	Not Traded
December, 2015	700.00	356.75	90647	Not Traded	Not Traded	Not Traded
January, 2016	Not Traded*	Not Traded*	Not Traded*	Not Traded	Not Traded	Not Traded
February, 2016	Not Traded*	Not Traded*	Not Traded*	Not Traded	Not Traded	Not Traded
March, 2016	Not Traded*	Not Traded*	Not Traded*	Not Traded	Not Traded	Not Traded

APPU MARKETING & MANUFACTURING LIMITED

• *Suspended w.e.f 24th December, 2015.

e) **Share Transfer System-** The Company's shares are in compulsory demat mode. No physical shares were transferred during the year ended 31st March, 2016.

f) **Dedicated email ID for Investors-** For the convenience of our investors, the Company has designated an exclusive email ID for investors i.e. compliant@appumkt.com

g) **Registrar & Share Transfer Agent:-**

M/s. Niche Technologies Pvt. Ltd.
D-511, Bagree Market, 5th Floor, 71, B.R.B. Basu Road, Kolkata 700 001,
Phone Nos. (033) 2235-7270/7271/2234-3576.
E- mail: nichetech@nichetechpl.com

h) **Dematerialisation of Shares and Liquidity:-**

The Company's shares are tradeable compulsorily in electronic form and are available for trading in the depository systems of both National Securities Depositories Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL). The International Securities Identification Number (ISIN) of the Company as allotted by NSDL and CDSL is INE649L01013. Nearly 98.96% of total equity shares are in dematerialized form as on March 31, 2016.

i) **Distribution of shareholding & shareholding pattern**

Distribution of shareholding as on March 31, 2016:-

Ordinary Shares held	Number of shareholders	% of shareholders	Number of shares held	% of shares held
Upto 500	152	11.00	17,949	0.12
501-1000	56	4.06	47,635	0.33
1001-5000	656	47.50	20,90,766	14.34
5001-10000	313	22.66	26,31,291	18.05
10001 -50000	149	10.79	30,36,540	20.83
50001-100000	36	2.61	25,88,379	17.75
100001 and above	19	1.38	41,63,940	28.57
Total	1,381	100.00	1,45,76,500	100.00

Shareholding Pattern as on March 31, 2016

Sl. No.	Category	No. of share held	% of shares held
1	Promoters & Promoter Group	1,51,000	1.04
2	Public - Bodies Corporate	55,06,199	37.77
3	Public – Individuals	88,21,736	60.52
4	NRI/OCBs	34,012	0.23
5	Clearing Member	63,553	0.44
	Total	1,45,76,500	100.00

j) Outstanding ADRs/GDRs:- Not Applicable

k) Address for matters related to shares, any correspondence

M/s. Niche Technologies Private Ltd.,
D-511, Bagree Market, 5th Floor, 71, B.R.B. Basu Road, Kolkata 700 001,
Phone Nos. (033) 2235-7270/7271/3070.
E- mail: nichetech@nichetechpl.com

l) Address for any kind of assistance/clarification

Mr. Sankar Mukherjee, Company Secretary cum Compliance Officer
C/o. Appu Marketing & Manufacturing Limited.
27, Weston Street, 5th Floor,
Room No. 526, Kolkata – 700 012.

12. Disclosure of Materially Significant Related Party Transactions

All related party transactions that were entered into during the financial year were at an arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large.

As required under regulation 23 of Listing Regulations, the Company has adopted a policy on Related Party Transactions. The abridged policy on Related Party Transactions is available on the Company's website at <http://www.appumkt.com/subsidiary&related-party-transactions-policy.html>

13. Subsidiary Monitoring Framework

The Company have fourteen subsidiaries and none of the subsidiaries is a "material non-listed Indian Subsidiary". All subsidiaries companies of the Company are managed by their respective Board of Directors in the best interest of their stake holders.

The Company monitors the performance of its subsidiary companies using, inter alia, the following means:

- Financial Statement, in particular the investment made by the unlisted subsidiary companies are reviewed by the Audit Committee of the Company.
- Minutes of the Board Meeting of all subsidiary companies are placed before the Board of Directors of the Company at their Meetings.
- A statement containing all the significant transactions and arrangements entered into by the unlisted subsidiary companies is placed before the Board of Directors of the Company at their meetings.

Further, the Company does not have any material subsidiary whose net worth exceeds 20% of the consolidated net worth of the holding Company in the immediately preceding accounting year or which has generated 20% of the consolidated income of the Company during the previous financial year.

Pursuant to the Listing Agreement /Listing Regulations, the Audit Committee recommended a Policy for Determining Material Subsidiaries to the Board of Directors. The same was subsequently approved and disclosed in the Company's website and the link is as follows: <http://www.appumkt.com/subsidiary&related-party-transactions-policy.html>

14. CEO and CFO Certification

The Managing Director and the Chief Financial Officer of the Company provided the annual certification on financial reporting and internal controls to the Board in terms of Part B of Schedule II of Listing Regulations. The annual compliance certificate given by the Managing Director and the Chief Financial Officer is part of the Annual Report.

15. Compliance Report on Non-mandatory requirements under Regulation 27(1)

a) The Board- Non-Executive Chairman's Office:

As per para A of Part E of Schedule II of the Listing Regulations, the Board of Directors is chaired by Mr. Tanumay Laha (DIN- 05338827), a Non-Executive Independent Director.

b) Shareholders rights:

The Company display quarterly and half yearly results on its web site <http://www.appumkt.com/> and also publish the results in widely circulated newspapers. The Company also publishes the voting results of shareholder meetings and makes it available on its website <http://www.appumkt.com/> and reports the same to Stock Exchanges in terms of Regulation 44 of the Listing Regulations.

c) Modified opinion(s) in audit report:

The Auditors have issued an un-qualified opinion on the financial statements of the Company.

d) Separate posts of Chairperson and Chief Executive Officer:

The Board of Directors is chaired by Mr. Tanumay Laha (DIN- 05338827), a Non-Executive Independent Director and Mr. Sudip Laha (DIN- 06417007) is Managing Director of the Company. Further, the Company does not have a Chief Executive Officer.

e) Reporting of Internal Auditor:

Reporting of Head of Internal Audit is to the Chairman of the Audit Committee of the Board and administratively to the Managing Director of the Company.

16. Other Disclosures

- a) There are no materially significant related party transactions that may have potential conflict with the interest of the Company at large were held during the reported year.
- b) The Company has complied with all the requirements of the listing agreement/ Listing regulations with the Stock Exchanges as well as regulations and guidelines of SEBI. No penalty has been imposed or strictures have been issued by SEBI or any other Stock Exchange or any statutory authority on any matters related to Capital Market so far. Further, The Company is Suspended from trading in securities w.e.f December 24, 2015 from BSE Limited.
- c) The Company promotes ethical behaviour in all its business activities and has also put in place a mechanism wherein the employees are free to report concerns about unethical behaviour, actual or suspected fraud or violation on the Company's Code of Conduct. Company has established Vigil Mechanism and formulated a policy for the same. It also provides adequate safeguards against the victimization of employees, who avail of the mechanism. The reportable matters, may be disclosed to the Vigilance Officer who operates under the supervision of the Audit Committee. Employees may also report to the Chairman of the Audit Committee.

Further, during the year under review, no employee was denied access to the Audit Committee. No personnel have been denied access to the Audit Committee.
- d) The Company has complied with all the mandatory corporate governance requirements under the Listing Regulations. Specifically, the Company confirms compliance with corporate governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 of the Listing Regulations.

17. Declaration

All Directors and senior management personnel of the Company have confirmed compliance with the Company's Code of Conduct for the financial year ended March 31, 2016.

Place : Kolkata

For and on behalf of the Board of Directors

Dated : 30th May, 2016

Mr. Tanumay Laha
Chairman
DIN- 05338827

===== APPU MARKETING & MANUFACTURING LIMITED =====

Declaration Regarding Compliance by Members of the Board of Directors and Senior Management Personnel with the Code of Conduct

This is to confirm that the Company has adopted Code of Conduct for its Members of the Board of Directors and Senior Management Employees including the Managing Director. The Company has also adopted the Code of Conduct for Non-Executive Directors. Both these Codes are posted on the Company's website.

I confirm that the Company has for the financial year ended 31st March, 2016, received from its Members of the Board of Directors and Senior Management Employees a declaration of compliance with the Code of Conduct as applicable to them.

For the purpose of this declaration, Senior Management Employees means the Members of the Management one level below the Managing Director as on 31st March, 2016.

Place : Kolkata
Date : 30.05.2016

Sudip Laha
Managing Director
DIN-06417007

===== APPU MARKETING & MANUFACTURING LIMITED =====

CEO & CFO COMPLIANCE CERTIFICATE

To

The Board of Directors,
Appu Marketing & Manufacturing Ltd.
27, Weston Street,
5th Floor, Room No.526
Kolkata – 700 012

Re: CEO and CFO Compliance Certificate on Financial Statements for the year ended on 31st March, 2016

We, Mr. Sudip Laha, Managing Director & Mr. Lokesh Pasari, CFO, certify that:

- A. We have reviewed financial statements and the cash flow statement for the financial year ended on 31st March, 2016 and that to the best of our knowledge and belief :
1. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 2. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year ending on 31st March, 2016 which are fraudulent, illegal or violative of the Company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and steps have been taken to rectify these deficiencies.
- D. We further certify that:
1. There have been no significant changes in the internal control over financial reporting during this year;
 2. There have been no significant changes in accounting policies during this year and that the same have been disclosed in the notes to the financial statements; and
 3. There have been no instances of significant fraud of which we have become aware and the involvement therein, of management or an employee having a significant role in the Company's internal control system over financial reporting.

Mr. Sudip Laha
Managing Director
DIN: 06417007

Mr. Lokesh Pasari
CFO

Place : Kolkata
Date : 30.05.2016



INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF APPU MARKETING AND MANUFACTURING LIMITED

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of APPU MARKETING & MANUFACTURING LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone 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 prescribed under section 133 of the Act, as applicable.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone 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 thereunder.

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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2016, and its profit and its cash flows for the year ended on that date.



Report on Other Legal and Regulatory Requirements

1. As required by Section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards prescribed under section 133 of the Act, as applicable.
 - e) On the basis of the written representations received from the Directors as on March 31, 2016 taken on record by the Board of Directors, none of the Directors is disqualified as on March 31, 2016 from being appointed as a Director in terms of Section 164 (2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “**Annexure A**”. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company’s internal financial controls over financial reporting.
 - g) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts required to be transferred by the Company to the Investor Education and Protection Fund.
2. As required by the Companies (Auditor’s Report) Order, 2016 (“the Order”) issued by the Central Government in terms of Section 143(11) of the Act, we give in “**Annexure B**” a statement on the matters specified in paragraphs 3 and 4 of the Order.

For S.C.SWAIKA & CO.

(Chartered Accountants)

FRN No.322137E

(S.C.Swaika)

(Proprietor)

(M.No.053694)

Place : Kolkata

Dated : 30th May, 2016



ANNEXURE “A” TO THE INDEPENDENT AUDITORS’ REPORT

(Referred to in paragraph 1(f) under ‘Report on Other Legal and Regulatory Requirements’ of our report of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

We have audited the internal financial controls over financial reporting of APPU MARKETING & MANUFACTURING LIMITED (“the Company”) as of March 31, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

Auditor’s Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 judgement, 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised 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, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For S.C.SWAIKA & CO.

(Chartered Accountants)

FRN No.322137E

(S.C.Swaika)

(Proprietor)

(M.No.053694)

Place : Kolkata

Dated : 30th May, 2016



ANNEXURE “B” TO THE INDEPENDENT AUDITORS’ REPORT

(Referred to in paragraph 2 under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

- (i)
- a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - b) The Company has a regular programme of physical verification of its, fixed assets . In accordance with this programme, fixed assets were verified during the year and no material discrepancies were noticed on such verification.
 - c) The Company does not have any immovable property.
- (ii) As explained to us, the inventories were physically verified during the year by the Management at reasonable intervals and no material discrepancies were noticed on physical verification.
- (iii) The Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Companies Act, 2013.
- (iv) As explained to us, the Company has not granted any security in terms of Section 185 and 186 of the companies Act, 2013.
- (v) According to the information and explanation given to us, the Company has not accepted any deposit from the public during the year.
- (vi) As informed to us, the Central Government has not prescribed maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the Company.
- (vii) According to the information and explanations given to us, in respect of statutory dues:
- a) The Company has generally been regular in depositing undisputed statutory dues, including provident fund, employees’ state insurance, incometax, sales tax, service tax, customs duty, excise duty, value added tax, cess and any other material statutory dues with the appropriate authorities.
 - b) There were no undisputed amounts payable in respect of provident fund, employees’ state insurance, income-tax, sales tax, service tax, customs duty, excise duty, value added tax, cess and other material statutory dues in arrears as at March 31, 2016 for a period of more than six months from the date they became payable.
- (viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to financial institutions, government, banks and dues to debenture holders.
- (ix) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans.
- (x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.
- (xi) In our opinion and according to the information and explanations given to us, the Company has paid / provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.



- (xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the CARO 2016 Order is not applicable.
- (xiii) In our opinion and according to the information and explanations given to us the Company is in compliance with Section 188 and 177 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.
- (xiv) During the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause(xiv) of CARO 2016 is not applicable to the Company.
- (xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or directors of its holding, subsidiary or persons connected with them and hence provisions of section 192 of the Companies Act, 2013 are not applicable.
- (xvi) According to the information and explanation given to us, the Company is not required to be registered under Section 45 IA of the Reserve Bank of India Act, 1934.

For S.C.SWAIKA & CO.

(Chartered Accountants)

FRN No.322137E

(S.C.Swaika)

(Proprietor)

(M.No.053694)

Place : Kolkata

Dated : 30th May, 2016

APPU MARKETING & MANUFACTURING LIMITED

STANDALONE BALANCE SHEET AS AT 31ST MARCH, 2016

	Particulars	Note No.	As At 31st March, 2016	As At 31st March 2015
1.	EQUITY AND LIABILITIES			
	Shareholder's Funds			
	a) Share Capital	2	145,765,000	145,765,000
	b) Reserves and Surplus	3	6,987,231	6,426,455
2.	Share Application money pending allotment		-	-
3.	Non-Current Liabilities		-	-
4.	Current Liabilities			
	a) Trade payables	4	32,497,500	-
	b) Other current liabilities	5	64,375	16,500
	c) Short-term provisions	6	289,519	880,595
	TOTAL		185,603,625	153,088,550
II.	ASSETS			
	Non-current assets			
	a) Fixed Assets	7		
	(i) Tangible assets		32,579	55,380
	b) Non-Current Investments	8	97,237,000	29,661,000
	c) Long term loans and advances	9	47,090,490	47,753,198
	Current assets			
	a) Inventories	10	377,300	1,500,750
	b) Trade receivables	11	39,504,811	69,076,184
	c) Cash and cash equivalents	12	748,228	3,606,539
	d) Short-term loans and advances	13	-	349,700
	e) Other current assets	14	613,217	1,085,799
	TOTAL		185,603,625	153,088,550

Summary of significant accounting policies 1
The accompanying notes are an integral part of the financial statements
As per our report of even date

For Appu Marketing & Manufacturing Ltd.

Tanumay Laha
Director
DIN: 05338827

For Appu Marketing & Manufacturing Ltd.

Sankar Mukherjee
Company Secretary

For S.C.Swaika & Co.
Chartered Accountants
Registration No : 322137E

S.C.Swaika
Membership no : 053694

Dated the 30th Day of May, 2016
Place : Kolkata

For Appu Marketing & Manufacturing Ltd.

Sudip Laha
Managing Director
DIN: 06417007

For Appu Marketing & Manufacturing Ltd.

Lokesh Pasari
Chief Financial Officer

APPU MARKETING & MANUFACTURING LIMITED

STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2016

Particulars	Note No.	Year ended 31 March, 2016	Year ended 31 March, 2015
REVENUE			
Revenue from operations	15	3,36,96,218	5,18,78,850
Other Income	16	36,45,745	36,50,195
Total Revenue		3,73,41,963	5,55,29,045
EXPENSES			
Purchase		3,24,97,500	5,19,75,550
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	17	11,23,450	(15,00,750)
Employee benefit expenses	18	11,54,348	4,26,000
Depreciation & Amortisation	7	22,801	3,210
Other expenses	19	16,06,910	32,20,511
Total Expenses		3,64,05,009	5,41,24,521
Profit before exceptional and extraordinary items and tax		9,36,954	14,04,524
Exceptional Items		-	-
Profit before extraordinary items and tax		9,36,954	14,04,524
Extraordinary Items		-	-
Profit before tax		9,36,954	14,04,524
Tax expense:			
Current Tax		2,89,519	4,33,998
Profit for the period (after tax)		6,47,435	9,70,526
Income tax for prior year		(86,659)	-
		5,60,776	9,70,526
Basic Earning Per Share of ` each (In Rupees)		0.04	0.07
Diluted Earning Per Share of ` each (In Rupees)		0.04	0.07

Summary of significant accounting policies 1
The accompanying notes are an integral part of the financial statements
As per our report of even date

For Appu Marketing & Manufacturing Ltd.

Tanumay Laha
Director
DIN: 05338827

For Appu Marketing & Manufacturing Ltd.

Sankar Mukherjee
Company Secretary

For S.C.Swaika & Co.
Chartered Accountants
Registration No : 322137E

S.C.Swaika
Membership no : 053694

Dated the 30th Day of May, 2016
Place : Kolkata

For Appu Marketing & Manufacturing Ltd.

Sudip Laha
Managing Director
DIN: 06417007

For Appu Marketing & Manufacturing Ltd.

Lokesh Pasari
Chief Financial Officer

APPU MARKETING & MANUFACTURING LIMITED

STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2016

	Particulars	Year ended 31 March, 2016	Year ended 31 March, 2015
	Net Profit before Tax	936954	1404524
	Add:-Depreciation		
	Less :-Income Tax for prior year	(86659)	-
	Operating Profit before Working Capital Change		
	Adjustment for :		
	Add/Less:- Increase/Decrease in Current Assets	31517105	(69406344)
	Add/Less: Increase/Decrease in Current Liabilities	31954299	439262
	Less: Income Tax paid	(289519)	(4,33,998)
	Net Operating Activities / Net Cash Flow from Operating Activities / Profit from Operation (A)	64032180	(67996556)
	CASH FLOW FROM INVESTING ACTIVITIES:		
	Add/Less:- Purchase/Sale of Non-Current Investments	(67576000)	79239000
	Add/Less- Increase/Decrease in Other Non-Current Assets	662708	(9176909)
	Add/Less :- Purchase of Fixed Assests	22801	(55380)
	Cash Flow from Investing Activities (B)	(66890491)	70006711
	CASH FLOW FROM FINANCING ACTIVITIES		
	Issue of Equity shares	-	-
	Cash Flow from Financing Activities (C)	-	-
	Opening Cash and Cash Equivalents	3606539	1596384
	Net Decrease in cash and cash equivalent =A+B+C	(2858311)	2010155
	Closing Cash and Cash Equivalents	748228	3606539

As per our report of even date

For Appu Marketing & Manufacturing Ltd.

Tanumay Laha
Director
DIN: 05338827

For Appu Marketing & Manufacturing Ltd.

Sankar Mukherjee
Company Secretary

For S.C.Swaika & Co.
Chartered Accountants
Registration No : 322137E

S.C.Swaika
Membership no : 053694

Dated the 30th Day of May, 2016
Place : Kolkata

For Appu Marketing & Manufacturing Ltd.

Sudip Laha
Managing Director
DIN: 06417007

For Appu Marketing & Manufacturing Ltd.

Lokesh Pasari
Chief Financial Officer

NOTE NO. 1: SIGNIFICANT ACCOUNTING POLICIES & NOTES ON FINANCIAL STATEMENT

Appu Marketing & Manufacturing Limited is a public company incorporated in India. Its shares are listed on the Calcutta Stock Exchange Ltd. and BSE Ltd. in India. The Company is engaged in the trading business.

- a) **Basis of Preparation:** - The financial statements of the company have been prepared in accordance with Generally Accepted Accounting Principles in India (Indian GAAP) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values. GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 ('Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI).
- b) **Use of estimates:** - The preparation of financial statements requires the management of the company to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, as at the date of the financial statements and reported amounts of income and expenses during the period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future years. Future results may vary from these estimates.
- c) **Borrowing costs:** - Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

During the F.Y. 2015-16 the company has not borrowed any amount.

- d) **Tangible fixed assets:** - Fixed assets are stated at cost, net of accumulated depreciation and impairment losses, if any. The cost comprises the purchase price borrowing costs if capitalization criteria are met and directly 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.
- e) **Depreciation:** - Depreciation on tangible fixed assets has been provided on the Straight Line Method as per the useful life prescribed in part C of schedule II of the Companies Act, 2013.
- Depreciation for assets purchased / sold/discarded/disposed off during the year is charged proportionately. Individual assets whose cost does not exceeds Rs. 5000/- is treated as revenue expenditure.
- f) **Non-Current Investments:** - Investment have been treated as long term and carried at cost. Cost includes purchase cost and attributable expenses.
- Long-term Investments made by the Company are stated at cost and provision for diminution in the value of long term investments is made only if such a decline is other than temporary.
- g) **Revenue recognition:** - Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognized:

Sale of goods

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

Interest

Interest Income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "Revenue from operations" in the statement of profit and loss.

Dividends

Dividend income is recognized when the company's right to receive dividend is established by the reporting date.

Other Income

The amounts receivable from various agencies are accounted on accrual basis to the extent it is possible to ascertain the income with reasonable accuracy.

- h) **Foreign currency translation:** - No Foreign Currency Transactions has been made by the Company in the Financial Year 2015-16.
- i) **Retirement and other employee benefits:** - No liability in respect of retirement benefits has been provided for since; none of its employee are eligible for entitlement of retirement benefit for non attainment of duration of services.
- j) **Income taxes:** - Tax expense comprises of current tax. Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.
- k) **Earnings Per Share:** - Basic Earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.
- l) **Provisions, Contingent Liabilities and Contingent Assets:** - A provision is recognized when the Company has a present obligation as a result of a past event; it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the Balance Sheet date.

A disclosure of contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require and outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

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

- m) **Cash and cash equivalents:** - Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand and short-term investments with an original maturity of three months or less.
- n) Balance in respect of Trade Payable, Trade Receivable and Loans & Advances are subject to confirmation.
- o) **Cash Flow Statement:** - Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of non-cash nature and cash flows from operating, investing and financing activities of the Company are segregated.
- p) **MSMED Act, 2006:** - The Government of India has promulgated an act namely The Micro, Small and Medium Enterprises Development Act, 2006, which comes into force with effect from October 2, 2006. As per the act, the Company is required to identify the Micro, Small and Medium suppliers and pay them interest on over dues beyond the specified period irrespective of the terms agreed with the suppliers. The Company does not have any dues to any entity covered under the said act.

APPU MARKETING & MANUFACTURING LIMITED

ADDITIONAL NOTES

I. RELATED PARTIES DISCLOSURE AS PER ACCOUNTING STANDARD 18

A. LIST OF RELATED PARTIES

Sr. No.	Party	Relationship
	Sudip Laha	Managing Director
	Bhagwan Das Soni	Director
	Tanumay Laha	Director
	Namrata Chakraborty	Director
	Lokesh Pasari	CFO
	Sankar Mukherjee	Company Secretary
	AMM Commercial Limited	Wholly owned Subsidiary Company
	AMM Housing Limited	Wholly owned Subsidiary Company
	AMM Irons Limited	Wholly owned Subsidiary Company
	AMM Textiles Limited	Wholly owned Subsidiary Company
	Arcilla Developers Limited	Wholly owned Subsidiary Company
	Arcilla Constructions Limited	Wholly owned Subsidiary Company
	Arcilla Consultants Limited	Wholly owned Subsidiary Company
	Arcilla Designers Limited	Wholly owned Subsidiary Company
	Arcilla Housing Limited	Wholly owned Subsidiary Company
	Arcilla Marketing Limited	Wholly owned Subsidiary Company
	Arcilla Projects Limited	Wholly owned Subsidiary Company
	Arcilla Real Estates Limited	Wholly owned Subsidiary Company
	Arcilla Residency Limited	Wholly owned Subsidiary Company
	Hamilton Tradecomm Limited	Wholly owned Subsidiary Company

B. Related Party Transaction: -

Transaction	31.03.2016 (Amt. in Rs.)	31.03.2015 (Amt. in Rs.)
Remuneration to Managing Director – Sudip Laha	96,000	96,000
Remuneration to CFO – Lokesh Pasari	1,08,000	99,000
Remuneration to Company Secretary – Sankar Mukherjee	1,20,000	1,10,000

C. Trade Receivable From Subsidiaries:-

Party	31.03.2016 (Amt. in Rs.)
AMM Textiles Limited	20,54,000
AMM Housing Limited	38,45,000
AMM Commercial Limited	9,20,000
AMM Irons Limited	49,00,000
Arcilla Residency Limited	5,60,000

APPU MARKETING & MANUFACTURING LIMITED

D. Advance to Subsidiaries:-

Party	31.03.2016 (Amt. in Rs.)	31.03.2015 (Amt. in Rs.)
Arcilla Consultants Limited	20,15,000	-
Arcilla Marketing Limited	7,55,000	-

E. Investment in Wholly owned Subsidiary Company:-

Party	31.03.2016 (Amt. in Rs.)	31.03.2015 (Amt. in Rs.)
Arcilla Developers Limited	5,00,000	-
Arcilla Constructions Limited	5,00,000	-
Arcilla Consultants Limited	5,00,000	-
Arcilla Designers Limited	5,00,000	-
Arcilla Housing Limited	5,00,000	-
Arcilla Marketing Limited	5,00,000	-
Arcilla Projects Limited	5,00,000	-
Arcilla Real Estates Limited	5,00,000	-
Arcilla Residency Limited	5,00,000	-
Hamilton Tradecomm Limited	5,00,000	-

Previous year's figures have been regrouped /rearranged whenever considered necessary to confirm to current year's grouping and classification.

APPU MARKETING & MANUFACTURING LIMITED

STANDALONE NOTES TO THE ACCOUNTS

(in `)

Particulars	As on 31/03/2016	As on 31/03/2015
2. SHARE CAPITAL		
Authorised		
1,50,00,000 Equity share of ` 10 each	15,00,00,000	15,00,00,000
(Previous Year 1,50,00,000 Equity Shares of ` 10 each)	15,00,00,000	15,00,00,000
Issued & Subscribed		
1,45,76,500 Equity share of ` 10 each	14,57,65,000	14,57,65,000
(Previous Year 1,45,76,500 Equity Shares of ` 10 each)	14,57,65,000	14,57,65,000
Paid up		
1,45,76,500 Equity share of ` 10 each	14,57,65,000	14,57,65,000
(Previous Year 1,45,76,500 Equity Shares of ` 10 each)	14,57,65,000	14,57,65,000

- a. There has been no change/ movements in number of shares outstanding at the beginning and at the end of the reporting period.

The company has only one class of issued shares i.e Equity Shares having par value of ` 10/- per share. Each holder of Equity Shares is entitled to One vote per share and equal right for dividend. The dividend proposed by the Board of Directors is subject to the approval of shareholders in ensuing Annual General Meeting , except in case of interim dividend. In the event of liquidation , the ordinary shareholders are eligible to receive the remaining assets of the Company after payment of all preferential amounts, in proportion to their Shareholding.

- b. The Company does not have any Holding Company/ ultimate Holding Company but have fourteen subsidiaries Companies.

- c. Details of Shareholders holding more than 5% Shares in the Company.

d. Equity Shares of ` 10/- each fully paid	As on 31.03.2016	As on 31.03.2015
	No. of Shares	% of Shareholding
	Nil	Nil

- e. No Equity Shares have been reserved for issue under option and contracts/ commitments for the sale of shares/ disinvestment as at the Balance Sheet date.
- f. No Securities convertible into Equity/ Preference Shares issued by the company during the year
- g. No Shares has been bought back by the company during the period of 5 years preceeding the date at which the balance sheet is prepared.
- h. No calls are unpaid by any director or officer of the company during the year

Previous year's figures have been regrouped /rearranged whenever considered necessary to confirm to current year's grouping and classification.

APPU MARKETING & MANUFACTURING LIMITED

(in `)

Particulars	As on 31/03/2016	As on 31/03/2015
3. RESERVES AND SURPLUS		
General Reserve		
Investment Allowance Reserve		
As per last financial Statements	1,28,754	1,28,754
Capital Reserve		
Out of Merger		
As per last financial Statements	42,87,339	42,87,339
Surplus as per Profit & Loss Statement		
As per last financial Statements	20,10,362	10,39,836
(+) Profit for the year	5,60,776	9,70,526
Unamortised Expenses written back	-	-
Balance at the end of the year	25,71,138	20,10,362
Total	69,87,231	64,26,455

(in `)

Particulars	As on 31/03/2016	As on 31/03/2015
4. TRADE PAYABLES		
Trade Payables	3,24,97,500	-
TOTAL	3,24,97,500	-

(in `)

Particulars	As on 31/03/2016	As on 31/03/2015
5. OTHER CURRENT LIABILITIES		
Audit Fees Payable	11,500	16500
Others	52,875	-
TOTAL	64,375	16,500

(in `)

Particulars	As on 31/03/2016	As on 31/03/2015
6. SHORT TERM PROVISIONS		
Income Tax	289,519	880,595
TOTAL	289,519	880,595

Schedules Annexed to and forming Part of the Accounts continued

7. FIXED ASSETS-TANGIBLE ASSETS

Amount in `

PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK		
	As on 1-Apr-15	Addition During The Period	Deduction During The Period	Impair- ment During The Period	Total As on 31-Mar-16	As on 1-Apr-15	For The Period	Adjust- ment For Impaire- ment	Adjust- ment For 31-Mar-16	As on 31-Mar-16	As on 31-Mar-15
<u>Owned Assets</u> Computer	58,590	-	-	-	58,590	3,210	22,801	-	-	32,579	55,380
Total A	58,590	-	-	-	58,590	3,210	22,801	-	-	32,579	55,380
Previous Year	-	58,590	-	-	58,590	-	3,210	-	-	55,380	-

APPU MARKETING & MANUFACTURING LIMITED

(in `)

Particulars	As at 31/03/2016		As at 31/03/2015	
	No. of Shares	Amount	No. of Shares	Amount
8. NON CURRENT INVESTMENTS*				
Subsidiary Companies-Unquoted Equity Shares				
AMM Commercial Ltd.	50,000	5,00,000	50,000	5,00,000
AMM Housing Ltd.	50,000	5,00,000	50,000	5,00,000
AMM Iron Ltd.	50,000	5,00,000	50,000	5,00,000
AMM Textiles Ltd.	50,000	5,00,000	50,000	5,00,000
Arcilla Constructions Ltd.	50,000	5,00,000	-	-
Arcilla Consultants Ltd.	50,000	5,00,000	-	-
Arcilla Designers Ltd.	50,000	5,00,000	-	-
Arcilla Developers Ltd.	50,000	5,00,000	-	-
Arcilla Housing Ltd.	50,000	5,00,000	-	-
Arcilla Marketing Ltd.	50,000	5,00,000	-	-
Arcilla Projects Ltd.	50,000	5,00,000	-	-
Arcilla Real Estates Ltd.	50,000	5,00,000	-	-
Arcilla Residency Ltd.	50,000	5,00,000	-	-
Hamilton Trade Comm Ltd.	50,000	5,00,000	-	-
Total-A		70,00,000		20,00,000
Quoted Equity shares				
Impex Services Ltd.	3,63,750	72,75,000	-	-
Jaisukh Dealers Ltd.	93,605	3,02,50,000	-	-
Quest Financial Services Ltd.	1,28,475	1,05,35,000	-	-
Total-B		4,80,60,000		-
Unquoted Equity shares				
Anurodh Infrastructure Pvt. Ltd.	16,73,100	1,67,31,000		
Fastner Machinery Dealers Pvt. Ltd.	39,092	1,95,46,000	47,222	2,36,11,000
K.S.Consultancy Services Pvt. Ltd.	2,33,333	7,00,000	3,50,000	10,50,000
Kali Confectioners Pvt Ltd	1,20,000	30,00,000	1,20,000	30,00,000
Vishnu Cotton Mills Ltd.	2,20,000	22,00,000	-	-
Total-C		4,21,77,000		2,76,61,000
Total-A+B+C		9,72,37,000		2,96,61,000

(in `)

Particulars	As on 31/03/2016	As on 31/03/2015
9. LONG TERM LOANS & ADVANCES		
Other Loans & Advances		
Unsecured considered Goods		
Advance recoverable in cash or in kind or for value to be received	4,43,20,490	4,77,53,198
Advance to subsidiaries	27,70,000	-
TOTAL	4,70,90,490	4,77,53,198

(in `)

Particulars	As on 31/03/2016	As on 31/03/2015
10. INVENTORIES		
(As value and certified by the management)		
Stock -in-Trade	3,77,300	15,00,750
	3,77,300	15,00,750

APPU MARKETING & MANUFACTURING LIMITED

(in `)

Particulars	As on 31/03/2016	As on 31/03/2015
11. TRADE RECEIVABLES		
Exceeding Six Months		
Secured Considered Good	-	-
Unsecured Considered Good	-	-
Unsecured Considered Good-Subsidiaries	1,22,79,000	-
	1,22,79,000	-
within Six months		
Secured Considered Good	-	-
Unsecured Considered Good	2,72,25,811	6,90,76,184
	2,72,25,811	6,90,76,184
	3,95,04,811	6,90,76,184

(in `)

Particulars	As on 31/03/2016	As on 31/03/2015
12. CASH AND CASH EQUIVALENTS		
Balances With Banks		
On Current Account	29,861	33,27,531
Cash in hand	7,18,367	2,79,008
	7,48,228	36,06,539

(in `)

Particulars	As on 31/03/2016	As on 31/03/2015
13. SHORT TERM LOANS & ADVANCES		
Unsecured considered Goods		
Advance-Others-Non related Parties	-	349700
TOTAL	-	3,49,700

(in `)

Particulars	As on 31/03/2016	As on 31/03/2015
14. OTHER CURRENT ASSETS		
Unsecured considered good: Others		
Income Tax	6,11,217	10,83,799
Security Deposit	2,000	2,000
	6,13,217	10,85,799

(in `)

Particulars	As on 31/03/2016	As on 31/03/2015
15. REVENUE FROM OPERATIONS		
Income from Operations	3,36,96,218	5,18,78,850
Net Sales	3,36,96,218	5,18,78,850

APPU MARKETING & MANUFACTURING LIMITED

(in `)

Particulars	As on 31/03/2016	As on 31/03/2015
16. OTHER INCOME		
Interest on Loan	36,16,753	36,50,195
Interest on Income Tax	28,992	-
Net Sales	36,45,745	36,50,195

(in `)

Particulars	As on 31/03/2016	As on 31/03/2015
17. CHANGES IN INVENTORIES OF STOCK-IN-TRADE		
Inventories at the beginning of the year		
Stock of Shares & Securities	15,00,750	-
TOTAL (A)	15,00,750	-
Inventories at the end of the year		
Stock of Shares & Securities	3,77,300	15,00,750
	3,77,300	15,00,750
Increase/(Decrease) in Stocks	(11,23,450)	15,00,750

(in `)

Particulars	As on 31/03/2016	As on 31/03/2015
18. EMPLOYEE BENEFITS EXPENSES		
Salaries, Wages, Bonus, Gratuity & allowances	9,86,000	3,30,000
Director's Remuneration	96,000	96,000
Staff Welfare Expenses	72,348	-
TOTAL	11,54,348	4,26,000

(in `)

Particulars	As on 31/03/2016	As on 31/03/2015
19. OTHER EXPENSES		
Advertisement, Publicity & sales promotion	38,777	33,285
Bad Debts	3,50,000	-
Bank Charges	3,678	2,684
Business Promotion Expenses	1,72,000	-
Carriage Inward	-	1,51,850
Conveyance Expenses	81,235	45,325
Custody Fees & RTA Fees	1,14,422	74,160
Derivative Dealing	-	19,26,145
Filing Fees	11,400	22,800
Legal, Professional & Consultancy Charges	63,629	1,12,360
Loss on sale of Investments	-	39,711
Listing Fess	2,44,383	1,70,658
Miscellaneous Expenses	73,926	1,56,728
Office Rent	1,08,000	1,08,000
Packing Charges	72,072	1,74,265
Postage & Couriers Expenses	43,259	57,105
Printing & Stationery Expenses	52,904	27,150
Communication Expenses	54,360	-
Rates & Taxes	-	76,521
Travelling Expenses	92,865	-
Auditor's Remuneration		
Statutory Audit	10,000	10,000
Tax Audit	6,500	1,500
Others	13,500	30,264
	16,06,910	32,20,511

**Independent Auditors' Report****To The Board of Appu Marketing & Manufacturing Limited****Report on the Consolidated Financial Statements**

We have audited the accompanying consolidated financial statements of M/s. APPU MARKETING & MANUFACTURING LIMITED (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") comprising of the Consolidated Balance Sheet as at March 31, 2016, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards prescribed under Section 133 of the Act, as applicable. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit.

While conducting the 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 thereunder.

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

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

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.



Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2016, and their consolidated profit and their consolidated cash flows for the year ended on that date.

Other Matters

The consolidated financial statements includes the Group's share of net profit of Rs. 5,19,583/- for the year ended March 31, 2016, as considered in consolidated financial statements in respect of fourteen subsidiaries, whose financial statements have not been audited by us. These financial statements / financial information have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and our report in terms of sub-section (3) of Section 143, is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matter with respect to our reliance on the work done and the reports of the other auditors and the financial statements/financial information certifies by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, we report, to the extent applicable, that:
 - a) We have relied upon other auditors and 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 of the aforesaid consolidated financial statements.
 - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
 - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
 - d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards prescribed under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended).
 - e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2016 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of the subsidiary companies, to the extent reported by the statutory auditors of such companies, none of the directors of the Group companies is disqualified as on March 31, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our separate Report in "**Annexure A**", which is based on the auditors' reports of the Holding company, subsidiary companies. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Holding company's/ subsidiary companies, internal financial controls over financial reporting.



S. C. SWAIKA & CO.

30/1, S.M. Ali Road, Barrackpore
Kolkata-700 120

(Chartered Accountants)

- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position;
 - ii. The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts required to be transferred by the Group to the Investor Education and Protection Fund.

For S.C.SWAIKA & CO.

(Chartered Accountants)

FRN No.322137E

(S.C.Swaika)

(Proprietor)

(M.No.053694)

Place : Kolkata

Dated : 30th May, 2016



ANNEXURE “A” TO THE INDEPENDENT AUDITORS' REPORT

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

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)

In conjunction with our audit of the consolidated financial statements of the Group as of and for the year ended March 31, 2016, we have audited the internal financial controls over financial reporting of M/s. Appu Marketing & Manufacturing Limited (hereinafter referred to as “the Holding Company”) and its subsidiary companies, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 judgement, 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 and the audit evidence obtained by the other auditors of the subsidiary companies, which are companies incorporated in India, in terms of their reports 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



S. C. SWAIKA & CO.

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(Chartered Accountants)

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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised 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 to the best of our information and according to the explanations given to us, the Holding Company and its subsidiary companies, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the internal control over financial reporting criteria established by the Holding Company and its subsidiary companies, considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For S.C.SWAIKA & CO.

(Chartered Accountants)

FRN No.322137E

(S.C.Swaika)

(Proprietor)

(M.No.053694)

Place : Kolkata

Dated : 30th May, 2016

APPU MARKETING & MANUFACTURING LIMITED

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2016

ln (₹)

	Particulars	Notes No.	As At 31st March, 2016	As At 31st March 2015
I.	EQUITY AND LIABILITIES			
1.	Shareholder's Funds			
	a) Share Capital	2	145,765,000	145,765,000
	b) Reserves and Surplus	3	6,454,248	6,310,843
2.	Share Application money pending allotment		-	-
3.	Non-Current Liabilities			
	a) Others long term liabilities	4	4,375,000	-
4.	Current Liabilities			
	a) Trade payables	5	32,497,500	-
	b) Other current liabilities	6	166,997	263,972
	c) Short-term provisions	7	289,519	880,595
	TOTAL		189,548,264	153,220,410
II.	ASSETS			
	Non-current assets			
	Fixed Assets	8	32,579	55,380
	Non-Current Investments	9	113,769,018	39,380,000
	Long term loans and advances	10	44,320,490	47,753,198
	Current assets			
	Inventories	11	377,300	1,500,750
	Trade receivables	12	27,225,811	57,582,184
	Cash and cash equivalents	13	3,209,849	5,513,399
	Short-term loans and advances	14	-	349,700
	Other current assets	15	613,217	1,085,799
	TOTAL		189,548,264	153,220,410

Summary of significant accounting policies
As per our report of even date

1

For Appu Marketing & Manufacturing Ltd.

Tanumay Laha
Director
DIN: 05338827

For Appu Marketing & Manufacturing Ltd.

Sankar Mukherjee
Company Secretary

For S.C.Swaika & Co.
Chartered Accountants
Registration No : 322137E

S.C.Swaika
Membership no : 053694

Dated the 30th Day of May, 2016
Place : Kolkata

For Appu Marketing & Manufacturing Ltd.

Sudip Laha
Managing Director
DIN: 06417007

For Appu Marketing & Manufacturing Ltd.

Lokesh Pasari
Chief Financial Officer

APPU MARKETING & MANUFACTURING LIMITED

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2016

Particulars	Note No.	Year ended 31 March, 2016	Year ended 31 March, 2015
REVENUE			
Revenue from operations	16	33,696,218	51,878,850
Other Income	17	3,645,745	3,650,195
Total Revenue		37,341,963	55,529,045
EXPENSES			
Purchase		32,497,500	51,975,550
Work-in-progress and Stock-in-Trade	18	1,123,450	(1,500,750)
Employee benefit expenses	19	1,154,348	426,000
Depreciation & Amortisation	8	22,801	3,210
Other expenses	20	2,024,281	3,247,383
Total Expenses		36,822,380	54,151,393
Profit before exceptional and extraordinary items and tax		519,583	1,377,652
Exceptional Items		-	-
Profit before extraordinary items and tax		519,583	1,377,652
Extraordinary Items		-	-
Profit before tax		519,583	1,377,652
Tax expense:			
Current Tax		289,519	433,998
Current Tax expense relating to prior years		-	-
		289,519	433,998
Profit from the period from continuing operations		230,064	943,654
Profit from discontinuing operations		-	-
Tax expense of discounting operations		-	-
Profit from discontinuing operations (after tax)		-	-
Profit for the period (after tax)		230,064	943,654
Income tax for prior year		(86,659)	-
Balance brought forward		-	-
PROFIT AVAILABLE FOR APPROPRIATION		143,405	943,654
Transfer to statutory reserve		-	-
Surplus balance carried to Balance Sheet		143,405	943,654
		143,405	943,654
Basic Earning Per Share of ` each (In Rupees)		0.02	0.06
Diluted Earning Per Share of ` each (In Rupees)		0.02	0.06

Summary of significant accounting policies
As per our report of even date

1

For Appu Marketing & Manufacturing Ltd.

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Chief Financial Officer

APPU MARKETING & MANUFACTURING LIMITED

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2016

	Particulars	Year ended 31 March, 2016	Year ended 31 March, 2015
A.	<u>CASH FLOW FROM OPERATING ACTIVITIES:</u>		
	Net Profit before Tax	519583	1377652
	Less :-Income Tax for prior year	(86659)	-
	Operating Profit before Working Capital Change		
	Adjustment for :		
	Add/Less:- Increase/Decrease in Current Assets	32302105	(58040584)
	Add/Less: Increase/Decrease in Current Liabilities	31809449	686734
	Less: Income Tax paid	(289519)	(433998)
	Net Operating Activities / Net Cash Flow from Operating Activities / Profit from Operation	64254959	(56410196)
B.	<u>CASH FLOW FROM INVESTING ACTIVITIES:</u>		
	Add/Less:- Purchase/Sale of Non-Current Investments	(74389018)	67520000
	Add/Less- Increase/Decrease in Other Non-Current Assets	3432708	(9176909)
	Add/Less :- Purchase of Fixed Assests	22801	(55380)
	Cash Flow from Investing Activities	(70933509)	58287711
C.	<u>CASH FLOW FROM FINANCING ACTIVITIES</u>		
	Issue of Equity shares	-	-
	Long term borrowing	4375000	-
	Cash Flow from Financing Activities	4375000	-
	Opening Cash and Cash Equivalents	5513399	3635884
	Net Decrease in cash and cash equivalent =A+B+C	(2303550)	1877515
	Closing Cash and Cash Equivalents	3209849	5513399

As per our report of even date

For Appu Marketing & Manufacturing Ltd.

Tanumay Laha
Director
DIN: 05338827

For Appu Marketing & Manufacturing Ltd.

Sankar Mukherjee
Company Secretary

For S.C.Swaika & Co.
Chartered Accountants
Registration No : 322137E

S.C.Swaika
Membership no : 053694

Dated the 30th Day of May, 2016
Place : Kolkata

For Appu Marketing & Manufacturing Ltd.

Sudip Laha
Managing Director
DIN: 06417007

For Appu Marketing & Manufacturing Ltd.

Lokesh Pasari
Chief Financial Officer

APPU MARKETING & MANUFACTURING LIMITED

NOTE NO. 1: NOTES FORMING PART OF FINANCIAL STATEMENT

NATURE OF BUSINESS

Appu Marketing & Manufacturing Limited ('the Holding Company') is a public company incorporated in India. Its shares are listed on the Calcutta Stock Exchange Ltd. and BSE Ltd. in India. The Company is engaged in the trading business. During the year, the Holding Company and its fourteen subsidiary companies constituted the Group.

SIGNIFICANT ACCOUNTING POLICIES

- a) **Basis of Consolidation:** - The Consolidated Financial Statements comprise the individual financial statements of the Holding Company and its subsidiaries as on March 31, 2016 and for the year ended on that date. The Consolidated Financial Statements have been prepared on the following basis:
 - i. The financial statements of the Holding Company and its subsidiaries have been consolidated on a line by line basis by adding together the book values of line items of assets, liabilities, income and expenses, after eliminating intra-group balances and intra-group transactions resulting in unrealised profits or losses as per Accounting Standard 21 on 'Consolidated Financial Statements' as specified under Section 133 of the 2013 Act read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - ii. The financial statements of the subsidiaries used in the consolidation are drawn up to the same Balance Sheet date as that of the Holding Company, i.e. March 31, 2016.
 - iii. The financial statements of the following subsidiaries have been consolidated as per Accounting Standard 21 on 'Consolidated Financial Statements' as specified under Section 133 of the 2013 Act read with Rule 7 of the Companies (Accounts) Rules, 2014:

Name of Subsidiary	Proportion of effective ownership interest (%) As on March, 2016	Proportion of effective ownership interest (%) As on March, 2015
AMM Commercial Limited	100%	100%
AMM Housing Limited	100%	100%
AMM Irons Limited	100%	100%
AMM Textiles Limited	100%	100%
Arcilla Developers Limited	100%	Nil
Arcilla Consultants Limited	100%	Nil
Arcilla Designers Limited	100%	Nil
Arcilla Housing Limited	100%	Nil
Arcilla Marketing Limited	100%	Nil
Arcilla Projects Limited	100%	Nil
Arcilla Real Estates Limited	100%	Nil
Arcilla Residency Limited	100%	Nil
Hamilton Tradecomm Limited	100%	Nil

- b) **Basis of Preparation:** - The financial statements of the company have been prepared in accordance with Generally Accepted Accounting Principles in India (Indian GAAP) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values. GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 ('Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI). Accounting policies have been consistently applied except where a newly-issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.
- c) **Use of estimates:** - The preparation of financial statements requires the management of the company to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting year. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future years. Future results may vary from these estimates.
- d) **Borrowing costs:** - Borrowing cost includes interest, amortization of ancillary costs incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.
- e) **Tangible fixed assets:** - Fixed assets are stated at cost, net of accumulated depreciation and impairment losses, if any. The cost comprises the purchase price, borrowing costs if capitalization criteria are met and directly 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.
- f) **Depreciation:** - Depreciation on tangible fixed assets has been provided on the Straight Line Method as per the useful life prescribed in Part C of Schedule II to the Companies Act, 2013.
- Depreciation for assets purchased / sold discarded / disposed off during the year is charged proportionately. Individual assets whose cost does not exceed ₹ 5000/- is treated as revenue expenditure.
- g) **Non-Current Investments:** - Investment have been treated as long term and carried at cost. Cost includes purchase cost and attributable expenses.
- Long-term Investments made by the Company are stated at cost and provision for diminution in the value of long term investments is made only if such a decline is other than temporary.
- h) **Inventories :-** Trading goods are valued at cost.
- i) **Revenue recognition:** - Revenue is recognized to the extent that it is probable that the economic benefits will flow to the company and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognized:

Sale of goods

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

Interest

Interest Income is recognized on a time proportion basis taking into account the amount outstanding

APPU MARKETING & MANUFACTURING LIMITED

and the applicable interest rate. Interest income is included under the head "Revenue from operations" in the statement of profit and loss.

Dividends

Dividend income is recognized when the company's right to receive dividend is established by the reporting date.

Other Income

The amounts receivable from various agencies are accounted on accrual basis to the extent it is possible to ascertain the income with reasonable accuracy.

The Company presents revenues in its statement of profit and loss.

- j) **Foreign currency translation:** - No Foreign Currency Transactions has been made by the Company in the Financial Year 2015-16.
- k) **Retirement and other employee benefits:** - No liability in respect of retirement benefits has been provided for since; none of its employee are eligible for entitlement of retirement benefit for non attainment of duration of services.
- l) **Income taxes:** - Tax expense comprises of current tax. Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.
- m) **Earnings Per Share:** - Basic Earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.
- n) **Provisions, Contingent Liabilities and Contingent Assets:** - A provision is recognized when the Company has a present obligation as a result of a past event; it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the Balance Sheet date.

A disclosure of contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

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

- o) **Cash and cash equivalents:** - Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand and short-term investments with an original maturity of three months or less.
- p) Balance in respect of Trade Payable, Trade Receivable and Loans & Advances are subject to confirmation.
- q) **Cash Flow Statement:** - Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of non-cash nature and cash flows from operating, investing and financing activities of the Company are segregated.
- r) **MSMED Act, 2006:** - The Government of India has promulgated an act namely The Micro, Small and Medium Enterprises Development Act, 2006, which comes into force with effect from October 2, 2006. As per the act, the Company is required to identify the Micro, Small and Medium suppliers and pay them interest on over dues beyond the specified period irrespective of the terms agreed with the suppliers. The Company does not have any dues to any entity covered under the said act.

APPU MARKETING & MANUFACTURING LIMITED

ADDITIONAL NOTES

I. RELATED PARTIES DISCLOSURE AS PER ACCOUNTING STANDARD 18

A. LIST OF RELATED PARTIES

Sr. No.	Party	Relationship
	Sudip Laha	Managing Director
	Bhagwan Das Soni	Director
	Tanumay Laha	Director
	Namrata Chakraborty	Director
	Lokesh Pasari	CFO
	Sankar Mukherjee	Company Secretary
	AMM Commercial Limited	Wholly owned Subsidiary Company
	AMM Housing Limited	Wholly owned Subsidiary Company
	AMM Irons Limited	Wholly owned Subsidiary Company
	AMM Textiles Limited	Wholly owned Subsidiary Company
	Arcilla Developers Limited	Wholly owned Subsidiary Company
	Arcilla Constructions Limited	Wholly owned Subsidiary Company
	Arcilla Consultants Limited	Wholly owned Subsidiary Company
	Arcilla Designers Limited	Wholly owned Subsidiary Company
	Arcilla Housing Limited	Wholly owned Subsidiary Company
	Arcilla Marketing Limited	Wholly owned Subsidiary Company
	Arcilla Projects Limited	Wholly owned Subsidiary Company
	Arcilla Real Estates Limited	Wholly owned Subsidiary Company
	Arcilla Residency Limited	Wholly owned Subsidiary Company
	Hamilton Tradecomm Limited	Wholly owned Subsidiary Company

B. Related Party Transaction: -

Transaction	31.03.2016 (Amt. in Rs.)	31.03.2015 (Amt. in Rs.)
Remuneration to Managing Director – Sudip Laha	96,000	96,000
Remuneration to CFO – Lokesh Pasari	1,08,000	99,000
Remuneration to Company Secretary – Sankar Mukherjee	1,20,000	1,10,000

C. Trade Receivable From Subsidiaries:-

Party	31.03.2016 (Amt. in Rs.)
AMM Textiles Limited	20,54,000
AMM Housing Limited	38,45,000
AMM Commercial Limited	9,20,000
AMM Irons Limited	49,00,000
Arcilla Residency Limited	5,60,000

APPU MARKETING & MANUFACTURING LIMITED

D. Advance to Subsidiaries:-

Party	31.03.2016 (Amt. in Rs.)	31.03.2015 (Amt. in Rs.)
Arcilla Consultants Limited	20,15,000	-
Arcilla Marketing Limited	7,55,000	-

E. Investment in Wholly owned Subsidiary Company:-

Party	31.03.2016 (Amt. in Rs.)	31.03.2015 (Amt. in Rs.)
Arcilla Developers Limited	5,00,000	-
Arcilla Constructions Limited	5,00,000	-
Arcilla Consultants Limited	5,00,000	-
Arcilla Designers Limited	5,00,000	-
Arcilla Housing Limited	5,00,000	-
Arcilla Marketing Limited	5,00,000	-
Arcilla Projects Limited	5,00,000	-
Arcilla Real Estates Limited	5,00,000	-
Arcilla Residency Limited	5,00,000	-
Hamilton Tradecomm Limited	5,00,000	-

Previous year's figures have been regrouped /rearranged whenever considered necessary to confirm to current year's grouping and classification.

APPU MARKETING & MANUFACTURING LIMITED

CONSOLIDATED NOTES TO THE ACCOUNTS

(in `)

Particulars	As on 31/03/2016	As on 31/03/2015
2. SHARE CAPITAL		
Authorised		
1,50,00,000 Equity share of ` 10 each (Previous Year 1,50,00,000 Equity Shares of ` 10 each)	15,00,00,000	15,00,00,000
	15,00,00,000	15,00,00,000
Issued & Subscribed		
1,45,76,500 Equity share of ` 10 each (Previous Year 1,45,76,500 Equity Shares of ` 10 each)	14,57,65,000	14,57,65,000
	14,57,65,000	14,57,65,000
Paid up		
1,45,76,500 Equity share of ` 10 each (Previous Year 1,45,76,500 Equity Shares of ` 10 each)	14,57,65,000	14,57,65,000
	14,57,65,000	14,57,65,000

- a. There has been no change/ movements in number of shares outstanding at the beginning and at the end of the reporting period.

The company has only one class of issued shares i.e Equity Shares having par value of ` 10/- per share. Each holder of Equity Shares is entitled to One vote per share and equal right for dividend. The dividend proposed by the Board of Directors is subject to the approval of shareholders in ensuing Annual General Meeting , except in case of interim dividend. In the event of liquidation , the ordinary shareholders are eligible to receive the remaining assets of the Company after payment of all preferential amounts, in proportion to their Shareholding.

- b. The Company does not have any Holding Company/ ultimate Holding Company but have fourteen subsidiaries Companies.

- c. Details of Shareholders holding more than 5% Shares in the Company.

d. Equity Shares of ` 10/- each fully paid	As on 31.03.2016	As on 31.03.2015
	No. of Shares	% of Shareholding
	Nil	Nil

- e. No Equity Shares have been reserved for issue under option and contracts/ commitments for the sale of shares/ disinvestment as at the Balance Sheet date.
- f. No Securities convertible into Equity/ Preference Shares issued by the company during the year
- g. No Shares has been bought back by the company during the period of 5 years preceeding the date at which the balance sheet is prepared.
- h. No calls are unpaid by any director or officer of the company during the year

APPU MARKETING & MANUFACTURING LIMITED

(in `)

Particulars	As on 31/03/2016	As on 31/03/2015
3. RESERVES AND SURPLUS		
General Reserve		
Investment Allowance Reserve		
As per last financial Statements	1,28,754	1,28,754
Capital Reserve		
Out of Merger		
As per last financial Statements	42,87,339	42,87,339
Surplus as per Profit & Loss Statement		
As per last financial Statements	18,94,750	9,51,096
Profit for the year	1,43,405	9,43,654
Total	64,54,248	63,10,843

(in `)

Particulars	As on 31/03/2016	As on 31/03/2015
4. NON CURRENT LIABILITIES		
Others long term liabilities	4,375,000	-
TOTAL	4,375,000	-

(in `)

Particulars	As on 31/03/2016	As on 31/03/2015
5. TRADE PAYABLES		
Trade Payables	32,497,500	-
TOTAL	32,497,500	-

(in `)

Particulars	As on 31/03/2016	As on 31/03/2015
6. OTHER CURRENT LIABILITIES		
Audit Fees Payable	166,997	38,972
Others	-	225,500
TOTAL	166,997	263,972

(in `)

Particulars	As on 31/03/2016	As on 31/03/2015
7. SHORT TERM PROVISIONS		
Income Tax	289,519	880,595
TOTAL	289,519	880,595

Schedules Annexed to and forming Part of the Accounts continued

8. FIXED ASSETS-TANGIBLE ASSETS

Amount in `

PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK			
	As on 1-Apr-15	Addition During The Period	Deduction During The Period	Impair- ment During The Period	Total As on 31-Mar-16	As on 1-Apr-15	For The Period	Adjust- ment	Adjust- ment For Impaire- ment	Total As on 31-Mar-16	As on 31-Mar-16	As on 31-Mar-15
<u>Owned Assets</u> Computer	58,590	-	-	-	58,590	3,210	22,801	-	-	26,011	32,579	55,380
Total A	58,590	-	-	-	58,590	3,210	22,801	-	-	26,011	32,579	55,380
Previous Year	-	58,590	-	-	58,590	-	3,210	-	-	3,210	55,380	-

APPU MARKETING & MANUFACTURING LIMITED

(in `)

Note - 9 Non Current Investments*	Figures as at the end of 31st March 2016		Figures as at the end of 31st March 2015	
Name of Companies	No. of Shares	Rs.	No. of Shares	Rs.
Unquoted Equity shares				
Amarlaxmi Sales Pvt. Ltd.	46,00,000	4,60,000	-	-
Anurodh Infrastructure Pvt. Ltd.	16,97,300	1,69,73,000	-	-
Bishwanath Polypack Pvt. Ltd.	5,500	5,50,000	-	-
Bishwanath Residency Pvt. Ltd.	15,000	1,50,000	-	-
Bhutoria Enterprises Pvt. Ltd.	84,699	42,350	-	-
Burnpur Power Pvt. Ltd.	4,90,000	49,00,000	4,90,000	49,00,000
Diamention Mercantiles Pvt. Ltd.	10,30,250	20,60,500	-	-
Fastner Machinery Dealers Pvt. Ltd.	39,092	1,95,46,000	47,222	2,36,11,000
Godavari Coal Agency Pvt. Ltd.	19,230	9,615	-	-
Highgrowth Vincom Pvt. Ltd.	92,000	9,20,000	92,000	9,20,000
Iota Packaging Pvt. Ltd.	79,000	1,58,000	-	-
Jagriti Commodities Pvt. Ltd.	2,05,400	20,54,000	2,05,400	20,54,000
Jhilmil Dealtrade Pvt. Ltd.	2,97,100	4,45,650	-	-
K.S.Consultancy Services Pvt. Ltd.	2,33,333	7,00,000	3,50,000	10,50,000
Kali Confectioners Pvt Ltd	1,20,000	30,00,000	1,20,000	30,00,000
Knife Vincom Pvt. Ltd.	38,460	19,230	-	-
Laxy Trading Pvt. Ltd.	2,50,000	1,25,000	-	-
Laxmi Residency Pvt. Ltd.	51,000	4,55,000	-	-
Likeme Barter Pvt. Ltd.	2,63,000	1,31,500	-	-
Mahananda Commercial Pvt. Ltd.	2,50,000	1,25,000	-	-
Rajani Vincom Pvt. Ltd.	2,50,000	1,25,000	-	-
Mansukh Consultancy Pvt. Ltd.	1,03,250	4,00,000	-	-
Multifold Plastic Marketing Pvt. Ltd.	3,84,500	38,45,000	3,84,500	38,45,000
Nandan Kanan Barter Pvt. Ltd.	12,97,000	25,94,000	-	-
Sursadhna Commercial Pvt. Ltd.	1,31,513	65,756	-	-
Sharon Construction Pvt. Ltd.	26,260	4,00,000	-	-
Viginhar Marketing Pvt. Ltd.	14,69,500	29,39,000	-	-
Vishnu Cotton Mills Ltd.	2,20,000	22,00,000	-	-
Westwin Textiles Pvt. Ltd.	6,14,583	3,07,292	-	-
Westwin Tracom Pvt. Ltd.	16,250	8,125	-	-
Total-A		6,57,09,018		3,93,80,000
Quoted Equity shares				
Impex Services Ltd.	3,63,750	72,75,000	-	-
Jaisukh Dealers Ltd.	93,605	3,02,50,000	-	-
Quest Financial Services Ltd.	1,28,475	1,05,35,000	-	-
Total-B		4,80,60,000		-
Total-A+B		11,37,69,018		3,93,80,000

* Face value is Rs. 10/- Unit specified otherwise.

APPU MARKETING & MANUFACTURING LIMITED

(in `)

Particulars	As on 31/03/2016	As on 31/03/2015
10. LONG TERM LOANS & ADVANCES		
Unsecured considered Goods		
Advance recoverable in cash or in kind or for value to be received	44,320,490	47,753,198
TOTAL	44,320,490	47,753,198

(in `)

Particulars	As on 31/03/2016	As on 31/03/2015
11. INVENTORIES		
(As value and certified by the management)		
Stock -in-Trade	377,300	1,500,750
	377,300	1,500,750

(in `)

Particulars	As on 31/03/2016	As on 31/03/2015
12. TRADE RECEIVABLES		
Exceeding Six Months		
Secured Considered Good	-	-
Unsecured Considered Good	-	-
Unsecured Considered Good-Subsidiaries	-	-
within Six months		
Secured Considered Good	-	-
Unsecured Considered Good	27,225,811	57,882,184
	27,225,811	57,882,184

(in `)

Particulars	As on 31/03/2016	As on 31/03/2015
13. CASH AND CASH EQUIVALENTS		
Cash in hand	3,002,527	1,671,203
On Current Account	207,322	3,842,196
	3,209,849	36,06,539

(in `)

Particulars	As on 31/03/2016	As on 31/03/2015
14. SHORT TERM LOANS & ADVANCES		
Unsecured considered Goods		
Advance-Others-Non Related Parties	-	349,700
TOTAL	-	349,700

APPU MARKETING & MANUFACTURING LIMITED

(in `)

Particulars	As on 31/03/2016	As on 31/03/2015
15. OTHER CURRENT ASSETS		
Unsecured considered good: Others		
Income Tax	611,217	1,083,799
Security Deposit	2,000	2,000
	613,217	1,085,799

(in `)

Particulars	As on 31/03/2016	As on 31/03/2015
16. REVENUE FROM OPERATIONS		
Income from Operations	33,696,218	51,878,850
Total	33,696,218	51,878,850

(in `)

Particulars	As on 31/03/2016	As on 31/03/2015
17. OTHER INCOME		
Interest on Loan	3,616,753	3,650,195
Interest on Income Tax	28,992	-
Total	3,645,745	3,650,195

(in `)

Particulars	As on 31/03/2016	As on 31/03/2015
18. CHANGES IN INVENTORIES OF STOCK-IN-TRADE		
Inventories at the beginning of the year		
Stock of Shares & Securities	1,500,750	-
Inventories at the end of the year		
Stock of Shares & Securities	377,300	1,500,750
	377,300	1,500,750
Increase/(Decrease) in Stocks	1,123,450	(1,500,750)

(in `)

Particulars	As on 31/03/2016	As on 31/03/2015
19. EMPLOYEE BENEFITS EXPENSES		
Salaries, Wages, Bonus, Gratuity & allowances	986,000	330,000
Director's Remuneration	96,000	96,000
Staff Welfare Expenses	72,348	-
TOTAL	1,154,348	426,000

APPU MARKETING & MANUFACTURING LIMITED

(in `)

Particulars	As on 31/03/2016	As on 31/03/2015
20. OTHER EXPENSES		
Advertisement, Publicity & sales promotion	38,777	33,285
Bad Debts	350,000	-
Bank Charges	14,249	3,884
Business Promotion Expenses	172,000	-
Carriage Inward	-	151,850
Conveyance Expenses	81,235	45,325
Custody Fees & RTA Fees	114,422	74,160
Derivative Dealing	-	1,926,145
Filing Fees	11,400	26,000
Legal, Professional & Consultancy Charges	93,629	112,360
Loss on sale of Investments	-	39,711
Listing Fees	244,383	170,658
Miscellaneous Expenses	130,876	68,488
Office Rent	108,000	108,000
Packing Charges	72,072	174,265
Postage & Couriers Expenses	43,259	57,105
Preliminary Expenses	239,700	88,240
Printing & Stationery Expenses	52,904	27,150
Communication Expenses	54,360	-
Rates & Taxes	-	76,521
Travelling Expenses	92,865	-
Auditor's Remuneration	-	-
Statutory Audit	90,150	32,472
Tax Audit	6,500	1,500
Others	13,500	30,264
Total	2,024,281	3,247,383

APPU MARKETING & MANUFACTURING LIMITED

Statement of Net Assets and Profit or Loss

Name of the entity in the	Net Assets, i.e., total assets minus total liabilities		Share in profit or loss	
	As % of Consolidated Net Assets	Amount in `	As % of Consolidated Profit or Loss	Amount in `
1	2	3	4	5
Parent Company				
Appu Marketing & Manufacturing Ltd.	95.94	15,27,52,231	391.04	5,60,776
Indian Subsidiaries				
AMM Textiles Ltd.	0.29	4,56,572	(10.13)	(14,525)
AMM Irons Ltd.	0.29	4,56,722	(10.02)	(14,375)
AMM Housing Ltd.	0.29	4,56,672	(10.06)	(14,425)
AMM Commercial Ltd.	0.29	4,56,572	(10.13)	(14,525)
Arcilla Construction Ltd.	0.29	4,63,988	(25.11)	(36,012)
Arcilla Consultancy Ltd.	0.29	4,63,879	(25.19)	(36,121)
Arcilla Designers Ltd.	0.29	4,64,005	(25.10)	(35,995)
Arcilla Developers Ltd.	0.29	4,63,891	(25.18)	(36,109)
Arcilla Housing Ltd.	0.29	4,64,805	(24.54)	(35,195)
Arcilla Marketing Ltd.	0.29	4,64,005	(25.10)	(35,995)
Arcilla Projects Ltd.	0.29	4,63,891	(25.18)	(36,109)
Arcilla Real Estates Ltd.	0.29	4,64,005	(25.10)	(35,995)
Arcilla Residency Ltd.	0.29	4,64,005	(25.10)	(35,995)
Hamilton Tradecomm Ltd.	0.29	4,64,005	(25.10)	(35,995)
Foreign Subsidiaries	Nil	Nil	Nil	Nil
Minority Interests in all subsidiaries	Nil	Nil	Nil	Nil
Associates	Nil	Nil	Nil	Nil
Joint Ventures				
Total	100.00	159219248	100.00	143405